

Ref. No. 0356/12E

March 4, 2013

Subject: Announcement of the Board of Directors' Resolutions

Attn: President

The Stock Exchange of Thailand

The resolutions of the Board of Directors' Meeting No. 1/2013 dated March 4, 2013 of Lanna Resources Public Co., Ltd. were as follows:

(1) The Annual General Meeting of Shareholders Year 2013 will be convened on Monday, April 22, 2013 at 15:00 hours at the Grand Hall Room, 2nd Floor of the Plaza Athenee Bangkok - A Royal Meridien Hotel, 61 Wireless Road, Lumpini, Pathumwan, Bangkok, having the following meeting agenda.

- Results
- (1) Approval of the Minutes of Annual General Meeting of Shareholder for Year 2012
 - (2) Acknowledgement of the Board of Directors' Report on the Year 2012 Operating Results
 - (3) Approval of the Balance Sheets and Statement of Earnings ending December 31, 2012
 - (4) Approval of the Appropriation of Earnings
 - (5) Approval of Registered Share Capital Increase, Memorandum of Association Amendment and Allocation of Capital Increase Ordinary Shares
 - (6) Appointment of Directors Retired by Rotation
 - (7) Consideration on the Remuneration of Directors
 - (8) Appointment of the Auditor and Determination of Audit Fee
 - (9) Consideration of Other Matters (if any)

According to the procedures established by the Company to provide the shareholders the right to propose meeting agenda items and appointment of new director in advance by receiving the proposal from the shareholders between October 1, 2012 through December 31, 2012. However, there was no shareholder proposing any meeting agenda item in advance or proposing any appointment for the new director. Therefore, there are no additional meeting agenda proposed by the shareholder this year.

The Company shall assign right to the shareholders for attending the Annual General Meeting of Shareholders Year 2013 on March 19, 2013 and compile the name list of shareholders under Section 225 of the Securities and Exchange Act by closing the share register book and suspending share transfer on March 20, 2013.

(2) The Board of Directors has resolved to propose to the Annual General Meeting of Shareholders Year 2013 to consider for approval of the appropriation of earnings according to the separate financial statements of year 2012 for setting aside Baht 154.70 million for general reserve and for dividend payment to the shareholders at Baht 1.50 per share (from a par value of Baht 1.00 per share). However, the Board of Directors had already approved the interim dividend to the shareholders on November 14, 2012 at Baht 0.50 per share; therefore, there will be additional dividend remaining for the shareholders at Baht 1.00 per share, which will be paid in two parts as follows.

(2.1) Payment as ordinary shares in the Company totaling 175,000,000 shares at Baht 1.00 each, at a proportion of 2 original shares to 1 stock dividend, totaling Baht 175,000,000, or dividend payment at Baht 0.50 per share. In case of any fraction of shares from the allocation of newly issued shares, it shall be rounded off and paid in cash instead of stock dividend with calculation based on the stock dividend payment ratio at amount of Baht 0.50 per share.

(2.2) Payment as cash at Baht 0.50 per share, totaling Baht 175,000,000.

The dividend payment to the shareholders at Baht 1.50 per share is equal to 77.24 percent of net income based on the separate financial statements of year 2012, which is in line with the dividend payment policy established by the Company, but lower than the dividend payment ratio of the previous year by approximately 18.24 percent.

The Company shall determine the name list of shareholders having right to receive this dividend on April 29, 2013 and compile the name list under Section 225 of the Securities and Exchange Act by closing the share register book and suspending share transfer on April 30, 2013. The stock dividend and cash dividend will be paid on May 21, 2013.

(3) The Board of Directors has resolved to propose to the Annual General Meeting of Shareholders Year 2013 to consider for shared capital increase, amendment of memorandum of association and allocation of capital increase ordinary shares.

(3.1) Approval of Registered Share Capital Increase

The Board of Directors has resolved to propose to the Shareholders' Meeting to consider and approve the increase of the Company's registered share capital in order to support such dividend payment at Baht 175,000,000 by issuing new ordinary shares of 175,000,000 shares having a par value of Baht 1 per share, which shall result in an increase of previous registered share capital of Baht 350,000,000 consisting of 350,000,000 ordinary shares at par value of Baht 1 per share to become a new registered share capital of Baht 525,000,000 consisting of 525,000,000 ordinary shares at par value of Baht 1 per share.

(3.2) Amendment of Article 4 of the Memorandum of Association

The Board of Directors has resolved to propose to the Shareholders' Meeting to consider and approve the amendment of Article 4 of the Company's Article of Association in order to conform to such registered share capital increase as follow.

Original Statement

<p>Article 4 The registered capital is Baht 350,000,000 divided into 350,000,000 shares of par value of Baht 1 each. The shares are divided into 350,000,000 ordinary shares _____ preference shares</p>	<p>(three hundred fifty million Baht) (three hundred fifty million shares) (one Baht) (three hundred fifty million shares) (_____)</p>
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Amended Statement

<p>Article 4 The registered capital is Baht 525,000,000 divided into 525,000,000 shares of par value of Baht 1 each. The shares are divided into 525,000,000 ordinary shares _____ preference shares</p>	<p>(five hundred twenty five million Baht) (five hundred twenty five million shares) (one Baht) (five hundred twenty five million shares) (_____)</p>
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(3.3) Allocation of Capital Increase Ordinary Shares

The Board of Directors has resolved to propose to the Shareholders' Meeting to consider and approve the allocation of capital increase ordinary shares of 175,000,000 shares in order to support such dividend payment by allocating these newly issued shares to the Company's existing shareholder in proportion to their shareholding at ratio of 2 existing issued ordinary shares to 1 dividend stock at the par value of Baht 1.00 per share totaling Baht 175,000,000. In case of any fraction of shares from the allocation of newly issued shares, it shall be rounded off and paid in cash instead of stock dividend with calculation based on the stock dividend payment ratio at amount of Baht 0.50 per share. In the case that there are newly issued ordinary shares remaining from such allocation, the Company's Board of Directors shall propose to the Shareholders' Meeting to consider allocating such remaining shares at the next Shareholders' Meeting and also to register the change in the paid-up capital accordingly after the completion of such allocation of capital increase ordinary shares.

(4) The Board of Directors has resolved to propose to the Annual General Meeting of Shareholders' Year 2013 to consider for re-appointment of the three Directors who are retired by rotation for another term of directorship, namely Mr. Adul Tantharatana, Mr. Philippe Paul Alexandre Arto and Mr. Tanon Tantisunthorn. Accordingly, Mr. Anan Siripong, another Director retired by rotation, did not wish not to accept the re-appointment as Director.

(5) The Board of Directors has resolved to propose to the Annual General Meeting of Shareholders Year 2013 to consider the remunerations of Directors for year 2013 as follows.

(5.1) The Company's Board of Directors shall receive a fixed monthly remuneration with the Chairman of the Board receiving Baht 60,000 per month and the Directors receiving Baht 30,000 per month per person.

(5.2) The Company's Board of Directors comprising 14 Directors shall receive the annual remuneration for year 2013 totaling Baht 7,875,000, which is paid once a year, using the same basis as year 2012 by which 2 parts shall be given to the Chairman of the Board at Baht 1,016,130; 1.5 parts to the Chairman of the Executive Board at Baht 762,090; and 1 part to each of the Directors at Baht 508,065.

(5.3) The Audit Committee shall receive a fixed monthly remuneration, with the Audit Committee Chairman receiving Baht 15,000 per month and the Audit Committee Members receiving Baht 10,000 per month per person.

(6) The Board of Directors has resolved to propose to the Annual General Meeting of Shareholders Year 2013 to consider for the appointment of Mrs. Saifon Inkaew, certified public accountant no. 4434 and/or Mr. Wichart Lokatekrawee, certified public accountant no. 4451 and/or Ms. Siriwan Suratepin, certified public accountant no. 4604 of Ernst & Young Office Limited to be the financial auditor of the Company for year 2013 having the yearly audit fee of Baht 480,000 and the three quarterly reviews of Baht 190,000 for each quarter for a total of Baht 1,050,000 or an increase of Baht 50,000 or 5 percent increase from the previous year, as recommended by the Audit Committee.

Please be informed accordingly.

Yours faithfully,
For and on behalf of
Lanna Resources Public Company Limited

(Mr. Anun Louharanoo)
Director and Secretary

(F 53-4)

Capital Increase Form
Lanna Resources Public Company Limited
March 4, 2013

We, Lanna Resources Public Company Limited, hereby report on the resolutions of the Board of Directors' Meeting No. 1/2013, which was held on March 4, 2013 during 15.30 hrs. to 17.40 hrs., relating to a capital increase and allotment of capital increase shares as follows.

(1) Capital Increase

The Board of Directors' meeting passed a resolution approving the increase of Company's registered capital from Baht 350,000,000 to Baht 525,000,000, by issuing 175,000,000 new ordinary shares at the par value of Baht 1 per share, totaling Baht 175,000,000.

(2) Allotment of Capital Increase Shares

The Board of Directors' meeting passed a resolution approving the allocation of 175,000,000 newly issued ordinary shares at the par value of Baht 1 per share, totaling Baht 175,000,000, having details as follows.

(2.1) Details of Allocation

Allotted to	Number of Shares	Ratio (old:new)	Sale Price (Baht/Share)	Subscription and Payment Period	Remarks
Shareholders	175,000,000	2:1	1.00	To support the stock dividend payment	-

(2.2) Procedure by the Company in the Case of Fraction of Shares

In case of any fraction of shares from the allocation of newly issued shares, it shall be rounded off and paid in cash instead of stock dividend with calculation based on the stock dividend payment ratio at amount of Baht 0.50 per share.

(2.3) Number of shares which have not been allotted

- None -

(3) Schedule for the Shareholders' Meeting to Approve the Capital Increase and Share Allocation

The Annual General Meeting of Shareholders Year 2013 is scheduled to be held on Monday, April 22, 2013 at 15.00 hrs. at the Plaza Athenee Bangkok – a Royal Meridien Hotel, 61 Wireless Road, Lumpini, Pathumwan, Bangkok. The record date to determine the names of shareholders entitled to attend the Annual General Meeting of Shareholders Year 2013 is on March 19, 2013 and the compilation of the list of shareholders under Section 225 of the Securities and Exchange Act by closing the share register book is on March 20, 2013.

(4) Approval for the Capital Increase and Share Allocation by Relevant Government Agencies and Conditions Thereto

-None-

(5) Objectives of the Capital Increase and Plans for Utilizing Proceeds Received from the Capital Increase

To support the stock dividend to the existing shareholders instead of cash dividend payment

(6) Benefits which the Company will receive from the capital increase / share allocation.

(6.1) Increase financial liquidity by keeping cash for working capital and reserve for future investment and business expansion.

(6.2) Relieve the burden of finding external sources of investment funds which should reduce the cost of finance and capital.

(6.3) Increase the number of ordinary share turnover which should increase share liquidity which will be useful for future fundraising.

(7) Benefits which the shareholders will receive from the capital increase / share allocation

(7.1) In the case that the Company has no additional investment and no outstanding loans, the Company has policy to pay dividend at not less than 60 percent of its net income according to the separate financial statements for each financial period after deduction of legal provisions and the net loss carried forward (if any).

(7.2) The shareholders who receive allotment of stock dividend at this time shall be entitled to receive dividend as same as the existing shares held starting from the operating results of year 2013 hereafter.

(8) Other details necessary for the shareholders to approve the capital increase / share allocation

. Should there be any newly issued ordinary shares remaining from this share allocation for stock dividend, the Company's Board of Directors shall propose to the Shareholders' Meeting to consider allocating such remaining shares at the next Shareholders' Meeting.

(9) Schedule of Actions for the Capital Increase / Share Allocation

Item No.	Process	Date
1	Board of Directors' Meeting to approve the capital increase / share allocation	March 4, 2013
2	Determine the names of shareholders entitled to attend the Annual General Meeting of Shareholders Year 2013 and compile the list of shareholders under Section 225 of the Securities and Exchange Act by closing the share register book, suspending transfer of shares.	March 19-20, 2013 (respectively)
3	Annual General Meeting of Shareholders Year 2013 to approve the capital increase / share allocation	April 22, 2013
4	Determine the names of shareholders entitled to receive the dividend and compile the list of shareholders under Section 225 of the Securities and Exchange Act by closing the share register book, suspending transfer of shares.	April 29-30, 2013 (respectively)
5	Register the capital increase with the Department of Business Development, Ministry of Commerce	May 7, 2013
6	Stock dividend and cash dividend payment	May 21, 2013
7	Register the change in paid-up capital with the Department of Business Development, Ministry of Commerce	May 27, 2013
8	Notify the Stock Exchange to accept the stock dividend as the listed securities.	May 30, 2013

The Company hereby certifies that the information contained in this report is true and complete in all respect.

Signature

(Mr. Pilas Puntakosol)

(Mr. Anun Louharanoo)

Authorized Directors signing on behalf of the Company