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บริษัท เชียงใหม่ฟรอสเฟนฟู๊ดส์ จำกัด (มหาชน)

149/34 ซอยแองโกลพลาซ่า ถนนสุรวงศ์ แขวงสุริยวงศ์ เขตบางรัก กรุงเทพฯ 10500

CHIANGMAI FROZEN FOODS PUBLIC COMPANY LIMITED.

149/34 Soi Anglo Plaza Surawongse Rd., Suriyawongse, Bangrak, Bangkok 10500 Thailand

Tel : (662) 634-0061-4, 238-4091 Fax : (662) 238-4090

February 27, 2014

Re: Dividend and fix date for Annual General Meeting
of Shareholders year 2014

To: Director and Manager

The Stock Exchange of Thailand

At the meeting of Board of Company no. 1/2014 held on February 27, 2014, passed the following resolutions:

1. Dividend payment

1.1 Consider approve for presenting to the Shareholder Meeting to consider paying dividend for the operation year of 2013 at rate 0.31 Baht/share to the shareholders amount 381,145,725 shares comes to 118,155,174.75 baht or 87.00 % of net profit-Consolidated, higher than paying dividend policy formulated by the company.

1.2 Pay from net profit of paid from income tax activities 20% rate 0.12 baht/share amount 45,737,487.00baht and paid from income tax activities 10% rate 0.19 baht/share amount 72,417,687.75baht.

1.3 Dividend is deducted withholding tax by 10%.

1.4 Formulate name lists of rightful shareholders to receive the dividends on March 19, 2014 and let collect name list as clause 225 of Royal Act of Securities and Stock Exchange by closing register book on March 20, 2014, formulate to pay dividend to the shareholders on May 12, 2014. All this, the rights in receiving dividend is still uncertain owing it must ask consent from the shareholder meeting first.

2. An Annual General Meeting of Shareholders of 2014 shall be held on April 23, 2014 time 10.30 a.m., at Montien Hotal "Montienthip Room" No. 54, Surawong Rd., Kwaeng Suriyawongse, Khet Bangrak, Bangkok 10500 Tel. (662) 233-7060. Formulate name lists of rightful shareholders to attend the meeting on March 19, 2014 and let collect name list as clause 225 of Royal Act of Securities and Stock Exchange by closing register book on March 20, 2014, by having following agenda of a meeting :

1) Certify the minutes of the Annual General Meeting of Shareholders year 2013 dated April 19, 2013.

Board of Company's opinion : agree to acknowledge such meeting report.

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2) Certify the company's annual report and the board of company report for 2013.

Board of Company's opinion : to allow the meeting to acknowledge operation result of the company for annual 2013.

3) Consider approve the Company's Financial Statements as of 2013.

Board of Company's opinion : agree to approve the Company's Financial Statements as of 2013.

4) Consider appoint new directors to replace those tenure.

Directors whose tenures ended are:

- Mr. Suwat Phongphasura, Executive Director
- Mr. Amnuay Yossuck, Independent Director
- Dr. Santichai Suakanonth, Independent Director

Board of Company's opinion: approve to these directors as follows:

- Mr. Suwat Phongphasura, Executive Director
- Mr. Amnuay Yossuck, Independent Director

The Company is on the way to find out a new independent director will keep you informed within April 9, 2014.

Therefore, Board of Company of 9 directors (in the case the annual general of shareholders meeting resolves as to the opinion Board of company) will comprise:

- Mr. Prayoon Pholpipattanaphong Chairman
- Mr. Prapas Pholpipattanaphong Managing Director
- Mr. Suwat Phongphasura Executive Director
- Mr. Prayuth Pholpipattanaphong Executive Director
- Mr. Ankoon Pholpipattanaphong Executive Director
- Mr. Lan Mu Chiou Non-executive Director
- Mr. Amnuay Yossuck Independent Director
- Mr. Ampon Ruayfupant Independent Director
- Dr. Phusit Wonglorsaichon Independent Director

5) Consider directors remuneration for 2014.

Board of Company's opinion : agree to approve following director remuneration for 2014:

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- Remuneration for 10 company directors of each 400,000.- baht/year.
- Remuneration for Chairman of Audit Committee 40,000.- baht/month.
- Remuneration for 2 Audit Committees of each 20,000.- baht/month.

6) Consider appoint an auditor and fix the auditing fees for 2014.

Board of Company's opinion : agree to appoint an auditors for 2014 namely 1) Miss Nongram Laohaareedilok and/or 2) Mr. Pradit Rodloytuk of AST Master Office by offering the auditing fees at 620,000.- baht.

7) Consider approve dividend payment for the operation of annual 2013.

Board of Company's opinion: agree to pay dividend as resolution at the meeting of Board of Company no. 1/2014.

8) Others matter (if any).



Signed

(Mr. Suwat Phongphasura)

Authorized Director