

(Translation)

April 5, 2011

Subject : Invitation to attend the 18th Annual General Meeting of Shareholders.
To : Shareholders
Enclosures : 1. Copy of the Minutes of the 17th Annual General Meeting of Shareholders on April 22, 2010.
2. CD. Annual Report, Balance Sheet and Statements of Profit and Loss for the year ending December 31, 2010.
3. C.V. of the candidates proposed for appointment as Directors and list of the Company Directors.
4. Definition of Independent Director who were appointed.
5. Criteria and procedures for nominating the Directors.
6. Articles of Association of the Company in respect to the Meeting of Shareholders.
7. Proxy Form
8. Map of the venue for the Meeting.

The Board of Directors of Saha-Union Public Company Limited (SUC) has resolved to convene the 18th Annual General Meeting of Shareholders on Thursday, April 21, 2011 at 10.30 a.m., at the 1st floor, Meeting room of Saha-Union Building No. 1828 Sukhumvit Rd., Bangchak, Phrakonong, Bangkok, to consider topics in accordance with the following agendas :-

Agenda 1 Consider and accept the Minutes of the 17th Annual General Meeting of Shareholders.

The Company had the Meeting of the 17th Annual General Meeting of Shareholders, held on Thursday, April 22, 2010 readied within 14 days after the Meeting. Copies of the said Minutes were forwarded (within the legal timeframe) to the Stock Exchange of Thailand (SET) and the Ministry of Commerce. They were also posted in the Company's website (www.sahaunion.co.th). The details were also enclosed as Appendix 1.

The Board's opinion

The Board considered the minutes of the 17th Annual General Meeting of Shareholders on Thursday, April 22, 2010 had been properly recorded and proposed the endorsement in the 18th Annual General Meeting of Shareholders.

Agenda 2 Acknowledge The Board's report on the past year's performance.

The result of the Company's past year performance will be reported to the Shareholders, as per Appendix 2 attached in the 2010 Annual report.

The Board's opinion

Report on the Company's past year performance should be submitted for acknowledgment by the Shareholders.

Agenda 3 Consider and approve the Balance Sheet and Statements of Profit and Loss for the year ending December 31, 2010.

In accordance with the Limited Public Company Act, the Company is to prepare the Balance Sheet and Statements of Profit and Loss for the year ending at each of the Company's

fiscal year. It is to be audited by the Auditor before being submitted for approval by the Annual General Shareholders. The Company had already proposed the Balance Sheet and Statements of Profit and Loss for the year ending December 31, 2010 and submitted for auditing by the Auditor.

The Board's opinion

The Balance Sheet and Statements of Profit and Loss for the year ending December 31, 2010 had been audited and signed for approval by the Auditor of Ernst & Young Office Limited as well as the Audit Committee and the Company's Board of Directors. The details are as per Appendix 2 attached.

Agenda 4 Consider and approve the profit appropriation and dividend payments.

The Company based its policy on dividend payments on the result of its operation, at a rate of no less than 1 / 3 of the Annual net profit, after accumulated loss (if any), of each specific business's financial statement. Therefore, it was appropriate to propose the shareholders to authorize the 2010 net profit appropriation at a rate of Baht 1.75 per share. A total of Baht 525 million, which was equivalent to 39.99% of net profit, in line with the Company's stipulated dividend payment policy. The following is comparative data on dividend payment of the past year :

Details of Dividend Payments from 2008 to 2010.

Transaction	Year 2010	Year 2009	Year 2008
1. Net profit (Baht)	1,312,586,341	774,675,181	279,888,293
2. Number of shares (Shares)	300,000,000	300,000,000	300,000,000
3. Dividend per share (Baht : Shares)	1.75	1.50	1.00
4. Total paid dividends (Baht)	525,000,000	450,000,000	300,000,000
5. Rate of dividend paid : net profit (%)	39.99	58.14	107.53

The Board's opinion

It was deemed appropriate to propose the Shareholders to consider appropriating the 2010 net profit as dividend to Shareholders at a rate of Baht 1.75 per share. The total dividend paid would be Baht 525 million or 39.99% of net profit.

Dividend would be paid to Shareholders whose names were recorded on the closing date of the registration book for share transfer on April 8, 2011. The balance of the net profit would be carried forward as retained earnings. Shareholders on the closing date of the registration book for share transfer would receive dividend payments only after their rights had been approved by the Annual Shareholders' Meeting. If the Shareholders resolved to pay such dividend, the Company would have the Thailand Securities Depository Co., Ltd. (TSD) delivered the dividend to the Shareholders within 1 month as from April 21, 2011.

Agenda 5 Consider the Directors, their Authorities and Remunerations.

5.1 Consider the appointment of Directors.

In accordance with the Limited Public Company Act. and Article 18 of the Company's Articles of Association, one-third of the Directors will have to retire from office in the Annual General Shareholders' Meeting. In this year's Annual General Shareholders' Meeting, the 5 Directors who will have to resign on completion of their terms are : -

1. Mr. Sompop Amatayakul
2. Miss Pakinee Prettitumrong

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|------------------------------|-------------------------------|
| 3. Miss Dalad Saphavichaikul | 4. Mr. Chutindhon Darakananda |
| 5. Mr. Bovornrat Darakananda | |

The Board agreed with the criteria set by the Nomination and Remuneration Committee, whose Chairman, who was concurrently the Chairman of the Audit / Independent Directors, nor Miss Pakinee Prettitumrong, an Audit / Independent Director, whose term was due to expire, who were both beneficiaries, did not participate in the process. The Committee nominated the same 5 Directors who were due to resign to be reappointed as Directors for another term.

The Board's opinion

The Board, excluding the Directors who were the beneficiaries, agreed to propose to the Shareholders that the 5 Directors who were due to resign should be nominated for reappointment by the Shareholders :-

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|------------------------------|-------------------------------|
| 1. Mr. Sompop Amatayakul | 2. Miss Pakinee Prettitumrong |
| 3. Miss Dalad Saphavichaikul | 4. Mr. Chutindhon Darakananda |
| 5. Mr. Bovornrat Darakananda | |

The 5 Directors had been examined by the Nomination and Remuneration Committee. (the Directors who were the beneficiaries abstained from voting) to be knowledgeable, capable and possessed proper experience.

In the case of Mr. Sompop Amatayakul, Chairman of the Nomination and Remuneration Committee, Chairman of Audit Committee / Independent Director and Miss Pakinee Prettitumrong, an Audit / Independent Director who were reappointed for another term, they were not beneficiaries of the Company, its Affiliates, Joint Ventures or any Legal Entities with conflict of interest. Their qualifications for an Audit / Independent Director met the minimum requirements fixed by the S.E.C. and S.E.T. Details are as per Appendices No. 3 , 4 and 5 attached.

5.2 Consider the Directors' Authorities.

The Board's opinion

It was agreed to propose to the Shareholders to designate the following conditions of the Directors' authority : "Two Directors to co-sign and affix the Company Seal, except Mr.Sompop Amatayakul , Mrs. Araya Arunanondchai , Miss Pakinee Pruthidhamrong , Mr. Chakchai Panichapat and Mr. Yanyong Tangchitkul, the Audit Committee and/or the Independent Directors."

5.3 Consider the Board of Directors' remuneration.

The Board agreed to propose the Annual General Shareholders' Meeting to approve the same remuneration limit to the Board of Directors.

The Board's opinion

It was agreed to propose to the Shareholders to fix the 2011 Directors' remuneration at the same limit of not exceeding Baht 20,000,000 per year. The amount had been considered as appropriate by the Company's Nomination and Remuneration Committee. The Board is assigned to distribute them properly.

Agenda 6 Consider the appointment of the 2011 Auditor and his remuneration.

In accordance with the Limited Public Company Act., the Annual General Meeting of Shareholders is to appoint the Auditor and fix his annual remuneration.

The Board's opinion

It was agreed that the Shareholders appoint an auditor from the Ernst & Young Office Limited as the Company 2011 Auditor, as proposed by the Company's Audit Committee, namely, Miss Tippawan Nananuwat (certified auditor No. 3459) and/or Mr. Termpong Opanaphunt (certified auditor No. 4501) and/or Mr. Kisada ledwana (certified auditor No. 4958). These auditors had not relations or were not beneficiaries with the Company / its Executives / main Shareholders. The Shareholders were required to fix the remuneration for auditing the Company's accounts including the reviewing of the 3 quarter financial statements at a rate of Baht 1,800,000 per year, an increase of Baht 200,000 from last year. There are no other fees.

The Company sets the closing date for share transferring registration book from April 8, 2011 until the completion of the Meeting in order to allow the Shareholders whose names are listed on the closing date of the share transferring registration book, the rights to attend the 18th Annual General Meeting of Shareholders and to receive the dividends for 2010.

Enclosed are documents as per the Appendices. The Company proposed the 2011 Annual Reports in the form of CD. However, Shareholders who wish to get the report in print is requested to contact the Company's Secretariat, 6th Floor, No. 1828 Sukhumvit Road, Bangchak, Phakhanong, Bangkok 10260 Tel : 0-2311-5111-9 per 7623 Fax: 0-2741-4823.

All Shareholders are invited to attend the Meeting at the said time, date and venue. The Company was open for registration as from 8:00 hrs.

Yours sincerely,
By the order of the Board
-Signature-
Mrs. Sirinun Sansanakom
Secretary of the Company

Note

1. Shareholders who attend the Meeting personally must produce the ID. Card while registering for the Meeting.

2. In case a proxy is appointed to attend the Meeting, the proxy form should be submitted to the Company at least 1 day prior to the Meeting in order that the preparation for the Meeting could be properly arranged. Otherwise it should be submitted at the Meeting venue ahead of the schedule.

2.1 The proxy who attends the Meeting must produce his / her ID. Card, the completed proxy form and copy of the ID. Card, duly signed for authentication while registering for the Meeting.

2.2 The proxy who represent a legal identity must produce the documents certifying the Director's authority, his / her ID. Card, together with the completed proxy form while registering for the Meeting.