

- Translation –

April 2, 2014

Subject: Resolutions of the Annual General Meeting of Shareholders No. 21/2014  
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. 21/2014 held on April 2, 2014 at 14:00 hrs, at Ballroom, The St. Regis Hotel, Bangkok. There were 2,181 shareholders who attended the Meeting in person and by proxy holding in aggregate 2,930,363,303 shares, representing approximately 73.2343% of the total issued shares of the Company. The details of the resolutions are as follows:

1. Adopt the Minutes of the Annual General Meeting of Shareholders No. 20/2013 held on April 3, 2013

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

For:	3,099,398,034	or	100.0000%
Against:	0	or	0.0000%
Abstain:	42,470		

2. Acknowledge the annual report and the Board of Directors report on the Company’s performance for the year 2013

The Meeting duly acknowledged the Company’s Annual Report and the Board of Directors report on the Company’s performance for the year 2013 as proposed.

3. Approve the financial statements for the year ended December 31, 2013 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:	3,224,000,166	or	100.0000%
Against:	0	or	0.0000%
Abstain:	42,470		

4. Approve the allocation of profit and dividend payment for the year 2013 performance, having the following details:

Legal Reserve

No need to allocate any additional reserve because legal reserve amounting to 406.31 Million Baht which is equal to 10.00% of registered capital of the Company has already been allocated in compliance with the requirements of the law and the Articles of Association of the Company.

Annual Dividend Payment

- 1) Pay cash dividend in the amount of 0.35 Baht per share for existing shareholders and shareholders who convert the convertible securities to no more than 4,001,556,662 ordinary shares, thus totaling the cash dividend to be paid in the amount of not exceeding 1,401 Million Baht.  
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 to receive dividend payments will be on April 18, 2014. The name list of shareholders will be determined on April 21, 2014 when the share register book of the Company will be closed pursuant to Section 225 of the Securities and Exchange Act B.E. 2535. The dividend payment date is set to be on April 30, 2014.

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

For:	3,224,025,246	or	100.0000%
Against:	0	or	0.0000%
Abstain:	42,470		

5. Approve to re-elect three retiring directors: (1) Khunying Jada Wattanasiritham (2) Mr. Emmanuel Jude Dillipraj Rajakarier and (3) Mr. John Scott Heinecke for another term.

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

1) Khunying Jada Wattanasiritham	Independent Director and Audit Committee
For:	3,214,399,821 or 99.7023%
Against:	9,597,821 or 0.2976%
Abstain:	73,670

- 2) Mr. Emmanuel Jude Dillipraj Rajakarier Director  
 For: 3,194,795,392 or 99.0929%  
 Against: 29,243,000 or 0.9070%  
 Abstain: 32,920
- 3) Mr. John Scott Heinecke Director  
 For: 3,194,750,642 or 99.0928%  
 Against: 29,246,500 or 0.9071%  
 Abstain: 74,170

6. Approve the directors' remuneration for the year 2014 to be at the same rates as those of the year 2013 as follows:

<b>Directors' Remuneration</b>	<b>2013</b>	<b>2014</b>
<b>Directors</b>		
1. For Executive Directors (per annum per director)	200,000 Bt.	200,000 Bt.
2. For Non-executive Directors		
▪ Quarter Meeting (per quarter meeting per director)	300,000 Bt.	300,000 Bt.
▪ Other Meeting (per meeting per director)	25,000 Bt.	25,000 Bt.
<b>Audit Committee</b>		
1. For Chairman of Audit Committee		
▪ Annual Fee (per annum)	200,000 Bt.	200,000 Bt.
▪ Meeting Fee (per meeting)	60,000 Bt.	60,000 Bt.
2. Member of Audit Committee		
▪ Annual Fee (per annum per person)	100,000 Bt.	100,000 Bt.
▪ Meeting Fee (per quarter meeting per person)	40,000 Bt.	40,000 Bt.
<b>Nominating and Corporate Governance Committee</b>		
▪ Annual Fee (per annum per person)	100,000 Bt.	100,000 Bt.
▪ Meeting Fee (Other than annual meeting) (per meeting per person)	25,000 Bt.	25,000 Bt.
<b>Compensation Committee</b>		
▪ Annual Fee (per annum per person)	100,000 Bt.	100,000 Bt.
▪ Meeting Fee (Other than annual meeting) (per meeting per person)	25,000 Bt.	25,000 Bt.

In addition to the remunerations, directors also receive director privileges, the value of which is equivalent to Baht 25,000 per property per year.

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

For:	2,717,039,842	or	99.9977%
Against:	600	or	0.0000%
Abstain:	60,570	or	0.0022%

7. Approve the appointment of an auditor for the year 2014 and fix the auditing fee by appointing:

- 1) Mr. Kajornkiet Aroonpirodkul Certified Public Accountant (Thailand) No. 3445 and/or
- 2) Mr. Chanchai Chaiprasit Certified Public Accountant (Thailand) No. 3760 and/or
- 3) Mr. Pisit Thangtanagul Certified Public Accountant (Thailand) No. 4095

of PricewaterhouseCoopers ABAS Limited as the Company's and its subsidiaries auditors and any one of these recommended auditors be authorized to conduct the audit and express opinion about the financial statements of the Company for the year 2014.

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. (Mr. Kajornkiet Aroonpirodkul, Certified Public Accountant (Thailand) No. 3445 has conducted the audit and expressed his opinion about the financial statements of the Company for the year 2013, the first year.) The Meeting should approve to fix the audit fees for the year 2014 for the Company of not more than 1,890,000 Baht, which is equal to the audit fees of the year 2013.

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

For:	3,224,171,980	or	99.9998%
Against:	4,000	or	0.0001%
Abstain:	59,470		

8. Approve the reduction of the registered capital from 4,018,326,091 Baht to 4,005,534,127 Baht, divided into 4,005,534,127 shares, each at the par value of 1 Baht by cancelling 12,791,964 authorised but unissued shares each at the par value of 1 Baht, and approve the amendment of the Clause 4 of the Memorandum of Association pursuant to the reduction of the registered capital

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

For:	3,224,208,980	or	99.9986%
Against:	0	or	0.0000%
Abstain:	43,470	or	0.0013%

Please be informed accordingly.

Best Regards

- Trithip Sivakriskul -

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Ms. Trithip Sivakriskul  
Corporate Chief Financial Officer