



บริษัท สตาร์ส ไมโครอิเล็กทรอนิกส์ (ประเทศไทย) จำกัด (มหาชน) ทะเบียนเลขที่ 0107545000098

STARS MICROELECTRONICS. (THAILAND) PUBLIC COMPANY LIMITED

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MINUTES OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR 2012
OF
STARS MICROELECTRONICS (THAILAND)
PUBLIC COMPANY LIMITED

Time and Place

Held on Thursday, 19 April 2012 at 14.00 hrs. at the Rajamontien Grand Ballroom, Montien Hotel, Surawongse Road, Bangkok

Preliminary proceedings

Mrs. Araya Sunlakawit, the Company's independent legal advisor, started the 2012 general annual meeting of shareholders by welcoming the shareholders attending, and announced that 321 shareholders and proxies possessing a total of 144,237,153 shares or representing 34.5729 per cent of the total 417,196,985 paid up shares were at the meeting, forming a meeting quorum as specified by the Company's regulations. After the meeting was declared opened more participants joined, bringing the number to 405 shareholders and proxies at the meeting, representing a total of 210,044,737 shares or 50.3467 per cent of the total paid up shares.

Mr. Yunyong Sawasdi, Executive Committee and the Company Secretary, informed the attendees that Mr. Somnuk Chaikul, Chairman of the Board of Directors, had urgent important engagements and could not attend and that Mr. Pitak Sirivanasandha, Vice Chairman, was thus invited to serve as the chairman of the meeting ("Chairman") following the Company's regulations. The following Board Directors, executives, auditors, independent legal advisors, and the Company's consultants attending the meeting were then introduced.

Eight Board Directors

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| 1. Mr. Pitak Sirivanasandha | Vice Chairman & Remuneration Committee Member |
| 2. Assoc. Prof. Dr. Preecha Jarungidanan | Independent Director, Audit Committee Member,
& Chairman of the Remuneration Committee |
| 3. Mr. Prasart Yunibhand | Director |
| 4. Mr. Polsak Lertputipinyo | Director & Chief Executive Officer |
| 5. Mr. Toru Uchino | Director |

MINUTES OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR 2012

STARS MICROELECTRONICS (THAILAND) PLC

Dated 19 April 2012

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| 6. Mr. Chong Kwen Sam | Director |
| 7. Assoc. Prof. Dr. Ekachai Nittayakasetwat | Independent Director, Audit Committee Member,
& Remuneration Committee Member |
| 8. Assoc. Prof. Dr. Kamphol Panyakomes | Independent Director, Audit Committee Member,
& Chairman of the Risk Management Committee |

Three executives to present information

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|--------------------------------|--|
| 1. Dr. Kavee Techapichetvanich | Director & Chief Operations Officer |
| 2. Mr. Withaya Yotpraphun | Senior Finance and Accounting Director |
| 3. Mr. Chaiyot Taweeratitham | Assistant Director of Finance and Investor Relations |

Two auditors from Ernst & Young Office Limited

1. Ms. Siraporn Ouaanunkul
2. Ms. Arada Phantawong

One consultant from DS Prudential Management Co Ltd.

1. Mr. Chaiyaporn Yocavajon

Two legal advisors from Siam Premier International Law Office Limited

1. Mrs. Kulkanist Khamsirivatchara
2. Mrs. Araya Sunlakawit (the meeting facilitator)

The Company invited Thailand Securities Depository Co., Ltd., its registrar, to examine the shareholders' registration and counted the votes with the Company's independent legal advisors.

Then the Company Secretary invited Mr. Pitak Sirivanasandha, Vice Chairman, who chaired the meeting to declare the meeting open. The Chairman welcomed shareholders to the Annual General Meeting of Shareholders for 2012, delivered an opening speech and assigned Mrs. Araya Sunlakawit, the Company's independent legal advisor, to be the meeting facilitator.

The meeting facilitator provided details regarding voting procedures and the vote-counting methods summarized as follows:

- (1) Shareholders are entitled to one vote per share held. Each shareholder thus has as many votes as the number of the shares held or represented by proxy.

MINUTES OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR 2012

STARS MICROELECTRONICS (THAILAND) PLC

Dated 19 April 2012

- (2) Shareholders having a conflict of interest regarding a particular agenda item are not entitled to cast a vote on that item. Pertaining to this, no shareholder at this meeting had a conflict of interest regarding any particular agenda item.
- (3) The meeting facilitator shall ask in regard to every agenda item if there is any person who wants to vote against the item or abstain from voting. If so, the person is advised to express his/her wish in the vote ballot by making a check mark in the box as needed and then raise his/her hand to signal that the ballot be collected and counted. Other than that, it is considered that the agenda item gets a vote of approval. The facilitator then deducts the number of votes against and the abstained votes from the total number of votes of the meeting attendees to get the final voting results for that particular agenda item.
- (4) The company shall consider the votes of those who do not tender their ballots as votes for that particular agenda item.
- (5) Those proxy holders shall not cast their vote on the ballots in the case where shareholders have voted for or against or abstained on any agenda item in their proxy forms. The Company shall count the votes identified in the proxy forms for the convenience of meeting participants. However, in the case where the shareholders have not expressed their vote in their proxy forms, proxy holders are requested to vote on each agenda as though the shareholders were attending the meeting in person.
- (6) In accordance with the Securities Exchange of Thailand's corporate good governance policy, in considering agenda item # 5 regarding the election of directors to replace those who have completed their term, shareholders are required to vote on the ballot no matter whether they wish to vote for, against or abstain, and hand the ballots to the Company's staff for the counting of votes. For this agenda item, the ballots for those voting against and those abstaining shall be collected first. Those voting for shall be collected later.
- (7) The meeting facilitator shall announce the voting results of each agenda item. The votes counted shall include both the votes of shareholders attending the meeting in person and by proxy. For each item, the latest number of shares of those attending the meeting shall apply.
- (8) Resolutions of this shareholders' meeting comprise the votes as follows:
 - Agenda items 1, 3, 4, 5, and 7 require the majority vote of the total number of votes of the shareholders attending the meeting and voting.
 - Agenda item 6 requires no less than two-thirds of the total number of votes of the shareholders attending the meeting.

MINUTES OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR 2012

STARS MICROELECTRONICS (THAILAND) PLC

Dated 19 April 2012

- Agenda item 2 does not require any voting as it is to inform only.

(9) Those shareholders who wish to make inquiries or request additional information are requested to identify themselves for the Company's reference.

Agenda 1 Consideration and approval of the minutes of the 2011 annual general meeting of the shareholders

The meeting facilitator stated that the Company held the 2011 annual general meeting of the shareholders on 29 April 2011 and announced the corrections to the minutes of the 2011 annual general meeting of the shareholders delivered along with the letter of invitation to the annual general meeting of the shareholders, page 25, and corrections to the table in Agenda item 12 detailing the audit fees for 2011 compared to 2010 as summarized below:

Description	2011	2010
- Financial statements audit for the year	910,000 880,000	860,000
- Financial statements interim review (three quarters)	510,000 540,000	510,000
Total	1,420,000	1,370,000
Difference		50,000
- Interim financial statements review (three quarters) of subsidiaries	105,000	105,000
- Subsidiaries' financial statements audit for the year (SMT GE)	50,000	0
Total	1,575,000	1,475,000

The participants were invited to ask any questions regarding the corrections made to the minutes.

As no participants raised any questions or wished to make any further corrections, the meeting facilitator moved that the meeting resolve to approve the minutes of the meeting.

Resolved: The Meeting resolved to approve the minutes of the 2011 annual general meeting of the shareholders on 29 April 2011 with the following votes:

MINUTES OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR 2012

STARS MICROELECTRONICS (THAILAND) PLC

Dated 19 April 2012

For	167,865,890	votes	=	99.9979%
Against	3,375	votes	=	0.0020%
Abstained	12,625	votes		

Agenda 2 Acknowledgement of report on the Company's 2011 operational results

The meeting facilitator asked the meeting to consider and acknowledge the Board of Directors' report as presented in the 2011 annual report and invited Mr. Polsak Lertputipinyo, Chief Executive Officer, to present the Company's operating results to the meeting.

Mr. Polsak Lertputipinyo reported the operating results in 2011 as summarized below:

1. The impact from major flooding in October 2011)

Mr. Polsak Lertputipinyo presented a collection of photographs depicting the flood, damage, preventive measures taken, as well as situation before and after the flood. The water levels and major events are summarized below.

- October 15th 2011: Huge water volume flowed into SMT
- October 23rd 2011: Highest water level at SMT
 - Approx. 130.0 cm in height on the Production Floor
 - Approx. 164.5 cm in height outside SMT Building
 - Approx. 205.0 cm in height outside SMT FactorySubmerged duration was 30 days
- November 16th 2011: Major cleaning day
- December 6th 2011: All personnel reported back to work and factory repair work started according to the rehabilitation plan.
- The recovery program for production floor to be completed by April 30th 2012

The damage from the 2011 major flooding

- BUILDING: Ground floor of Factory I and II
- Raw materials and finished goods on the ground floor
- Machines and assembly lines on the ground floor.
- Business interruption for 6-8 months

MINUTES OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR 2012

STARS MICROELECTRONICS (THAILAND) PLC

Dated 19 April 2012

2. 2011 Financial results and financial data

2011 Financial results

Mr. Polsak Lertputipinyo reported that in 2011 the Company suffered a loss of about 1,505 million baht, resulting directly from the flood disaster. However, the Company has claimed compensation of about 2,000 million baht from insurance companies, about 500 million baht of which has been received.

STARS MICROELECTRONICS (THAILAND) PUBLIC COMPANY LIMITED					
Projected Profit & Loss					
DESCRIPTION	Q1 2011	Q2 2011	Q3 2011	Q4 2011	Year 2011
Revenue					
Sale Revenue	2,103	2,250	2,669	465	7,487
Service income	23	33	27	14	97
Total Revenue	2,126	2,283	2,696	479	7,584
Raw Material	1,671	1,899	2,362	366	6,318
Total Value Added	455	384	334	93	1,266
Labor & Overhead	189	191	169	91	640
Gross Margin (excluding depreciation)	266	193	165	2	626
Selling & Admin. Expenses	51	55	51	42	199
Earning before Interest Tax Depreciatio	215	138	114	(40)	427
Depreciation	84	88	91	53	316
Earning before Interest and Tax	131	50	23	(93)	111
Interest Expenses	8	2	4	3	17
Net Operating Profit	123	48	19	(96)	94
Other Income	11	13	11	4	39
Loss from Flood	-	-	-	(1,572)	(1,572)
Gain/(Loss) from Exchange	3	3	(8)	(4)	(6)
Early retired expense				(60)	(60)
Net Profit	137	64	22	(1,728)	(1,505)

Financial Performance

	31 Dec 08	31 Dec 09	31 Dec 10	31 Dec 11
Capital Structure				
- DE Ratio	2.84	1.58	1.12	1.03
- Gearing Ratio	1.51	0.58	0.55	0.21
Profitability				
- Gross Margin (%)	3.63%	3.65%	4.87%	4.09%
- Operating Margin (%)	2.67%	2.40%	3.54%	1.48%
- Profit Margin (%) (/Sales)	1.66%	2.42%	4.02%	-19.84%
Return				
- Return on Asset (ROA)	5.38%	6.37%	12.00%	-46.16%
- Return on Equity (ROE)	21.34%	19.49%	27.86%	-96.36%

3. Year 2012 challenges and SMT strategies

- The 2011 major flooding had adversely affected the supply chain system for EMS business.

SMT: Aim for a quick recovery and a rebuild to be better than even before.

- Thailand is losing its competitive advantage due to the major flooding and political turmoil.

SMT: To find its new “Selling Point” and differentiate itself from the competitors.

- There is an impact from the government policy regarding the adjusted minimum wage to 300 baht.

SMT: Focus on highly efficient assembly lines and avoid labor intensive business.

- Overhead expense is getting higher while EMS business is more competitive.

SMT: Lean management implementation.

- Manufacturing technology changes rapidly.

SMT: Build up a Good 3 mix of product, customer and technology.

- It is necessary to weather the worldwide crisis in Europe, USA and Japan.

SMT: Keep good relationship with current customers and extend our business into new markets, such as Taiwan and other parts in Asia.

- There is a problem with the fluctuations of USD/THB currency.

SMT: Apply financial derivatives & natural hedging to reduce risks.

4. SMT Outlook after major flooding in October 2011

Mr. Polsak Lertputipinyo presented the Company’s outlook after the major flooding in October 2011, also to be presented to the public as summarized below:

1. Retaining World Class Customers:

1.1 MMA Business customers (7 big Customers) - “Turn Key Solution“

1.2 IC Packaging business (5 customers) - “One Stop Solution”

2. Fast Recovery:

Jan’12: Started back-end operations for MMA and IC test operations on the second floor.

Feb’12: Started full MEMS operations for key customers.

Mar’12: Started mass production for HDD business gradually using the brand new machines.

Apr’12: Production floor and its facility on the first floor are ready for production again.

May’12: Recovery program is ended and ready for ramping up.

MINUTES OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR 2012

STARS MICROELECTRONICS (THAILAND) PLC

Dated 19 April 2012

3. Fast Insurance Claim:

- 3.1 Insurance coverage for two factories at total 3,850 million baht
- 3.2 Total damage due to flooding are at total of around 2,xxx million baht
- 3.3 Received the interim payment from insurers, at 500 million baht

4. Our new “Selling point”:

New facility, new machines, new assembly lines

5. Differentiation from other EMS:

First in manufacturing technology, focusing on breakthrough automation assembly lines

6. Business Diversification:

- SS RFID Co., Ltd. (for launching RFID Tag module into the world market)
Established Date: 20 February 2012
Registered Capital: 10 million baht (paid up 2.5 million baht)
- SMT Green Energy Co., Ltd. (for green energy generation)
The solar project has been deferred due to the major flooding in October 2011

Definition of “STARS” and its vision and mission can be presented as follows:

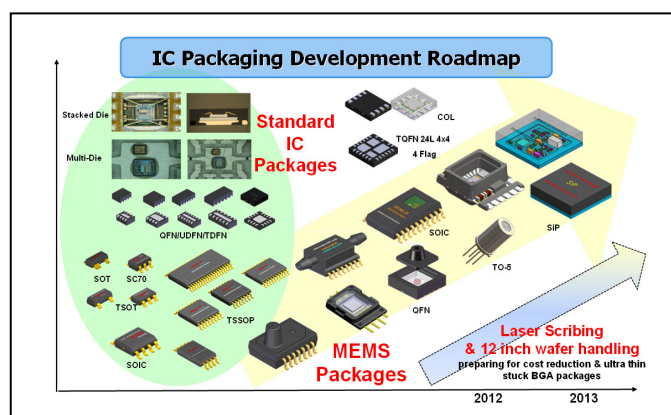
Stars' Meaning		
S	Semiconductor	Six sigma
T	Technology	Technology
A	Applications	Advanced
R	Resource	Responsiveness
S	Solution	Safety & Green environment

Vision:
Stars to lead the industry in advanced manufacturing technology.

Mission:
Stars to be committed to its customers & business partners for long term growth & Win-Win relationship.

The Company's products can be put into two categories: the MMA group and the IC Packaging group. The factory buildings and the production lines, including the Clean Room, are under repair and renovation is to result in better and more modern conditions. At present, there are about 850 people on staff including teams of over 120 engineers. The Company's business network is still expanding all over the world and can retain its world class customers.

The product development road map for the IC Packaging product group is as follows:



Mr. Polsak Lertputipinyo presented approaches to upgrading machinery to that with higher efficiency and to consolidating the several stages of production into one. This will apply to products in both the MMA Business and the IC Packaging groups.

The Company would carry out rehabilitation and improvement plans for the factories and the production lines to return to normal by 30 April 2012 and from 1 May 2012, the management and all staff will cooperatively work together for the Company's sustainability and stability, focusing on the slogan "Stars Stands Strong".

Participants were then given the opportunity to raise questions or concerns. The issues raised are summarized below:

1. Mr. Suwat Panworanutkul, a minority shareholder, asked the following questions.

1.1 When will production of RFID start?

Mr. Polsak Lertputipinyo said that at present, the Company is already producing chips for customers. As for the tag module, it is expected that the machinery will arrive and installation be completed in July 2012. Then production can start in August 2012.

1.2 How much value is the RFID business considering the customer base at present?

Mr. Polsak Lertputipinyo said that at present there are some customers in Japan from the partner, but the number is not very high. However, the Company has been working on marketing plans and increasing channels to find customers for a few years. Additional details will be reported to shareholders in due time.

1.3 Referring to the rumor that Western Digital, a customer, will move its production base to Malaysia, how possible is this to happen?

MINUTES OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR 2012

STARS MICROELECTRONICS (THAILAND) PLC

Dated 19 April 2012

Mr. Polsak Lertputipinyo said that Western Digital has production bases both in Thailand and Malaysia but the principal production lines are still in Thailand. This is because Western Digital has production facilities in both the Bang-pa-in Industrial Estate and Nawanakorn Industrial Estate. Last year, it took over Hitachi Global Storage Technologies (Thailand) Co.Ltd., which is located in the 304 Industrial Estate in Prachinburi province. This brings its production volume in Thailand to 60% and only 40% in Malaysia.

2. Mr. Prudthanan Sriwongliao, proxy holder for Ms. Busaya Sriwongliao, a minority shareholder, asked the following questions.

2.1 What currency is the Company using in its operations, as this often affects the Company's financial status when there are fluctuations in values?

Mr. Polsak Lertputipinyo said that in its operations, the Company uses the US Dollar in principle no matter which country it is buying raw materials from or selling goods to. This is applicable even when dealing with customers based in Thailand. However, the payment must be exchanged into Thai baht.

2.2 How has the Company been affected by the policy of increasing the minimum wage to 300 baht?

Mr. Polsak Lertputipinyo said that as of 1 April 2012, the government announced and began to enforce the 265 baht minimum wage in Ayutthaya province, to be increased to 300 baht from 1 January 2013. Due to this, the Company had to make adjustments in the former wage of 190 baht in compliance with the Company's policy. Therefore, the Company has increased the daily wage of those who have passed probation to 305 baht effective since 1 April 2012. This has not had much effect on the Company's costs. This is because the Company has always paid a higher wage than the minimum wage. Also, the Company has considered reducing the number of workers and use machinery to replace workers.

2.3 Are there any deductibles from the compensation to be received from insurance companies?

Mr. Withaya Yotpraphun, Senior Finance and Accounting Director, said that the compensation will be received in full, with neither deductibles nor the sub-limit.

3. Mr. Somkiat Salipattana, a minority shareholder, asked the following questions.

3.1 What is the Company's compensation and how long does it take to reduce the Company's staff?

Mr. Polsak Lertputipinyo said that the Company made adjustments reducing the number of staff in November 2011, providing severance pay according to their time period of work with the company as well as the wages in compensation in lieu of giving notice, all in accordance with the law.

3.2 How much higher than last year will the insurance premiums be for 2012?

Mr. Withaya Yotpraphun said that the Company's current policy has still not expired. The insurance companies are expected to quote their premiums for the next policy, which the Company will consider, in due time.

4. Mr. Suriyon Chitraphan, proxy holder for Mrs. Wilaiporn Choedchamnongwittayakul, a minority shareholder, expressed his sympathy regarding the flood and asked the following questions.

4.1 What is the Company's budget for investment plans in 2012?

Mr. Polsak Lertputipinyo said that the Company had a plan to procure replacement machinery with a budget of about 1,200 million baht. Regarding the RFID business, the newly established subsidiary will jointly invest with a partner, a leader in the RFID business from Japan. The machinery costs about US\$ 1.5 million. It is planned that a total of about 10 machines will be purchased within three years.

4.2 What is the Company's anticipated ROI for 2012 and how many years will it take to reach the break-even point?

Mr. Chaiyot Taweeratitham, Assistant Director of Finance and Investor Relations, said that investments in 2012 are not starting new projects or adding new production lines. They are in fact bringing the production lines, parts of which have suffered damage, back to capacity. Therefore, the overall ROI should be between 15-20%.

Mr. Polsak Lertputipinyo added that with the Company's feasibility study for its investments, the payback periods generally stand at about two years.

4.3 What's the Company's marketing plan for RFID business?

Mr. Polsak Lertputipinyo said that a machine can produce 10 RFID tags per month. In the first year, the Company plans to set up one production line and will set up additional ones in the following years, but this will be in accordance with customers' demand. In the first months, tentatively about one million pieces will be manufactured. The products will then be used in the department store or warehouse businesses to examine numbers of goods and to classify the goods

MINUTES OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR 2012

STARS MICROELECTRONICS (THAILAND) PLC

Dated 19 April 2012

by their categories or sizes. As they are for one-time use, RFID tags are in high demand. Large markets are in the U.S. and in Europe.

4.4 Will the Company increase its capital in 2012?

Mr. Polsak Lertputipinyo said that it was expected that there would be no increasing of capital in 2012.

5. Mr. Apichit Techawonganan, a minority shareholder, asked about the possible total sales in 2012 compared to 2011, with the new incoming machinery added to the present production line.

Mr. Polsak Lertputipinyo said that as a number of production lines were damaged due to flooding, production was not completely efficient. The Company has started ordering replacement machinery such as in the MMA products production lines. As for hard disk drives, production is at 40%, which is being gradually increased to 100% according to the customers demand at year-end period. The figures cannot yet be disclosed.

With no further questions from participants, the meeting facilitator concluded that the meeting acknowledged the Board of Directors' report on the Company's operational performance in 2011 as presented by the CEO.

Resolved: The meeting acknowledged the Board of Directors' report on the Company's operational performance in 2011.

Agenda 3 Consider for approval the balance sheets and the profit and loss statement for the year ending 31 December 2011 and the auditors' report.

Mr. Withaya Yotraphun presented details of the balance sheets and the profit and loss statement as well as the auditors' report as it appeared in the 2011 annual report, pages 77-120, delivered along with the letter of invitation to the annual general meeting of the shareholders. Performance in 2011 compared to that of 2010 according to the consolidated financial statements of the Company and its subsidiaries can be summarized as follows:

(unit: million baht)

Description	2011	2010
Total assets	2,065.65	4,453.57
Total liabilities	1,047.19	2,349.10
Shareholders' equity	1,018.46	2,104.47
Total revenues	7,623.20	13,282.23
Profit (net) loss	(1,504.58)	529.78
Profit (loss) per share (baht per share)	(3.714)	1.433

MINUTES OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR 2012

STARS MICROELECTRONICS (THAILAND) PLC

Dated 19 April 2012

Participants were then given the opportunity to raise questions or concerns. The issues raised are summarized below.

1. Mr. Somsak Sakburanapongsa, a minority shareholder, asked the following questions.

1.1 The flood events at the end of 2011 lasted about two months. Why did the Company's revenues go down by about half, considering the Company's revenues in 2011 of 7,584 million baht, which came down from those of 13,177 million baht in 2010?

Mr. Withaya Yotpraphun said that generally, in the electronics business, the high-season falls in the third and the fourth quarters. With the flood problems in the fourth quarter, sales were not as they should have been. Otherwise, the sales figures might have been close to or about the same as those of 2010.

1.2 As the first quarter of 2012 is a low-season for electronics business, is it possible that the fact that the Company still cannot manufacture to its full capacity not have any impact on 2012 total revenues?

Mr. Polsak Lertputipinyo said that during the first half of 2012, the Company will not yet have concrete revenues as the machinery ordered will start to be set up in the third quarter. Also, this order took unusually long to complete as the machinery is in high demand by factories in Thailand. Therefore, concrete revenue should start to appear in the fourth quarter and the revenues in 2012 will definitely be lower than those of 2011.

1.3 What is exactly the amount of damage from the flood as presented by the CEO, 1,572 million baht or 2,000 million baht?

Mr. Withaya Yotpraphun said that 1,572 million baht, which appears in the profit and loss statement, was the figure of accounting value while the approximate amount of 2,000 million baht was the actual damage value that the Company reported for compensation from insurance companies.

1.4 What are the assets that caused the Company's assets to go down by about 2,387 million baht?

Mr. Withaya Yotpraphun said that those refer to the assets damaged by the floods, which will be deleted from the accounts, namely machinery, equipment and tools, stock of goods, and office equipment.

MINUTES OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR 2012

STARS MICROELECTRONICS (THAILAND) PLC

Dated 19 April 2012

2. Mr. Kitichart Karunrattanakul, a minority shareholder, asked why selling and administrative expenses in 2011 went up by 47% while revenues went down by 42% and cost of sales went down by 41%.

Mr. Withaya Yotpraphun said that considering separate financial statements, it could be seen that selling expenses did not go up. The increase was due to the expenses of the subsidiary, which were incurred to improve operations.

Mr. Polsak Lertputipinyo added that before the flood, the Company had started plans to increase sales and expand markets. The expenses to improve the subsidiary's operations were thus necessary.

3. Mr. Prudthanan Sriwongliao, proxy holder for Ms. Busaya Sriwongliao, a minority shareholder, asked the following questions.

3.1 In addition to insurance against damage to the Company's property, has the Company taken out any insurance against business interruption?

Mr. Withaya Yotpraphun said that the Company has taken out insurance against business interruption in the coverage amount of 66 million baht. This policy covers only the regular expenses that the Company has to pay due to business interruption. At the moment, the insurance companies are working on the claims procedures and the Company has not yet received this compensation.

3.2 The compensation that the Company will receive from insurance companies is considered 2012 revenue. Will this increase the Company's profit?

Mr. Polsak Lertputipinyo said that the compensation that the Company will receive from insurance companies may increase the Company's profit as the accounting figures of damage are lower than the damage claimed by the Company. This is because in calculating the depreciation value of machinery, most accounting figures are allocated over 10 years but insurance companies may use different methods of calculation, possibly allocating the figures over 12 or 15 years depending on which country the machinery was manufactured in.

With no further questions from participants, the meeting facilitator moved that the meeting approve the balance sheets and the profit and loss statement for the year ending 31 December 2011 and the auditors' report.

Resolved: The meeting approved the balance sheets and the profit and loss statement for the year ending 31 December 2011 and the auditors' report with the following votes.

MINUTES OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR 2012

STARS MICROELECTRONICS (THAILAND) PLC

Dated 19 April 2012

For	209,893,775	votes	=	99.9394%
Against	127,087	votes	=	0.0605%
Abstained	12,625	votes		

Agenda 4 Acknowledge the interim dividend payment for the performance of the first half of the year and approve the omission of dividend payment for the performance of the second half of the year 2011

The meeting facilitator said that the Company has the policy to pay a dividend of about 40% of the net profit (with conditions). According to the Company's profit and loss statement for the accounting period ending 31 December 2011, the Company had a loss of about 1,505 million baht due to the flood damage in Ayutthaya province. The Company's Board meeting thus proposed that the annual general meeting of shareholders approve the omission of dividend payment for the performance of the second half of the year 2011.

Also, the meeting was requested to acknowledge the interim dividend payment for the performance of the first half of the year, which was made on 9 September 2011 at 0.20 baht per share, amounting to 83.25 million baht in total.

Participants were then given the opportunity to raise questions. As no questions were raised, the meeting facilitator moved that the meeting acknowledge the interim dividend payment for the performance of the first half of the year and approve the omission of dividend payment for the performance of the second half of the year 2011 as proposed.

Resolved: The meeting acknowledged the interim dividend payment for the performance of the first half of the year and approved the omission of dividend payment for the performance of the second half of the year 2011 with the following votes.

For	210,017,487	votes	=	99.9983%
Against	3,375	votes	=	0.0016%
Abstained	12,625	votes		

Agenda 5 Consider and approve the appointment of the Directors to replace the ones who will vacate after completing their terms

MINUTES OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR 2012

STARS MICROELECTRONICS (THAILAND) PLC

Dated 19 April 2012

The meeting facilitator said that the Public Limited Company Act and the Company's regulations stipulate that one third of the Directors have to vacate after completing their terms at the general meeting of shareholders. For 2012, four Directors shall vacate after completing their terms, comprising the following persons:

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| 1. Mr. Somnuk Chaikul | Chairman of the Board |
| 2. Mr. Polsak Lertputipinyo | Director |
| 3. Assoc. Prof. Dr. Preecha Jarungidan | Independent Director and
Audit Committee Member |
| 4. Mr. Toru Uchino | Director |

The Board of Directors was of the opinion that all the four Directors are qualified, knowledgeable, capable, and have a thorough understanding of the Company's business and a transparent work record. They have also always served as Directors and Sub-Committee Members effectively. The Board of Directors thus moved that the annual general meeting of shareholders re-elect the four Directors as the Company's Directors for another term of office.

Regarding this, the information and the biodata of the four directors appeared in Attachment # 3 delivered along with the letter of invitation to the annual general meeting of the shareholders.

In accordance with corporate good governance policy, each meeting participant was requested to consider each individual Director and cast a vote on the ballot distributed no matter whether they wish to vote for, against or abstain, and hand the ballots to the Company's staff for the counting of votes. For this agenda item, the ballots voting against and those abstaining were collected first. Those voting for were collected later.

The meeting facilitator then gave participants the opportunity to raise questions. As no questions were raised, the meeting facilitator moved that the meeting appoint Directors to replace those completing their terms of office individually.

Resolved: The Meeting resolved to appoint the following persons as directors in replacement of those who would vacate upon their completion of their terms of service.

(1) Mr. Somnuk Chaikul was re-elected to be Director with the following votes.

For	209,879,775	votes	=	99.9983%
Against	3,375	votes	=	0.0016%
Abstained	150,337	votes		

MINUTES OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR 2012

STARS MICROELECTRONICS (THAILAND) PLC

Dated 19 April 2012

(2) Mr. Polsak Lertputipinyo was re-elected to be Director with the following votes.

For	209,893,775	votes	=	99.9420%
Against	121,787	votes	=	0.0579%
Abstained	17,925	votes		

(3) Assoc. Prof. Dr. Preecha Jarungidanan was re-elected to be Independent Director and Audit Committee Member with the following votes.

For	209,893,775	votes	=	100.0000%
Against	0	votes	=	0.0000%
Abstained	139,712	votes		

(4) Mr. Toru Uchino was re-elected to be Director with the following votes.

For	209,893,775	votes	=	99.9983%
Against	3,375	votes	=	0.0016%
Abstained	136,337	votes		

Agenda 6 Consider and approve the remuneration of the Directors and Committee Members for 2012

The meeting facilitator said that the Company's Board meeting proposed that the shareholders' meeting approve remuneration of the Directors and Committee Members, maintaining the same rates as those approved by the shareholders' meeting in 2011. The proposal was based on the opinions of the Remuneration Committee, which made comparisons and references to listed companies in the same types of industry as well as the Company's operational results and the level of responsibilities and experience of the Directors and Committee Members.

Also, as the Company appointed the Risk Management Committee on 11 August 2011, the Company's Board meeting, approved by the Remuneration Committee, proposed that the shareholders' meeting also approve the meeting allowance of 5,000 baht per meeting for the Risk Management Committee members, but only for those who are Independent Directors.

Details as they appeared in the letter of invitation to the annual general meeting of the shareholders are shown in the following table.

MINUTES OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR 2012

STARS MICROELECTRONICS (THAILAND) PLC

Dated 19 April 2012

	Position	Remuneration (baht/person/month)	Meeting allowance (baht/person/meeting)
Board of Directors	Chairman	36,000	5,000
	Director	24,000	5,000
Audit Committee	Chairman	36,000	5,000
	Committee Member	30,000	5,000
Remuneration Committee	Director	0	5,000
		0	5,000
Risk Management Committee (those Independent Directors only)	Chairman	0	5,000
	Committee Member	0	5,000

The meeting facilitator then gave participants the opportunity to raise questions. As no questions were raised, the meeting facilitator moved that the meeting approve the remuneration of Directors and Committee Members for 2012 as proposed.

Resolved: The meeting resolved to approve the remuneration of Directors and Committee Members for 2012 as proposed with the following votes.

For	209,897,525	votes	=	99.9299%
Against	131,212	votes	=	0.0624%
Abstained	16,000	votes	=	0.0076%

Agenda 7 Consider and approve the appointment of auditors and determine the remuneration for 2012

The meeting facilitator said that to comply with the law, the Company's Board of Directors resolved to ask the general shareholders' meeting to consider and appoint the auditors for the accounting year 2012 and determine their remuneration. The Company proposed the appointment of Mr. Supachai Phanyawattano, Certified Auditor (License no. 3930), and/or Ms. Siraporn Ouuanunkul, Certified Auditor (License no. 3844), and/or Ms. Tippawan Nananuwat, Certified Auditor (License no. 3459) of Ernst & Young Office Limited as the Company's auditors for 2012. Any of the said auditors shall have the authority to audit and give opinions regarding the Company's financial statements including the consolidated financial statements. In the case where the auditors whose names are listed above cannot fulfill their duties, Ernst & Young Office Limited shall have the authority to appoint other Ernst & Young Office Limited auditors to do the work

MINUTES OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR 2012

STARS MICROELECTRONICS (THAILAND) PLC

Dated 19 April 2012

instead. Pertaining to this, the auditors shall not have any relationship or hold any stake in the Company, its directors, major shareholders or any person related to them.

Description	2012	2011
- Audit of the Company(SMT)'s financial statements	1,420,000	1,420,000
- Interim financial statements review (three quarters) for the subsidiary (STARS USA)	105,000	105,000
- Subsidiaries' financial statements audit for the year (SMT GE)	50,000	50,000
- Subsidiaries' financial statements audit for the year (SS RFID)	50,000	0
Total	1,625,000	1,575,000

Participants were then given the opportunity to raise questions or concerns. As no questions were raised, the meeting facilitator moved that the meeting approve the appointment of the auditors and the remuneration for 2012 as proposed.

Resolved: The meeting approved the appointment of the auditors and the remuneration for 2012 as proposed, with the following votes.

For	210,028,737	votes	=	99.9983%
Against	3,375	votes	=	0.0016%
Abstained	12,625	votes		

Agenda 8 Consider any other businesses (if any).

The Chairman of the meeting gave participants the opportunity to raise questions or concerns. Board Directors and the management then provided answers as summarized below.

1. Mr. Sathit Dhamsuaydee, a minority shareholder, asked the following questions.

1.1 In 2011, revenues from the MMA product group went down partly due to the decrease in number of orders by customers who produce components for Blackberry. Will the Company to continue focusing on touch screen products?

Mr. Polsak Lertputipinyo said that touch screen products are in the MMA product group, which bring in top earnings after HDD. Also, customers for touch screens do not only produce components for Blackberry but also for many other cell phone makers. Therefore, the Company will still place importance on manufacturing touch screens. In addition, regarding the touch screen manufacturing technology, the Company designed part of the machinery that is used in the

manufacturing process itself. Moreover, in 2012, the Company will focus on additional customers in Japan and Taiwan.

1.2 In 2012, will the Company be able to produce TPMS products in time for customers' needs as in 2012 European countries have started enforcing the law?

Mr. Polsak Lertputipinyo said that earlier, the Company was the major supplier of the customers for the TPMS product group. However, due to the flood, the Company could not manufacture the goods, which affected the customers to a certain extent. Nevertheless, as the Company could return its production lines to normal quickly - within two months, it could fulfill one major customer's order as usual. It is expected that manufacturing will resume its normal schedule for other customers in June 2012.

1.3 What is the proportion of RFID Tags business in terms of revenues?

Mr. Polsak Lertputipinyo said that RFID Tags business earns revenues for the subsidiary. The Company itself does not earn much from the business but can produce goods in the IC Packaging group to feed the subsidiary further in the future, which are high value added.

2. Mr. Prudthanan Sriwongliao, proxy holder for Ms. Busaya Sriwongliao, a minority shareholder, made the following suggestions.

2.1 The Company should consider amending its regulations regarding the election of Directors to incorporate the cumulative voting, which will increase participation by minority shareholders.

2.2 The Company should increase the channels of communication with shareholders by way of direct lines.

Mr. Polsak Lertputipinyo expressed appreciation of the suggestion and said that it will be considered for further improvement.

3. Mr. Somsak Sakburanapongsa, a minority shareholder, asked questions and made suggestions about the following.

3.1 The company should consider increasing the amount of insurance coverage against business interruption.

Mr. Polsak Lertputipinyo said that the Company will definitely increase the coverage amount. The matter is under consideration.

MINUTES OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR 2012

STARS MICROELECTRONICS (THAILAND) PLC

Dated 19 April 2012

3.2 Allocating depreciation of machinery over 12 or 15 years is too long.

Mr. Polsak Lertputipinyo said that allocating depreciation of machinery over 12 or 15 years is the calculation method used by the insurance companies, which is an advantage for the Company. On the other hand, in the calculations for investments, the Company would allocate depreciation over for or five years only.

4. Mr. Kitichart Karunrattanakul, a minority shareholder, asked about the progress regarding the case involving the Company. It was stated in the 2011 annual report that the Company had an obligation and possible liabilities of about 200 million baht.

Mr. Prasart Yunibhand, Board Director, said that the case referred to was a criminal case where a former executive sued the Company for libel. The case was dismissed by the Appeals Court and is now under deliberation by the Supreme Court.

As nobody raised any other matters for consideration, the meeting facilitator invited the Chairman to close the meeting. The Chairman thanked shareholders for attending the meeting and providing valuable support for the Company's operations and declared the meeting closed at 16.30 hrs.

-Signature-

(Mr. Pitak Sirivanasandha)

Vice Chairman and Chairman of the Meeting

-Signature-

(Mr. Yunyong Sawasdi)

Executive Committee and the Company Secretary