

- Translation -

April 4, 2017

Subject: Resolutions of the Annual General Meeting of Shareholders No. 24/2017
To: The President
The Stock Exchange of Thailand

Minor International Public Company Limited (the "Company") would like to inform resolutions of the Annual General Meeting of Shareholders No. 24/2017 on April 4, 2017 at 2:00 p.m., at Chaophraya Ballroom, Anantara Riverside Bangkok Resort, Charoennakorn Road, Bangkok. There were 1,987 shareholders who attended the Meeting in person and by proxy holding in aggregate 3,380,663,273 shares, representing approximately 76.6523% of the total issued shares of the Company. The details of the resolutions are as follows:

1. Adopted the Minutes of the Annual General Meeting of Shareholders No. 23/2016 held on April 1, 2016.

The resolution was unanimously passed by the shareholders who attended the meeting and cast their votes. The details are as follows:

For:	3,409,540,209	Votes or	100.0000%
Against:	0	Votes or	0.0000%
Abstain:	1,200	Votes	
Void Ballots	0		

2. Acknowledged the annual report and the Board of Directors report on the Company's performance for the year 2016.

The Meeting duly acknowledged the Company's annual report and the Board of Directors report on the Company's performance for the year 2016 as proposed.

3. Approve the financial statements for the year ended December 31, 2016 including the auditor's report

The resolution was unanimously passed by the shareholders who attended the meeting and cast their votes. The details are as follows:

For:	3,414,444,451	Votes or	100.0000%
Against:	0	Votes or	0.0000%
Abstain:	1,985,570	Votes	
Void Ballots	0		

4. Approved the allocation of profit for the statutory reserve and dividend payment for the year 2016, having the following details:

1. Legal Reserve

There is no need to allocate any additional reserve because legal reserve has already been allocated in an amount of 464.18 Million Baht which is in compliance with the requirements of the law and the Articles of Association of the Company.

2. Annual Dividend Payment of 2016

- 1) Pay cash dividend in the amount of 0.35 Baht per share for existing shareholders and shareholders who convert the convertible securities (Warrant to buy ordinary share of the Company (MINT-W5)) to no more

than 4,622 Million ordinary shares, thus totaling the cash dividend to be paid in the amount of not exceeding 1,618 Million Baht, in accordance with the dividend payment policy of the Company.

The Company will deduct withholding tax at the rate of 10% or 0.035 Baht per share from cash that shareholders will receive, and will distribute to shareholders the net dividends in the form of cash in the amount of 0.315 Baht per share.

- 2) The date for determining the rights of shareholders (Record Date) to receive dividend payments will be on April 12, 2017. The name list of shareholders will be determined on April 17, 2017 pursuant to Section 225 of the Securities and Exchange Act, B.E. 2535 (as amended) by closing the shareholder register book. The dividend payment date is set to be April 28, 2017.

The resolution was unanimously passed by the shareholders who attended the meeting and cast their votes. The details are as follows:

For:	3,416,709,661	Votes or	100.0000%
Against:	0	Votes or	0.0000%
Abstain:	1,100	Votes	-
Void Ballots	0		-

5. Approved the amendment to the Company’s Memorandum of Association Clause 3. Re: Objectives of the Company by adding one new objective, making a total of 54 objectives, as detailed below:

“Clause 54. To Operate as International Headquarters to provide managerial or technical services, financial management services or other supporting services, operating as Treasury Center to provide liquidity management, financial risk management, agent services or other services related to Treasury Center, or operating as International Trading center to provide purchases and sells goods, raw materials and parts or to provide international trading-related services. All services mentioned will be provided to its branches or its associates located in Thailand or overseas.”

As well as authorizing the Board of Directors or any person designated by the Board of Directors or by the authorized directors, to undertake any acts necessary for the amendment to the Company’s Memorandum of Association Clause 3. Re: Objectives of the Company.

The resolution was passed by not less than three-fourths of the total number of votes of the shareholders and proxy holders who attended the meeting and were entitled to vote. The details are as follows:

For:	3,416,404,903	Votes or	99.9784%
Against:	735,000	Votes or	0.0215%
Abstain:	1,100	Votes or	0.0000%
Void Ballots	0		-

6. Approved the issuance and offering of debenture with details as follow:

Type of Debentures: Any and all types of debentures, including without limitation, name registered debentures, bearer debentures, secured or unsecured debentures, with or without debentureholders’ representative, and subordinated or unsubordinated debentures, depending on market conditions or any other factor at the time of each issuance and offering of debentures.

Total Amount: The total principal amount of debentures (at par value) of each offering, when calculated with the aggregate amount of all outstanding debentures (at par value) issued by the Company at any time, shall not exceed 45 Billion Baht (or equivalent in any other currency).

The principal amount of the debentures redeemed or purchased by the Company shall be counted towards the remaining principal amount of debentures that can be issued by the Company (Revolving Principal Basis).

In the event that the Company issues debentures to refinance existing debentures (issuance of new debentures to repay and/or replace existing debentures), the principal amount of existing debentures to be redeemed on the issue date of the new debentures issued to refinance such existing debentures shall not be counted as part of the existing debentures which have not been redeemed in the calculation of the remaining principal amount of the debentures that can be issued by the Company.

Denomination:	In Baht or any other currency.
Interest Rate:	Depending on market conditions at the time of offering.
Tenure:	Except for perpetual debentures, the debentures to be issued by the Company shall have tenure of not exceeding 20 years from their respective issue date. In the case of perpetual debentures, the tenure and maturity date of the debentures shall be determined in accordance with the relevant regulations of the Capital Market Supervisory Board, the Office of the Securities and Exchange Commission and/or other relevant authorities.
Early Redemption:	The Company may or may not have the right to redeem, and the debentureholders may or may not have the right to require the Company to redeem, debentures prior to their respective maturity date, depending on their respective terms and conditions.
Offering:	Debentures may be issued and offered in one or several tranches, domestically and/or internationally, by way of public offering and/or a private placement, and may be offered to high-net worth investors and/or institutional investors and/or any persons(s) and investor(s) in accordance with the relevant regulations of the Capital Market Supervisory Board and/or the Office of the Securities and Exchange Commission, as well as other relevant regulations which are in force at the time of issuance of debentures.

In this regard, the Board of Directors and/or any Executive Director and/or Group CEO (collectively, the "**Authorized Persons**") and/or the authorized directors of the Company and/or any person(s) appointed by any of the Authorized Persons and/or the authorized directors of the Company shall be authorized to determine any terms and conditions and other details necessary for, and pertinent to, the issuance and offering for sale of the debentures, such as the determination of the name, offering amount of each issuance, type, security (if any), offering price per unit, tenure, maturity date, right of early redemption, interest rate, principal repayment and interest payment method, allocation method, details of offering etc., to arrange for the registration of such debentures with the Thai Bond Market Association or any other secondary market, and to appoint any financial advisor, underwriter, arranger, credit rating agency, asset appraiser, legal advisor, registrar, paying agent, debentureholders' representative, or other advisors or persons who are relevant to the issuance and offering of debentures, and to enter into, agree upon, amend, certify and sign any documents and agreements relevant to the debentures, and to contact, provide, disclose, sign, certify, agree to and submit information, applications or documents to the Office of the Securities and Exchange Commission, the Thai Bond Market Association, the Bank of Thailand or other authorities and persons relevant to the debentures, as well as to take any other action necessary for, and pertinent to, the issuance and offering of debentures, including to appoint any person as their attorney, representative or agent to perform any action aforementioned.

The resolution was passed by not less than three-fourths of the total number of votes of the shareholders and proxy holders who attended the meeting and were entitled to vote. The details are as follows:

For:	3,401,680,176	Votes or	99.5425%
Against:	15,631,404	Votes or	0.4574%
Abstain:	1,600	Votes or	0.0000%
Void Ballots	0		-

7. Approved the election of the directors to succeed the directors completing their term for the year 2017, by re-electing three directors retiring upon their term in 2017: 1) Khunying Jada Wattanasiritham 2) Mr. Emmanuel Jude Dillipraj Rajakarier and 3) Mr. John Scott Heinecke for another term and Khunying Jada Wattanasiritham should be re-elected as Independent Director and Audit Committee of the Company for another term.

The resolution for each director candidate was passed by a majority vote of the shareholders and proxy holders who attended the meeting and cast their votes. The details are as follows:

1) Khunying Jada Wattanasiritham	Independent Director and Chairman of the Audit Committee		
For:	3,399,406,697	Votes or	99.4759%
Against:	17,907,544	Votes or	0.5240%
Abstain:	800	Votes	-
Void Ballots	0		-
2) Mr. Emmanuel Jude Dillipraj Rajakarier	Director		
For:	3,390,119,428	Votes or	99.2042%
Against:	27,193,513	Votes or	0.7957%
Abstain:	2,100	Votes	-
Void Ballots	0		-
3) Mr. John Scott Heinecke	Director		
For:	3,373,014,466	Votes or	98.7036%
Against:	44,299,975	Votes or	1.2963%
Abstain:	600	Votes	-
Void Ballots	0		-

8. Approved the increase in the number of member of Company's Board of Directors and elect Mr. Charamporn Jotikasthira as a new independent director.

The resolution was passed by a majority vote of the shareholders and proxy holders who attended the meeting and cast their votes. The details are as follows:

For:	3,413,800,425	Votes or	99.8973%
Against:	3,508,732	Votes or	0.1026%
Abstain:	21,700	Votes	-
Void Ballots	0		-

9. Approved fixing the directors' remuneration for the year 2017 to be as follows:

Director Remuneration (Baht)	2017
Directors	
<i>For Executive Directors (per annum per director)</i>	200,000
<i>For Non-executive Directors</i>	
Quarter Meeting (per quarter meeting per director)	300,000
Other Meeting (per meeting per director)	25,000
Audit Committee	
<i>For Chairman of the Audit Committee</i>	
Annual Fee	250,000
Meeting Fee (per meeting)	60,000
<i>For Member of the Audit Committee</i>	
Annual Fee (per person)	125,000
Meeting Fee (per meeting per person)	40,000
Compensation Committee	
<i>Annual Fee</i>	
For Chairman of the Compensation Committee	150,000

Director Remuneration (Baht)	2017
For Member of the Compensation Committee (per person)	100,000
Meeting Fee	
Other than an Annual Meeting (per meeting per person)	25,000
Nominating and Corporate Governance Committee	
Annual Fee	
For Chairman of the Nominating and Corporate Governance Committee	150,000
For Member of the Nominating and Corporate Governance Committee (per person)	100,000
Meeting Fee	
Other than an Annual Meeting (per meeting per person)	25,000

In addition to the remunerations for attending the meetings, directors also receive director privileges to stay or use services in the hotels in the group as specified, the value of which is Baht 25,000 per hotel per year.

The resolution was passed by not less than two-thirds of the total number of votes of the shareholders and proxy holders who attended the meeting. The details are as follows:

For:	3,283,478,609	Votes or	99.9996%
Against:	9,352	Votes or	0.0002%
Abstain:	1,600	Votes or	0.0000%
Void Ballots	0		-

10. Approved the appointment of auditors for the year 2017 and fixing the auditing fee by appointing:

- 1) Mrs. Anothai Leekitwattana Certified Public Accountant (Thailand) No. 3442 and/or
- 2) Mr. Kajornkiet Aroonpirodkul Certified Public Accountant (Thailand) No. 3445 and/or
- 3) Mr. Chanchai Chairprasit Certified Public Accountant (Thailand) No. 3760

of PricewaterhouseCoopers ABAS Limited be appointed as the Company's and its subsidiaries auditors for the year 2017 and any one of these recommended auditors be authorized to conduct the verification, audit, expression opinion, signing the audit report and other matters in relation to the financial statements of the Company and its subsidiaries for the year 2017.

In case where the appointed auditor(s) is incapable of performing the duties, PricewaterhouseCoopers ABAS Limited shall procure another Certified Public Accountant from PricewaterhouseCoopers ABAS Limited to perform the duties. (Mrs. Anothai Leekitwattana has conducted the audit and expressed her opinion about the financial statements of the Company for the year 2015-2016.)

The fees for the audit of yearly financial statements and the review of interim financial statements of the Company for the fiscal year of 2017 will not be more than 2,225,600 Baht, which is an increase of 145,600 Baht compared with total audit fees of the year 2016 which was 2,080,000 Baht. The increase of auditing fees is considered on the basis that the Company has continuous investment expansions both domestically and internationally. The Auditor's scope of work and responsibility are, thus, increased in accordance with the said expansion.

Unit: Baht	2015	2016	2017
Audit fee	1,980,000	2,080,000	2,225,600

The resolution was passed by a majority vote of the shareholders and proxy holders who attended the meeting and cast their votes. The details are as follows:

For:	3,410,789,260	Votes or	99.8251%
Against:	5,973,050	Votes or	0.1748%
Abstain:	610,400	Votes	-
Void Ballots	3,410,789,260		-

Please be informed accordingly.

Best Regards

- *Brian James Delaney* -

Mr. Brian James Delaney
Corporate Chief Financial Officer