

AFF011/2008

April 24, 2008

Re: Notification of the Resolutions of the Annual General Meeting for Shareholders  
No. 1/2008  
CP ALL Public Company Limited

To: The President  
The Stock Exchange of Thailand

The Annual General Meeting of Shareholders No. 1/2008 of CP All Public Company Limited (the Company) held on April 24, 2008 at 2:00 pm, Meeting Room no. 1111A on 11<sup>th</sup> floor, C.P. Tower Building, 313 Silom Road, Silom, Bangrak, Bangkok has passed the following resolutions:

1. Adopted the minutes of the Extraordinary Meeting of Shareholders No. 1/2007 held on June 27, 2007.

The Meeting adopted the minutes of the Extraordinary Meeting of Shareholders No. 1/2007 by majority votes of shareholders who attended the Meeting and cast their votes, all together 2,846,278,084 votes.

Approved	2,846,278,084	votes or	100.00 %
Disapproved	-	votes or	- %
Abstained	-	votes	

2. Acknowledged the report of the Company's operations for the year 2007.
3. Approved the Balance Sheet and Income Statement for the year ended December 31, 2007.

The Meeting approved the Balance Sheet and Income Statement for the year ended December 31, 2007 by majority votes of shareholders who attended the Meeting and cast their votes, all together 2,846,561,586 votes.

Approved	2,834,532,096	votes or	100.00 %
Disapproved	-	votes or	- %
Abstained	12,029,490	votes	

4. Approved not to appropriate the annual net profit for legal reserve due to full appropriation of legal reserve according to the Articles of Association and approved the dividend payment for the year 2007 at Baht 0.35 (Thirty Five Satang) per share or 63 percent of net profit from separate financial statement after tax to existing shareholders of 4,470,224,988 shares and the warrant exercised from ESOP no.7/2008 on March 15, 2008 of 11,330,813 shares. Total dividend payment is Baht 1,568,544,530.35. The book closing date was on April 4, 2008 and the dividend will be paid on May 15, 2008.

The Meeting approved not to appropriate the annual net profit for legal reserve and approved the dividend payment for the year 2007 by majority votes of shareholders who attended the Meeting and cast their votes, all together 2,846,606,598 votes.

Approved	2,846,604,898	votes	or	100.00	%
Disapproved	-	votes	or	-	%
Abstained	1,700	votes			

5. Appointed directors replacing those retired by rotation.

The Meeting selected the following directors replacing those retired by rotation by majority votes of shareholders who attended the Meeting and cast their votes.

1. Mr. Prasert Jarupanich Director  
 All together 2,849,888,698 votes  
 Approved 2,802,099,498 votes or 99.01 %  
 Disapproved 28,118,400 votes or 0.99 %  
 Abstained 19,670,800 votes

2. Mr. Narong Chearavanont Director  
 All together 2,856,846,506 votes  
 Approved 2,771,560,586 votes or 97.69 %  
 Disapproved 65,615,120 votes or 2.31 %  
 Abstained 19,670,800 votes

3. Mr. Pittaya Jearavisitkul Director  
 All together 2,860,430,906 votes  
 Approved 2,812,641,706 votes or 99.01 %  
 Disapproved 28,118,400 votes or 0.99 %  
 Abstained 19,670,800 votes

4. Mr. Piyawat Titasattavorakul Director  
 All together 2,860,434,906 votes  
 Approved 2,812,645,706 votes or 99.01 %  
 Disapproved 28,118,400 votes or 0.99 %  
 Abstained 19,670,800 votes

6. Approved the remuneration of directors which the rate is unchanged since May 1, 2004 as follows:

	Baht/person/month
Chairman of the Audit Committee and Independent Director	100,000
Audit Committee and Independent Directors	80,000
Chairman of the Board	100,000
Vice Chairman of the Board	80,000
Directors	40,000

The Meeting approved the remuneration of directors by vote of not less than two-thirds of the total number of votes of the shareholders who attended the Meeting, all together 2,860,434,906 votes

Approved	2,839,608,671	votes	or	99.27	%
Disapproved	9,847,800	votes	or	0.35	%
Abstained	1,700	votes	or	0.00	%
Not entitled to vote	10,976,735	votes	or	0.38	%

7. Approved the appointment of auditors: Mr. Charoen Phosamritlert, C.P.A. (Thailand) Registration No. 4068, Ms. Somboon Supasiripinyo, C.P.A. (Thailand) Registration No. 3731, Mr. Vairoj Jindamaneepitak, C.P.A. (Thailand) Registration No. 3565 and Ms. Pantip Gulsantithamrong, C.P.A. (Thailand) Registration No. 4208 of KPMG Phoomchai Audit Ltd. as the Company's auditors for the year 2008 by stipulating that any of the auditors has authority to audit and express opinion on the Company's financial statements. The annual remuneration for audit services of Baht 4,000,000 includes annual auditing of the Company separate and consolidated financial statements and quarterly reviewing of the above mentioned financial statements for 3 quarters.

The Meeting approved the appointment of auditors and the annual remuneration for audit services by majority votes of shareholders who attended the Meeting and cast their votes, all together 2,860,434,906 votes.

Approved	2,860,434,906	votes	or	100.00	%
Disapproved	-	votes	or	-	%
Abstained	-	votes			

Please be informed accordingly.

Sincerely yours,

(Mr. Kriengchai Boonpoapichart)  
Head of Finance and Investor Relations  
Authorized to sign on behalf of the Company