

No. L002/2019

February 20, 2019

Subject: The 2019 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. 1/2019 held on February 19, 2019 resolved the following significant matters:

1. Agreed to propose in the AGM to certify the minutes of the 2018 Annual General Meeting.
2. Agreed to propose in the AGM to acknowledge the Company’s 2018 business operations report and to approve the Company’s audited financial statements for the year ended December 31, 2018 with the auditor’s report thereon.
3. Agreed to propose in the AGM to appropriate the retained earnings for the year ended December 31, 2018 as follows:
 - a. Annual dividend payment to shareholders in the amount of Baht 0.41 per share for 166,682,701 shares, totaling Baht 68,339,908
 - 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 8, 2019. Dividend payment will be made on May 24, 2019.

4. Agreed to propose in the AGM to re-elect all 4 retiring directors (namely Dr. Jingjai Hanchanlash, Mr. Surapon Supratya, Mr. Eddy See Hock Lye and Mr. Ho Ren Hua) for another term of their directorships, as recommended by the Nomination and Remuneration Committee.

5. Agreed to propose in the AGM to approve an increase in the remuneration for the directors of the Board and directors who are members of the Audit and Risk Committee and Nomination and Remuneration Committee as follows:

Board of Directors

Position	Remuneration / Meeting / Person (Baht)		Spa & Gallery Vouchers / Year / Person	
	2018	2019	2018	2019
Chairman of the Board	256,000	262,000	-	-
Independent Director	171,000	175,000	USD2,000 (Approximately Baht 60,000)	
Non-Executive Director	171,000	175,000	USD2,000 (Approximately Baht 60,000)	
Director	112,000	115,000	-	-

Audit and Risk Committee and Nomination and Remuneration Committee

Position	Remuneration / Meeting / Person (Baht)	
	2018	2019
Chairman	85,000	87,000
Member	44,000	45,000

The proposed remuneration will be effective from January 1, 2019 and for each ensuing year, unless or until resolved otherwise by a general meeting of the shareholders of the Company.

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 and/or Ms. Sumana Punpongsanon CPA No. 5872 of EY Office Limited to be the Company's auditor for the year 2019 with total remuneration not exceeding Baht 875,000 per year.
7. Approved for the AGM to be held at 14:30 hrs. on Friday, April 26, 2019 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 8, 2019.

8. Approved the following agenda for the AGM:
 1. To certify the minutes of the 2018 Annual General Meeting
 2. To acknowledge the Company's 2018 business operations report and to approve the Company's audited financial statements for the year ended December 31, 2018 with the auditor's report thereon
 3. To approve the payment of dividend
 4. To approve matters relating to directorships of the Company
 - 4.1 The election of directors to succeed those who will be retiring on completion of their terms
 - 4.2 The remuneration for the directors of the Board, and directors who are members of the Audit and Risk Committee and the Nomination and Remuneration Committee
 5. To approve the appointment of an auditor and determination of its remuneration for the year 2019
 6. To consider any other appropriate business, if any

Please be informed accordingly.

Sincerely yours,

(Mr. Kuan Chiet)

Vice President – Finance & Administration