

February 23, 2016

**Subject: The 2016 Annual General Meeting (“AGM”) and Dividend Payment**

**To: President  
The Stock Exchange of Thailand**

The Board of Directors’ Meeting of Laguna Resorts & Hotels Public Company Limited (“Company”) No. 1/2016 held on February 23, 2016 resolved the following significant matters:

1. Agreed to propose in the AGM to acknowledge business operations report of the Company for the year 2015
2. Agreed to propose in the AGM to approve the Company’s audited financial statements for the year ended December 31, 2015 with the auditor’s report thereon.
3. Agreed to propose in the AGM to appropriate the retained earnings for the year ended December 31, 2015 as follows:
  - a. Dividend payment to shareholders in the amount of Baht 0.36 per share for 166,682,701 shares, totaling Baht 60,005,772.36.
  - b. Unappropriated retained earnings to be carried forward.

The Board fixed the record date on which the shareholders are entitled to receive dividend to be on May 10, 2016 and fixed the share register book closing date on which the shareholder list as specified under Section 225 of the Securities and Exchange Act shall be compiled to be on May 11, 2016. Dividend payment will be made on May 25, 2016.

4. Agreed to propose in the AGM to re-elect all 4 directors (namely Mr. Surapon Supratya, Dr. Jingjai Hanchanlash, Mr. Eddy See Hock Lye and Mr. Ho Ren Hua) who are due to retire for another term of their directorships, as recommended by the Nomination and Remuneration Committee.
  
5. Approved to maintain the 2016 fee for each category of directors of the Board and for each category of committee members of the Audit and Risk Committee and Nomination and Remuneration Committee in accordance with the amount and format approved by the 2015 AGM held on April 27, 2015. The remuneration approved by the 2015 AGM will continue to be in effect in 2016 and for each subsequent year, unless or until resolved otherwise by a general meeting of the shareholders of the Company.

Details of the Directors' Remuneration for the year 2016 are as follows:

**Board of Directors**

<b>Position</b>	<b>Remuneration / Meeting / Person (Baht)</b>	<b>Spa &amp; Gallery Vouchers / Year / Person</b>
Chairman of the Board	253,000	-
Deputy Chairman of the Board	210,000	-
Independent Director	169,000	USD2,000 (Approximately THB 72,000)
Non-Executive Director	169,000	USD2,000 (Approximately THB 72,000)
Executive Director	111,000	-

**Audit and Risk Committee and Nomination and Remuneration Committee**

<b>Position</b>	<b>Remuneration / Meeting / Person (Baht)</b>
Chairman	84,000
Member	43,000

Therefore directors' remuneration for the year 2016 would be proposed to 2016 AGM only for acknowledgement.

6. Agreed to propose in the AGM to appoint Mr. Sophon Permsirivallop, CPA No. 3182 and/or Ms. Rungnapa Lertsuwankul, CPA No. 3516 and/or Ms. Rosaporn Decharkom, CPA No. 5659 and/or Ms. Pimjai Manitkajohnkit, CPA No. 4521 of EY Office Limited to be the Company's auditor for the year 2016 with total remuneration not exceeding Baht 640,000 per year.
7. Agreed to propose in the AGM to certify the minutes of the 2015 Annual General Meeting.
8. Approved for the AGM to be held at 14:30 hrs. on Tuesday, April 26, 2016 in Banyan Ballroom on the 10th Floor of the Banyan Tree Hotel located at No. 21/100, Thai Wah Tower II, South Sathorn Road, Tungmahamek Sub-district, Sathorn District, Bangkok 10120.

The Board fixed the record date on which the shareholders are entitled to attend the AGM to be on March 11, 2016 and fixed the share register book closing date on which the shareholder list as specified under Section 225 of the Securities and Exchange Act shall be compiled to be on March 14, 2016.

9. Approved the following agenda for the AGM:
  1. To consider and certify the minutes of the 2015 Annual General Meeting
  2. To consider and acknowledge business operations report of the Company for the year 2015
  3. To consider and approve the Company's audited financial statements for the year ended December 31, 2015 with the auditor's report thereon
  4. To consider and approve the payment of dividend
  5. Matters relating to directorships of the Company
    - 5.1 To approve the election of directors to succeed those who will be retiring on completion of their terms
    - 5.2 To acknowledge the remuneration for the directors of the Board and directors who are members of the Audit and Risk Committee and/or the Nomination and Remuneration Committee

6. To consider and approve the appointment of an auditor and determination of its remuneration for the year 2016
7. To consider any other appropriate business, if any

Please be informed accordingly

Yours sincerely,

(Mr. Kuan Chiet)  
Senior Assistant Vice President  
Finance & Administration