

- Translation -

February 19, 2016

Subj: To fix the date for Annual General Shareholders' Meeting and Dividend Payment

To: The President
The Stock Exchange of Thailand

Minor International Public Company Limited ('the **Company**') held the Board of Directors Meeting No. 2/2016 on February 19, 2016. The significant resolutions are as follows:

1. Approved to propose the Company's Financial Statements for the financial year ended December 31, 2015 and the auditor's report to the Shareholders' Annual General Meeting for approval.
2. Approved to propose that the Shareholders' Annual General Meeting consider and approve a dividend payment for the year 2015 performance operating profit as 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 4,621,774,576 common shares, thus totaling the cash dividend to be paid in the amount of not exceeding 1,617.62 Million Baht. There is no need to allocate any additional reserve because legal reserve amounting to 464.18 Million Baht which is equal to 10% of registered capital of the Company has already been allocated [since 2015] in compliance with the requirements of the law and the Articles of Association of the Company.

The date for determining the rights of shareholders (Record Date) to receive dividend payments will be on April 12, 2016. The name list of shareholders will be determined on April 18, 2016 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 on April 28, 2016.

3. Approved to propose that the Shareholders' Annual General Meeting to consider and approve the amendment to the Company's Articles of Association, Article 9, in order to adjust the foreign shareholding proportion to be suitable and consistent with the nature of business operation in which there is an increase of the foreign investors, as well as to harmonize with the trade liberalization under regulations of the ASEAN Economic Community (AEC) and the World Trade Organization (WTO). In this regard, the existing provision is cancelled and replaced with the following provision:

Original

"Article 9. Shares of the Company are freely transferable without restrictions. However, the transfer of shares by a Thai shareholder(s) to a foreigner(s) is restricted if at that time there are a foreigner(s) holding shares in the Company up to thirty-nine per cent of the paid-up capital.

Apart from the transfer of shares under the first paragraph, a foreigner(s) may hold shares in the Company under the following conditions.

A. Newly issued shares are issued pursuant to the exercise of five million share warrants allotted under the Employee Stock Option Program approved by the extraordinary general meeting of shareholders No. 1/1997, held on 18 December 1997, provided that the holding of the shares shall not cause the foreign shareholding to exceed forty per cent of the total issued shares of the Company.

B. Subscription of public offering shares and/or subscription of shares placed to specific investors and/or seventeen types of institutional investors under the notification of the Securities and Exchange Commission re: criteria, conditions and procedures for offering newly issued shares and granting of approval and/or subscription or holding of newly issued shares of companies by other means permitted by law, provided that the holding of the shares shall not cause the foreign shareholding to exceed forty-five per cent of the total issued shares of the Company. However, the above shareholding ratio shall be inclusive of the holding of shares issued pursuant to the resolution of the extraordinary general meeting of shareholders No. 2/1999, held on 24 December 1999."

Amending to

"Article 9. The shares of the Company can be transferred without any restriction, except for transfer of shares that will result in foreigners holding shares in excess of 49 percent of all issued shares of the Company. The Company reserves the right to deny registration of any transfer of shares which will cause the shareholding proportion of foreigners in the Company to exceed the said proportion of 49 percent of all issued shares."

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 Articles of Association of the Company.

4. Approved to propose that the Shareholders' Annual General Meeting to consider and approve the reduction of the registered capital of the Company from 4,641,789,065 Baht to 4,621,828,347 Baht by reduction of 19,960,718 authorized but unissued shares which resulting from the issuance of stock dividend, each at the par value of 1 Baht and the amendment of the Clause 4 of the Memorandum of Association to reflect the reduction of the registered capital, 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 reduction of the registered capital of the Company.
5. Approved to propose that the Shareholders' Annual General Meeting re-elect 1) Mr. Paul Charles Kenny 2) Mr. Thiraphong Chansiri and 3) Ms. Suvabha Charoenying who will retire by rotation to serve as the Company's directors for another term, and that Ms. Suvabha Charoenying be appointed as an independent director and a member of the Audit Committee for another term.
6. Approved to propose the following directors' remunerations for the year 2016 to the Shareholders' Annual General Meeting for approval:

Directors	<i>(Baht)</i>
<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 Audit Committee</i>	
Annual Fee (per annum)	250,000
Meeting Fee (per quarter meeting)	60,000
<i>For Member of Audit Committee</i>	
Annual Fee (per annum per person)	125,000
Meeting Fee (per person per quarter meeting)	40,000
Nominating and Corporate Governance Committee	
Chairman of Nominating and Corporate Governance Committee (per annum)	150,000
Member of Nominating and Corporate Governance Committee (per annum per director)	100,000
Other than an Annual Meeting (per meeting per director)	25,000
Compensation Committee	
Chairman of Compensation Committee (per annum)	150,000
Member of Compensation Committee (per annum per director)	100,000
Other than an Annual Meeting (per meeting per director)	25,000

In addition to the remuneration, directors also received director privileges, whose value is equivalent to Baht 25,000 as specified per property per year.

7. Approved to propose that the Shareholders' Annual General Meeting to consider and appoint:
 - 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 Chaiprasit Certified Public Accountant (Thailand) No. 3760

of PricewaterhouseCoopers ABAS Limited ('PwC') as the Company's auditors, any one of them being appointed to have the power to audit and express opinion on consolidated financial statement and separate financial statements of the Company; and approve the auditing fee for the Company for the year 2016 of not more than 2,080,000 Baht which is an increase of 100,000 Baht from the audit fees of the year 2015 which was 1,980,000 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.

8. Approved to hold the Annual General Meeting of shareholders No. 23/2016 on April 1, 2016 at 2.00 p.m. at Galaxy and Moon Room, 10th Floor, AVANI Riverside Bangkok Hotel with the following agenda:

- Agenda 1 To consider and adopt the Minutes of the Annual General Meeting of Shareholders No. 22/2015 held on April 3, 2015
- Agenda 2 To consider and acknowledge the annual report and the Board of Directors report on the Company's performance for the year 2015
- Agenda 3 To consider and approve the financial statements for the year ended December 31, 2015 including the auditor's report
- Agenda 4 To consider and approve the allocation of profit for the statutory reserve and dividend payment for the year 2015
- Agenda 5 To consider and approve the amendment to the Company's Articles of Association, Article 9
- Agenda 6 To consider and approve the reduction of the registered capital of the Company from 4,641,789,065 Baht to 4,621,828,347 Baht by reduction of 19,960,718 authorized but unissued shares, each at the par value of 1 Baht and the amendment of the Clause 4 of the Memorandum of Association to reflect the reduction of the registered capital
- Agenda 7 To consider and elect the directors to succeed the directors completing their term for the year 2016
- Agenda 8 To consider and fix the directors' remunerations for the year 2016
- Agenda 9 To consider and appoint the auditors for the year 2016 and fix the auditing fee

9. Approved to determine the Record Date and book closure date pursuant to section 225 of the Securities and Exchange Act B.E. 2535 (as amended) as follows:

The Company has fixed the Record Date on March 4, 2016 to determine shareholders who are entitled to attend and vote at the Annual General Meeting of Shareholders No. 23/2016. The shareholders register book will be closed on March 7, 2016 in order to collect name of shareholders pursuant to section 225 of the Securities and Exchange Act (as amended).

Please be informed accordingly.

Best regards

-Signed-

Ms. Trithip Sivakrskul
Corporate Chief Financial Officer