

(Translated version)

Ref: KIMENG 069 /2010

February 11, 2010

To: President
The Stock Exchange of Thailand

Subject: Reports on resolutions of the Board of Directors' Meeting to convene ordinary shareholders meeting and Dividend payment announcement

Dear Sir,

The Board of Directors of Kim Eng Securities (Thailand) Public Company Limited at a meeting No. 1/2010 held on February 11, 2010 passed the following resolutions:

1. That the distribution of dividend for the year 2009 be proposed at the Ordinary Shareholders Meeting 2010 for consideration at the rate of Baht 1.00 per share. The payment will be in addition to an interim dividend payment at the rate of Baht 0.25 per share which has been paid on September 11, 2009. (payout ratio of the whole year 2009 will be Baht 1.25 per share or total dividend payout amount to 99% of net profit). Subject to shareholders' approval, the dividend payment will be on April 12, 2010.

2. Renewal for the term of audit committee member as follows;

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| 1. Associate. Professor Dr. Paiboon Sareewiwatthana | Chairman of audit committee |
| 2. Associate. Professor Dr. Preecha Jarungidanan | Member of audit committee |
| 3. Mr. Yuth Vorachattarn | Member of audit committee |

The renewal of which shall take an effect as of April 30, 2010 (Detail show in Form to Report on Names of Members and Scope of Work of the Audit Committee F24-1)

3. Acknowledged that the directors who would retire by rotation (March 31, 2010) are as follows:

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|-------------------------------------|----------|
| 1. Mr. Ronald Anthony Ooi Thean Yat | Director |
| 2. Mr. Hwang Wei Cherng | Director |
| 3. Mr. Judd Clark Kinne | Director |

It is recommended that the Ordinary Shareholders Meeting 2010 re-appoint Mr. Ronald Anthony Ooi Thean Yat and Mr. Judd Clark Kinne as the directors of the Company for another term and the appointment of Mrs. Boonporn Boriboonsongsilp as a new director to replace Mr. Hwang Wei Cherng as Mr. Hwang has indicated he wish to retire from the Board and will not offer himself for re-election. This is subject to the Ordinary Shareholders Meeting 2010' approval.

Member of Board of Directors (after the Ordinary Shareholders Meeting 2010 approval) as follows:

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| 1. Mr. Yuth Vorachattarn | Chairman/Independent Director |
| 2. Mr. Ronald Anthony Ooi Thean Yat | Director |
| 3. Mr. Montree Sornpaisarn | Director |
| 4. Mr. Judd Clark Kinne | Director |
| 5. Associate. Professor Dr. Paiboon Sareewiwatthana | Director/Independent Director |
| 6. Associate. Professor Dr. Preecha Jarungidanan | Director/Independent Director |
| 7. Mr. Pusit Kaewmongkolsri | Director |
| 8. Mr. Tan Pei-San | Director |
| 9. Mrs. Boonporn Boriboonsongsilp | Director |

4. It is recommended that the powers of the authorized directors of the Company shall be exercised as follows:

"The signature of any two of the following five directors Mr. Ronald Anthony Ooi Thean Yat or Mr. Montree Sornpaisarn or Mr. Pusit Kaewmongkolsri or Mr. Judd Kinne or Mrs. Boonporn Boriboonsongsilp when combined with the Company Seal." This is subject to the Ordinary Shareholders Meeting 2010' approval and informed and completed manage to department of Business Development.

5. It is recommended that the Ordinary Shareholders Meeting 2009 consider and fix the directors' remuneration at Baht 55,000,000 (Baht fifty five million) and pay monthly allowances for the year 2010 at the existing rate (aggregate sum no more than Baht 5,000,000 (Baht five million)).

6. It is recommended that the Ordinary Shareholders Meeting 2010 appoint the following auditors from Pricewaterhouse Coopers ABAS Limited.

1. Mrs. Anothai Leekitwattana CPA no. 3442
2. Mr. Boonlert Kamolchanokkul CPA no. 5339
3. Mr. Kajornkiet Aroonpirodkul CPA no. 3445

In the case that the said auditors are not available, other auditors from Pricewaterhouse Coopers ABAS Limited may be appointed as replacement.

It is recommended to fix the audit fee at not more than Baht 2,000,000 (Baht two million) excluding out of pocket expenses. The said audit fees are for the audit service. The Company's Auditor also provides Information Technology consultancy service other than the audit service.

The current's company's auditor Mrs Anothai Leekitwattana, Certified Public Accountant (Thailand) No. 3442 has been auditing the company's account since 2009, a total of 1 year and has done her duty professionally throughout the said period.

7. That an Ordinary Meeting of Shareholders 2010 is scheduled to be held on Friday March 29, 2010 at 14.00 p.m. at Arnoma Hotel's Arnoma 1 room, 99 Rajdamri Road, Bangkok, to consider the following agenda:

(1) To adopt the minutes of the Ordinary Shareholders Meeting 2009.

The Board of Directors' Opinion: Shareholders should approve the Minutes of the 2009 Annual General Meeting of Shareholders held on March 27, 2009 which the Board of Directors considered that it was correctly recorded.

(2) To acknowledge the report on the company's performance for the year 2009.

The Board of Directors' Opinion: Shareholders should acknowledge the Company's performance for the year 2009 which will be presented at the meeting.

(3) To consider and approve the Financial Statements for the year ended December 31, 2009.

The Board of Directors' Opinion: Shareholders should approve the Company's financial statements for the accounting period ended December 31, 2009 which were audited by the Company's auditor, reviewed by the Audit Committee, shown in 2009 Company's annual report and were summarized as follows:

	Unit : Million Baht	
	Consolidated	The company Only
Total assets	7,126.35	7,125.78
Total liabilities	2,597.49	2,596.92
Total revenues	2,568.15	2,567.17
Net profit	715.17	716.74
Earnings per share	1.26	1.26

(4) To consider and approve the appropriation of retained earning and the distribution of dividend.

The Board of Directors' Opinion: Shareholders should approve the appropriation of retained earning and the distribution of additional dividend for the year 2009 for another Baht 1.00 per share. The payment will be in addition to an interim dividend payment at the rate of Baht 0.25 per share, which was paid on September 11, 2009. (Payout ratio of the whole year 2009 will be Baht 1.25 per share or total dividend payout amount of not more than 99 % of net profit). This is consistent with the Company's dividend payment policy in which dividend payment made will not be less than 40% of its net profit after deduction of all reserves. Dividend payment made in each year depends upon the Company's investment plan, financial necessity and situation in the future.

(5) To appoint directors in place of those retiring by rotation.

The Board of Directors' Opinion: In the Ordinary Shareholders Meeting 2010, there are 3 directors who are retiring by rotation namely, Mr. Ronald Anthony Ooi Thean Yat, Mr. Hwang Wei Cherng and Mr. Judd Clark Kinne. that the Ordinary Shareholders Meeting 2010 should be re-appoint Mr. Ronald Anthony Ooi Thean Yat and Mr. Judd Clark Kinne as the directors of the Company for another term as all of them are knowledgeable, competent and experienced and also have good performance throughout the period they are in the office and the appointment of Mrs. Boonporn Boriboonsongsilp as a new director to replace Mr. Hwang Wei Cherng as proposed by the Nomination Committee.

(6) To amend the powers of the authorized directors of the Company to be as follows:

"The signature of any two of the following five directors Mr. Ronald Anthony Ooi Thean Yat or Mr. Montree Sornpaisarn or Mr. Pusit Kaewmongkolsri or Mr. Judd Kinne or Mrs. Boonporn Boriboonsongsilp when combined with the Company Seal."

The Board of Directors' Opinion: Recommend that the Ordinary Shareholders Meeting 2010 should approve amendment the powers of the authorized directors of the Company and the appointment of new director from above resolution.

(7) To consider and approve fixing of directors' remuneration.

The Board of Directors' Opinion: Shareholder should approve the payment of directors remuneration for the year 2010 at the amount of no more than Baht 5,000,000 (Baht five million) and payment of bonus for 2009's performances at the amount of no more than Baht 55,000,000 (Baht fifty five million). Out of this amount, no more than Baht 5,000,000 (Baht five million) will be for the three Audit Committee members and no more than Baht 50,000,000 (Baht fifty million) will be for the other directors.

The company's Compensation Committee has considered the remuneration for the directors by comparing them with other companies in the same industry as well as factoring in other details including business expansion and growth in company's profit.

(8) To appoint the company's auditors and to fix the auditors' remuneration.

The Board of Directors' Opinion: Shareholders should appoint Mrs. Anothai Leekitwattana Certified Public Accountant (Thailand) No. 3442, Mr. Boonlert Kamolchanokkul Certified Public Accountant (Thailand) No. 5339, Mr. Kajornkiet Aroonpirodkul CPA no. 3445 of Pricewaterhouse Coopers ABAS Limited as the Company's auditors, any one being authorized to conduct the audit and to express an opinion on the annual financial statements of the Company. In the absence of the above-named auditors, PricewaterhouseCoopers ABAS Limited is authorized to identify one other Certified Public Accountant with PricewaterhouseCoopers ABAS Limited to carry out the work. The audit fee for the Year 2010 will not exceed Baht 2,000,000 (Baht two million) excluding out of pocket expenses, to change from that of the preceding year Baht 42,000 (Baht forty-two thousand). The Company's Auditor also provides Information Technology consultancy service other than the audit service.

The proposed auditors have no relationship or stockholdings with the company/subsidiary Company/management/major shareholder or relations of the said persons.

The Company's auditor and that of subsidiary (s) are from the same auditor office.

The current's company's auditor Mrs Anothai Leekitwattana, Certified Public Accountant (Thailand) No. 3442 has been auditing the company's account since 2009 and has done her duty professionally throughout the said period.

(9) Other issue (if any)

(Details of the agenda are as shown in the Notice to the Ordinary Shareholders Meeting 2010 to be publicized to shareholders in the Company's website (www.kimeng.co.th) as from February 22, 2010.

8. That the Record Date will be fixed on February 25, 2010 and the Company's share register book will be closed on February 26, 2010 for checking the shareholders' names who are entitled to attend and vote in the Ordinary Meeting of Shareholders 2010 and to receive the dividends in accordance with Section 225 of the Securities and Exchange Act.

Please be informed accordingly.

Yours faithfully,

Kim Eng Securities (Thailand) Plc.

(Mr.Pusit Kaewmongkolsri)
Director and Chief Operating Officer

Corporate Secretary

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