

( Translation )

Nor. 20/2008

March 20, 2008

Subject : Notification on the resolutions of the Board of Directors' Meeting No. 3/2008  
( Setting the date of Annual General Shareholders' Meeting , the dividend payment and the Chairman of the Board of Directors )

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. 3/2008 held on Thursday 20 March, 2008 at 10.00 a.m. to 12.00 a.m. at the 8<sup>th</sup> floor Meeting room of Saha-Union Building, No. 1828 Sukhumvit Road, Bangchak, Phrakonong, Bangkok, were:-

1. Approved Dr. Amnuay Viravan as Honorary Chairman and appointed Mr. Damri Darakananda as Chairman of the Company's Board of Directors, to be effective on March 20, 2008.

2. The closing date of the share registration was set on April 4, 2008 at 12.00 a.m., to the end of the Shareholders' Meeting, to enable the holders of normal shares as listed on the closing date in the book to participate in the Annual General Shareholders' Meeting No. 15 and to have the right to receive dividends.

3. Proposed the shareholders to approve the Balance Sheet, Profit and Loss Accounts for the year ended December 31, 2007

4. Proposed the shareholders to appropriate of net profit for the year 2007 to legal reserved at 10% and the remaining net profit will be accumulated as retained earnings appropriated to the dividend payment to shareholders at Baht 1.25 (One Baht and Twenty five Satang) per share, amounting to Baht 375,000,000 (Three hundred and seventy five million Baht). The dividend will be paid to the shareholders whose name appeared in the registration book on April 4, 2008 at 12.00 a.m. 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 the shareholders within 1 month beginning April 24, 2008.

5. Proposed the shareholders' to concur with the Nomination and Remuneration Committee's opinion to fix the amount of Company's directors from 25 persons to 23 persons (Mr. Songsak Thampimukvatana tendered his resignation on December 2007 and Mrs. Sirinun Sansanakom, one of seven retired directors, indicated that she did not wish to be reappointed) and reappoint the remaining 6 directors whose terms were due to expire :-

- |                   |                |   |
|-------------------|----------------|---|
| 1. Mr. Chutindhon | Darakananda    | Vice Chairman   |
| 2. Mr. Sompop     | Amatayakul     | Chairman of Audit Committee/<br>Independent director  |
| 3. Miss Pakinee   | Pruthidhamrong | Audit Committee/Independent director  |
| 4. Mr. Sumeth     | Darakananda    | Director  |
| 5. Miss Dalad     | Suptawichaikul | Director  |
| 6. Mr. Bovornrat  | Darakananda    | Director  |
| 7. Mrs. Sirinun   | Sansanakom     | Director and Secretary to the Board<br>(indicated that she would not stand for reappointment) |

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

6. Proposed the following authorities of the Directors "Two Directors jointly sign with Company seal, except Mr. Sompop Amatayakul, Mrs. Araya Arunanondchai, Miss Pakinee Pruthidhamrong and Mr. Chakchai Panichapat who were Audit Committee and/or Independent Directors."

7. Proposed the 2008 Directors' remuneration at not exceeding Baht 25,000,000. The amount, proposed by the Nomination and Remuneration Committee, was in comparison with others in the same industry while taking into consideration the future business expansion opportunities.

8. Proposed the appointment of Mr. Supachai Phanyawattano or Miss Siraporn Ouaanunkun or Miss Thipawan Nananuwar, certified accountants from Ernst & Young office Limited, the auditor office approved by the Audit Committee, as the Company's 2008 auditor (for the 2<sup>nd</sup> year). These auditors had no relationships and/or any interests with the Company / its executives / major shareholders.

And proposed the remuneration for the auditing and reviewing the 3 quarter financial statements duly approved by the Audit Committee at Baht 1,100,000 per annum (same rate)

9. Proposed to hold the Annual General Shareholders' Meeting No. 15 on Thursday, April 24, 2008 at 11.00 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. 14 |
|----------|--|

The Directors' opinion : Proposed the Meeting to approve the above minutes.

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

The Directors' opinion : Proposed the Meeting 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, 2007

The Directors' opinion : Proposed the Meeting to approve the above financial statements certified by the auditor and approved by Audit Committee.

Agenda 4 The dividend payment for the year 2007.

The Directors' opinion : Proposed the shareholders to appropriate of net profit for the year 2007 to legal reserved at 10% and the remaining net profit will be accumulated as retained earnings appropriated to the dividend payment to shareholders at Baht 1.25 (One Baht and Twenty five Satang) per share, amounting to Baht 375,000,000 (Three hundred and seventy five million Baht). The dividend will be paid to the shareholders whose name appeared in the registration book on April 4, 2008 at 12.00 a.m. 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 the shareholders within 1 month beginning April 24, 2008.

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

The Directors' opinion : Proposed the shareholders' to concur with the Nomination and Remuneration Committee's opinion to fix the amount of Company's directors from 25 persons to 23 persons (Mr. Songsak Thampimukvatana tendered his resignation on December 2007 and Mrs. Sirinun Sansanakom, one of seven retired directors, indicated that she did not wish to be reappointed) and reappoint the remaining 6 directors whose terms were due to expire :-

- |                   |                |  |
|-------------------|----------------|--|
| 1. Mr. Chutindhon | Darakananda    | Vice Chairman  |
| 2. Mr. Sompop     | Amatayakul     | Chairman of Audit Committee/<br>Independent director |
| 3. Miss Pakinee   | Pruthidhamrong | Audit Committee/<br>Independent director             |
| 4. Mr. Sumeth     | Darakananda    | Director   |
| 5. Miss Dalad     | Suptawichaikul | Director   |
| 6. Mr. Bovornrat  | Darakananda    | Director   |
| 7. Mrs. Sirinun   | Sansanakom     | Director and<br>Secretary to the Board               |

(indicated that she would not stand for reappointment)

These directors have been individually and thoroughly examined to be highly knowledgeable and capable. The Cvs of the above Directors and name list of 23 directors were listed as Appendixes No. 4, 5 and 6.

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

Proposed the 2008 Directors' remuneration at not exceeding Baht 25,000,000. The amount, proposed by the Nomination and Remuneration Committee, was in comparison with others in the same industry while taking into consideration the future business expansion opportunities.

Agenda 6 Proposed the appointment and remuneration for the 2008 auditor.  
The Directors' opinion : Proposed the appointment of Mr. Supachai Phanyawattano or Miss Siraporn Ouaanunkun or Miss Thipawan Nananuwar, certified accountants from Ernst & Young office Limited, the auditor office approved by the Audit Committee, as the Company's 2008 auditor (for the 2<sup>nd</sup> year). These auditors had no relationships and/or any interests with the Company / its executives / major shareholders.  
And proposed the remuneration for the auditing and reviewing the 3 quarter financial statements duly approved by the Audit Committee at Baht 1,100,000 per annum (same rate)

Please be informed accordingly.

Yours sincerely,  
-Signature-  
Dr. Thitivat Suebsaeng  
President