

Ref: GL18/2018

16 March, 2018

Subject: Annual General Meeting of Shareholders 2018, Appointment of new Director and omit Dividend Payment,

Attention: The President
The Stock Exchange of Thailand

The Board of Directors' Meeting of Group Lease Public Company Limited ("the Company") No. 6/2018 held on 16 March, 2018 had resolved the followings:

1. Proposed the shareholders to consider and approve to omit dividend payment for the operating result FY2017 as the Company had a net loss of 1,678.27 million Baht.
2. Proposed the shareholders to consider and approve the re-election of directors who retired by rotation as follows:

1) Mr. Skol Harnsuthivarin	Chairman, Independent Director and Chairman of Audit Committee
2) Mr. Alain Jean Pascal Dufes	Director
3) Mr. Tatsuya Konoshita	Director
4) Mrs. Sumalee Chokdeeanant	Independent Director and Audit Committee

And to appoint Mr. Tomohiko Shoji to fill the vacancy of director position (replace Mr. Patrick Fisher who resigned since 31 January 2018)

3. In order to enhance the business governance efficiency of the Board of Directors of the Company, the shareholders were proposed to consider and approve the increasing number of members who will take up director position of the Company from 12 to 13. And also approve the appointment of new director, namely, Mr. Kaname Hashimoto. The increasing number of Board of Directors to 13 members does not have any effect on the existing number of the Independent Directors and Audit Committee which currently consists of 5 persons as it is already complied with the regulations.
4. Proposed the shareholders to consider and approve the appointment of E Y Office Limited to be the Company's external auditor for the 12th consecutive year with the proposed remunerations of 6,350,000 Baht per annum (excluding other expenses) which increases for 1.65 Baht from last year due to the increase in scope of work to perform financial statement consolidation for the Company and its subsidiaries in Thailand and other countries.
5. Proposed the shareholders to consider and approve remuneration of Directors and Audit Committee for the year 2018 which consists of monthly remuneration for only Independent Directors and meeting allowance for Board of Directors and Audit Committee as follows:

-Monthly remuneration only for Independent Director 70,000 Baht person per month

-Meeting allowance for Board of Directors: payable pursuant to the actual number of meeting attendance as follows:

- Chairman of the Board: 30,000 Baht per attendance
- Board members: 20,000 Baht per member per month

-Meeting allowance for Audit Committee: payable pursuant to the actual number of meeting attendance as follows:

- Chairman of Audit Committee: 20,000 Baht per attendance
- Audit Committee member: 10,000 Baht per member per attendance

-Other remuneration: -none-

6. Proposed the shareholders to consider and approve the amendment of the Company's Articles of Association Article no. 24 to additionally include the alternative of e-meetings for the Company as follows:

"Article 24 Notice of the Meeting and Meeting via electronic means.

In calling the Board of Directors' meeting, the Chairman or any person(s) entrusted by the Chairman shall send a notice of the meeting at least 7 days before the date of the meeting. However, in case of necessity or urgency for the purpose of preserving the rights or benefits of the Company, the summoning of the meeting may be made by other means and the date of the meeting may be fixed to be earlier.

Where deemed appropriate, the Chairman or any person(s) entrusted by the Chairman, the meetings of the Board of Directors may be held via electronic means, provided that such meetings shall be in accordance with laws, regulations, notifications, requirements or any other relevant rules that are currently applicable or may be enforced or amended in the future.

The notices of the Board meetings may be served via electronic means, subject to applicable laws."

7. The AGM2018 is proposed to be held on Thursday 26 April, 2018 at 10.00 a.m. at the Miracle Grand Convention Hotel, Magic 2 Room, 2nd floor, No. 99 Kamphaeng Phet 6 Rd, Laksi, Bangkok 10210.

The record date to determine the shareholders' right to participate in the AGM is set to be on 30 March, 2018. The agenda for AGM 2018 is to be as follows:

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| Agenda 1 | To certify the Minutes of the Annual General Meeting of the shareholders 2017 held on 26 April, 2017 |
| Agenda 2 | To acknowledge Director's Annual Report and approve the audited balance sheet and income statements and acknowledge auditor's report ending 31 st December, 2017 |
| Agenda 3 | To consider and approve no dividend payment for FY2017 |
| Agenda 4 | To consider and approve the re-election of directors who retired by rotation and appointment of new director to fill the vacancy of director position |
| Agenda 5 | To consider and approve the increasing number of the Board of Directors and appointment of new Directors |
| Agenda 6 | To consider and approve the appointment of external auditor and to determine their remunerations for FY2018 |
| Agenda 7 | To consider and approve the remunerations of the Board of Directors and the Audit Committee for FY2018 |

Agenda 8 To consider and approve the amendment of the Company's Articles of Association

Agenda 9 To consider any other business (if any)

8. Pursuant to the Company's providing advance opportunity during 1 October – 31 December, 2017 for the shareholders to propose agenda or nominate person to be appointed as Director to be put into the 2018AGM agenda, there has been no agenda or any nomination proposed.

Please be informed accordingly.

Yours sincerely,

Mr. Tatsuya Konoshita

Chief Executive Officer