

(Translation)

Nor. 7/2009

March 19, 2009

Subject : Notification on the resolutions of the Board of Directors' Meeting No. 3/2009
(Setting the date of Annual General Shareholders' Meeting , the dividend payment , the nullification of Company's Article of Association No. 58)

To : Director and Manager
The Stock Exchange of Thailand

The resolution resolved in the Meeting of the Board of Directors' Meeting of Saha-Union Public Company Limited (SU) No. 3/2009 held on Thursday 19 March, 2009 from 10.00 a.m. to 12.10 p.m. at the 8th floor Meeting room of Saha-Union Building, No. 1828 Sukhumvit Road, Bangchak, Prakhnong, Bangkok, were:-

1. Defined duty and responsibility of Audit Committee (The details were described in Form F24-1)

2. Define the closing date of the share registration was set from April 3, 2009 to the end of the Shareholders' Meeting, to enable the holders of normal shares as listed on the closing date in the share registration book to participate in the Annual General Shareholders' Meeting No. 16 and to have the right to receive dividends for the year 2008.

3. Proposed the shareholders to approve the Balance Sheet, Profit and Loss Accounts for the year ended December 31, 2008.

4. Proposed the shareholders to appropriate the net profit for the year 2008 to legal reserved at 10% and the remaining net profit will be accumulated with retained earnings, appropriated to the dividend payment to shareholders at Baht 1 (one Baht) per share, amounting to Baht 300,000,000 (Three hundred million Baht). The dividend will be paid to the shareholders whose name appeared in the registration book on April 3, 2009

The right to receive dividends was pending for the approval from the shareholders' Meeting. The Thailand Securities depository Co., Ltd. (TSD) would send dividends to the shareholders within 1 month beginning April 23, 2009.

5. Proposed the shareholders' to concur with the Nomination and Remuneration Committee's opinion, which did not include the nominated director, to define the number of directors to be 15 persons and to reappoint the following 5 directors whose terms were due to expire :-

1. Mr.Damri	Darakananda	Chairman
2. Miss Sriwarin	Jirapakkana	Vice Chairman
3. Mr. Prajuab	Reonchaidee	Independent Director
4. Mr. Vacharaphong	Darakananda	Director
5. Mr. Nantiya	Darakananda	Director

These directors have been individually and thoroughly examined to be highly knowledgeable and capable.

6. Proposed the shareholders to define the authorities of the Directors as follow:- "Two Directors jointly sign with Company seal, except Mr.Sompop Amatayakul ,

Mrs. Araya Arunanondchai , Miss Pakinee Pruthidhamrong , Mr. Chakchai Panichapat and Mr. Prajuab Reonchaidee who were Audit Committee and/or Independent Directors.”

7. Proposed the 2009 Directors’ remuneration, proposed by the Nomination and Remuneration Committee at not exceeding Baht 20,000,000 per annum.

8. Proposed the appointment of Mr. Supachai Phanyawattano or Miss Siraporn Ouuanunkun or Miss Thipawan Nananuwar, from Ernst & Young office Limited, the auditor office approved by the Audit Committee, as the Company’s 2009 auditor (for the 3rd year). These auditors had no relationships and/or any interests with the Company / its executives / major shareholders. And proposed the remuneration for the Company’s auditors including reviewing the 3 quarter financial statements at Baht 1,170,000 per annum, which was higher than the year 2008 at Baht 70,000.

9. Proposed the shareholders to nullify Company’s Article of Association Clause 58 thus : “In the event that the Company or its subsidiary enter into any connected transaction, acquisition or disposition of substantial assets of the Company or the subsidiary pursuant to the definitions and regulations prescribed under the notifications of the Stock Exchange of Thailand applicable to the connected transaction or the acquisition or disposition of substantial assets; the Company shall comply with the regulations and procedures as stipulated by the said notifications”.

10. Proposed to hold the Annual General Shareholders’ Meeting No. 16 on Thursday, April 23, 2009 at 10.30 a.m., at the Meeting room of Saha-Union Building No. 1828 Sukhumvit Rd., Bangchak, Phrakonong, Bangkok, with the follows agendas :-

Agenda 1 Consideration and approval of the Minutes of the Annual General Meeting of Shareholders No. 15

The Directors’ opinion : Proposed the shareholders to approve the above minutes.

Agenda 2 Acknowledging Directors’ report on the past year’s performance.

The Directors’ opinion : Proposed the shareholders to approve the above report.

Agenda 3 Consideration and approval of the Balance Sheet and Profit and Loss Accounts for the year ending December 31, 2008

The Directors’ opinion : Proposed the shareholders to approve the above financial statements approved by the auditor.

Agenda 4 Appropriation of profit and dividend payment for the year 2008.

The Directors’ opinion : Proposed the shareholders to appropriate the net profit for the year 2008 to legal reserved at 10% and the remaining net profit will be accumulated with retained earnings, appropriated to the dividend payment to shareholders at Baht 1 (one Baht) per share, amounting to Baht 300,000,000 (Three hundred million Baht). The dividend will be paid to the shareholders whose name appeared in the registration book on April 3, 2009

The right to receive dividends was pending for the approval from the shareholders’ Meeting. The Thailand Securities depository Co., Ltd. (TSD) would send dividends to the shareholders within 1 month beginning April 23, 2009.

Agenda 5 Consideration on the Company's Directors, their authority and remuneration.

The Directors' opinion : There are 15 Directors, proposed the shareholders' to concur with the Nomination and Remuneration Committee's opinion, which did not include the nominated director to reappoint the following 5 directors whose terms were due to expire :-

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|---------------------|-------------|----------------------|
| 1. Mr.Damri | Darakananda | Chairman |
| 2. Miss Sriwarin | Jirapakkana | Vice Chairman |
| 3. Mr. Prajuab | Reonchaidee | Independent Director |
| 4. Mr. Vacharaphong | Darakananda | Director |
| 5. Mr. Nantiya | Darakananda | Director |

These directors have been individually and thoroughly examined to be highly knowledgeable and capable. (The CVs of the 3 Directors were listed as Appendixes 3,4 and 5)

And proposed authorities of directors as follows : "Two Directors jointly sign with Company seal, except Mr.Sompop Amatayakul , Mrs. Araya Arunanondchai , Miss Pakinee Pruthidhamrong and Mr. Chakchai Panichapat and Mr. Prajuab Reonchaidee who were Audit Committee and/or Independent Directors."

The Meeting was proposed to approve proposed the 2009 Directors' remuneration at not exceeding Baht 20,000,000 per annum, proposed by the Nomination and Remuneration Committee.

Agenda 6 Proposed the appointment and remuneration of the auditor for the year 2009.

The Directors' opinion : Proposed the appointment of Mr. Supachai Phanyawattano or Miss Siraporn Ouuanunkun or Miss Thipawan Nananuwar, from Ernst & Young office Limited, the auditor office approved by the Audit Committee, as the Company's 2009 auditor (for the 3rd year). These auditors had no relationships and/or any interests with the Company / its executives / major shareholders. And proposed the remuneration for the Company's auditors including reviewing the 3 quarter financial statements at Baht 1,170,000 per annum, which was higher than the year 2008 at Baht 70,000.

Agenda 7 To nullify Company's Article of Association Clause 58

The Directors' opinion : Proposed the shareholders' to consider the cancellation of the Article of Association Clause 58 thus : "In the event that the Company or its subsidiary enter into any connected transaction or disposition of substantial assets of the Company or the subsidiary pursuant to the definitions and regulations prescribed under the notifications of the Stock Exchange of Thailand applicable to the connected transaction or the acquisition or disposition of substantial assets; the Company shall comply with the regulations and procedures as stipulated by the said notifications".

The Company has to follow the regulation of SEC's Act, BE. 2551 (No. 4) which already specify the above matter;

therefore, there is not necessary to include it in the Company's Article of Association.

13. The Company would like to inform that we have disclosed the notice of the Annual General Shareholders' Meeting No. 16, together with all related documents on Company website <http://www.sahaunion.co.th> since March 23, 2009 for shareholders' acknowledgment.

Please be informed accordingly.

Yours sincerely,
-Signature-
Dr. Thitivat Suebsaeng
President