

(Translation)

February 18, 2019

Subject: Board of Directors' Resolutions on Dividend Payment, Appoint of Director, Employee Joint Investment Program (EJIP) and Schedule of Annual General Meeting of Shareholders for the year 2019 (Revise)

To: President
The Stock Exchange of Thailand

Chiangmai Rimdoi Public Company Limited (“**Company**”) hereby informs main resolutions of the Board of Directors Meeting No. 1/2019 held on February 18, 2019 at 15:30 hrs. as follows:

1. To propose the Annual General Meeting of Shareholders to approve the distribution of net profit of 2018 as follows:
 - To distribute as legal reserve in the amount of Baht 2.0 million, equivalent to 6.77 percent of the net profit for 2018 (separate financial statements),
2. To propose the Annual General Meeting of Shareholders to approve the dividend payment for 2018 as follows:
 - To pay dividend, in cash, at the rate of Baht 0.030 per share, totaling Baht 15.0 million, from the net profit for 2018, amounting to a dividend payment rate of 54.5 percent of the net profit (separate financial statements) after legal reserve deduction, in accordance with the prescribed dividend payment policy. The date on which the list of shareholders entitled to receive dividends, the record date, would be on April 19, 2019 and the dividend payment would be made on May 3, 2019.
3. Approved the Employee Joint Investment Program (EJIP) No.1 for 2018 which is an investment program on accumulative buying of the Company's shares on a periodic basis by the employees of the Company. The details of EJIP are as follows:

Items	Details
1.The Company eligible under EJIP	Chiangmai Rimdoi Public Company Limited

Items	Details
2. Objective of the Program	<p>1. To maintain executives and employees to work long term with the Company by improving employee's benefits via EJIP</p> <p>2. To encourage idea and perception of employees for having shared ownerships with other shareholders of the Company</p> <p>3. To increase capacity in business competitiveness by creating motivation and work efficiency for sustainable growth and achieving business goals in the future</p> <p>4. To promote employees' savings discipline</p>
3. Program Period	<p>3 years, starting from April 1, 2019 to March 31, 2022</p> <p>Employees' cumulative investment: For a period of 1 year (April 1, 2019-March 31, 2020)</p> <p>The Company's contribution: For a period of 1 year (April 1, 2019-March 31, 2020).</p>
4. Eligible employees under EJIP	<p>Being the Company's employees on the date of applying and having qualifications as follows:</p> <p>4.1 Employees of operation level 3 to executive level 3, except executive directors holding shares prior to IPO.</p> <p>4.2 Employees of operation level 3 S1 and supervisor level 1 who have been working over 3 years.</p>
5. Date of share investment in each month	Every 26 th day of every month
6. Appointment of securities company to manage EJIP and act as trading agent	Phillip Securities (Thailand) Public Company Limited ("PST")
7. Cumulative and contribution	Employees' cumulative investment: The Company will deduct the salaries of employees who participate in EJIP on a monthly basis at the rate of 5% from the base salary of the employees until the end of the EJIP period.

Items	Details
	<p>The Company's contribution: The Company will contribute at the rate comparable to the participated employees' cumulative investment.</p> <p>The employees' cumulative in and the Company's contribution will be invested in buying the ordinary shares of Chiangmai Rimdoi Public Company Limited in the Stock Exchange of Thailand (SET) on a monthly basis within the Company's specified date by the Company's appointed trading agent.</p>
<p>8. Conditions of prohibiting transferring of shares (Silent Period)</p>	<p>8.1 The program reaches 1 year (March 31, 2020) : Unable to sell shares.</p> <p>8.2 The program reaches 2 years (March 31, 2021): Allowing selling 50% of cumulative shares. PST will transfer the shares to the Cash Internet account within April 15, 2021.</p> <p>8.3 The program reaches 3 years (March 31, 2022): Allowing selling all remaining shares. PST will transfer the shares to the Cash Internet account within April 15, 2022.</p>

4. To hold the Annual General Meeting of Shareholders of 2019 on Thursday, April 4, 2019 at 14.00 hrs. at Chiangmai Room, 2nd Floor of The Empress Hotel Chiangmai No. 199/42 Chang Klan Road, Chang Klan Sub-district, Muang Chiangmai District, Chiangmai Province 50100. The record date for the determination of the list of shareholders entitled to attend the meeting would be March 7, 2019. The agenda for the meeting would be as follows:

Agenda 1 To adopt the Minutes of the Annual General Meeting of Shareholders of 2018
Board of Directors' opinion: The Board deemed appropriate to propose to the Annual General Meeting of Shareholders to adopt the Minutes of the Annual General Meeting of Shareholders of 2018.

Agenda 2 To acknowledge the Company's operating performance of 2018
Board of Directors' opinion: The Board deemed appropriate to submit the Company's operating performance of 2018 for acknowledgment of the Annual General Meeting of Shareholders.

Agenda 3 To approve the statement of financial position, statement of comprehensive income and audit report for the fiscal year ended December 31, 2018

Board of Directors' opinion: The Board deemed appropriate to propose to the Annual General Meeting of Shareholders to approve the statement of financial position, statement of comprehensive income and audit report for the fiscal year ended December 31, 2018, which were audited by the external auditor and approved by the audit committee.

Agenda 4 To approve the allocation of net profit of 2018 as legal reserve

Board of Directors' opinion: The Board deemed appropriate to propose to the Annual General Meeting of Shareholders to approve the allocation of net profit of 2018 as legal reserve at the amount of Baht 2.0 million, amounting to 6.77 percent of the net profit for 2018 (separate financial statements).

Agenda 5 To approve the dividend payment for 2018

Board of Directors' opinion: The Board deemed appropriate to propose to the Annual General Meeting of Shareholders to pay dividend for 2018 in cash at the rate of Baht 0.030 per share, totaling Baht 15.0 million from the net profit for 2018, amounting to a dividend payment rate of 54.5 percent of the net profit (separate financial statements) after legal reserve deduction, in accordance with the prescribed dividend payment policy. The date on which the list of shareholders entitled to receive dividends, the record date, would be on April 19, 2019 and the dividend payment would be made on May 3, 2019.

Agenda 6 To appoint directors to replace those due to complete their terms in 2019

Board of Directors' opinion: The Board (exclusive of those with interests on this matter) agreed with the proposal of the Nomination and Remuneration Committee, and deemed appropriate to propose to the Annual General Meeting of Shareholders to approve the re-election of the directors due to complete their terms in 2019 to retain their office for another term as follows:

- 1) Mr. Prawat Siripatrodorn Vice-chairman of the Board/ Member of the Audit Committee/ Member of the Nomination and Remuneration Committee
- 2) Mr. Pong-in Rakariyatham Director/ Independent Director / Chairman of the Nomination and Remuneration Committee

3) Mr. Surapol Sriweraskul Director

Agenda 7 To appoint new directors

Board of Directors' opinion: The Board agreed with the proposal of the Nomination and Remuneration Committee, and deemed appropriate to propose to the Annual General Meeting of Shareholders to appoint 2 new directors, namely Mr. Surasak Sirivirojanakul and Ms. Thida Chumroenpurk as additional directors. Hence, the Board shall consist of 11 directors.

Agenda 8 To approve the remuneration of the directors for 2019

Board of Directors' opinion: The Board agreed with the proposal of the Nomination and Remuneration Committee, and deemed appropriate to propose to the Annual General Meeting of Shareholders to approve the remuneration of the directors for 2019 as follows:

Position	Attendance Fee (Baht/Time) Year 2018	Attendance Fee (Baht/Time) Year 2019 (Proposed)
Chairman of the Board/ Chairman of the Audit Committee / Chairman of the Nomination and Remuneration Committee	20,000	20,000
Director/ Member of the Audit Committee/ Member of the Nomination and Remuneration Committee	15,000	15,000
Remark: Directors who receive salaries as executives of the Company shall not be entitled to receive such attendance fee.		

In this regard, the remuneration of the directors and committee members for 2019 shall not exceed a total amount of Baht 2,000,000.

Agenda 9 To approve the appointment of the external auditor and determination of the audit fee for 2019

Board of Directors' opinion: The Board agreed with the proposal of the Audit Committee, and deemed appropriate to propose to the Annual General Meeting

of Shareholders to approve the appointment of the external auditors for 2019 as follows:

- 1) Mr. Pradit Rodloytuk Certified Public Accountant No. 218 or
- 1) Ms. Nongram Laohaareedilok Certified Public Accountant No. 4334 or
- 2) Mrs. Porntip Lertthanongsak Certified Public Accountant No. 7633 or
- 3) Ms. Chamaporn Rodloytuk Certified Public Accountant No. 9211

or another auditor from AST Master Co., Ltd. who has been endorsed under the Notification regarding Approval of Auditors, to affix signature on the auditor's report as well as the auditor's review report on the Company's financial statements. The proposed audit fee for 2019 was Baht 1,220,000 (the audit fee for 2018 was Baht 1,220,000).

Agenda 10 Other business (if any)

Board of Directors' opinion: The Board deemed appropriate to determine this agenda so that the shareholders may request to consider other matters, raise a query and/or express comment to the Board and the Management conduct.

Your kind acknowledgment of these matters would be appreciated.

Yours sincerely,

Chiangmai Rimdoi Public Company Limited



(Mr. Thirapat Chirapipat)

Managing Director