

(Translation)

No.05/2017

March 17, 2017

President

The Stock Exchange of Thailand

Re: Notification of the Resolution of the Board of Directors' Meeting No. 3/2017

We, AEON Thana Sinsap (Thailand) Public Company Limited ("Company"), hereby report the resolutions passed the related transactions with the related companies (Details as attachment) at the meeting of the Board of Directors No.3/2017 held on March 17, 2017 from 10:40 a.m. as follows:

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. 3/2017 held on March 17, 2017 had a resolution of the connected transaction as follows:

Date of agreement:

Company	Date of agreement
ACS Capital Corporation Limited ("ACS Capital")	Agreement period is one year from March 2017 to February 2018.
AEON Credit Service Systems (Philippines) Inc ("AEON Systems")	Agreement period is one year from March 2017 to February 2018.

Contractual parties with AEONTS and its subsidiaries companies:

Company	Business	Relationship with AEONTS
ACS Capital	Leasing Business	- Shareholders of AEONTS, holding 19.20% of AEONTS's shares - Subsidiary company of AFS*
AEON Systems	System Development	-AEON System is 90% owned by AFS -AEON System is 3.3% owned by AEONTS

*AEON Financial Service Co., Ltd. ("AFS") - Major shareholder of AEONTS, holding 35.12% of AEONTS's shares

- Major shareholder of ACS Capital

- Major shareholder of AEON Systems

AEONTS' s subsidiaries:

Company	Business	% of shares held by AEONTS
1). AEON Specialized bank (Cambodia) Private Company Limited ("ASB Cambodia")	Retail Finance	80%
2). AEON Leasing Service (Lao) Company Limited ("ALS Lao")	Retail Finance	92.58%
3). AEON Microfinance (Myanmar) Company Limited ("AMF Myanmar")	Retail Finance	100%

General characteristics of transactions:

1. AEONTS provides the support on the business operation including marketing research and support as well as system support to ACS Capital, and receives support fee for the amount of totally not more than 14.4 million baht details as follows:

Unit: Baht

	Computer Fee	Marketing Research and Support Fee	Total
ACS Capital	12,000,000	2,400,000	14,400,000

2. AEONTS and its subsidiaries (ASB Cambodia, ALS Lao, AMF Myanmar) engage outsourcing service agreement in the system development and maintenance of the systems which need for each company's operation from AEON Systems with cost of totally not more than 33.55 million baht details as follows:

Company	Yearly Manpower Cost (Baht)
AEONTS	12,540,000
ASB Cambodia	14,628,000
ALS Lao	3,192,000
AMF Myanmar	3,192,000
Total	33,552,000

Value of consideration:

Unit: Baht

Related company name	Amount
ACS Capital	14,400,000
AEON Systems (Manpower Cost)	33,552,000
Total	47,952,000

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 ¹	-	-
ACS Capital	60.43 Million Baht/ 6,043,000 shares	Ms. Kannika Kursirikul ² Mr. Kazumasa Oshima ³	- 1 share	0.0008% -
AEON Systems	270 Million Peso/ 2,700,000 shares	Mr. Junichi Iwakami ⁴	1 share	-

Note: ¹Mr. Hideki Wakabayashi is the Chairman of the Board of Directors of AEONTS and the Director of AFS

²Ms. Kannika Kursirikul is the Non-Executive Director of AEONTS and ACS Capital

³Mr. Kazumasa Oshima is the Senior Executive Vice President of AEONTS and the Director of ACS Capital

⁴Mr. Junichi Iwakami is the Senior Executive Vice President of AEONTS and the 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 47.95 million baht or 0.39% which more than 0.03% but less than 3% 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. 9/2016 held on 24th November, 2016, approved the transaction with AEON Financial Service Co., Ltd. for Business Administration Agreement in total amount of 108,824,834 baht or 0.89% of NTA of the Company and approved pay the Annual System License Fee to AEON Systems with total amount of 2,760,936 baht or 0.02% of NTA of the Company.

Therefore, the total connected transaction approved by the Board of Directors' meeting in the last six months period including this time was 159.54 million baht or 1.3% which more than 0.03% of the Company NTA but less than 3% of NTA of the Company.

Opinion of the Audit Committee:

The Audit Committee has considered the purpose of transactions is supporting normal business transaction of the Company with fair and reasonable transactions.

Opinion of the Board of Director:

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