

TLUXE/SET004-2011

January 19, 2011

Subject: Report of resolution of the Board of Directors' Meeting No. 2/2011

Attention: President
The Stock Exchange of Thailand

Attachments: 1. Details of warrants to buy the ordinary shares of the Company No. 2 (TLUXE-W2).

According to Thailuxe Enterprises Public Company Limited (the "**Company**") held the Board of Directors' Meeting No. 2/2011 on January 19, 2011 at the meeting room of Thailuxe Enterprises Public Company Limited No.101/3-4 Nares Road, Sripraya, Bangrak, Bangkok 10500, the Board of Directors has adopted a resolution to approve the following material agendas:

1. Resolved to certify the Minutes of the Board of Directors' Meeting No. 1/2011 held on January 11, 2011
2. Resolved to revoke the record date for the shareholders entitled to the warrants to buy ordinary shares of the company No. 2 ("TLUXE-W2") on January 26, 2011 and the date for closing the registration book on January 27, 2011, in accordance with Section 225 of the Securities and Stock Exchange Act, and also cancel the date of issuance of the warrants to buy ordinary shares of the company No. 2 ("TLUXE-W2") on February 4, 2011 and the expiry date of the warrants to buy ordinary shares of the company No. 2 ("TLUXE-W2") on February 3, 2015, respectively
3. Resolved to propose to the Shareholders' Meeting to consider and approve the adjustment of the allocation ratio of warrants to buy ordinary shares of the Company No. 2 (TLUXE-W2) in the amount of 169,000,000 units to existing shareholders, from 2.25 existing ordinary shares to 1 warrant unit, to be 2.2512 existing ordinary shares to 1 warrant unit, with no consideration (by which any fraction of the warrants from such calculation shall be discarded) in order to be in proportion to the number of the warrants to buy ordinary shares of the company No. 2 ("TLUXE-W2") of 169,000,000 units and the number of capital increase ordinary shares reserved for exercise of such warrants of 169,000,000 shares approved in the Extraordinary General Meeting of Shareholders No. 1/2011 on January 11, 2011. In addition, 1 warrant unit shall be entitled to buy 1 ordinary shares at the exercise price of Baht 2.50 (two Baht and fifty Stang), the details of which are attached as Attachment 1.
4. Approved the designation of the date to hold the Extraordinary General Meeting of Shareholders No. 2/2011 to be held on February 16, 2011 at 1.30 p.m. at the meeting room of Thailuxe Enterprises Public Company Limited No. 62-62/1, Moo 2, Ror.Por.Chor. U-ta-pao Road, Nong Chum Pol Sub-district, Kao Yoi District, Petchaburi Province, to consider and approve the following agendas:

Agenda 1: To consider and certify the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2011.

Agenda 2: To consider and approve the adjustment of the allocation ratio of the warrants to buy ordinary shares of the company No. 2 ("TLUXE-W2").

Agenda 3: Other agenda (if any).

The Company shall distribute the documents related to the Extraordinary General Meeting of Shareholders No. 2/2011 prior to the date of the meeting by posting on the Company website at www.thailuxe.com.

5. Approved specifying the name list of shareholders who are eligible to attend the Extraordinary General Meeting of Shareholders No. 2/2011 on February 3, 2011 and gather the name list according to Section 225 of the Securities and Stock Exchange Act B.E. 2535 by way of closing the registration book on February 4, 2011.
6. Resolved to specify the name list of shareholders who are entitled to receive the warrants to buy ordinary shares of the company No. 2 ("TLUXE-W2") on February 3, 2011 and to gather the name list according to Section 225 of the Securities and Stock Exchange Act B.E. 2535 by way of closing the registration book on February 4, 2011 and specify the date of issuance of the warrants to buy ordinary shares of the company No. 2 ("TLUXE-W2") on February 21, 2011, and the expiry date of the warrants to buy ordinary shares of the company No. 2 ("TLUXE-W2") on February 20, 2015. However, the rights granted as aforesaid of the Company remain uncertain subject to an approval of the shareholders' meeting; therefore, the specification of the date for the name list of shareholders who are entitled to the warrants to buy ordinary shares of the company No. 2 ("TLUXE-W2") and the date of issuance and expiry of the warrants to buy ordinary shares of the company No. 2 ("TLUXE-W2") as aforesaid shall be in effect when the Extraordinary General Meeting of Shareholders has passed the resolution to approve the adjustment of the allocation ratio of the warrants to buy ordinary shares of the company No. 2 ("TLUXE-W2") to the existing shareholders as the details described in Agenda 3.

Yours faithfully,

(Mr. Anurot Seneepakonkai)
Chairman