



Thai Airways International Public Company Limited
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(Translation)

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23 February 2015

Subject : Suspension of dividend payment and the date set for the 2015 Annual General Shareholders' Meeting of Thai Airways International Public Company Limited

To : President,
The Stock Exchange of Thailand

Thai Airways International Public Company Limited ("the Company") held the Board of Directors Meeting No. 2/2014 on 23 February 2015, at the Conference Room, 22nd Floor, Head Office Building, No. 89 Vibhavadi Rangsit Road, Khwaeng Jompol, Khet Chatuchak, Bangkok Metropolis. At the Board Meeting, the Board of Directors has passed the resolutions, which will be proposed to the shareholders for approval during the 2015 Annual General Shareholders' Meeting ("AGM") with details as follows ;

1. Suspension of dividend payment in respect of the Company's business operations for the year 2014

2. Setting of the Board of Directors' remunerations for the period from 1 May 2015 to 30 April 2016 which comprises remunerations and meeting allowances with details as follows:

- Each Board member will receive monthly remuneration of Baht 50,000 per month and meeting allowance of Baht 30,000 per each meeting attendance. Should there be more than 1 meeting per month, a Board member will receive meeting allowance of Baht 30,000 only. The Chairman of the Board of Directors will receive meeting allowance of 25% more than that of the other Board members and the Vice Chairman will receive meeting allowance of 12.5% more than that of the other Board members. All remunerations and meeting allowances are subject to income tax to be paid by Board members.

- In such case where a Board member is appointed by the Board of Directors or its Chairman to be a member of committee, sub-committee and member of working groups of the Company, such Board member will receive additional meeting allowance of Baht 10,000 per meeting. Should such committee, sub-committee and working groups have more than 1 meeting per month, such Board member will receive meeting allowance of Baht 10,000 only.

- Audit Committee will receive meeting allowance on a monthly basis at the same rate as that of the Board members. The Chairman of the Audit Committee will receive meeting allowance of 25% more than that of the other members. The meeting allowance will also be paid for the month during which no meeting is held.

The above remunerations and meeting allowances are the same rate as that of the previous year.

The Board of Directors has decided not to propose annual bonus for Board of Directors and not to propose benefit in air tickets for Board of Directors for the year 2015.

3. Appointment of an auditor and setting the audit fee for 2015 as proposed by the Audit Committee as follows:

3.1 Appointment of the Office of the Auditor General of Thailand to be the Company's auditor for the year 2014.

3.2 The audit fee for the Company's financial statements of 2015 and verification of quarterly financial statements are: Baht 2,500,000 for the annual audit fee and Baht 350,000 per quarter for verification of the Company's quarterly financial statements which are 3 quarters in total, totaling to Baht 3,550,000. This rate is the same rate as that of the previous year.

Therefore, the Board of Directors has passed a resolution to hold the 2015 AGM, of which details are as follows:

- The date set for the 2015 AGM is Friday, 24 April 2015 at 13.30 hrs., at Air Force Convention Hall, Paholyothin Road, Saimai District, Bangkok Metropolis.

- The names of shareholders who are entitled to attend the 2015 AGM shall be determined on Monday, 9 March 2015 and shall be compiled in accordance with Section 225 of the Securities and Exchange Act B.E.2535 (1992) by closing the share registration book on Tuesday, 10 March 2015.

- The agendas of the 2015 AGM are specified as follows:

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| Agenda 1 | Report from the Chairman |
| Agenda 2 | To consider and approve the minutes of the 2014 Annual General Shareholders' Meeting |
| Agenda 3 | To acknowledge the report on the results of operations for the year 2014 |
| Agenda 4 | To consider and approve the Balance Sheets and the Company's Profit and Loss Statements for the year 2014 |
| Agenda 5 | To consider and approve the suspension of dividend payment in respect of the Company's business operations for the year 2014 |

- Agenda 6 To consider the Directors' remunerations
- Agenda 7 To consider the appointment of an auditor and determination of the audit fee
- Agenda 8 To consider the election of Directors
- Agenda 9 Other Business (if any)

In addition, in order to promote good corporate governance practice regarding the equitable treatment of shareholders, the Company had provided an opportunity for the shareholders to propose matters to be included as agenda of the meeting, as well as to propose qualified candidates to be elected as the Company's director at the 2015 AGM in advance from 22 September 2014 to 31 December 2014 on the Company's website and Prachachat Business newspaper, issued on 9 October 2014. Nevertheless, no proposal of agenda or proposal of a candidate to be elected as a director had been proposed by the shareholders.

The Board of Directors shall consider a list of qualified candidates to be nominated as members of the Board in the next meeting.

This matter is being reported for your information.

Yours sincerely,

Suvmol Bualerd

(Mrs. Suvmol Bualerd)
Vice President, Corporate Secretariat