

( Translation )

Nor. 9/2010

March 18, 2010

Subject : Setting the date of Annual General Shareholders' Meeting and the dividend payment

To : Director and Manager  
The Stock Exchange of Thailand

Enclosure : The agendas of the Annual General Shareholders' Meeting No. 17

The resolution resolved in the Meeting of the Board of Directors' Meeting of Saha-Union Public Company Limited (SUC) No. 3/2010 held on Thursday 18 March, 2010 at 10.00 a.m. at the 8<sup>th</sup> floor Meeting room of Saha-Union Building, No. 1828 Sukhumvit Road, Bangchak, Prakanong, Bangkok, were as follows :-

**1.** The closing date of the share registration was set from April 2, 2010 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 participate in the Annual General Shareholders' Meeting No. 17 and have the right to receive dividends for the year 2009.

**2.** The Board of Directors resolved to propose the following to the shareholders' consideration in the Annual General Shareholders' Meeting as follows :-

**2.1** Proposed the shareholders to approve the Balance Sheet, Profit and Loss Accounts for the year ended December 31, 2009.

**2.2** Proposed the shareholders to appropriate the net profit for the year 2009 as legal reserve at 25% of the registered capital, equivalent to Baht 62,887,631 and the dividend payment to shareholders at Baht 1.50 per share, amounting to Baht 450 million. The remaining profit was to be reserved as retained earnings. The dividend will be paid to shareholders whose names appeared in the registration book on April 2, 2010 and 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 shareholders within 1 month beginning April 22, 2010.

**2.3** The Board of Directors, excluding directors who have connected interest, resolved to propose to the shareholders' to reappoint the following 5 directors whose terms were due to expire :-

- |                     |               |
|---------------------|---------------|
| 1. Mr. Panas        | Simasathien   |
| 2. Miss Araya       | Arunanondchai |
| 3. Mr. Chakchai     | Panichapat    |
| 4. Mr. Thitivat     | Suebsaeng     |
| 5. Mr. Aksornprasit | Darakananda   |

These directors have been individually and thoroughly examined by the Nomination and Remuneration Committee to be highly knowledgeable and capable.

**2.4** Proposed the shareholders to define the authorities of Directors as follows:- "Two Directors jointly sign with Company seal, except Mr.Sompop Amatayakul , Mrs. Araya Arunanondchai , Miss Pakinee Pruthidhamrong , Mr. Chakchai Panichapat and Mr. Yanyong Tangchitkul who were Audit Committee and/or Independent Directors."

**2.5** Proposed the 2010 Directors' remuneration as approved by the Nomination and Remuneration Committee at the identical and not exceeding amount of Baht 20,000,000.

**2.6** Proposed the appointment of Mr. Supachai Phanyawattano (certified auditor No. 3930) and/or Mr. Termpong Opanaphunt (certified auditor No. 4501) and/or Miss Tippawan Nananuwat (certified auditor No. 3459) and/or Mr. Kisada ledwana (certified auditor No. 4958) from Ernst & Young Office Limited, the auditor office approved by the Audit Committee, as the Company's 2010 auditor (for the 4<sup>th</sup> 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 at Baht 1,600,000 per annum or Baht 430,000 above last year.

**2.7** Proposed to hold the Annual General Shareholders' Meeting No. 17 on Thursday, April 22, 2010 at 10.30 a.m., at the Meeting room of Saha-Union Building No. 1828 Sukhumvit Rd., Bangchak, Phraknong, Bangkok. The Company's secretary was assigned to send the notice of the Meeting (as enclosed) to the shareholders.

**3.** The Company will disclose the notice of the Annual General Shareholders' Meeting No. 17, together with all related documents on Company website <http://www.sahaunion.co.th> since March 22, 2010 for shareholders' acknowledgment.

Please be informed accordingly.

Yours sincerely,  
-Signature-  
Dr. Thitivat Suebsaeng  
President

**The agendas of the Annual General Shareholders' Meeting No. 17  
Saha-Union Public Company Limited**

**Agenda 1 Consideration and approval of the Minutes of the Annual  
General Shareholders' Meeting No. 16**

**The Directors' opinion**

Proposed the shareholders to approve the above minutes.

**Agenda 2 Acknowledgment of Directors' report on last 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, 2009**

**The Directors' opinion**

Proposed the shareholders to approve the above financial statements as approved by the auditor.

**Agenda 4 Appropriation of profit and dividend payment.**

**The Directors' opinion**

Proposed the shareholders to appropriate the net profit for the year 2009 as legal reserved at Baht 62,887,631 and the dividend payment to shareholders at Baht 1.50 per share, amounting to Baht 450 million. The remaining profit was to be reserved as retained earnings. The dividend will be paid to shareholders whose names appeared in the registration book on April 2, 2010 and 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 shareholders within 1 month beginning April 22, 2010.

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

**5.1 Consideration on the Company's Directors**

**The Directors' opinion**

Proposed the shareholders' to reappoint the following 5 directors whose terms were due to expire :-

- |                     |               |
|---------------------|---------------|
| 1. Mr. Panas        | Simasathien   |
| 2. Miss Araya       | Arunanondchai |
| 3. Mr. Chakchai     | Panichapat    |
| 4. Mr. Thitivat     | Suebsaeng     |
| 5. Mr. Aksornprasit | Darakananda   |

These directors have been individually and thoroughly examined by the Nomination and Remuneration Committee to be highly knowledgeable and capable.

## **5.2 Consideration on Directors' authority**

### **The Directors' opinion**

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

## **5.3 Consideration on Directors' remuneration**

### **The Directors' opinion**

Proposed the 2010 Directors' remuneration as approved by the Nomination and Remuneration Committee at the identical and not exceeding amount of Baht 20,000,000.

## **Agenda 6 Proposed the appointment and remuneration of the auditor for the year 2010.**

### **The Directors' opinion**

Proposed the appointment of Mr. Supachai Phanyawattano (certified auditor No. 3930) and/or Mr. Termpong Opanaphunt (certified auditor No. 4501) and/or Miss Tippawan Nananuwat (certified auditor No. 3459) and/or Mr. Kisada ledwana (certified auditor No. 4958) from Ernst & Young Office Limited, the auditor office approved by the Audit Committee, as the Company's 2010 auditor (for the 4<sup>th</sup> 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 at Baht 1,600,000 per annum or Baht 430,000 above last year.