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GRAMMY 002/2017

6 March 2017

Subject : Disclosure of the resolutions of the Board of Directors Meeting No.2/2017 re: Amendment of the Company's Objectives and the Company's Memorandum of Association, Article 3 Objectives of the Company, and the amendment to the agenda items to be discussed at the 2017 Annual General Meeting of Shareholders.

To: The President
The Stock Exchange of Thailand

Reference: Letter to the Stock Exchange of Thailand No. GRAMMY001/2017 dated 27 February 2017, re: Disclosure of the resolutions of the Board of Directors Meeting No.1/2017 re: determination of the 2017 Annual General Meeting of Shareholders date and the omission of dividend payment for the 2016 operational performance.

Reference is made to the fact that, on 27 February 2017, GMM Grammy Public Company Limited ("**Company**") informed the Stock Exchange of Thailand of the agenda items to be discussed at the 2017 Annual General Meeting of Shareholders (as referred to in the Reference). The Company hereby informs you that the Board of Directors Meeting No. 2/2017 held on 6 March 2017, resolved to approve the following additional agenda items and further propose to the Shareholders' meeting for approval:

1. Agreed to amend the Company's Objectives, details of which are as follows:

(1) To insert two clauses of objectives from 56 clauses to 58 clauses as follows:

Clause 57 To engage in the business of direct marketing

Clause 58 To engage in the business of the sale of dietary supplements, analeptics, and stimulants for human and animals

The Company would like to insert Clause 57 to its objectives, due to the Company presently engages the business of direct marketing and the Company already requested for permission from the Office of Consumer Protection Board to engage such business. This is pursuant to the rules of Department of Business Development regarding the specification of objectives of the Company specifying that the objectives requiring permission from the relevant authority shall be approved before the Company registers such objectives with the Department of Business Development.

For the additional Clause 58, the Company presently engages this business. Therefore, the Company would like to insert this clause to its objectives in order that the objectives will cover all businesses of the Company.

(2) To amend four clauses of objectives in order to make them properly complete, clear and do not contain any redundancy, from the existing clauses to be as follows:

- Clause 48 To engage in the businesses of transferring, accepting transfers of, purchasing, or procuring by any other means, manufacturing, manufacturing to order, recording, selling, or distributing to the public, the copyright works and intellectual property rights for the commercial interests by mean of duplication, modification, public distribution, renting out, and providing interests derived from providing copyrights to other persons, as well as providing other persons with the exclusive or non-exclusive rights with respect to the copyright works and intellectual property rights by any means, within the country and abroad, including initiating legal action in order to prevent ~~and suppress~~ the infringement of the rights over the copyright works and intellectual property, and claiming for damages resulting from any such infringement
- Clause 49 To engage in the business of telecommunications, transmission, broadcasting, or accepting broadcast of marks, signals, letters, numbers, pictures, sounds, codes, or other means which can convey meanings via one or all of the following systems: wire or wireless systems, frequency systems, light systems, electromagnetic systems, or other systems, including providing services involving the transmission and reception of radio broadcasting, television broadcasting services, radio broadcasting services, wire broadcasting services, wire radio broadcasting services, cable TV services, satellite communication systems, and other communication systems; ~~as well as to engage in the business of internet transactions, E-commerce, and all types of other electronic transactions within the country and abroad~~
- Clause 51 To engage in the business of accepting payment for products and services, ~~including to undertake fiduciary services and manage the interests and property of others~~
- Clause 53 To engage in the business of electronic commerce ~~and internet transactions, E-commerce, and all types of other electronic transactions within the country and abroad~~

(3) To cancel two clauses of objectives as follows:

- Clause 20 To operate ice factories
- Clause 27 To engage in the business of offering tours and all other businesses related to the tourism industry

The Company would like to cancel such two clauses of objectives due to the reason that the rules of Office of the Central Company and Partnership provided that the licenses of such two kinds of business is required in order to conduct business.

In this regard, the person delegated by the Board of Directors who has the duty to register the amendment of the objectives at the Department of the Business Development, Ministry of Commerce, shall be authorized to amend the details in the amended objectives in line with the registrar's order

2. Agreed to amend Clause 3 of the Memorandum of Association in order to be in line with the amendment of the Company's objectives.

In this regard, the person delegated by the Board of Directors who has the duty to register the amendment of the Memorandum of Association at the Department of the Business Development, Ministry of Commerce, shall be authorized to amend the terms in the Memorandum of Association in line with the registrar's order.

3. Approved the addition and amendment to agenda items to be discussed at the 2017 Annual General Meeting of Shareholders, in order to approve the following agenda items:
- 2.1) To certify the Minutes of the 2016 Annual General Meeting of Shareholders convened on 29 April 2016.
 - 2.2) To acknowledge the declaration of the 2016 operational results and the Company's Annual Report.
 - 2.3) To approve the Statements of Financial Position and the Comprehensive Income Statements for the fiscal year ending 31 December 2016.
 - 2.4) To approve the profit apportionment as statutory reserve fund from the 2016 operational results.
 - 2.5) To approve the omission of dividend payment from the 2016 operational results.
 - 2.6) To approve the appointment of directors in place of those who are due to retire by rotation.
 - 2.7) To approve the amendment of authorized directors of the Company.
 - 2.8) To approve the remunerations of the Board of Directors and subcommittees for the year 2017.
 - 2.9) To approve the appointment of the auditors and the determination of the audit fee for the year 2017.
 - 2.10) To approve the amendment of the Company's Objectives and the Company's Memorandum of Association, Article 3 Objectives of the Company.
 - 2.11) Other matters. (if any).

For the place, date, and time of the meeting will remain unchanged which are Friday 28 April 2017 from 2:00 p.m., at the Auditorium Room, 21st floor of GMM Grammy Place, located at 50 Sukhumvit 21 Road (Asoke), Khlongtoeinuea, Wattana, Bangkok. The Record Date on which shareholders have the right to attend 2017 Annual General Meeting of Shareholders will be on 14 March 2017, and the Share Registration Book Closing Date will be on 15 March 2017 for gathering shareholders' names under the Section 225 of the Securities and Exchange Act B.E. 2535 (Amended B.E. 2551). The details of agendas will be shown in the AGM invitation letter and will be shown in the Company's website <http://www.gmmgrammy.com> onward.

Please be informed accordingly.

Sincerely yours,

(Mrs. Karnsuda Sansuthi)
Chief Financial Officer
Authorized Person for Information Disclosure