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บริษัท เชียงใหม่ฟรอสเซนฟู๊ดส์ 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 26, 2015

Re: Dividend and fix date for Annual General Meeting  
of Shareholders year 2015

To: Director and Manager  
The Stock Exchange of Thailand

At the meeting of Board of Company no. 1/2015 held on February 26, 2015, 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 2014 at rate 0.10 Baht/share to the shareholders amount 381,145,725 shares comes to 38,114,572.50 baht or 63.08 % of net profit-Consolidated, higher than paying dividend policy formulated by the company.
  - 1.2 Pay from net profit of paid from operation result period 1 January – 31 December 2014.
  - 1.3 Dividend is deducted withholding tax by 10%.
  - 1.4 Formulate name lists of rightful shareholders to receive the dividends on March 12, 2015 and let collect name list as clause 225 of Royal Act of Securities and Stock Exchange by closing register book on March 13, 2015, formulate to pay dividend to the shareholders on May 14, 2015. 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 2015 shall be held on April 28, 2015 time 10.30 a.m., at TAWANA Hotel "Bon Vivant Room" No. 80, Surawong Rd., Kwaeng Suriyawongse, Khet Bangrak, Bangkok 10500 Tel. (662) 236-0361. Formulate name lists of rightful shareholders to attend the meeting on March 12, 2015 and let collect name list as clause 225 of Royal Act of Securities and Stock Exchange by closing register book on March 13, 2015, by having following agenda of a meeting :
  - 1) Certify the minutes of the Annual General Meeting of Shareholders year 2014 dated April 23, 2014.

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 2014.

Board of Company's opinion : to allow the meeting to acknowledge operation result of the company for annual 2014.

3) Consider approve the Company's Financial Statements as of 2014.

Board of Company's opinion : agree to approve the Company's Financial Statements as of 2014.

4) Consider appoint new directors to replace those tenure. Directors whose tenures ended are:

- Mr. Prayoon Pholpipattanaphong, Executive Director
- Mr. Ankoon Pholpipattanaphong, Executive Director
- Mr. Lan, Mu-Chiou, Non-executive Director
- Mr. Ampon Ruayfupant, Independent Director

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

- Mr. Prayoon Pholpipattanaphong
- Mr. Ankoon Pholpipattanaphong
- Mr. Lan, Mu-Chiou
- Mr. Ampon Ruayfupant

Therefore, Board of Company of 10 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. Ankoon Pholpipattanaphong Executive Director
- Mr. Prayuth Pholpipattanaphong Non-executive Director
- Mr. Lan Mu Chiou Non-executive Director
- Mr. Amnuay Yossuck Independent Director
- Mr. Ampon Ruayfupant Independent Director
- Dr. Phusit Wonglorsaichon Independent Director
- Miss Darunee Ruangtham Independent Director



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5) Consider directors remuneration for 2015.

Board of Company's opinion : agree to approve following director remuneration for 2015:

- 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 2015.

Board of Company's opinion : agree to appoint an auditors for 2015 namely 1) Miss Nongram Laohaareedilok and/or 2) Mr. Pradit Rodloytuk of AST Master Office by offering the auditing fees at 750,000.- baht.

7) Consider approve dividend payment for the operation of annual 2014.

Board of Company's opinion: agree to pay dividend as resolution at the meeting of Board of Company no. 1/2015.

8) Others matter (if any).



Signed

*(Handwritten signature)*  
(Mr. Suwat Phongphasura)

Authorized Director