



10 April 2013

Subject: Report on Resolution of the Annual General Meeting of shareholders for the year 2013

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 Annual General Meeting of shareholders for the year 2013 held on 10 April 2013 at 2.00 p.m. at Arnoma Grand Room, 3rd floor, Arnoma Hotel, No. 99 Ratchadamri Road, Lumpini, Pathumwan, Bangkok. There were 618 shareholders and proxies attending the Meeting holding a total of 558,086,047 shares or 67.65% of the total 825,000,000 issued shares of the Company. Thus there is a quorum for the Meeting.

The Meeting has resolved matters as follows:

1 The Meeting approved the Minutes of the Annual General Meeting of Shareholders for the year 2012, with the following voting results:

- Approve531,287,140.....votes, equal to100.....percent of all votes of shareholders in attendance and casting votes.
- Disapprove.....0.....votes, equal to0.....percent of all votes of shareholders in attendance and casting votes.
- Abstain..... 33,900,000.....votes
- Invalid ballots.....0.....votes

2 The Meeting acknowledged the annual report and approved the Financial Statements for the year ended 31 December 2012 which have been audited by the auditor

2.1 The Meeting acknowledged the annual report

2.2 The Meeting approved Financial Statements for the year ended 31 December 2012 which have been audited by the auditor, with the following voting results:



- Approve531,342,012....votes, equal to99.99.....percent of all votes of shareholders in attendance and casting votes.
- Disapprove.....0.....votes, equal to0.....percent of all votes of shareholders in attendance and casting votes.
- Abstain.....33,900,200.....votes
- Invalid ballots.....100.....votes

3 The Meeting approved the allocation of profit, payment of dividend and legal reserve for the year 2012 as follows:

Net Profit	Baht 6,088,708,503
Legal Reserve (5%)	Nil
(i.e. the Company has set aside the legal reserve in full)	
Net income after legal reserve	Baht 6,088,708,503
Number of shares	825,000,000 Shares
Dividend payment	Baht 2.21 (per share)
Total dividend amount	Baht 1,823,250,000
Dividend payout ratio (Percent) of the net profit after deduction of legal reserve	30
Record Date	22 April 2013
Book Closure Date	23 April 2013
Ex-Dividend Date	18 April 2013
Date of dividend payment	9 May 2013

The voting results are as follows:

- Approve531,344,815....votes, equal to100.....percent of all votes of shareholders in attendance and casting votes.
- Disapprove.....0.....votes, equal to0.....percent of all votes of shareholders in attendance and casting votes.
- Abstain.....33,900,200.....votes
- Invalid ballots.....0.....votes



4 The Meeting approved the election of directors in place of those directors retiring from office by rotation and those who have resigned from office, including members of the Audit Committee, and the authorized directors of the Company as the following details:

4.1 The Meeting approved the re-election of Mr. Akani Thapthimthong and Mr. Praphan Eamrunroj who have retired by rotation as the Company's directors for another term, approved the election of new directors namely Mr. Rapee Sucharitakul, Mr. Vachara Tuntariyanond, Ms. Josseline de Clausade and Ms. Diane Coliche, with the following results:

Name of directors who retired by rotation	Type of Directorship	Number of votes of shareholders in attendant and casting votes					
		Approve	%	Disapprove	%	Abstain	Invalid Ballots
1. Mr. Akani Thapthimthong	Independent Director	529,240,386	99.77%	1,209,463	0.23%	34,821,967	0
2. Mr. Praphan Eamrunroj	Executive Director	529,999,097	99.92%	438,352	0.08%	34,834,367	0

Name of new directors	Type of Directorship	Number of votes of shareholders in attendant and casting votes					
		Approve	%	Disapprove	%	Abstain	Invalid Ballots
3. Mr. Rapee Sucharitakul	Independent Director	530,448,149	99.99%	100	0.01%	34,823,567	0
4. Mr. Vachara Tuntariyanond	Independent Director	530,448,649	99.99%	100	0.01%	34,823,067	0
5. Ms. Josseline de Clausade	Non-executive Director	529,348,497	99.79%	1,089,752	0.21%	34,833,567	0
6. Ms. Diane Coliche	Non-executive Director	529,348,397	99.79%	1,089,752	0.21%	34,833,667	0

4.2 The Meeting approved Mr. Akani Thapthimthong and Mr. Vachara Tuntariyanond as a member of the Audit Committee

The voting results are as follows:

Name-Surname of AC	Number of votes of shareholders in attendant and casting votes					
	Approve	%	Disapprove	%	Abstain	Invalid Ballots
1. Mr. Akani Thapthimthong	530,152,153	99.77%	1,218,863	0.23%	33,900,900	0
2. Mr. Vachara Tuntariyanond	531,361,616	99.99%	9,500	0.01%	33,900,800	0

4.3 The Meeting approved Ms. Josseline de Clausade, a non-executive director, be appointed as the authorized director to bind the Company in Group A, with the following voting results:

- Approve531,371,516.....votes, equal to99.99.....percent of all votes of shareholders in attendance and casting votes.
- Disapprove.....100.....votes, equal to0.01.....percent of all votes of shareholders in attendance and casting votes.



- Invalid ballots.....0.....votes

5 The Meeting approved the remuneration of members of the Board of Directors, the Audit Committee and Good Corporate Governance Committee for the year 2013 as follows:

	Position	For year 2013	
		Annual Allowance (Baht/Person/Year)	Meeting Allowance (Baht/Person/Meeting)
Board of Directors	Chairman	286,000	38,500
	Member	198,000	38,500
Traveling expense for Chairman of the Board only, on actual basis but not exceeding Baht 1,000,000 a year			
Audit Committee	Chairman	195,000	30,000
	Member	180,000	25,000
Corporate Governance Committee	Chairman	Nil	30,000
	Member	Nil	25,000
	Employee	Nil	10,000
	Member		

Notes:

- 1) Annual allowance for the Board of Directors is payable on a quarterly basis, while annual allowance for the Audit Committee is payable on a bi-annually basis.
- 2) No other remuneration payable to the Board in their capacity as Directors
- 3) Annual allowance of Honorary Chairman is relinquished.
- 4) Payments to the Company Secretary, Secretary of the sub-committees shall be approved by the Board of Directors in order to align with common practice.

The voting results are as follows:

- Approve530,738,876.....votes, equal to93.89.....percent of all votes of shareholders in attendance.
- Disapprove.....630,700.....votes, equal to0.11.....percent of all votes of shareholders in attendance.
- Abstain.....33,902,340....votes, equal to5.99.....percent of all votes of shareholders in attendance.
- Invalid ballots.....0.....votes



- 6 The Meeting approved the appointment of the following auditors from Ernst & Young Office Ltd.; Ms. Kamontip Lertwitworatep or Mr. Wichart Lokatekrawee or Ms. Siriwan Suratepin as the auditors of the Company, Mr. Wichart Lokatekrawee or Ms. Siriwan Suratepin or Ms. Sarinda HiHirunprasurtwutti as the auditors of the Company's subsidiaries (15 companies). The fixed remuneration for auditing at Baht 4,742,000 (Four million seven hundred forty two thousand Baht) for the Company only and Baht 2,776,000 (Two million seven hundred seventy six thousand Baht) for the Company's subsidiaries. The total of Baht 7,518,000 (Seven million five hundred eighteen thousand Baht).

The voting results are as follows:

- Approve531,371,116.....votes, equal to99.99.....percent of all votes of shareholders in attendance and casting votes.
- Disapprove.....100.....votes, equal to0.01.....percent of all votes of shareholders in attendance and casting votes.
- Abstain.....33,900,800....votes
- Invalid ballots.....0.....votes

7. The Meeting approved the revenue recognition for the cancellation for the dividend of last year for non-eligible shareholders in the amount of Baht 107,311.96 (One Hundred and Seven Thousand Three Hundred and Eleven Baht and Ninety Six Satang) due to shareholders who are not eligible to receive the dividend payment announced at the Annual General Meeting of shareholders for the Year 2012 on 30 April 2012.

The voting results are as follows:

- Approve531,371,116.....votes, equal to99.99.....percent of all votes of shareholders in attendance and casting votes.
- Disapprove.....100.....votes, equal to0.01.....percent of all votes of shareholders in attendance and casting votes.
- Abstain.....33,900,800.....votes
- Invalid ballots.....0.....votes



Please be informed accordingly.

Sincerely yours,

Ms. Rumpa Kumhomreun
Vice President, Finance and Accounting/
Company Secretary

Company Secretary

Governance Risk and Compliance Department

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