



บริษัท บิ๊กซี ซูเปอร์เซ็นเตอร์ จำกัด (มหาชน) (สำนักงานใหญ่)  
เลขที่ 97/11 ชั้น 6 ถนนราชดำริห์ แขวงลุมพินี  
เขตปทุมวัน กรุงเทพฯ 10330  
โทร. +66 (0) 2655 0666  
ทะเบียนนิติบุคคล / เลขประจำตัวผู้เสียอากร : 0-1075-36000-63-3

Big C Supercenter Public Company Limited (Head Office)  
No. 97/11, 6th Floor, Rajdamri Road, Lumpini Sub-district,  
Pathumwan District, Bangkok 10330  
Tel. +66 (0) 2655 0666  
Company Registration Number / Tax ID : 0-1075-36000-63-3

8 April 2014

Subject: Report on resolutions of the Annual General Meeting of the shareholders for the year 2014

Attention: The President,  
The Stock Exchange of Thailand

We, Big C Supercenter Public Company Limited (the “**Company**”), would like to inform you of the resolutions of the Annual General Meeting year 2014 held on April 8, 2014 at 2:00 pm at Ballroom 1, 4<sup>th</sup> Floor, InterContinental Hotel, No. 973 Ploenchit Road Lumpini Pathumwan Bangkok. At the quorum counting, there were 733 persons and proxies attending the meeting holding a total of 519,261,912 shares or 62.9408% of the total 825,000,000 issued shares of the Company. Thus there was a quorum for the meeting.

The meeting has passed the following resolutions:

**Agenda 1** Adopted the Minutes of AGM 2013 held on April 10, 2013

The Shareholders concurred with Board’s proposal, passing resolution by a unanimous vote of shareholders who attended and cast their votes as follows:

Approved	519,292,836 Votes	equivalent to 100.000%
Disapproved	0 Votes	equivalent to 0.0000%
Invalid	0 Votes	equivalent to 0.0000%
Abstained	7,000 Votes	not included in the voting base

**Agenda 2** Acknowledged the Company’s operational results ended 31 December 2013

The Shareholders concurred with Board’s proposal, passing resolution by a unanimous vote of shareholders who attended and cast their votes as follows:

Approved	526,732,110 Votes	equivalent to 100.0000%
Disapproved	0 Votes	equivalent to 0.0000%
Invalid	0 Votes	equivalent to 0.0000%
Abstained	300 Votes	not included in the voting base

**Agenda 3** Approved the audited Balance Sheets and Profit and Loss Statements for the fiscal year ended 31 December 2013

The Shareholders concurred with Board’s proposal, passing resolution by a unanimous vote of shareholders who attended and cast their votes as follows:

Approved	526,734,211 Votes	equivalent to 100.0000%
Disapproved	0 Votes	equivalent to 0.0000%

Invalid	0. Votes	equivalent to 0.0000%
Abstained	300 Votes	not included in the voting base

**Agenda 4** Approved the annual distribution of profits and dividend payment 2013 at 2.55 Baht per share, totalling 2,103,750,000 Baht being 30 per cent of the total net profit

The dividend shall be made payable to the shareholders entitled to receive the dividend according to the Company's Articles of Association and listed in the record date on April 21, 2014 with their names collected on April 22, 2014 for the right to receive the dividend. The XD, or the date on which a purchaser will not be entitled to receive the dividend, will be on April 17, 2014. The dividend payment will be made on May 7, 2014.

Such dividend payment was derived from the net profit which was subject to corporate income tax at the rate of 30 per cent. Therefore, the individual shareholders are entitled to a tax credit under Section 47 *bis* of the Revenue Code (tax credit equals to the amount of dividend multiplied by (30/70)).

The Shareholders concurred with Board's proposal, passing resolution by majority vote of shareholders who attended and cast their votes as follows:

Approved	526,638,611 Votes	equivalent to 99.9818%
Disapproved	95,600 Votes	equivalent to 0.0181%
Invalid	0 Votes	equivalent to 0.0000%
Abstained	300 Votes	not included in the voting base

**Agenda 5** Approved the re-election of directors retiring by rotation and election of new directors.

5.1 Mr. Yves Braibant was re-elected as an Executive Director

The Shareholders concurred with Board's proposal, passing resolution by a majority vote of shareholders who attended the Meeting as follows:

Approved	526,436,675 Votes	equivalent to 99.9434%
Disapproved	201,936 Votes	equivalent to 0.0383%
Invalid	0 Votes	equivalent to 0.0182%
Abstained	95,900 Votes	equivalent to 0.0000%

5.2 Mr. Guillaume Humbert was re-elected as Non-executive Director

The Shareholders concurred with Board's proposal, passing resolution by a majority vote of shareholders who attended the Meeting as follows:

Approved	502,023,430 Votes	equivalent to 95.3086%
Disapproved	16,266,144 Votes	equivalent to 3.0881%
Invalid	0 Votes	equivalent to 0.0000%
Abstained	8,444,937 Votes	equivalent to 1.6032%

5.3 Mr. Hervé Daudin was re-elected as Non-executive Director

The Shareholders concurred with Board's proposal, passing resolution by a majority vote of shareholders who attended the Meeting as follows:

Approved	525,902,275 Votes	equivalent to 99.8420%
Disapproved	831,936 Votes	equivalent to 0.1579%
Invalid	0 Votes	equivalent to 0.0000%
Abstained	300 Votes	equivalent to 0.0000%

5.4 Mr. Kijja Pattamasattayasonthi was elected as a new Independent Director

The Shareholders concurred with Board's proposal, passing resolution by a majority vote of shareholders who attended the Meeting as follows:

Approved	526,734,211 Votes	equivalent to 99.9999%
Disapproved	0 Votes	equivalent to 0.0000%
Invalid	0 Votes	equivalent to 0.0000%
Abstained	300 Votes	equivalent to 0.0000%

5.5 Mr. Gabriel Naouri was elected as a new Non-executive Director

The Shareholders concurred with Board's proposal, passing resolution by a majority vote of shareholders who attended the Meeting as follows:

Approved	525,902,275 Votes	equivalent to 99.8420%
Disapproved	831,936 Votes	equivalent to 0.1579%
Invalid	0 Votes	equivalent to 0.0000%
Abstained	300 Votes	equivalent to 0.0000%

**Agenda 6** Approved directors' remunerations for the year 2014 unchanged from 2013 as follow:

	Position	Retainer Fee (Baht / Person / Year)			Meeting Allowance (Baht / Person / Meeting)		
		Proposed for 2014	2013	2011-2012	Proposed for 2014	2013	2011-2012
Board of Directors	Chairman	286,000	286,000	286,000	38,500	38,500	38,500
	Member	198,000	198,000	198,000	38,500	38,500	38,500
Reimbursement of traveling expense for Chairman of the Board only, on actual basis but not exceeding Baht 1,000,000 per year							
Audit Committee	Chairman	195,000	195,000	136,000	30,000	30,000	24,000
	Member	180,000	180,000	120,000	25,000	25,000	20,000
Corporate Governance	Chairman	Nil	Nil	136,000	30,000	30,000	Nil

Committee	Position	Retainer Fee (Baht / Person / Year)			Meeting Allowance (Baht / Person / Meeting)		
		Proposed for 2014	2013	2011-2012	Proposed for 2014	2013	2011-2012
		Member	Nil	Nil	120,000	25,000	25,000
Employee Member	Nil	Nil	50,000	10,000	10,000	Nil	

The Shareholders concurred with Board's proposal, passing resolution with a majority of more than two-third of shareholders who attended the Meeting as follows:

Approved	526,734,214 Votes	equivalent to 99.9999%
Disapproved	0 Votes	equivalent to 0.0000%
Invalid	0 Votes	equivalent to 0.0000%
Abstained	300 Votes	equivalent to 0.0000%

**Agenda 7** Approved the appointment of auditors and audit fees for 2014

from EY Office Limited; Mr. Wichart Lokatekrawee or Miss Kamontip Lertwitworatep or Miss Siriwan Suratepin to be the auditors of the Company, Mrs. Sarinda Hirunprasurtwutti or Mr. Wichart Lokatekrawee or Ms. Siriwan Suratepin to be the auditors of 14 subsidiaries for the fiscal year starting 1 January 2014 and ending 31 December 2014 with the audit fees at 5,252,000 baht (Five million two hundred fifty two thousand baht) for the Company, and 2,241,000 Baht (Two million two hundred forty one thousand Baht) for 14 subsidiaries, or totalling 7,493,000 Baht (Seven million four hundred ninety three thousand Baht).

The Shareholders concurred with Board's proposal, passing resolution by a unanimous vote of shareholders who attended and cast their votes as follows:

Approved	526,734,214 Votes	equivalent to 100.0000%
Disapproved	0 Votes	equivalent to 0.0000%
Invalid	0 Votes	equivalent to 0.0000%
Abstained	300 Votes	not included in the voting base

Please be informed accordingly.

Sincerely yours,

Ms Rumpa Kumhomreun  
Company Secretary