

(Translation)

No. 36/2017

October 6, 2017

President

The Stock Exchange of Thailand

Re: Notification of the Resolution of the Board of Directors' Meeting No. 10/2017

We, AEON Thana Sinsap (Thailand) Public Company Limited ("Company"), hereby reported the resolutions passed at the meeting of the Board of Directors No. 10/2017, held on October 6, 2017, from 10.00 a.m. as follows:

1. Unanimously acknowledged the Company's performance for the first half year ended August 31, 2017;
2. Unanimously approved the consolidated reviewed 2nd quarter financial statements and six-month period of the Company ended August 31, 2017;
3. Unanimously approved interim dividend payment for the first-half of fiscal year 2017 (March 1, 2017 - August 31, 2017). The dividends will be paid at the rate of 1.60 baht per share, totaling 400,000,000 baht or 31.04% payout ratio. The shareholder register book for the right to receive dividends shall be recorded on October 20, 2017. The Company will pay dividend on November 6, 2017.
4. Unanimously approved the related transactions with the related companies (Details as attachment)

Please be informed accordingly

Yours sincerely,

Kiyoyasu Asanuma
Managing Director

Connected transactions

The Board of Director's meeting of AEON Thana Sinsap (Thailand) Plc. No.10/2017 held on October 6, 2017 had a resolution of the connected transaction as follows:

Date of agreement:

Company	Date of agreement
AEON Credit Service Systems (Philippines) Inc ("AEON Systems")	Agreement period is one year from December 2017 to November 2018

Contractual parties with AEONTS and its subsidiaries companies:

Company	Business	Relationship with AEONTS
AEON Financial Service Co., Ltd. ("AFS")	Finance	-Major shareholder of AEONTS, holding 35.12% of AEONTS' s shares -Major shareholder of AEON Systems
AEON Systems	System Development	-AEON System is 90% owned by AFS -AEON System is 3.3% owned by AEONTS

General characteristics of transactions:

With reference to the Minutes of the Board of Directors Meeting No.8/2013 on December 24, 2013, AEONTS entered a System Implementation Agreement for the ACE Plus System (Fraud Detection System) in 2014 with AEON System. AEONTS has been utilizing such system since November 2014 and continue to use this system. Therefore, AEONTS is required to pay the Annual System License Fee of JPY 8,040,000 or 2.4 million baht to AEON Systems

Value of consideration:

Unit : Baht

Related company name	Amount
AEON Systems (ACE Plus Annual License Fee)	2,406,372
Total	2,406,372

*Exchange rate as of 11 Sep, 2017: 1JPY=0.2993 baht

Name, position and shareholding proportion of the connected persons

Related company name	Paid Up Capital No. of shares	Name of connected persons	Share (s) in related company	% of share in AEONTS
AFS	45,698,196,100 JPY/ 225,510,128 shares	Mr. Hideki Wakabayashi*	-	-
AEON Systems	100,000,000 Peso/ 1,000,000 shares	Mr. Junichi Iwakami**	1 share	-

*Mr. Hideki Wakabayashi is the Chairman of Board of Directors of AEONTS and the Director of AFS

** Mr. Junichi Iwakami is Senior Executive Vice President of AEONTS and Non-Executive Director of AEON System

The measurement of total transactions

By measurement in percentage of the Company Net Tangible Assets (NTA), total transaction is JPY 8.04 million or 2.4 million baht or 0.02% which less than 0.03% of NTA of the Company. So this transaction is the connected transaction pursuant to the Notifications which shall be approved by Audit Committee and Board of Director as well as disclose to the Stock Exchange of Thailand.

In addition, the Company approved the connected transaction within the last six months as follows:

- Board of Director's meeting No. 5/2017 held on May 24, 2017 approved the transaction with AEON Credit Service Systems (Philippines) Inc, which AEON Systems provide outsourcing service in the system development to AEON Specialized Bank (Cambodia) Plc in total amount of 31.9 million baht or 0.24% of the Company NTA.
- Board of Director's meeting no.7/2017 held on July 7, 2017 approved management support agreement in terms of business management and operation by AEON Financial Service, in amounting to JPY 300.8 million or 92 million baht or 0.67% of the company NTA.

Therefore, the total connected transaction amount in the last six month period including this time would be 126.3 million baht or 0.93% which more than 0.03% but less than 3% of NTA of the Company.

Opinion of the Audit Committee:

The Audit Committee has considered the transaction and has opinion that the management fee is reasonable and be proposed to the Board of Directors for further approval.

Opinion of the Board of Director:

The Board of Directors has considered the transaction and has opinion that the management fee is necessary and reasonable.