

- Translation -

5 March 2010

Subject: Revision and addition of the resolution of the Board of Directors Meeting No. 1/2010 and the agenda of AGM

Attention: The President  
The Stock Exchange of Thailand

Re: The Company's letter dated 25 February 2010 regarding the resolution of the Board of Directors Meeting No. 1/2010 and the agenda of Annual General Meeting of Shareholders No. 17/2010

Reference is made to the letter notifying the resolution of the Board of Directors Meeting of Minor International Public Company Limited (the "Company") No. 1/2010 held on February 25, 2010. However, as, in the Company's registered capital, there still be the registered, but unissued shares, which have been reserved for the tender offer to acquire all securities of Minor Corporation Public Company Limited ("Minor") pursuant to the Business Restructuring Plan between the Company and Minor that was carried out completely in the previous year, it deems necessary for the Company to reduce those registered, but unissued shares, before proceeding with any new capital increase. Therefore, the Company would like to revise and add the resolution of the Board of Directors Meeting and the agenda of Annual General Meeting of Shareholders No. 17/2010 as follows:

1. Add a new resolution of the Board of Directors Meeting for the issue of "*approved to propose the general meeting of shareholders to consider and approve the reduction of the Company's registered capital through the elimination of the registered, but unissued shares*", and for the issue of "*approved to propose the general meeting of shareholders to consider and approve the amendment to the Clause 4 of the Company's Memorandum of Association in accordance with the reduction of the registered capital* (already added to be resolution no. 6 and no. 7 of the revised board resolution);
2. Amend the figures of the registered capital for both before and after the contemplated capital increase in the resolution of the Board of Directors Meeting for the issue of "*approved to propose the general meeting of shareholders to consider and approve the increase of the Company's registered capital*" (already amended the resolution no. 9 of the revised board resolution);
3. Add the agenda of Annual General Meeting of Shareholders No. 17/2010 for the issue "*to consider and approve the reduction of the Company's registered capital through the elimination of the registered, but unissued shares,*" and for the issue *to consider and approve the amendment to Clause 4 of the Company's Memorandum of Association in accordance with the said reduction of the registered capital* (already added to be Agenda 8 and 9 of the revised agenda of Annual General Meeting of Shareholders No. 17/2010); and
4. Amend the figures of the registered capital for both before and after the contemplated capital increase in the agenda of Annual General Meeting of Shareholders No. 17/2010 for the issue "*to consider and approve the increase of the Company's registered capital*

(already amended Agenda 11 of the revised agenda of Annual General Meeting of Shareholders No. 17/2010).

After the revision and addition of the resolution of the Board of Directors Meeting No. 17/2010 and the agenda of AGM as elaborated above, the resolution of the Board of Directors Meeting No. 1/2010 dated 25 February 2010 and the agenda of AGM will be read as follows:

### **REVISED**

Minor International Public Company Limited (the “Company”) held the Board of Directors Meeting No. 1/2010 on February 25, 2010, at Busaba Room, Four Seasons Hotel, Bangkok. The material resolutions are as follows:

1. Approved to propose the Company’s Financial Statement for the fiscal year ended December 31, 2009, to the general meeting of shareholders for approval;
2. Approved to propose the general meeting of shareholders to consider a dividend payment for the year 2009 performance as cash dividend in the amount of Baht 0.15 per share to existing shareholders and the shareholders holding convertible securities, which can be converted into the Company common shares, in the amount not exceeding 3,274,426,154 shares, that was equivalent to dividends to be payable not exceeding Baht 490,863,923.10;
3. Approved to propose the general meeting of shareholders to consider re-electing: 1) Mr. Paul Charles Kenny; 2) Mr. Kenneth Lee White; and 3) Mr. Michael Selby, who would be the retired directors due to the completion of their terms;
4. Approved to propose the general meeting of shareholders to consider determining remunerations of the Company’s directors as follows:
  - Executive Directors: Baht 200,000 per annum per director
  - Non-Executive Directors: Baht 250,000 per quarter meeting per director  
Baht 20,000 per any other meeting per director

Audit Committee

  - Chairman Baht 60,000 per quarter meeting  
Baht 200,000 per annum
  - Member Baht 40,000 per quarter meeting per director  
Baht 100,000 per annum per director

Member of Compensation Committee Baht 50,000 per annum per director

Member of Nominating and  
Corporate Governance Committee Baht 50,000 per annum per director
5. Approved to propose the general meeting of shareholders to consider the appointment of:
  - 1) Mrs. Anothai Leekitwattana Certified Public Accountant (Thailand) No. 3442; and/or
  - 2) Mrs. Nattaporn Phan-Udom Certified Public Accountant (Thailand) No. 3430; and/or
  - 3) Mr. Sudwin Panyawongkhanti Certified Public Accountant (Thailand) No. 3534; and/or
  - 4) Mr. Prasit Yuengsrikul Certified Public Accountant (Thailand) No. 4174,

of PricewaterhouseCoopers ABAS Limited as the Company's auditors, including the auditing fee for the year 2010;

6. Approved to propose the general meeting of shareholders to consider and approve the reduction of the Company's registered capital from Baht 3,351,850,736 to Baht 3,350,746,158, dividing into 3,350,746,158 ordinary shares, with a par value of Baht 1 each, through the elimination of the registered, but unissued shares, in amount of 1,104,578 shares, with a par value of Baht 1 each;
7. Approved to propose the general meeting of shareholders to consider and approve the amendment to the Clause 4 of the Company's Memorandum of Association in accordance with the reduction of the registered capital;
8. Approved to propose the general meeting of shareholders to consider and approve the issuance of the Company's warrants on ordinary shares not exceeding 327,242,615 units for offering to existing shareholders for free-of-charge (zero baht) at the ratio of 10 ordinary shares to 1 unit of warrant (in case any fraction discarded), with a term of not exceeding 3 years from the initial issuance date, having an exercise ratio of 1 unit of warrant per 10 ordinary shares at an exercise price of Baht 13 (thirteen baht) per share;
9. Approved to propose the general meeting of shareholders to consider and approve the increase of the Company's registered capital for another Baht 327,242,615, by issuing 327,242,615 new ordinary shares, with a par value of Baht 1 each; and thereby, the Company's registered capital will increase from Baht 3,350,746,158 to Baht 3,677,988,773, dividing into 3,677,988,773 ordinary shares, with a par value of Baht 1 each;
10. Approved to propose the general meeting of shareholders to consider and approve the amendment to the Clause 4 of the Company's Memorandum of Association in accordance with the increase of the registered capital;
11. Approved to propose the general meeting of shareholders to consider and approve the allotment of 327,242,615 new ordinary shares, with a par value of Baht 1 each, so as to be available for the exercise of the Company's warrants on ordinary shares, which are offered to existing shareholders;
12. Approved the date of the Annual General Meeting of Shareholders No. 17/2010 to be on Monday, April 26, 2010 at 14.30 pm, at Ball Room, Four Seasons Hotel, Bangkok, with the following agenda:

- Agenda 1 To consider and adopt the Minute of the Annual General Meeting of Shareholders No. 16/2009 held on April 27, 2009;
- Agenda 2 To consider and acknowledge the annual report and the Board of Directors' report on the Company's performance for the year 2009;
- Agenda 3 To consider and approve the Company's Balance Sheet, Profit and Loss Statement, Statement of Retained Earnings and Cash flow Statement for the year ended December 31, 2009;
- Agenda 4 To consider and approve the allocation of profit and dividend payment for the year 2009 performance;
- Agenda 5 To consider and elect the directors to succeed the directors who have to retire by rotation;

- Agenda 6 To consider and fix the directors' remuneration for the year 2010;
- Agenda 7 To consider and appoint an auditor for the year 2010 and fix the auditing fee;
- Agenda 8 To consider and approve the reduction of the Company's registered capital from Baht 3,351,850,736 to Baht 3,350,746,158, dividing into 3,350,746,158 ordinary shares, with a par value of Baht 1 each, through the elimination of the registered, but unissued shares, in the amount of 1,104,578 shares, with a par value of Baht 1 each;
- Agenda 9 To consider and approve the amendment to Clause 4 of the Company's Memorandum of Association in accordance with the reduction of the registered capital;
- Agenda 10 To consider and approve the issuance of the Company's warrants on ordinary shares not exceeding 327,242,615 units for offering to existing shareholders;
- Agenda 11 To consider and approve the increase of the Company's registered capital from Baht 3,350,746,158 to Baht 3,677,988,773, by issuing 327,242,615 new ordinary shares, with a par value of Baht 1 each;
- Agenda 12 To consider and approve the amendment to Clause 4 of the Company's Memorandum of Association in accordance with the increase of the registered capital; and
- Agenda 13 To consider and approve the allotment of 327,242,615 new ordinary shares so as to be available for the exercise of the Company's warrants on ordinary shares, which are offered to existing shareholders.

13. Approved the date for determining the rights of shareholders to attend the Annual General Meeting of Shareholders No. 17/2010, to be on March 12, 2010, and to collect the name of shareholders pursuant to Section 225 of the Securities and Exchange Act B.E. 2535 by means of closing the share register book on March 15, 2010; and approved the date for determining the rights of shareholders to receive dividend payments to be on May 6, 2010, and to collect the name of shareholders pursuant to Section 225 of the Securities and Exchange Act B.E. 2535 by means of closing the share register book on May 7, 2010, whereby the dividend payment date is set to be on May 24, 2010; and approved the date for determining the rights of shareholders to receive the offer of the Company's warrants on ordinary shares to be on May 6, 2010, and to collect the name of shareholders pursuant to Section 225 of the Securities and Exchange Act B.E. 2535 by means of closing the share register book on May 7, 2010.

Please be informed accordingly

Best regards

-Signed-

Mrs. Pratana Mongkolkul  
Director