

18 March 2009

Subject: Report on Resolution of the Board of Directors' Meeting No. 1/2009  
Attention: The President,  
The Stock Exchange of Thailand (the "SET")

We, Big C Supercenter Public Company Limited (the "Company"), would like to inform you of the resolution of the Board of Directors' Meeting No. 1/2009 held on 18 March 2009 at 10:00 A.M., as follows:

1. Approved the appointment of 2 new directors in place of the resigned directors;  
(1) Mr. Stephane, Luc, Jean-Marie Tortajada to replace Mr. Jan Hiljo Ozinga  
(2) Mr. Cedric, Bernard DUCHAMP to replace Mr. Pradere Emmanuel, Francois, Jacques.

Each new director retains such position only for the remainder of the term of office of the resigned director. The appointment is effective on March 18, 2009 onwards.

2. Approved the change of name and authority of the authorized directors. The name and number of directors empowered to sign on behalf of the Company shall be read as follow:

"Names and number of directors empowered to sign on behalf of the Company are any one director of Group 1 signs jointly with any one director of Group 2 and affixes with the Company's seal. Group 1 directors consist of the following persons: Mr. STRASSER Arnaud Daniel Charles Walter Joachim, Mr. Cedric, Bernard DUCHAMP, Mr. Jacques Dominique Ehrmann and Mr. Yves Bernard Braibant. Group 2 directors consist of Mr. Tos Chirathivat, Mr. Suthichart Chirathivat and Mr. Viet Hung Do."

3. Approved the Financial Statements for the year ended 31 December 2008. The Financial Statements have been reviewed by the Audit Committee and audited by the certified public accountant.

4. Approved dividend payment for the operating period year 2008 and propose to the Annual General Shareholders' Meeting to approve the payment of dividend for the year 2008. The dividend will be at the rate of 50% of the net profit (of the company only) after deduction of the legal reserve, allocation of profit and legal reserve for the year 2008 as follows:

Allocation for dividend payment:	1,306,260,116	Baht
Payment for each ordinary share:	1.63	Baht (per share)
Legal Reserve:	137,600,000	Baht

5. Approved the proposal of the Good Corporate Governance Committee and propose to the Annual General Shareholders' Meeting to approve the remuneration of Board of Director, Audit Committee and Good Corporate Governance Committee for the year 2009. The total remuneration will be paid within the maximum amount of Baht **6,838,000** with details as follows:

- (1) **Annual allowance of Honorary Chairman:** Baht 50,000 a year  
(2) **Annual allowance and meeting allowance of Board of Directors**

<b>Detail of Remuneration</b>	<b>Year 2009 (Year proposed)</b>	<b>Year 2008/ 2007</b>
<b>Remuneration of Board of Director</b>		
Annual allowance <ul style="list-style-type: none"> <li>• Chairman</li> <li>• Director</li> <li>• Secretary</li> <li>• Assistant Secretary</li> </ul>	<ul style="list-style-type: none"> <li>• 71,500 per quarter</li> <li>• 49,500 per quarter</li> <li>• 25,000 per month</li> <li>• 5,000 per month</li> </ul>	<ul style="list-style-type: none"> <li>• Baht 65,000 per quarter</li> <li>• Baht 45,000 per quarter</li> </ul>
Traveling expense for Chairman only : not exceeding Baht 1,000,000 a year		
Meeting allowance * (4 times a year) <ul style="list-style-type: none"> <li>• Chairman</li> <li>• Director</li> </ul> * Only those present at the meeting	<ul style="list-style-type: none"> <li>• 38,500 per meeting</li> <li>• 38,500 per meeting</li> </ul>	<ul style="list-style-type: none"> <li>• Baht 35,000 per meeting</li> <li>• Baht 35,000 per meeting</li> </ul>

- (3) **Annual allowance and meeting allowance of Sub-Committee appointed by the Company**

**(3.1) Audit Committee**

<b>Detail of Remuneration</b>	<b>Year 2009 (Year proposed)</b>	<b>Year 2008/ 2007</b>
<b>Remuneration of Sub-Committee</b>		
Annual allowance (payable twice a year) <ul style="list-style-type: none"> <li>• Chairman</li> <li>• Member</li> </ul>	(Same as last year) <ul style="list-style-type: none"> <li>• Baht 68,000 per time</li> <li>• Baht 60,000 per time</li> </ul>	<ul style="list-style-type: none"> <li>• Baht 68,000 per time</li> <li>• Baht 60,000 per time</li> </ul>
Meeting allowance * (6 times a year) <ul style="list-style-type: none"> <li>• Chairman</li> <li>• Member</li> </ul> * Only those present at the meeting	(Same as last year) <ul style="list-style-type: none"> <li>• Baht 24,000 per meeting</li> <li>• Baht 20,000 per meeting</li> </ul>	<ul style="list-style-type: none"> <li>• Baht 24,000 per meeting</li> <li>• Baht 20,000 per meeting</li> </ul>

**(3.2) Good Corporate Governance Committee**

<b>Detail of Remuneration</b>	<b>Year 2009 (Year proposed)</b>	<b>Year 2008/ 2007</b>
<b>Remuneration of Sub-Committee</b>		
Annual allowance (payable twice a year) <ul style="list-style-type: none"> <li>• Chairman</li> <li>• Member</li> <li>• Member who is a Company's employee</li> </ul>	<ul style="list-style-type: none"> <li>• Baht 68,000 per time</li> <li>• Baht 60,000 per time</li> <li>• Baht 25,000 per time</li> </ul>	<ul style="list-style-type: none"> <li>• Baht 50,000 per time</li> <li>• Baht 35,000 per time</li> <li>• Baht 17,500 per time</li> </ul>

6. Approved the proposal of the Audit Committee and to propose to the Annual General Shareholders' Meeting to approve the appointment of Ernst & Young Office Co., Ltd. as the auditor of the Company and its subsidiaries for the year 2009 and remuneration of Baht 6,250,000 per year.
7. Approved the proposal of the Good Corporate Governance Committee and to propose to the Annual General Shareholders' Meeting to approve the re-appointment of the following 4 retiring directors to serve for another term.
  1. Mr. Suthichart Chirathivat Director with authorized signature
  2. Mr. Tos Chirathivat Director with authorized signature
  3. Mr. Viet Hung Do Director with authorized signature
  4. Mr. Strasser Arnaud Daniel Charles Walter Joachim Director with authorized signature
8. Approved the Record Date for determining list of shareholders who are entitled to attend the annual general meeting for the year 2009 and to receive the dividend on **1 April 2009** and approved the closing date of the Company Share Register Book for gathering shareholder's name under the Section 225 of the Securities and Exchange Act on **2 April 2009**.
9. Approved the date, time and place for the Annual General Shareholders' Meeting for the year 2009 to be held on **22 April 2009 at 10:00 a.m., at Arnoma Hotel, 3<sup>rd</sup> Floor, Arnoma I Room**, No.99 Rajdamri road, Lumpini Sub-District, Pathumwan District, Bangkok, to consider and approve the following agendas:
  - Agenda 1 To certify the Minutes of the Annual General Shareholders' Meeting for the year 2008
  - Agenda 2 To consider and approve the Annual Report and the Financial Statements of the Company for the year ended 31 December 2008 audited by the Company's auditor
  - Agenda 3 To consider and approve the allocation of profit, payment of dividend and legal reserve for the year 2008
  - Agenda 4 To consider and approve the election of directors in place of those whom retiring from the office by rotation
  - Agenda 5 To consider and fix the remuneration of Board of Director, Audit Committee and Good Corporate Governance Committee for the year 2009
  - Agenda 6 To consider and approve the appointment of auditors of the Company and fix his/her remuneration for the year 2009
  - Agenda 7 Other business (if any)

The summarized timetable is shown below:

<b>Schedules for the Annual General Meeting of shareholders</b>	<b>Date</b>
To determine list of shareholders who are entitled <b>to attend the annual general meeting (Record date)</b>	<b>1 April 2009</b>
To determine list of shareholders who are entitled <b>to receive the dividend (Record date)</b>	<b>1 April 2009</b>
To gather shareholder's name under the Section 225 of the Securities and Exchange Act by closing the Company Share Register Book	2 April 2009
The Annual General Shareholders' Meeting	22 April 2009
<b>Dividend Payment</b>	<b>22 May 2009</b>

The Company will post the invitation letter to attend the company shareholders meeting and the supporting documents on the website [www.bigc.co.th](http://www.bigc.co.th), 30 days in advance before the meeting.

10. Approved the change of scope of responsibilities of the Audit Committee.  
Details of the resolution are shown in the attachment (AC Charter).

Please be informed accordingly.

Sincerely Yours,

Ms. Rumpa Kumhomreun  
Vice President, Finance and Accounting