



- Translation -

No. LMJG/SET/2017/001

February 17, 2017

Subject: Informing on the Resolutions of the Board of Director Meeting No.1/2017, dividend payment, issue of debenture and agenda of AGM 2017

Attention: The President
The Stock Exchange of Thailand

The Board of Director Meeting of Major Cineplex Group Public Company Limited ("the Company"), No. 1/2017, held on 17 February 2017 has passed the following resolutions;

1. Agreed to propose the Company's financial statements and profit and loss accounts for year 2016, ended on 31 December 2016, which was audited by the auditor for shareholders' approval in the forthcoming Annual General Meeting ("AGM").

2. Approved and agreed to propose in the forthcoming AGM year 2017 to consider the following matters;

2.1 To consider and approve the payment of dividend for the period during 1 January 2016 to 31 December 2016 at the rate of dividend on ordinary shares at the rate of THB 1.20 per share or 90.23% of net profit per share, of which the Company has paid interim dividend for the period during 1 January 2016 – 30 June 2016 at the rate of THB 0.60 per share or THB 536,604,883 and will pay the remaining dividend at the rate of THB 0.60 per share or THB 536,720,026 for the period during 1 July 2016 – 31 December 2016. The total of dividend payment is THB 1,073,324,909. The Share Register Book of the Company will be closed for the purpose of determining the right of Shareholders to receiving the dividend on 20 April 2017 (Record Date). Also, 21 April 2017 shall be the date for collecting shareholders names under Section 225 of the Securities and Exchange Act. The payment of the dividend will be made on 3 May 2017.

2.2 To consider and re-select the following 4 directors all of whom are due to retire from their tenures, as directors of the Company for another term.

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| (1) | Mr. Chai Jroongtanapibarn | Independent Director and
Chairman of Audit Committee |
| (2) | Mr. Kraithip Krairiksh | Independent Director and
Audit Committee |
| (3) | Pol. Sub Lt. Kriengsak Lohachala | Director |
| (4) | Mr. Thanakorn Puriwekin | Director |

2.3 To consider and approve the payment of the remuneration of the directors of the Company for the year 2017 at the total amount of THB 13.1 million, a rise of Baht 100,000 from the year 2016. as follows:

1. Remuneration of THB 7.2 million
2. Special remuneration of THB 5.9 million

The new rate will be effective from the date of Shareholders' approval.

MAJOR CINEPLEX GROUP PUBLIC COMPANY LIMITED.

Registration No. 0107545000047

1839, 1839/1-6 Phaholyothin Rd., Ladyao, Jatuchak, Bangkok 10900 Tel: 0-2511-5427-36 www.majorcineplex.com



2.4 To consider and approve the appointment of the auditors from PricewaterhouseCooper ABAS namely; Mr. Kajornkiet Aroonpirodkul CPA License no. 3445, Mr. Paibook Tunkoon CPA License no. 4298, Mr. Boonlert Kamolchanokkul CPA License no. 5339 and Mr. Chanchai Chaiprasith CPA License no. 3760. The remuneration of the said auditors shall be at the rate of THB 7,540,000 which such remuneration has included the auditors' fee for the subsidiaries of the Company.

2.5 To consider and approve to issue and offer Debentures with the value not exceeding THB 1,100 million for refinancing and paying principle of the Company's Debenture amount of THB 1,000 million which will be paid on August 2017 and for expand the Company's business. This Debenture will be additional issued from the remaining amount of THB 400 million. The period of Debenture is not exceeding 5 years. In addition, the Board of Directors and/or the Managing Director and/or the person(s) entrusted by the Board of Directors or the Managing Director shall have the powers to determine or amend the terms and conditions relating to the issuance and offering of the Bonds including to have the power to do any acts and things necessary for and in relation to carrying out the issuance and offering of the Bonds in compliance with the applicable law, as well as to have the power to appoint the underwriter, to enter into and execute the Underwriting Agreement or Placement Agreement and/or other relevant agreements, to prepare and submit the application and other documents to the Office of the Securities and Exchange Commission, other relevant authorities, and/or other relevant person(s), correction, amendment and approval of documents and/or agreements in relation to appointment of advisors etc.

3. To approve for the AGM of the year 2017 to be held on 5 April 2017 at 10.00 am. The venue will be Major Cineplex Ratchayothin, (Theater No.14) 1839, 1839/1-6 Phaholyothin Road, Ladyao, Jatuchak, Bangkok. The names of shareholders to attend AGM of the year 2017 will be specified on 6 March 2017 (Record Date) and, by the section 225 in Securities and Exchange Act, the names of shareholders will be compiled by closing the shareholders register book on 7 March 2017.

4. Approved the following agendas for the AGM of the year 2017:

- Agenda 1 To consider approving the Minutes of the Annual General Meeting of Shareholders of the year 2016 held on 5 April 2016.
- Agenda 2 To acknowledge the Company's operating performance in the year 2016.
- Agenda 3 To consider approving the Balance Sheet and the Statement of Income for the year ended December 31, 2016.
- Agenda 4 To consider the appropriation of profit to pay dividend for Year 2016.
- Agenda 5 To consider the election of directors to replace those retiring by rotation.
- Agenda 6 To consider fixing remuneration and meeting allowance for directors for 2017.
- Agenda 7 To consider appointing an auditor and fix the audit fee for 2017.
- Agenda 8 To consider and approve the issue of Debenture.
- Agenda 9 Other business (if any).

Yours faithfully,

- signed -

(Ms. Thitapat Issarapornpat)
Company Secretary

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