

February 21, 2014

Subject: The 2014 Annual General Meeting (“AGM”) and Dividend Payment

**To: President
The Stock Exchange of Thailand**

The Board of Directors’ Meeting of Laguna Resorts & Hotels Public Company Limited (“Company”) No. 1/2014 held on February 21, 2014 resolved the following significant matters:

1. Agreed to propose in the AGM to acknowledge the Company’s 2013 business operations report
2. Agreed to propose in the AGM to approve the Company’s audited financial statements for the year ended December 31, 2013 with the auditor’s report thereon.
3. Agreed to propose in the AGM to appropriate the retained earnings for the year ended December 31, 2013 as follows:
 - a. Dividend payment to shareholders in the amount of Baht 0.34 per share for 166,682,701 shares, totaling Baht 56,672,118.34.
 - b. Unappropriated retained earnings to be carried forward.

The Board fixed the record date on which the shareholders are entitled to receive dividend to be on May 6, 2014 and fixed the share register book closing date on which the shareholder list as specified under Section 225 of the Securities and Exchange Act shall be compiled to be on May 7, 2014. Dividend payment will be made on May 21, 2014.

4. Agreed to propose in the AGM to re-elect all 4 directors (namely Mr. Vudhiphol Suriyabhivadh, Mr. Ho KwonCjan, Mr. Shankar Chandran and Mr. Stuart David Reading) who are due to retire for another term of their directorships, as recommended by the Nomination and Remuneration Committee.

5. Agreed to propose in the AGM to approve the remuneration for the directors of the Board and directors who are members of the Audit and Risk Committee and/or Nomination and Remuneration Committee as follows:

Board of Directors

Position	Remuneration / Meeting / Person (Baht)	Spa & Gallery Vouchers / Year / Person
Chairman of the Board	247,000	-
Deputy Chairman of the Board	205,000	-
Independent Director	165,000	USD2,000 (Approximately THB 60,000)
Non-Executive Director	165,000	USD2,000 (Approximately THB 60,000)
Executive Director	108,000	-

Audit and Risk Committee

Position	Remuneration / Meeting / Person (Baht)
Chairman	82,000
Member	42,000

Nomination and Remuneration Committee

Position	Remuneration / Meeting / Person (Baht)
Chairman	82,000
Member	42,000

The proposed remuneration will be effective from January 1, 2014 and for each ensuing year, unless or until resolved otherwise by a general meeting of the shareholders of the Company.

6. Agreed to propose in the AGM to appoint Mr. Sophon Permsirivallop, CPA No. 3182 and/or Ms. Rungnapa Lertsuwankul, CPA No. 3516 and/or Ms. Rosaporn Decharkom, CPA No. 5659 and/or Ms. Pimjai Manitkajohnkit, CPA No. 4521 of Ernst & Young Office Limited to be the Company's auditor for the year 2014 with total remuneration not exceeding Baht 670,000 per year.
7. Agreed to propose in the AGM to certify the minutes of the 2013 Annual General Meeting.
8. Approved for the AGM to be held at 14:30 hrs. on Tuesday, April 22, 2014 in Banyan Ballroom on the 10th Floor of the Banyan Tree Hotel located at No. 21/100, Thai Wah Tower II, South Sathorn Road, Tungmahamek Sub-district, Sathorn District, Bangkok 10120.

The Board fixed the record date on which the shareholders are entitled to attend the AGM to be on March 12, 2014 and fixed the share register book closing date on which the shareholder list as specified under Section 225 of the Securities and Exchange Act shall be compiled to be on March 13, 2014.

9. Approved the following agenda for the AGM:
 1. To consider and certify the minutes of the 2013 Annual General Meeting
 2. To consider and acknowledge the Company's 2013 business operations report
 3. To consider and approve the Company's audited financial statements for the year ended December 31, 2013 with the auditor's report thereon
 4. To consider and approve the payment of dividend
 5. To consider and approve matters relating to directorships of the Company
 - 5.1 Election of new directors to succeed those who will be retiring on completion of their terms
 - 5.2 Remuneration for the directors of the Board and directors who are members of the Audit and Risk Committee and/or the Nomination and Remuneration Committee

6. To consider and approve the appointment of an auditor and determination of its remuneration for the year 2014
7. To consider any other appropriate business, if any

Please be informed accordingly

Yours sincerely,

(Mr. Kuan Chiet)
Senior Assistant Vice President - Group Asset Management,
Development & Special Projects