

SF 021/12

15 February 2012

Subject: The Y2011 Stock Dividend Payment and Annual General Meeting of Shareholders  
To: President  
The Stock Exchange of Thailand

Siam Future Development Public Company Limited would like to report the resolution of Board of Directors' meeting No. 2/2012, which held on February 15<sup>th</sup>, 2012 at 3:00 pm. as follows:

1. The Board of Directors of Siam Future Development Public Company Limited has acknowledged the company's financial statements for the year ended December 31<sup>st</sup>, 2011. After having careful consideration of company's financial status, the Board of Directors has agreed to submit the agenda of the dividend payment as follows:
  - 1) Allocated as the statutory reserve for the amount of Million Baht 30.
  - 2) Dividend payment by ordinary shares in the ratio of eight (8) current shares per one (1) dividend shares, not exceeding in total of 129,995,010 shares, or Baht 129,995,010 or shall be converted to be Baht 0.125 per share. Any remainder shares equal or greater than four (4) shall be entitled to receive stock dividend. Any remainder shares less than four (4) shall be disregarded and received only cash dividend of Baht 0.01389 per share.
  - 3) Dividend payment by cash at the rate of Baht 0.01389 per share, or not exceeding in total of Million Baht 14.44.

In combination of the stock dividend and the cash dividend shall be paid at the rate of Baht 0.13889 per share. All dividend shall be deducted for the withholding tax at the rate stipulated by law.

The Record Date for the right to receive dividends is confirmed to be on April 2<sup>nd</sup>, 2012 and names of eligible shareholders as stipulated in the Securities and Exchange

Act, Section 225, by closing the share registration book on April 3<sup>rd</sup>, 2012 and the date of dividend payment on April 20<sup>th</sup>, 2012.

2. Approved the allocation of ordinary shares to increase the registered capital for 129,995,010 shares to support the stock dividend payment.
3. Approved Schedule for Y2012 Annual General Meeting of shareholders

The Y2012 Annual General Meeting of shareholders is scheduled to be held on Thursday, March 22<sup>nd</sup>, 2012 at 3:00 p.m. at Esplanade Cineplex, theatre 7, 3<sup>rd</sup> floor of Esplanade shopping center, Ratchadapisek road, Bangkok. The Record Date for the right to attend the meeting is confirmed to be on March 1<sup>st</sup>, 2012 and the names of eligible shareholders as stipulated in the Securities and Exchange Act, Section 225, by closing the share registration book on March 2<sup>nd</sup>, 2012. The agenda would be as follows:

Agenda 1 To adopt the minutes of Y2010 Annual General Meeting of shareholders;

Agenda 2 To approve company's financial statements for the year ended December 31<sup>st</sup>, 2011;

Agenda 3 To approve the dividend payment and set the statutory reserve for the operating results of the year 2011;

Agenda 4 To approve the Capital Decrease by eliminating the registered ordinary shares remaining from the allocation of ordinary shares for supporting the exercising the right of warrant from ESOP regarding to the resolution of Y2007 AGM in totalling of 7,209,265 shares with a par value of Baht 1 each;

Agenda 5 To approve the Capital Increase and allotment of new shares for supporting stock dividend by following agenda no.3;

Agenda 6 To approve the amendment of the Memorandum of Association to correspond with the registered capital decrease/increase;

Agenda 7 To appoint new directors to replace those who have retired by rotation and to determine remuneration of the director;

Names of directors who have retired by rotation and reappoint are as follows:

1. Mr. Vicha Poolvaraluck
2. Mr. Verawat Ongvasith
3. Mr. Chai Jroongtanapibarn
4. Mr. Kittinanth Sumruatruamphol

Therefore, the board of directors of the Company comprises of 12 directors as follows:

- |     |                                |                                                          |
|-----|--------------------------------|----------------------------------------------------------|
| 1.  | Mr. Oranop Jantaraprapa        | Chairman                                                 |
| 2.  | Mr. Pongkit Suttapong          | Vice Chairman                                            |
| 3.  | Mr. Nopporn Witoonchart        | Director, Chairman of Executive Committee                |
| 4.  | Mr. Vichate Tantiwanich        | Director and Chief Executive Officer                     |
| 5.  | Mr. Somnuk Pojkasemsin         | Director and President                                   |
| 6.  | Mr. Kittinanth Sumruatruamphol | Director and Chief Finance Officer                       |
| 7.  | Mr. Vicha Poolvaraluck         | Director                                                 |
| 8.  | Mr. Verawat Ongvasith          | Director                                                 |
| 9.  | Mr. Chai Jroongtanapibarn      | Director and Independent Director                        |
| 10. | Ms. Nantiya Montriwat          | Chairman of the Audit Committee and Independent Director |
| 11. | Mr. Dej Bulsuk                 | Member of the Audit Committee and Independent Director   |
| 12. | Ms. Sabaihip Suntaros          | Member of the Audit Committee and Independent Director   |

And to determine remuneration of the board of directors not more than Million baht 6 which is equal to that of the Y2006-2011.

Agenda 8 To appoint the Company's auditors and fix the remuneration for the year 2012;

PricewaterhouseCoopers ABAS Company Limited, the Company's auditor for 6 years, is appointed as the Company's auditor for the Year 2012. The audit fees of Baht 720,000 is the same as Y2011.

Agenda 9 To approve the issuance and selling of debentures;

Agenda 10 To consider other matters (if any)

Please be informed accordingly.

Yours Sincerely,

(Mr.Somnuk Pojkasemsin)

President