

AFF010/2009

April 23, 2009

Re: Notification of the Resolutions of the Annual General Meeting for Shareholders
No. 1/2009
CP ALL Public Company Limited

To: The President
The Stock Exchange of Thailand

The Annual General Meeting of Shareholders No. 1/2009 of CP All Public Company Limited (the Company) held on April 23, 2009 at 2:00 pm, Meeting Room no. 1111AB on 11th floor, C.P. Tower Building, 313 Silom Road, Silom, Bangrak, Bangkok has passed the following resolutions:

1. Adopted the minutes of the Annual General Meeting of Shareholders No. 1/2008 held on April 24, 2008.

The Meeting adopted the minutes of the Annual General Meeting of Shareholders No. 1/2008 by vote casting from shareholders who attended the Meeting, all together 3,425,553,495 votes.

Approved	3,425,553,495	votes or	100.00 %
Disapproved	-	votes or	- %
Abstained	-	votes	

2. Acknowledged the report of the Company's operations for the year 2008.
3. Approved the Balance Sheet and Income Statement for the year ended December 31, 2008.

The Meeting approved the Balance Sheet and Income Statement for the year ended December 31, 2008 by unanimous votes of shareholders who attended the Meeting and cast their votes, all together 3,429,671,590 votes.

Approved	3,429,671,590	votes or	100.00 %
Disapproved	-	votes or	- %
Abstained	11,229,190	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 2008 at Baht 0.60 (Sixty Satang) per share or 72 percent of net profit from separate financial statement after tax to shareholders of 4,493,148,024 shares. Total dividend payment is Baht 2,695,888,814.40. The Company has scheduled the Record Date on March 16, 2009 for determining the rights of shareholders entitled to attend the Annual General Meeting of Shareholders No. 1/2009 and to receive dividend; March 17, 2009 shall be the date for collecting shareholders' names as specified under Section 225 of the Securities and Exchange Act. The dividend will be paid on May 15, 2009.

The Meeting approved not to appropriate the annual net profit for legal reserve and approved the dividend payment for the year 2008 by

unanimous votes of shareholders who attended the Meeting and cast their votes, all together 3,443,431,925 votes.

Approved	3,443,431,925	votes	or	100.00	%
Disapproved	-	votes	or	-	%
Abstained	-	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. Dhanin Chearavanont Chairman
 All together 3,443,540,425 votes
 Approved 3,401,500,200 votes or 98.78 %
 Disapproved 42,040,225 votes or 1.22 %
 Abstained 4,000 votes

2. Mr. Korsak Chairasmisak Vice Chairman
 All together 3,443,464,625 votes
 Approved 3,443,464,625 votes or 100.00 %
 Disapproved - votes or - %
 Abstained 79,800 votes

3. Mr. Umroong Sanphasitvong Director
 All together 3,443,464,625 votes
 Approved 3,441,514,025 votes or 99.94 %
 Disapproved 1,950,600 votes or 0.06 %
 Abstained 79,800 votes

4. Mr. Soopakij Chearavanont Director
 All together 3,443,464,625 votes
 Approved 3,379,360,000 votes or 98.14 %
 Disapproved 64,104,625 votes or 1.86 %
 Abstained 79,800 votes

6. Approved the remuneration of directors as follows:

6.1 Monthly remuneration which has been unchanged since the approval of the Annual General Meeting of Shareholders No. 1/2004 on April 28, 2004

	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

6.2 Bonus at the rate of 0.50 percent of dividend paid to shareholders in which Chairman will consider and appropriately allocate to each director accordingly.

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 3,443,547,305 votes

Approved	3,432,184,534	votes or	99.67 %
Disapproved	-	votes or	- %
Abstained	6,000	votes or	0.00 %
Not entitled to vote	11,356,771	votes or	0.33 %

7. Approved the appointment of auditors: Mr. Charoen Phosamritlert, C.P.A. (Thailand) Registration No. 4068, Mr. Vairoj Jindamaneepitak, C.P.A. (Thailand) Registration No. 3565 and Ms. Bongkot Amsageam, C.P.A. (Thailand) Registration No. 3684 of KPMG Phoomchai Audit Ltd. as the Company's auditors for the year 2009 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 4,100,000 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 unanimous votes of shareholders who attended the Meeting and cast their votes, all together 3,443,556,488 votes.

Approved	3,443,556,488	votes or	100.00 %
Disapproved	-	votes or	- %
Abstained	6,000	votes	

8. Acknowledged the progress of the entering into the connected transaction and the acquisition and disposition of assets regarding the supercenter business abroad of the Company and its subsidiaries; wherein, the Company and Lotus Distribution Investment Limited had disposed the total interests in Shanghai Lotus Supermarket Chain Store Co., Ltd. (SLSC) to Chia Tai Enterprises International Limited according to the resolution of the Extraordinary Meeting of Shareholders No. 1/2007 on June 27, 2007. The completion of the transactions took place on October 31, 2008. Pursuant to such completion, Yangtze Supermarket Investment Co., Ltd. and SLSC are no longer to be the Company's subsidiaries, and the Company is currently free from outstanding obligation, in proportion to its shares ownership, upon financial assistance in SLSC.

Please be informed accordingly.

Sincerely yours,

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