



(Translation)



Minutes of the Annual General Meeting of Shareholders No. 1/2018
of Berli Jucker Public Company Limited,
convened on 26 April 2018, at 15.00 hrs.,
at the Meeting Room 1201-1202, 12th Floor, Berli Jucker House,
No. 99 Soi Rubia, Sukhumvit 42 Road, Phra Khanong Subdistrict, Khlong Toei District, Bangkok

Mr. Charoen Sirivadhanabhakdi, Chairman of the Board of Directors, who presided as the Chairman of the Meeting (the “**Chairman**”) declared the Annual General Meeting of Shareholders No.1/2018 (the “**Meeting**”) duly convened at 15.15 hrs. and welcomed the shareholders attending the Meeting.

The Chairman informed the Meeting that there were 1,306 shareholders attending the Meeting in person and by proxy, holding in aggregate 3,483,669,599 shares, equivalent to 87.1484 percent of the total 3,997,398,499 issued shares. A quorum was thus constituted in accordance with the Articles of Association of Berli Jucker Public Company Limited (the “**Company**”).

In order for the Meeting to be conducted efficiently and in an orderly manner, the Chairman assigned Mr. Thirasakdi Nathikanchanalab, a director, to act as the facilitator of the Meeting (the “**Facilitator**”) and assigned Mr. Wittaya Kaewkungsadan to act as the secretary of the Meeting (the “**Secretary**”).

The Facilitator introduced the directors of the Company attending the Meeting, as follows:

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|-----|----------------------------------|---|
| 1. | Mr. Charoen Sirivadhanabhakdi | Chairman of the Board of Directors and
Chairman of the Executive Board |
| 2. | Khunying Wanna Sirivadhanabhakdi | Vice Chairman of the Board of Directors |
| 3. | Dr. Chaityut Pilun-Owad | Director and Chairman of the Nomination,
Remuneration, and Corporate Governance
Committee |
| 4. | Mr. Prasert Maekwatana | Director |
| 5. | Mr. Sithichai Chaikriangkrai | Director and Chairman of the Investment
Committee |
| 6. | Mr. Aswin Techajareonvikul | Director, and
Chief Executive Officer and President |
| 7. | Mr. Prasit Kovilaikool | Independent Director and
Chairman of the Audit Committee |
| 8. | Mr. Weerawong Chittmittrapap | Independent Director |
| 9. | Police General Krisna Polananta | Independent Director |
| 10. | Mr. Rungson Sriworasat | Independent Director |
| 11. | Miss Potjaneer Thanavarani | Independent Director and
Chairman of the Risk Management Committee |
| 12. | General Nivat Meenayotin | Independent Director |
| 13. | Mr. Thirasakdi Nathikanchanalab | Director |



(Translation)



As Prof. Pirom Kamolratanakul, M.D., M.SC. and Associate Prof. Kamjorn Tatiyakavee, M.D. were engaged in other business, they did not attend the Meeting.

In addition, the Facilitator introduced the auditors of the Company attending the Meeting, i.e., Dr. Kiatniyom Kuntisook, Mr. Weera Sucharit, and Ms. Panida Wisarutnant of Deloitte Touche Tohmatsu Jaiyos Co., Ltd.

In order for the Meeting to be conducted efficiently and in an orderly manner in the interests of the Company and its shareholders, the Secretary informed the Meeting of the procedures for the Meeting, vote casting and vote counting.

In addition, for the purposes of transparency of vote counting, the Facilitator asked the Meeting to appoint an *ad hoc* committee for vote counting comprising three members, i.e., one representative from the shareholders, one representative from the auditors, and one representative from the legal advisors.

In this regard, Ms. Orasa Ta-ngam, a shareholder, volunteered to participate in the vote counting with Ms. Panida Wisarutnant, a representative from the auditors, and Miss Pimkwan Subprasert, a representative from the legal advisors.

The Facilitator, then, conducted the Meeting in accordance with the following agenda items.

Agenda Item 1

To consider and adopt the Minutes of the Annual General Meeting of Shareholders No. 1/2017, convened on Friday, 28 April 2017

The Facilitator informed the Meeting that a copy of the Minutes of the Annual General Meeting of Shareholders No. 1/2017 had been delivered to all shareholders with the notice calling this Meeting, and that after due consideration, the Board of Directors deemed that the Minutes were accurately and completely recorded. The Facilitator then proposed that the Meeting consider and adopt the Minutes of Annual General Meeting of Shareholders No. 1/2017.

The Facilitator gave the shareholders an opportunity to raise questions or express opinions.

No shareholders raised any questions or expressed any opinions. The Facilitator, therefore, asked the Meeting to proceed with the vote casting. The voting result is summarized as follows:

For this agenda item, there were 2,401 shareholders attending the Meeting, representing 3,645,784,948 votes.

Approved	3,645,399,948	votes,	equivalent to	99.9894	percent
Disapproved	0	votes,	equivalent to	0.0000	percent
Abstained	385,000	votes,	equivalent to	0.0105	percent
Invalid Ballots	0	votes,	equivalent to	0.0000	percent



(Translation)



Resolution: The Meeting resolved, by the majority vote of the shareholders attending the Meeting and eligible to vote, that the Minutes of the Annual General Meeting of Shareholders No. 1/2017, held on Friday, 28 April 2017, be adopted.

Agenda Item 2

To acknowledge the operational results of the Company for the year 2017

The Facilitator asked Mr. Aswin Techajareonvikul, Chief Executive Officer and President, to report the operational results of the Company for the year 2017 to the shareholders.

Mr. Aswin Techajareonvikul, Chief Executive Officer and President, introduced the Senior management of the Company's group to the Meeting, comprising:

- | | | |
|----|--------------------------|--|
| 1. | Mr. Pattaphong Iamsuro | President of BJC Business Group 1 |
| 2. | Mr. Tul Wongsuphasawat | President of BJC Business Group 2 |
| 3. | Mr. Terapon Kietsuranon | President of International Business & Business Development |
| 4. | Mr. Teera Werathamsathit | Senior Executive Vice President of Group Human Resources and Administrative Division |
| 5. | Mr. Supakit Assavachai | Accounting Director |

In addition, the Chief Executive Officer and President introduced the management of Big C Supercenter Public Company Limited ("**Big C**") who were invited to attend the Meeting as follows:

- | | | |
|----|-------------------------|--|
| 1. | Mrs. Vipada Duangratana | Deputy Chief Executive Officer |
| 2. | Mr. Gary Hardy | Chief Operating Officer, Retail |
| 3. | Dr. Piyawan Piyapong | Assistant to Vice President, Financial Product Development |

The Chief Executive Officer and President reported the operational results of the Company's group and informed the Meeting of the highlights for the year 2017, as follows:

Major Developments in 2017

In the past year, significant changes occurred to BJC, which has been recognized for its reliability by third parties through credit rating by TRIS Rating, of which the details are as follows:

February 2017:

- TRIS Rating maintained ranking of organization and the current unsubordinated unsecured debenture of Berli Jucker Public Company Limited, at "A+", as well as ranking of the new unsubordinated unsecured debenture in a value of not exceeding THB 35 billion, and reserved debenture for additional offering in a value of not exceeding THB 5 billion of the Company at "A+";



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March 2017:

- The Company issued an unsecured debenture in the amount of THB 40 billion for use in the restructuring of loans for the acquisition of Big C in the amount of THB 39 billion.

August 2017:

- TRIS Rating maintained the organization credit of Berli Jucker Public Company Limited at “A+”, as well as determined the “stable” trend for the organization credit and unsubordinated unsecured debenture of the Company.

September 2017:

- The Company made a tender offer for all remaining securities of Big C at the price of THB 225.00 per share. At present, the Company holds 99.85 percent of the shares of Big C after the tender offer. On 21 September 2017, the Stock Exchange of Thailand approved the delisting of the securities of Big C from being listed securities from 28 September 2017.
- BJC International Company Limited (“**BJIHK**”) acquired the business of Vina Paper Joint Stock Company, one of Vietnam’s leading tissue paper manufacturers, at the value of THB 483 million. Currently, Vina Paper has the production capacity of 16,000 tons per year and the market share of 13.00 percent in Vietnam’s tissue paper market.

October 2017:

- The Company operated a new glass melting furnace at Thai Malaya Glass Plant in Saraburi Province, in order to increase the production capacity of glass in Thailand by 300 tons per day, resulting in the production capacity of 3,305 tons per day, equivalent to 4.4 billion bottles per year.

● **BJC and Awards of Success ✓**

Alpha Southeast Asia:

- ✓ THAILAND: Most Improved Investor Relations: Berli Jucker PCL
- ✓ THAILAND: Best Annual Report in Thailand: Berli Jucker PCL
- ✓ THAILAND: Best Senior Management IR Support – TOP-3: Berli Jucker PCL ranked 2nd
- ✓ THAILAND: Strongest Adherence to Corporate Governance: Berli Jucker PCL ranked 3rd

SET Awards 2017:

- ✓ Outstanding Deal of the Year Awards Acquisition and Mandatory Tender Offer of Big C Supercenter PCL by Berli Jucker PCL

IR Magazine 2017 Awards:

- ✓ 1st in Best in Sector: Industrials



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- ✓ 1st in Best in Country: Thailand
- ✓ 2nd in Best IR by Senior Management
- ✓ 2nd in Best Investor Relations Officer (small to mid-cap)
- ✓ 3rd in Best Overall Investor Relations in South East Asia
- ✓ Nomination in Best IR During Corporate Transaction

- **Overall performance**

The sales from products and services by each group in 2017 could be described as follows. The Company's total sales revenue in 2017 was THB 149,158 million, an increase of THB 23,828 million or 19 percent of the total sales last year. The performance of the existing business increased. The Packaging Supply Chain reported an increase of sales by 2.6 percent. The Consumer Supply Chain had a slight increase of 3.8 percent due to challenges in the business. Sales of the Healthcare & Technical Supply Chain increased by 9.9 percent. In addition, the acquisition of the Modern Retail Supply Chain of Big C business resulted in an increase of sales by 27.7 percent.

The Company's profit before income, tax, depreciation, and amortization in 2017 increased by 19.8 percent from last year. The increase was attributable to the growth of the Packaging Supply Chain by 6.2 percent. The Consumer Supply Chain increased by 37.0 percent. The Healthcare & Technical Supply Chain increased by 28.7 percent. The Modern Retail Supply Chain, that is, Big C business, drove the profit before income, tax, depreciation, and amortization in 2017 to THB 12,614 million, equivalent to 31.7 percent.

In 2017, the Company recorded a net profit of THB 5,211 million, equating to a 57.6 percent increase in the net profit last year. The increase in net profit was mainly attributable to the Modern Retail Supply Chain as a result of the consolidation of the financial statements of the Modern Retail Supply Chain. With respect to the existing businesses, the Packaging Supply Chain recorded a net profit increase of 0.2 percent, the Consumer Supply Chain recorded a net profit increase of 89.9 percent and the Healthcare & Technical Supply Chain recorded a net profit increase of 43.9 percent.

In addition, the Secretary of the Meeting further informed of the change made to the calculation rules of the Net Tangible Assets (NTA) of the Company to compare the transaction size in accordance with the rules on material transaction as approved by the Office of the Securities and Exchange Commission, as previously informed through SET channel to every shareholder. Based on the calculation under the newly-approved rules, at present, the NTA of the Company is equivalent to THB 61,353 million, as referred to in the Company's Consolidated Financial Statement for the year ending 31 December 2017.

The Facilitator gave the Meeting an opportunity to raise questions or express opinions.

Mr. Somwang Poonsombat, a shareholder attending the Meeting in person, made an inquiry regarding the Packaging Supply Chain business, asking why the sales volume increased by



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only 3 percent, since he was of the view that the Company should have maintained the sales volume increase by 6 – 8 percent.

The Chief Executive Officer and President explained that the Packaging Supply Chain business requires an investment of high value, and the Company has put in place effective management in every aspect, be it management with respect to the plants or to the machines to ensure that they operate at full capacity. In this regard, the Company requires further time in the investment and expansion of the production capacity.

This agenda item was only for acknowledgement, therefore, no voting was required.

Agenda Item 3

To consider and approve the Statement of Financial Position, the Statements of Profit or Loss and Other Comprehensive Income for the year ending 31 December 2017 which had been audited by the certified public accountant

The Facilitator proposed that the Meeting consider and approve the Statement of Financial Position, the Statements of Profit or Loss and other comprehensive income, which have been audited by the certified public accountant, and approved by the Audit Committee and the Board of Directors, as detailed in the Annual Report which had been delivered to all shareholders with the notice calling this Meeting. The Facilitator asked Mr. Aswin Techajareonvikul, Chief Executive Officer and President, to report a summary of the Statement of Financial Position to the Meeting.

The Chief Executive Officer and President reported a summary of the Statement of Financial Position for the year 2017, as follows:

Unit: THB Million	2017	2016	increase / decrease by (%)
Statement of Financial Position			
Total assets	315,059	308,701	2.1%
Total liabilities	203,886	197,553	3.2%
Shareholders' equity	111,173	111,148	0%
Book Value per Share	26.66	25.75	3.5%
Statements of Profit or Loss			
Revenue from sale of goods and rendering of services	149,158	125,330	19.0%
Net profit	5,211	3,307	57.6%
Basic earnings per share (THB per share)	1.31	1.28	2.7%



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Unit: THB Million	2017	2016	increase / decrease by (%)
Key Financial Ratio			
Gross Profit Margin	19.07%	18.03%	5.8%
Net Profit Margin	3.49%	2.64%	32.2%

The Chief Executive Officer and President gave the Meeting an opportunity to raise questions or express opinions.

No shareholders raised any further questions. The Facilitator, therefore, asked the Meeting to proceed with the vote casting. The voting result is summarized as follows:

For this agenda item, there were 2,080 shareholders attending the Meeting, representing 3,648,578,630 votes.

Approved	3,646,966,230	votes,	equivalent to	99.9558	percent
Disapproved	0	votes,	equivalent to	0.0000	percent
Abstained	1,612,400	votes,	equivalent to	0.0441	percent
Invalid Ballots	0	votes,	equivalent to	0.0000	percent

Resolution: The Meeting resolved, by the majority vote of the shareholders attending the Meeting and eligible to vote, that the Statement of Financial Position, the Statements of Profit or Loss and Other Comprehensive Income for the year ending 31 December 2017, be approved, as proposed.

Agenda Item 4

To consider and approve the allocation of profits as a legal reserve and the dividend payment for the operational results of the year 2017

The Facilitator asked Mr. Aswin Techajareonvikul, Chief Executive Officer and President, to inform the Meeting of the details with respect to the allocation of profits as a legal reserve and the dividend payment for the operational results of the year 2017.

The Chief Executive Officer and President informed the Meeting of the allocation of profits for the accounting period of 2017 that as the operational results for the year 2017 showed in profit, the Board of Directors Meeting No. 4/2017, convened on Tuesday, 15 August 2017, resolved to approve the



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interim dividend payment to be made on Wednesday, 13 September 2017, at the rate of THB 0.15 per share. The Company, therefore, deemed it appropriate to report the said dividend payment to the shareholders at this Meeting.

In addition, the Company proposed that the Meeting approve the dividend payment at the end of the year at the rate of THB 0.42 per share. After combining the rates of the proposed dividend payment with the interim dividend payment, the total dividend payment of the Company during the year 2017 is THB 0.57 per share. The Company shall make the proposed dividend payment on Friday, 25 May 2018 to the shareholders whose names were set out in the share register book of the Company as at the date to record the names of the shareholders who are entitled to dividend payments (Record Date) on Monday, 7 May 2017. The Company has allocated THB 405,395,500 from its profits as a legal reserve, or equivalent to 10 percent of its total registered capital of THB 4,053,955,000, as required by the law. The details of the dividend payment for the year 2017 had been delivered to the shareholders with the notice calling this Meeting.

The Facilitator gave the Meeting an opportunity to raise questions or express opinions.

No shareholders raised any questions. The Facilitator, therefore, asked the Meeting to proceed with the vote casting. The voting result is summarized as follows:

For this agenda item, there were 2,085 shareholders attending the Meeting, representing 3,648,579,256 votes.

Approved	3,620,321,356	votes,	equivalent to	99.2255	percent
Disapproved	28,257,900	votes,	equivalent to	0.7744	percent
Abstained	0	votes,	equivalent to	0.0000	percent
Invalid Ballots	0	votes,	equivalent to	0.0000	percent

Resolution: The Meeting resolved, by the majority vote of the shareholders attending the Meeting and eligible to vote, to approve the allocation of profits as a legal reserve and the dividend payment for the operational results of the year 2017 at the rate of THB 0.57 per share, whereby the Company made the interim dividend payment to the shareholders on 13 September 2017 at the rate of THB 0.15 per share which was resulted in a remaining dividend payment for the end of the year at THB 0.42 per share, having 25 May 2018 scheduled as the date of the dividend payment to the shareholders whose names were set out in the share register book of the Company as at the date to record the names of the shareholders who are entitled to dividend payments (Record Date) on 7 May 2018, be approved, as proposed.



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Agenda Item 5

To consider and approve the election of directors in replacement of the directors who were due to retire by rotation

The Facilitator asked Mr. Chaiyut Pilun-Owad, Chairman of the Nomination, Remuneration, and Corporate Governance Committee, to inform the Meeting of the details regarding this agenda item.

The Chairman of the Nomination, Remuneration, and Corporate Governance Committee informed the Meeting that at this Annual General Meeting of Shareholders, it was required that one-third of the total number of directors shall vacate office in proportion, i.e., five directors. The five directors were:

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|----|----------------------------------|---|
| 1. | Mr. Charoen Sirivadhanabhakdi | Chairman of the Board of Directors |
| 2. | Khunying Wanna Sirivadhanabhakdi | Vice Chairman of the Board of Directors |
| 3. | Mr. Prasit Kovilaikool | Independent Director, Chairman of the Audit Committee |
| 4. | General Nivat Meenayotin | Independent Director |
| 5. | Mr. Rungson Sriworasat | Independent Director |

After due consideration, the Board of Directors, therefore, deemed it appropriate to propose that the shareholders consider and approve the election of the five directors who were due to retire by rotation to be reinstated as directors of the Company for another term. The details with respect to the five directors were set out in Enclosure No. 4 of the notice calling this Meeting which had been delivered to all shareholders.

The Facilitator gave the Meeting an opportunity to raise questions or express opinions.

Mr. Natee Nakthanasukarn, a proxy, asked the Board of Directors about the basis for consideration on an independent director holding a term of not exceeding 9 years, as the Principle 5 (Responsibility of Directors) of the Corporate Governance Code for Listed Companies stipulates that the Board of Directors should set the office term of independent directors at not exceeding 9 years.

The Chairman of the Nomination, Remuneration, and Corporate Governance Committee clarified that the Board of Directors has already considered such matter and is of view that the independent directors whose term exceeds 9 years are very beneficial to the Company and have used their experiences to the advantage of the Company. Therefore, it is proposed that they hold offices for another term.

No shareholders raised any questions. The Chairman of the Nomination, Remuneration, and Corporate Governance Committee, therefore, asked the Meeting to proceed with the vote casting. The voting result is summarized as follows:



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Agenda Item 5.1: To appoint Mr. Charoen Sirivadhanabhakdi, a director, to hold office for another term

For this agenda item, there were 2,102 shareholders attending the Meeting, representing 3,648,823,074 votes.

Approved	3,635,938,690	votes,	equivalent to	99.6468	percent
Disapproved	12,142,560	votes,	equivalent to	0.3327	percent
Abstained	741,824	votes,	equivalent to	0.0203	percent
Invalid Ballots	0	votes,	equivalent to	0.0000	percent

Resolution: The Meeting resolved, by the majority vote of the shareholders attending the Meeting and eligible to vote, that Mr. Charoen Sirivadhanabhakdi, be appointed to hold office as a director for another term.

Agenda Item 5.2: To appoint Khunying Wanna Sirivadhanabhakdi, a director, to hold office for another term

For this agenda item, there were 2,102 shareholders attending the Meeting, representing 3,648,823,074 votes.

Approved	3,643,927,551	votes,	equivalent to	99.8658	percent
Disapproved	4,894,499	votes,	equivalent to	0.1341	percent
Abstained	1,024	votes,	equivalent to	0.0000	percent
Invalid Ballots	0	votes,	equivalent to	0.0000	percent

Resolution: The Meeting resolved, by the majority vote of the shareholders attending the Meeting and eligible to vote, that Khunying Wanna Sirivadhanabhakdi, be appointed to hold office as a director for another term.

Agenda Item 5.3: To appoint Mr. Prasit Kovilaikool, a director, to hold office for another term

For this agenda item, there were 2,102 shareholders attending the Meeting, representing 3,648,823,074 votes.



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Approved	3,648,800,980	votes,	equivalent to	99.9993	percent
Disapproved	21,070	votes,	equivalent to	0.0005	percent
Abstained	1,024	votes,	equivalent to	0.0009	percent
Invalid Ballots	0	votes,	equivalent to	0.0000	percent

Resolution: The Meeting resolved, by the majority vote of the shareholders attending the Meeting and eligible to vote, that Mr. Prasit Kovilaikool, be appointed to hold office as a director for another term.

Agenda Item 5.4: To appoint General Nivat Meenayotin, a director, to hold office for another term

For this agenda item, there were 2,102 shareholders attending the Meeting, representing 3,648,823,074 votes.

Approved	3,648,049,213	votes,	equivalent to	99.9787	percent
Disapproved	769,837	votes,	equivalent to	0.0210	percent
Abstained	4,024	votes,	equivalent to	0.0001	percent
Invalid Ballots	0	votes,	equivalent to	0.0000	percent

Resolution: The Meeting resolved, by the majority vote of the shareholders attending the Meeting and eligible to vote, that General Nivat Meenayotin, be appointed to hold office as a director for another term.

Agenda Item 5.5: To appoint Mr. Rungson Sriworasat, a director, to hold office for another term

For this agenda item, there were 2,102 shareholders attending the Meeting, representing 3,648,823,074 votes.

Approved	3,507,914,026	votes,	equivalent to	96.1382	percent
Disapproved	140,908,204	votes,	equivalent to	3.8617	percent
Abstained	1,204	votes,	equivalent to	0.0000	percent
Invalid Ballots	0	votes,	equivalent to	0.0000	percent



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Resolution: The Meeting resolved, by the majority vote of the shareholders attending the Meeting and eligible to vote, that Mr. Rungson Sriworasat, be appointed to hold office as a director for another term.

Agenda Item 6

To consider and approve the appointment of a new director

The Facilitator asked Dr. Chaiyut Pilun-Owad, Chairman of the Nomination, Remuneration, and Corporate Governance Committee, to inform the Meeting of the details of this agenda item.

The Chairman of the Nomination, Remuneration, and Corporate Governance Committee informed the Meeting that, to accommodate the expansion of the Company's business operation, the Chairman of the Nomination, Remuneration, and Corporate Governance Committee proposed that the Meeting increase the number of directors from 15 to 16, and proposed an appointment of 1 new person, i.e. Mrs. Thapanee Techajareonvikul, as a new director of the Company.

In this regard, a brief profile and qualifications of the person nominated as a new director are set out in Enclosure No. 5 in the notice calling the meeting, which had been delivered to the shareholders.

The Facilitator gave the Meeting an opportunity to raise questions or express opinions.

A minor shareholders requested Mrs. Thapanee Techajareonvikul, the person nominated for the consideration of the Meeting to be appointed as a new director, to present herself to the shareholders.

The Chief Executive Officer and President apologized to and informed the Meeting that as Mrs. Thapanee Techajareonvikul has yet to be appointed as a director of the Company, she did not attend the Meeting.

For this agenda item, there were 2,119 shareholders attending the Meeting, representing 3,648,834,059 votes.

Approved	3,586,578,501	votes,	equivalent to	98.2938	percent
Disapproved	62,253,834	votes,	equivalent to	1.7061	percent
Abstained	1,724	votes,	equivalent to	0.0000	percent
Invalid Ballots	0	votes,	equivalent to	0.0000	percent

Resolution: The Meeting resolved, by the majority vote of the shareholders attending the Meeting and eligible to vote, that Mrs. Thapanee Techajareonvikul be appointed as a new director of the Company.



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Agenda Item 7

To consider and approve the determination of the directors' remuneration for the year 2018

The Facilitator asked Dr. Chaiyut Pilun-Owad, Chairman of the Nomination, Remuneration, and Corporate Governance Committee, to inform the Meeting of the details of this agenda item.

The Chairman of the Nomination, Remuneration, and Corporate Governance Committee informed the Meeting that after due consideration, the Board of Directors deemed it appropriate to propose that the Meeting approve the remuneration for the directors to whom the Company does not pay salaries or retainer fees at the amount of not exceeding THB 50,000,000, and proposed that the Meeting approve the authorization of the Nomination, Remuneration, and Corporate Governance Committee and the Chairman of the Board of Directors to determine the details and rate of remunerations to be paid to each of the directors in accordance with their scope of duties and responsibilities.

The Chairman of the Nomination, Remuneration, and Corporate Governance Committee also clarified, for the purpose of consideration, that the Company has fixed a remuneration in the amount of not exceeding THB 25,000,000 for approximately 15 years. Compared to the net profit and market capitalization of the year 2017 and 2003, the Company's net profit is 5,211 million, which is a four times growth, and the market capitalization as at 23 April 2018 is 234,858 million, which is twenty times growth. In addition, the Chairman of the Board of Directors and the Vice Chairman of the Board of Directors had always shown intention to never receive any remuneration in the past. Therefore, the remuneration in the amount of not exceeding THB 50,000,000, compared to the ratio above, is an appropriate amount of remuneration for the directors who have been beneficial to the Company. The Facilitator gave the Meeting an opportunity to raise questions or express opinions.

No shareholders raised any further questions. The Facilitator, therefore, asked the Meeting to proceed with the vote casting. The voting result is summarized as follows:

For this agenda item, there were 2,125 shareholders attending the Meeting, representing 3,648,838,720 votes.

Approved	3,361,643,146	votes,	equivalent to	92.1291	percent
Disapproved	287,140,200	votes,	equivalent to	7.8693	percent
Abstained	55,374	votes,	equivalent to	0.0015	percent
Invalid Ballots	0	votes,	equivalent to	0.0000	percent

Resolution: The Meeting resolved, by the vote of no less than two-thirds of the total votes cast by all shareholders attending the Meeting, that the determination of the directors' remuneration for the year 2018 at not exceeding THB 50,000,000 per annum and the authorization of the Nomination, Remuneration, and Corporate Governance Committee and the Chairman of the Board of Directors to determine the details and rate of remunerations to be paid to each of the directors in accordance with their scope of duties and responsibilities, be approved, as proposed.



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Agenda Item 8

To consider and approve the appointment of auditors and the determination of the audit fee for the year 2018

The Facilitator asked Mr. Prasit Kovilaikool, Chairman of the Audit Committee, to inform the Meeting of the details of this agenda item.

The Chairman of the Audit Committee informed the Meeting that after due consideration, the Board of Directors deemed it appropriate to propose that the Meeting approve the appointment of: Dr. Kiatniyom Kuntisook, Certified Public Accountant No. 4800; or Mr. Permsak Wongpatcharakorn, Certified Public Accountant No. 3427; or Mr. Suphamit Techamontrikul, Certified Public Accountant No. 3356; or Mr. Wonlop Vilaivaravit, Certified Public Accountant No. 6797 of Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. as the Company's auditor, by having any one of the four to review and provide opinions on the Company's financial statement.

The proposed auditors had been selected by the Audit Committee by taking into account the criteria, qualifications, capabilities and professional efficiency of each auditor. The said four auditors had no relationships nor connections with the Company. In addition, the proposed auditors were knowledgeable, competent and recognized in the industry, as well as on the approved list of auditors provided by the Office of the Securities and Exchange Commission.

It was proposed that the audit fee for the year 2018 be determined at THB 1,210,000 and the annual audit fee for quarterly audit at THB 1,740,000, totaling THB 2,950,000. The amounts of which were considered appropriate. The Board of Directors deemed it appropriate to propose that the Meeting approve the determination of the audit fee at THB 2,950,000 per annum. In this regard, the audit fee for the year 2018 was equivalent to the previous year.

The Facilitator gave the Meeting an opportunity to raise questions or express opinions.

No shareholders raised any questions. The Facilitator, therefore, asked the Meeting to proceed with the vote casting. The voting result is summarized as follows:

For this agenda item, there were 2,126 shareholders attending the Meeting, representing 3,648,839,744 votes.

Approved	3,648,825,370	votes,	equivalent to	99.9996	percent
Disapproved	11,900	votes,	equivalent to	0.0003	percent
Abstained	2,474	votes,	equivalent to	0.0000	percent
Invalid Ballots	0	votes,	equivalent to	0.0000	percent

Resolution: The Meeting resolved, by the majority vote of the shareholders attending the Meeting and eligible to vote, that the appointment of auditors and the determination of the audit fee for the year 2018, be approved, as proposed.



(Translation)



Agenda Item 9

To consider and approve the 2018 Employee Stock Option Program and issuance and offering of warrants to purchase the ordinary shares of the Company to executives and employees of the Company and/or its subsidiaries (the “BJC ESOP 2018 Program”)

The Facilitator asked Mr. Aswin Techajareonvikul, Chief Executive Officer and President, to inform the Meeting of the details of this agenda item.

The Chief Executive Officer and President informed the Meeting that, in order to motivate and reward the performance of the Company’s executives and employees, to be encouraged to perform a high work performance and generate the utmost benefit to the Company and its shareholders, and to retain the executives and/or employees who have irreplaceably outstanding performance for the Company in the long term to achieve the ultimate goal in business. In this regard, the Chief Executive Officer and President invited Mr. Teera Werathamsathit, Senior Executive Vice President of Group Human Resources and Administrative Division, to inform the Meeting of the details of the matter.

The Senior Executive Vice President of Group Human Resources and Administrative Division informed the Meeting that, under the 2018 Employee Stock Option Program and issuance and offering of warrants to purchase the ordinary shares of the Company to executives and employees of the Company and/or its subsidiaries (the “**BJC ESOP 2018 Program**”), the Company will issue and offer warrants for stock option in the total amount of 80,000,000 units every year or a total period of five years: up to 16,000,000 units each year. Each issuance and offering of the warrants to the Company’s executives and employees of the Company and/or its subsidiaries will be proposed to the shareholders for approval on a yearly basis and the Company will take all action as required by the Notification of the Capital Market Supervisory Board No. TorJor. 32/2551 Re: Offering of Newly Issued Securities to Executives and Employees dated 15 December 2008.

In this regard, in 2018, the issuance and offering of warrants to executives and employees of the Company and/or its Subsidiaries will be the first issuance and offering of warrants to executives and employees of the Company and/or its subsidiaries under the BJC ESOP 2018 Program. The Company will issue and offer warrants for stock option in a total amount of up to 16,000,000 units and the period of warrants will be five years from the date that the Company issues warrants, of which details are set out in Enclosure No. 8, which had been delivered to the shareholders.

In addition, the Management Board shall be authorized to specify, amend or add any details or conditions necessary and in relation to the offer of the warrants to the extent allowed by law or in its insignificant parts, namely date, time and procedure for warrants offering, procedure of warrants exercise or specification/ amendment of details to be in accordance with the regulations or command of relevant authorities to proceed any relevant actions to the BJC ESOP 2018 Program and the issuance and offering of the warrants including the preparation, amendment, negotiation, permission, execution, submission of applications and/or other documents, contacts, information and documentary submission to the Office of the Securities and Exchange of Commission and the Stock Exchange of Thailand and/or any organization related to the issuance and offering of warrants.

The Facilitator gave the Meeting an opportunity to raise questions or express opinions.



(Translation)



Mr. Somwang Poonsombat, a shareholder attending the Meeting in person, was of the view that the employee stock option program and the issuance and offering of the warrants is a long-term project which affects the share price during each exercise of right to purchase the Company's ordinary shares, and thus proposed that the Board of Directors consider, upon the completion of this program, canceling the program.

The Chief Executive Officer and President explained that the Company has taken into consideration the balance in every aspect, whereby the Employee Stock Option Program Project and the issuance and offering of the warrants shall not exceed 16,000,000 units per year and shall cause the decrease in the shareholding proportion by 0.40 percent. Notwithstanding the foregoing, the Chief Executive Officer and President acknowledged the matter for further consideration.

No shareholders raised any questions. The Facilitator, therefore, asked the Meeting to proceed with the vote casting. The voting result is summarized as follows:

For this agenda item, there were 2,144 shareholders attending the Meeting, representing 3,648,842,180 votes.

Approved	3,564,977,130	votes,	equivalent to	97.7015	percent
Disapproved	83,465,040	votes,	equivalent to	2.2874	percent
Abstained	400,010	votes,	equivalent to	0.0109	percent
Invalid Ballots	0	votes,	equivalent to	0.0000	percent

Resolution: The Meeting resolved, by the vote of no less than three-fourths of the total votes of the shareholders attending the Meeting and eligible to vote, to approve the BJC ESOP 2018 Program and the issuance and offering of warrants to executives and employees of the Company and/or its subsidiaries, and to authorize the Management Board to specify, amend or add any details or conditions necessary and in relation to the offering of the warrants to the extent allowed by law or in its insignificant parts, as proposed.

Agenda Item 10

To consider and approve the decrease in the registered capital of the Company

The Facilitator proposed that the Meeting consider and approve the decrease in the registered capital of the Company. In relation to Agenda Item 9 regarding the approval of the 2018 Employee Stock Option Program and the issuance and offering of warrants to the executives and employees of the Company and/or its subsidiaries (the "**BJC ESOP 2018 Program**"), the Company is required to decrease its registered capital to support the BJC ESOP 2018 Program to be in line with Sections 136 and 139 of Public Limited Company Act B.E. 2535 (1992) (including any amendment thereto) in the amount of THB 19,328,301 from the current registered capital of THB 4,053,955,000 to the new



(Translation)



registered capital of THB 4,034,626,699 by cancelling 19,328,301 unsold ordinary shares with a par value of THB 1.00 per share.

The Facilitator gave the Meeting an opportunity to raise questions or express opinions.

No shareholders raised any questions. The Facilitator, therefore, asked the Meeting to proceed with the vote casting. The voting result is summarized as follows:

For this agenda item, there were 2,166 shareholders attending the Meeting, representing 3,648,849,656 votes.

Approved	3,563,684,582	votes,	equivalent to	97.6659	percent
Disapproved	84,765,174	votes,	equivalent to	2.3230	percent
Abstained	399,900	votes,	equivalent to	0.0109	percent
Invalid Ballots	0	votes,	equivalent to	0.0000	percent

Resolution: The Meeting resolved, by the vote of no less than three-fourths of the total votes of the shareholders attending the Meeting and eligible to vote, to approve the decrease in the Company's registered capital in the amount of THB 19,328,301 from the current registered capital of THB 4,053,955,000 to the new registered capital of THB 4,034,626,699 by cancelling 19,328,301 unsold ordinary shares with a par value of THB 1.00 per share according to the law, as proposed.

Agenda Item 11

To consider and approve the amendment of Article 4 of the Memorandum of Association in accordance with the decrease in the registered capital of the Company

The Facilitator proposed that the Meeting consider and approve the amendment of Article 4 of the Memorandum of Association to be consistent with the decrease in the registered capital, as proposed in Agenda Item 10. The Company shall amend Article 4 of the Memorandum of Association as follows:

“Article 4 Registered Capital: THB 4,034,626,699 (Four Billion, Thirty-Four Million Six Hundred Twenty Six Thousand Six Hundred Ninety Nine Baht)

Divided into: 4,034,626,699 shares (Four Billion, Thirty-Four Million Six Hundred Twenty Six Thousand Six Hundred Ninety Nine shares)

At Par Value of: THB 1 (One Baht)

Divided into:



(Translation)



Ordinary Shares : 4,034,626,699 shares

(Four Billion, Thirty-Four Million Six Hundred Twenty Six Thousand Six Hundred Ninety Nine shares)

Preferred Shares : - shares".

The Facilitator gave the Meeting an opportunity to raise questions or express opinions.

No shareholders raised any questions. The Facilitator, therefore, asked the Meeting to proceed with the vote casting. The voting result was summarized as follows:

For this agenda item, there were 2,168 shareholders attending the Meeting, representing 3,648,849,766 votes.

Approved	3,563,684,132	votes,	equivalent to	97.6659	percent
Disapproved	84,764,874	votes,	equivalent to	2.3230	percent
Abstained	400,760	votes,	equivalent to	0.0109	percent
Invalid Ballots	0	votes,	equivalent to	0.0000	percent

Resolution: The Meeting resolved, by the vote of no less than three-fourths of the total votes of the shareholders attending the Meeting and eligible to vote, to approve the amendment of Article 4 of the Memorandum of Association of the Company to be consistent with the decrease in the registered capital.

Agenda Item 12

To consider and approve the increase in the registered capital of the Company

The Facilitator proposed that the Meeting consider and approve the increase in the registered capital of the Company. In relation to Agenda Item 9 regarding the approval of the 2018 Employee Stock Option Program and the issuance and offering of warrants to the executives and employees of the Company and/or its Subsidiaries, the Company is required to increase its registered capital of THB 80,000,000 from the registered capital of THB 4,034,626,699 to the new registered capital of THB 4,114,626,699 by issuing 80,000,000 ordinary shares at a par value of THB 1 per share to accommodate the BJC ESOP 2018 Program.

The Facilitator gave the Meeting an opportunity to raise questions or express opinions.

No shareholders raised any questions. The Facilitator, therefore, asked the Meeting to proceed with the vote casting. The voting result is summarized as follows:

For this agenda item, there were 2,168 shareholders attending the Meeting, representing 3,648,849,766 votes.



(Translation)



Approved	3,565,027,602	votes,	equivalent to	97.7027	percent
Disapproved	83,421,240	votes,	equivalent to	2.2862	percent
Abstained	400,924	votes,	equivalent to	0.0109	percent
Invalid Ballots	0	votes,	equivalent to	0.0000	percent

Resolution: The Meeting resolved, by the vote of no less than three-fourths of the total votes of the shareholders attending the Meeting and eligible to vote, to approve the increase in the registered capital of THB 80,000,000 from the current registered capital of THB 4,034,626,699 to the new registered capital of THB 4,114,626,699 by issuing 80,000,000 ordinary shares at a par value of THB 1 per share to accommodate the BJC ESOP 2018 Program and the issuance and offering of warrants to executives and employees of the Company and/or its subsidiaries.

Agenda Item 13

To consider and approve the amendment of Article 4 of the Memorandum of Association to be consistent with the increase in the registered capital of the Company

The Facilitator proposed that the Meeting consider and approve, to be consistent with the increase in the registered capital, as proposed in the Agenda Item 12, that Article 4 of the Memorandum of Association should be amended as follows:

“Article 4 Registered Capital : THB 4,114,626,699 (Four Billion One Hundred Fourteen Million Six Hundred Twenty Six Thousand Six Hundred Ninety Nine Baht)

Divided into : 4,114,626,699 shares (Four Billion One Hundred Fourteen Million Six Hundred Twenty Six Thousand Six Hundred Ninety Nine shares)

At Par Value of : THB 1 (One Baht)

Divided into Ordinary Shares : 4,114,626,699 shares (Four Billion One Hundred Fourteen Million Six Hundred Twenty Six Thousand Six Hundred Ninety Nine shares)

Preferred Shares : - shares”.

The Facilitator gave the Meeting an opportunity to raise questions or express opinions.

No shareholders raised any questions. The Facilitator, therefore, asked the Meeting to proceed with the vote casting. The voting result is summarized as follows:

For this agenda item, there were 2,172 shareholders attending the Meeting, representing 3,648,850,743 votes.



(Translation)



Approved	3,563,295,835	votes,	equivalent to	97.6552	percent
Disapproved	85,153,874	votes,	equivalent to	2.3337	percent
Abstained	401,034	votes,	equivalent to	0.0109	percent
Invalid Ballots	0	votes,	equivalent to	0.0000	percent

Resolution: The Meeting resolved, by the vote of no less than three-fourths of the total votes of the shareholders attending the Meeting and eligible to vote, to approve the amendment of Article 4 of the Memorandum of Association of the Company to be consistent with the increase in the registered capital.

Agenda Item 14

To consider and approve the allocation of newly-issued ordinary shares of the Company for the BJC ESOP 2018 Program

The Facilitator proposed that the Meeting consider and approve the allocation of newly-issued ordinary shares of the Company for the BJC ESOP 2018 Program in accordance with the details in Agenda Item 9 regarding the consideration and approval of the 2018 Employee Stock Option Program and the issuance and offering of warrants to purchase the ordinary shares of the Company to executives and employees of the Company and/or its subsidiaries (the “**BJC ESOP 2018 Program**”), as follows:

1. To allocate the newly-issued ordinary shares in the amount of not exceeding 16,000,000 shares at a par value THB 1 per share, for the rights to exercise the warrants that are issued and offered to executives and employees of the Company and/or its subsidiaries under the BJC ESOP 2018 Program.
2. To allocate the newly-issued ordinary shares in the amount of not exceeding 64,000,000 shares at a par value THB 1 per share, for accommodating the issuance and offering of warrants not exceeding 64,000,000 units for executives and employees of the Company and/or its subsidiaries under the Employee Stock Option Program in 2019–2022.

In this regard, it is proposed that the Management Board of the Company be authorized to consider and determine other details regarding the allocation of the newly-issued ordinary shares, e.g.:

- 1) the allocation of newly-issued ordinary shares for exercising right under the warrants offered to executives and employees of the Company and/or its subsidiaries under the BJC ESOP 2018 Program and other relevant conditions thereof;
- 2) negotiation and execution of contracts including relevant documents and other operations related to the allocation of newly-issued ordinary shares; and
- 3) signing of the applications, applying for waivers and all necessary documents for substantiation of the allocation of newly-issued ordinary shares, contacting and filing the applications or waiver requests and other documentation submitted to the relevant



(Translation)



government agencies or competent authorities and filing the applications to list the ordinary shares of the Company on the Stock Exchange of Thailand (SET). The Management Board is also authorized to perform any acts/transactions which are necessary and appropriate to complete the allocation of newly-issued ordinary shares.

The Facilitator gave the Meeting an opportunity to raise questions or express opinions.

No shareholders raised any further questions. The Facilitator, therefore, asked the Meeting to proceed with the vote casting. The voting result is summarized as follows:

For this agenda item, there were 2,173 shareholders attending the Meeting, representing 3,648,850,993 votes.

Approved	3,565,029,443	votes,	equivalent to	97.7027	percent
Disapproved	83,421,540	votes,	equivalent to	2.2862	percent
Abstained	400,010	votes,	equivalent to	0.0109	percent
Invalid Ballots	0	votes,	equivalent to	0.0000	percent

Resolution: The Meeting resolved, by the majority vote of the shareholders attending the Meeting and eligible to vote, that the allocation of newly-issued ordinary shares of the Company for the BJC ESOP 2018 Program, and the authorization of the Management Board of the Company to consider and determine other details regarding the allocation of the newly-issued ordinary shares of the Company, be approved, as proposed.

Agenda Item 15

To consider and approve the increase in the amount for issuance and offering of debentures

The Facilitator asked Mr. Aswin Techajareonvikul, Chief Executive Officer and President, to inform the Meeting of the details on this agenda item.

The Chief Executive Officer and President informed the Meeting that the Company is planning to issue and offer additional debentures, and use the proceeds derived from the issuance and offering of debentures for the purposes of refinancing, and/or in the business operation, and/or business expansion, and/or working capital of the Company, or for other purposes as deemed appropriate by the Board of Directors. The summarized details of the debentures are as follows:

Objectives:	The proceeds from the issuance and offering of debentures shall be used to repay the existing debentures (Refinancing) and/or use of business operation and/or business expansion and/or working capital or for other purposes as the Board of Directors deems appropriate.
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(Translation)



Type:	All types and forms of debentures, whether entered in a named certificate or not entered in a named certificate, with or without securities as a guarantee or guarantor, with or without a debenture holder representative, subordinated or unsubordinated, depending on the market conditions at the time of the issuance and offering in each occasion, and other relevant factors.
Currency:	THB and/or in an equivalent amount in another currency
Total Value:	Increase in the amount for issuance of debentures not exceeding THB 20 billion and when combined with the total outstanding debentures of the Company at any time must not exceed THB 150 billion or other currencies in the equivalent amount. In this regard, the Company is able to issue and offer additional debentures to replace the existing debentures which have been redeemed not exceeding such limit. At a certain time, the value of debentures which have been issued and sold but yet to be redeemed shall not exceed the said amount (revolving basis).
Offering:	All debentures shall be offered on one occasion, in one or more series, or offered on multiple occasions. The offering may be made to the general investors (public offering), and/or institutional investors, and/or major investors, and/or the qualified investors as defined under the relevant notifications of the Office of the Securities and Exchange Commission. The offering can be made within the country and/or overseas, in accordance with the criteria stipulated under the relevant notifications of the Securities and Exchange Commission, and/or the Capital Market Supervisory Board, or subject to the relevant notifications, ministerial regulations, other rules and laws, which are in effect at the time of the issuance and offering of the debentures.
Interest Rate:	Subject to the market condition at the time of the issuance and offering of the debentures and other relevant factors. In this regard, the interest rate shall be subject to the relevant notifications of the Securities and Exchange Commission, and/or the Office of the Securities and Exchange Commission, and/or other notifications or regulations, which are in effect at the time of each issuance and offering of the debentures.
Terms of Debentures:	Subject to the market condition at the time of the issuance and offering of the debentures, and other relevant factors.
Premature Redemption:	The debenture holders may or may not have the rights to redeem the debentures before its maturity date, and the Company may or may not have the rights to call for redemption of debentures before its maturity date, depending on the terms and conditions of each issuance.
Additional Authority Specification:	The Board of Directors or the person who was assigned by the Board of Directors are authorized as follows: 1) To specify the details related to the debentures including name, type, interest rate, redemption period, appointment of debenture holders' representative as well as details of the offering including but not limited to price, method, and



(Translation)



	<p>duration of offering and allocation.</p> <p>2) To appoint the financial advisor and/or underwriter and/or credit rating institution of issuers and/or securities and/or any other person in the case there is appointment in accordance with the law or any other matters as may be deemed appropriate.</p> <p>3) To contact, negotiate, execute, sign, amend the contracts and/or other documents, provide information to be submitted to the Office of the Securities and Exchange Commission and/or other institutes related to the issuance and offering of such debenture as well as any other necessary matters in all aspects as it deems appropriate.</p>
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The Facilitator gave the Meeting an opportunity to raise questions or express opinions.

Miss Suwannee Chiansirikraiwuthi, a shareholder attending the Meeting in person, asked in issuing and offering the debentures at the amount of not exceeding THB 150 billion, what would be the debt-to-equity ratio, and does the Company have any plan on mergers and acquisitions in 2018.

The Chief Executive Officer and President clarified that as of now, the Company has issued the debentures of approximately THB 120 billion. The financial condition of the debentures provides that the interest-bearing debt-to-equity ratio be limited at not exceeding 2.0. The current interest-bearing debt-to-equity ratio of the Company is at 1.38. However, even if the Company has been granted approval on the increase in the issuance and offering of debentures, such ratio is still not exceeding the limited ratio. For the plan on mergers and acquisitions, the Company is still looking for an opportunity for business growth. If the mergers and acquisitions are able to enhance the operation of the Company, the Company may consider proceeding on the mergers and acquisitions accordingly.

Mr. Basant Kumar Dugar, a shareholder attending the Meeting in person, suggested that the Company should issue all types of debentures, for example, perpetual debentures by taking into consideration the appropriateness of the market condition at the time of the issuance to increase the profit-making opportunity and improve the debt-to-equity ratio. However, Mr. Basant Kumar Dugar praised the Company for its improving performance and he expected to see the profitable operating results of the Company in the future.

The Chief Executive Officer and President thanked the shareholder for the suggestions, and informed that the Company has already considered the issuance of all types of debentures.

For this agenda item, there were 2,173 shareholders attending the Meeting, representing 3,648,850,993 votes.

Approved	3,640,062,152	votes,	equivalent to	99.7591	percent
Disapproved	8,786,881	votes,	equivalent to	0.2408	percent
Abstained	1,960	votes,	equivalent to	0.0000	percent
Invalid Ballots	0	votes,	equivalent to	0.0000	percent



(Translation)



Resolution: The Meeting resolved, by the votes of no less than three-quarters of the total votes of the shareholders attending the Meeting and eligible to vote, that the increase in the amount for issuance and offering of debentures of the Company for not exceeding THB 20 billion and when combined with the total outstanding debentures of the Company at any time must not exceed THB 150 billion or other currencies in the equivalent amount, and the authorization of the Board of Directors or the person delegated by the Board of Directors to consider and determine other details relating to the increase in the amount for issuance and offering of debentures, be approved, as proposed.

Agenda Item 16

Other matters (if any)

No shareholders proposed any further matters for consideration.

The Facilitator gave the shareholders an opportunity to raise questions or express opinions on any other matter.

Mr. Srisuk Tiansantisuk, a shareholder attending the Meeting in person, expressed the opinion on the Mini Big C Trucks, which sell consumer products, that the idea for making small movable branches of Big C is good, and suggested that the Company should invite general storeowners to join this campaign of Big C to increase the Company's sales volume.

The Chief Executive Officer and President thanked the shareholder for giving moral support to the Company in its business operation.

Miss Soraya Dechokiattawan, a shareholder attending the Meeting in person, asked about the plan of the Company for the next 3-5 years, as the main revenue of the Company is from the retail business which is high in competition. In addition, the shareholder asked what the Company's expectation on purchasing the website www.tarad.com is.

The Chief Executive Officer and President clarified on the business plan that the retail business has always been high in competition since before the Company acquired Big C's business. As there are global competitors for every business group not more than at present, the Company is aware of its growing opportunities and categorizes its business group by having high-level executives for each business group to take care of each relevant business to enhance the business in related groups and the main business. For example, Big C has a marketing plan to invest in the technology for the purposes of integration between online and storefront sales, or for the Packaging Supply Chain Business Group, there are expansions of production base. In this regard, for the purchase of the website "www.tarad.com", there is no connection with the business of BJC and Big C.



(Translation)



Miss Suwannee Chiansirikraiwuthi, a shareholder attending the Meeting in person, asked about the overall business profile of BJC in 2018 as she would like for the Company to clarify the growth in each business group, and asked that after the Company attended the “Opportunity Day” event which is held on a quarterly basis to facilitate investor relations activities of the listed companies, what are the executives’ actions for the development of the Company’s business after obtaining opinions from the event. In addition, Miss Suwannee suggested that the Company improves the freshness of the fresh foods sold at Big C, and the snacks provided for the shareholders in the meetings should be snacks that could make shareholders full. She was also glad that the Company chose its products as the snack for the Meeting. However, Miss Suwannee informed that there are many shareholders including herself who have not received supporting documents for this Meeting.

Miss. Suporn Patumsuwanwadee, a shareholder attending the Meeting in person, suggested that the Company should arrange for the floor on which the seats of the directors are placed to be raised to be higher than that of the shareholders in order for the shareholders to be able to clearly see all directors, and that for the agenda item on the election of directors in replacement of the directors who were due to retire by rotation, the said directors should leave the meeting room. Miss. Suporn also appreciated the Chairman of the Board of Directors for his attendance in the Meeting.

Mr. Sitthichoke Boonwanit, a shareholder attending the Meeting in person, suggested that the discounts given to the customers should be of more variety as he saw that the benefits and privileges given by the other stores are more favourable than those of the Company. The Company should seek for business alliance to support its business or the Company may launch its own credit card and offer more promotions such as, for every THB 1,000 purchase with the Company’s credit card, the customer will receive a coupon, and for the subsequent purchases, get THB 100 discount, etc.

The Chief Executive Officer and President thanked the shareholders for their suggestions and informed the shareholders that after the Meeting, the Investor Relations will provide the relevant information accordingly.

No shareholders proposed any further matters for consideration. The Chairman then expressed his appreciation to all shareholders for their suggestions which would be beneficial to the Company, and declared the Meeting adjourned at 1710 hrs.



(Translation)



In this regard, as at the end of the Meeting, there were 2,185 shareholders attending the Meeting in person and by proxy, representing 3,648,964,516 shares, equivalent to 91.2835 percent of the total 3,997,398,499 issued shares.

Signed _____ *—Signature—* _____ Chairman of the Meeting
 (Mr. Charoen Sirivadhanabhakdi)
 Chairman of the Board of Directors

Signed _____ *—Signature—* _____ Person certifying the Minutes
 (Miss Pattaporn Poovasathien)
 Company Secretary

Signed _____ *—Signature—* _____ Minutes Taker
 (Mr. Wittaya Kaewkungsadan)
 Secretary of the Meeting