

Minutes of 31st Annual General Meeting
S & J International Enterprises Public Company Limited

The Meeting was held at the conference room of the Chao - Phraya Room No. 2 Montien Riverside Hotel, 372 Rama III Road, Kwaeng Bangklo, Khet Bangkholaem, Bangkok 10120 on Tuesday, April 27, 2010 at 3.00 p.m. with 73 persons 102 shareholders and appointed proxies present at the meeting, representing total 90,460,289 shares or 86.31 % of the amount of issued and paid-up shares to form a quorum. According to the company's article of association No.37, it requires shareholders and by proxies to attend the meeting not less than 25 shareholders or not less than ½ of total shareholders and not less than 1/3 of total shares issued. The record date to determine the names of shareholders who have rights to attend the 31st Annual General Meeting of shareholders was on April 5, 2010 and the closing date of the Company's share register book to collect the names of shareholders according to Section 225 of the Securities and Exchange Act was on April 7, 2010. There was 720 shareholders totaling 104,813,500 shares

Mr.Boonkiet Chokwatana, Chairman of the meeting, expressed thanks on behalf of the Board of Directors to all the shareholders present at the meeting and introduced company directors, sub committee directors, executives and auditor who were attending the meeting as follows :

Board of directors

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|-----------------|-------------|---|
| 1. Mr.Boonkiet | Chokwatana | Chairman of the Board of Directors
Chairman of the Remuneration Committee and
Chairman of the Nominating Committee |
| 2. Mrs.Tipaporn | Chokwatana | Vice Chairman of the Board of Directors
Chairman of the Risk Management Committee and
Director of the Nominating Committee |
| 3. Mr.Thirasak | Vikitset | Managing Director
Chairman of the Executive Board
Chairman of the Corporate Social Responsibility Committee
Director of the Nominating Committee and
Director of the Remuneration Committee |
| 4. Dr.Atthakorn | Glankwamdee | Deputy Managing Director
Director of the Executive Board
Director of the Nominating Committee and
Director of the Corporate Social Responsibility Committee |

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|-----|------------------|--------------|---|
| 5. | Admiral Apichart | Pengsritong | Independent Director |
| 6. | Mrs.Pradittha | Chongwattana | Independent Director
Director of the Audit Committee and
Director of the Risk Management Committee |
| 7. | Mr.Surong | Ongkosit | Independent Director and
Director of the Audit Committee |
| 8. | Mrs.Pismai | Chandrubeksa | Independent Director and
Director of the Remuneration Committee |
| 9. | Mrs.Kaewta | Ongsaranakom | Director of the Board of Directors
Director of the Executive Board
Director of the Nominating Committee and
Director of the Remuneration Committee |
| 10. | Prof.Dr.Malyn | Chulasiri | Director of the Board of Directors and
Director of the Executive Board
Director of the Corporate Social Responsibility Committee |
| 11. | Mrs.Chitraporn | Vikitset | Director of the Board of Directors and
Director of the Executive Board |
| 12. | Mrs.Teerada | Ambhanwong | Director of the Board of Directors |

Director who is absent from the meeting due to performing other task.

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| 1. | Mr.Khachornsakdi | Vanaratseath | Independent Director and
Chairman of the Audit Committee |
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Executives

- | | | | |
|----|--------------|------------------|---|
| 1. | Mr.Varith | Tritrapun | Chief Executive Financial Officer
Director of the Risk Management Committee
and Company's Secretary |
| 2. | Mrs.Suthanya | Sumana | Director of the Risk Management Committee and
Director of the Corporate Social Responsibility
Committee |
| 3. | Mr.Simon | Rhoderick Knight | Overseas Business Division Manager |
| 4. | Mrs.Thongsuk | Auprathamprakun | Domestic Business Division Deputy Assistant Manager |
| 5. | Mrs.Patchara | Pongwichart | Sourcing & Procurement Division Deputy Assistant Manager |

Auditor From Dr.Virach & Associates Certified Public Accounts

1. Mr.Chaiyakorn Aunpitipongsa

Therefore, in this General Shareholders' Meeting, Chairman of the Board of Directors, Chairman of Sub Committee and Chief Executive Financial Officer also attended the meeting.

Besides, in order to carry out the meeting as transparent, Khun Chaiyakorn Aunpitipongsa, Auditor from office of Dr.Virach & Associates Certified Public Accounts, Khun Kobsuk Sangsawas from Vira Law Office Co.,Ltd. and Khun Phasaworn Sripunt–legal consultant to perform auditing in casting and counting vote.

The Chairman of the Meeting informed that, the company had provided the opportunity for the shareholders to propose meeting agenda and/or nominate candidates to be elected as directors, by providing the said information to the shareholders via the SET and company website during November 16 – December 16, 2010. There was no shareholder submitting such proposal to be included in the meeting agenda or presenting questions relating to the meeting agenda in advance, to the company as specified in the notice of the meeting.

Before starting the meeting, Chairman of the meeting informed that voting in this Meeting is in accordance with the Company's Article of Association no.44 that is one share was equal to one vote. The casting of vote with revelation, the shareholder could cast of vote with agree, disagree or abstain in each agenda. Counting of vote regarded especially from disagree and/or abstain only by deducting from the all attended votes. Remaining balance votes will be accounted as agree for that agenda. In case of shareholders gave proxies to other person to attend the meeting and casting their vote per shareholders' desire by delivered proxies in advance, the company registered votes per shareholders' desire in compiling information system.

In case there are any shareholders and proxies registered after the meeting commenced, the shareholders and the proxies have the right to cast their votes according to the remaining agenda and we will account their votes as part of the meeting and include it in the meeting report. The company will only inform the shareholders to acknowledge in case there is an additional shareholders and/or with proxies attending the meeting.

For the orderly vote, Company will count the vote with Barcode System that shareholders will see on screen simultaneously by dividing into the case as follows :

1. Any agenda, except the agenda of election of company director, In case of disapproval or abstention vote, the shareholders/ proxies have to raise their ballot paper. The company officers will distribute voting card, please fill in the voting card with signature, and return back to the officer.
2. The election of company director agenda, please specify opinion to elect company director individually with signature. In case of disapproval or abstention vote in the election of company director, the shareholders/proxies have to raise their ballot paper. The company officers will collect voting card from all shareholders at the end of this agenda.

In their capacity as shareholders, company directors informed the meeting of their wish to cast votes in accordance with the proposal by the Board of Directors for each meeting agenda. In case the director was assigned to vote by the shareholder, his or her voting would have to comply with such instruction specified by the shareholder in the proxy appointment letter.

After that, the Chairman assigned Mr.Thirasak Vikitset, Managing Director, to conduct the meeting further according to the meeting agenda.

The managing director conducted the meeting according to the meeting agenda which composed of 9 agendas as follows:

1. Certification of the Minutes of the 30th General Shareholders' Meeting.

The Managing Director informed the meeting that the Company had formerly sent out the minutes of 30th General Meeting of Shareholders held on April 28, 2009. The company prepared the Minutes of such Meeting and submitted to the Stock Exchange of Thailand and Ministry of Commerce within 14 days according to the requirement of the laws and also already posted on the Company's website (www.snjinter.com) and also sent out the minutes together with the invitation letter to the shareholders which the Board of Directors already approved the minute.

The meeting was asked to consider the minutes.

This was discussed and unanimously confirmed by the meeting.

With following number of votes

- Approve	102	shareholder with	90,460,289	shares accounting for	100.00%
- Disapprove	-	shareholder with	-	shares accounting for	- %
- Abstain	-	shareholder with	-	shares accounting for	- %

of the total votes of shareholders attending the meeting and having the rights to vote.

2. Acknowledgement of the company's annual report of the preceeding year.

The Managing Director informed the meeting that, the report by The Board of Directors and the company's performance results for year 2009 were published in the 2009 Annual Report which was sent out together with invitation letter to shareholders. The Board of Directors' commented the reports were correct and complete in accordance with the requirements of the Securities Exchange Commission and the Stock Exchange of Thailand.

The Managing Director gave a chance for inquiry to shareholders but none was raised.

The meeting was asked to acknowledge company performance of last year.

The meeting was acknowledged.

3. Approval of the company's 2009 financial statements as of December 31, 2009.

The Managing Director informed the meeting that the company's had published financial statement as at December 31, 2009 which were prepared in accordance with generally accepted accounting standards as well as audited and certified by auditor and agreed by Audit Committee and Board of Directors per details shown in the 2009 Annual Report which was forwarded to the shareholders in advance together with invitation letter.

The meeting was asked to consider for approval.

This was duly considered and unanimously approved.

With following number of votes

- Approve	102	shareholder with	90,460,289	shares accounting for	100.00%
- Disapprove	-	shareholder with	-	shares accounting for	- %
- Abstain	-	shareholder with	-	shares accounting for	- %

of the total votes of shareholders attending the meeting and having the rights to vote.

4. Approval of the 2009 appropriation of profit and annual dividend payment.

The Managing Director informed the meeting that the company has a policy to pay dividends regularly to shareholders at the rate of 20-80% of net profit of the Company's separate financial statement (Per cost method). However, this rate principally depends on economic conditions and business performance of the company. As of December, 2008 the company has net profit 185,243,303.90 Baht.

In accordance with the resolution by The Board of Directors' meeting no. 2/2010 on March 16, 2010, proposed to the shareholders meeting on appropriation of profit as follows :

1. The company had legal reserve 10% of registered capital per law. There is no need to increase legal reserve this year.
2. Appropriation dividend, The Board of Directors resolved to propose dividend payments at the rate of Baht 1.00 per share, for total amount Baht 104,813,500.00, accounting for 56.58% of total net profits for 2009. Such payment would be drawn from the separate net profit which is subject to 25% corporate income tax whereby individual shareholder could apply for tax credit. The shareholders entitled to receive dividend payments would be those with their names appearing on the record date as of May 7, 2010. The said shareholders' names would then be compiled according to Section 225 of The Securities and Exchange Act by closing the shares transfer registration book on May 10, 2010. Payment date was set for May 26, 2010.

Proportion of dividend payment is in line with company's dividend payment policy set forth and there is no impact on company's cash flow.

The meeting was asked to consider and approve appropriation of profit and dividend payment.

This was duly considered and unanimously approved by the meeting.

With following number of votes

- Approve	102	shareholder with	90,460,289	shares accounting for	100.00%
- Disapprove	-	shareholder with	-	shares accounting for	- %
- Abstain	-	shareholder with	-	shares accounting for	- %

of the total votes of shareholders attending the meeting and having the rights to vote.

5. Appointment of company directors to succeed those retiring upon term completion, and company directors' remuneration.

5.1 Appointment of company directors to succeed those retiring upon term completion.

The Managing Director informed the meeting that, according to The Public Company Act B.E.2535 and Article 22 of the Company's Articles of Association, which specified that "one-third of the sitting directors would be required to retire by rotation at the time of each annual general meeting of shareholders. In the case where such directors number could not be equally divided into 3 portions, the closest to such one-third number would apply, whereas the longest-remaining directors would be due to retire in the following year. The retiring directors would be eligible for re-election as directors."

At present, The Board of Directors had 13 members, whereby 4 directors were due to retire at this shareholders' meeting as follows:

- | | | |
|-------------------|------------|--|
| 1. Mr.Boonkiet | Chokwatana | Chairman of the Board of Directors,
Chairman of the Nominating Committee and
Chairman of of the Remuneration Committee |
| 2. Mrs.Tipaporn | Chokwatana | Vice Chairman of the Board of Directors,
Chairman of the Risk Management Committee and
Nominating Director |
| 3. Prof.Dr.Malyn | Chulasiri | Company Director, Executive Director and CSR
Director |
| 4. Mrs.Chitraporn | Vikitset | Company Director and Executive Director |

The Board of Directors, excluding those directors being recommended for re-election, adopted the resolution agreeing with The Nominating Committee's opinion that, the 4 retiring directors be reappointed as directors of the company for another term as they were competent, had experience and undertook an amount of work beneficial to the company. Including have qualifications and qualified for the post per Public Limited Companies Act B.E. 2535, and the Capital Market Supervisory Board's rules.

And according to Section 86 of Public Limited Companies Act : "A public company director is not allowed to engage in similar businesses and compete against the company for either his own or other benefit unless the candidate disclosed his business dealing to the shareholders prior to the election". Therefore, please be informed that the proposed director is director of another company engaging in similar businesses and/or competing with S&J is Mrs.Tipaporn Chokwatana who is a Vice Chairman of International Laboratories Co.,Ltd.

Kindly consider information relating to the person proposed for appointment as company directors provided and delivered to shareholders together with invitation letter.

Due to voting cast of this agenda is different from other agenda, every shareholder who may cast consent votes, objection or abstention is asked to fill in their casting on their voting card for each director. After completion, the company officers will collect voting card with their signature from all shareholders at the end of this agenda for easy reference.

The meeting was asked to consider and cast their votes to appoint each retired company directors as follows:

1. Mr.Boonkiet Chokwatana

This was duly considered and unanimously approved by the meeting.

With following number of votes

- Approve	102	shareholder with	90,460,289	shares accounting for	100.00%
- Disapprove	-	shareholder with	-	shares accounting for	- %
- Abstain	-	shareholder with	-	shares accounting for	- %

of the total votes of shareholders attending the meeting and having the rights to vote.

2. Mrs.Tipaporn Chokwatana

This was duly considered and unanimously approved by the meeting.

With following number of votes

- Approve	102	shareholder with	90,460,289	shares accounting for	100.00%
- Disapprove	-	shareholder with	-	shares accounting for	- %
- Abstain	-	shareholder with	-	shares accounting for	- %

of the total votes of shareholders attending the meeting and having the rights to vote.

3. Prof.Dr.Malyn Chulasiri

This was duly considered and unanimously approved by the meeting.

With following number of votes

- Approve	102	shareholder with	90,460,289	shares accounting for	100.00%
- Disapprove	-	shareholder with	-	shares accounting for	- %
- Abstain	-	shareholder with	-	shares accounting for	- %

of the total votes of shareholders attending the meeting and having the rights to vote.

4. Mrs.Chitraporn Vikitset

This was duly considered and unanimously approved by the meeting.

With following number of votes

- Approve	102	shareholder with	90,460,289	shares accounting for	100.00%
- Disapprove	-	shareholder with	-	shares accounting for	- %
- Abstain	-	shareholder with	-	shares accounting for	- %

of the total votes of shareholders attending the meeting and having the rights to vote.

Therefore, directors of the company in 2010 had 13 members as per listed below :

1. Mr.Boonkeit Chokwatana
2. Mrs.Tipaporn Chokwatana
3. Mr.Thirasak Vikitset
4. Dr.Atthakorn Glankwamdee
5. Admiral Apichart Pengsritong
6. Mrs.Kaewta Ongsaranakom
7. Prof.Dr.Malyn Chulasiri
8. Mrs.Chitraporn Vikitset
9. Mrs.Teerada Ambhanwong
10. Mrs.Pismai Chandrubeksa
11. Mr.Khachornsakdi Vanarateseath
12. Mrs.Pradittha Chongwattana
13. Mr.Surong Ongkosit

As well as, the company completely have independent directors 1 in 3 of The Board of Company and they are Admiral Apichart Pengsritong and Mrs.Pismai Chandrubeksa, by having Mr.Khachornsakdi Vanarateseath, Mrs.Pradittha Chongwattana, and Mrs.Teerada Ambhanwong are the Audit Committee.

5.2 Approval to company directors' remuneration.

The Managing Director informed that According to the regulations of the company No.33, the company is not allowed to pay money or provide any property to the directors, except for the remuneration under their right and other kind of benefits normally provided to those appointed as the directors of the company which exclude remuneration and benefits receive as company's employee. For 2009, the company actually paid director fee totaling 6.26 million baht. Paid to Board of Director for director fee 5.85 million baht and meeting fee 0.41 million baht. Summary of payment amount paid to each director is reported in the annual report under Shareholders and Management structure Re: Remuneration.

The Board was in agreement with the consideration of the remuneration committee by considering various suitable factors: company's directors performance connecting with operational results of the company, remuneration approval from the shareholders and actual payment of prior year and compared with level that operate in the some group of business as well as its duty and responsibilities. It is agreed to propose to the meeting of shareholders to indicate that the remuneration of the board of directors should not exceed 10 million baht a year as same as before. This is not to include remuneration and welfare that the company's directors received as company's staff or employee with following payment proposal :

1. Annual Remuneration

Annual Remuneration is paid to all directors. The Remuneration Committee will allocate the remuneration on basis of principle, operational results and propose to the Board of Directors.

2. Meeting fee

2.1 Board of Directors 8,000 baht/meeting

2.2 Audit Committee

● Chairman of Audit Committee 10,000 baht/meeting

● Director of Audit Committee 8,000 baht/meeting

2.3 Nominating Committee 5,000 baht/meeting

Remuneration Committee

Risk Management Committee

2.4 Remuneration of other sub committees which organized by the Board will be in the consideration of the Remuneration Committee by considering in accordance with appropriateness, and to be in line with duties and responsibilities.

For every meeting fee, payment is paid to attending directors only. In case of there is a meeting more than 1 time in each month, it accounts to receive the meeting fee not exceeding 1 time.

As such, commencing from the General Meeting of Shareholders' approval until there is a change. The remuneration payment will not exceed the amount which approved by the General Meeting of Shareholders.

The meeting was asked to consider for approval.

This was duly considered and unanimously approved by the meeting.

With following number of votes

- Approve	102	shareholder with	90,460,289	shares accounting for	100.00%
- Disapprove	-	shareholder with	-	shares accounting for	- %
- Abstain	-	shareholder with	-	shares accounting for	- %

of the total votes of shareholders attending the meeting and having the rights to vote.

6. Appointment of an auditor and fixing of the auditing fee.

The Managing Director informed the meeting that according to Article 50 and Article 51 of the Company's Articles of Association specified, the auditor shall not be a director, staff member, employee or a person holding any office or having any duty in the company. The auditor shall be appointed annually by the general meeting of shareholders. A retiring auditor may be re-appointed.

For 2009, the shareholders' meeting resolved to appoint

- Mr.Chaiyakorn Aunpitipongsa, Certified Public Accountant No. 3196 and/or
- Mr.Apiruk Ati-anuwat Certified Public Accountant No. 5202

of office of Dr.Virach & Associates Certified Public Accounts, and fix the audit fees the company and subsidiary companies amount 1,517,000.00 baht and other service fee to the auditing office where the auditors belonged is observe the destruction products fee amount 35,000.00 baht

For 2010, The Board of Directors resolved to propose to the shareholders' meeting to appoint the company auditors and to approve the audit remuneration budget, as proposed by The Audit Committee. Name list of company auditors are as follows:

1. Mr.Chaiyakorn Aunpitipongsa, Certified Public Accountant No. 3196
(Audited the company's financial statement for 3 years since 2007)
2. Dr.Virach Aphimeteetamrong, Certified Public Accountant No. 1378
(Audited the company's financial statement for 5 years since 2002-2006)
3. Mr.Apiruk Ati-anuwat Certified Public Accountant No. 5202
(Never audit the company's financial statements)

of office of Dr.Virach & Associates Certified Public Accounts to be our company's auditors in 2010 for another year. By considering his work, independent, audit fee and qualifications per company's regulations and rules of Securities Exchange Commission and Securities Exchange of Thailand.

Audit fee of the company and subsidiary companies amounting to 1,517,000.00 baht and other service fee to the auditing office where the auditors belonged will be paid on actual incur

Information relating to the audit fees were delivered to shareholders together with the invitation letter as follows.

Description	2010 (Baht)	2009 (Baht)
1. Review of the financial statement for the first quarter	163,000.00	163,000.00
2. Review of the financial statement for the second quarter	163,000.00	163,000.00
3. Review of the financial statement for the third quarter	163,000.00	163,000.00
4. Audit fee for the year ended December 31	450,000.00	450,000.00
5. Audit fee of the 4 subsidiary companies	578,000.00	578,000.00
Total	1,517,000.00	1,517,000.00

For other services received from Dr.Virach & Associates Company were as follows:

Description	2010 (Baht)	2009 (Baht)
1. Observation on destroying product	Actual incur	35,000.00

Furthermore, above auditors recommended for further appointment by the shareholders' meeting, were from the same auditing office as those auditors acting as company auditors for the company's subsidiaries. In that regard, the company's auditor and its subsidiaries are independent and do not have any prior relationship or conflict of interests with the company or its subsidiaries, and were not related to their management, major shareholders, or other parties relating to those persons.

The meeting was asked to consider for approval.

This was duly considered and unanimously approved by the meeting.

With following number of votes

- Approve 102 shareholder with 90,460,289 shares accounting for 100.00%
 - Disapprove - shareholder with - shares accounting for - %
 - Abstain - shareholder with - shares accounting for - %
 of the total votes of shareholders attending the meeting and having the rights to vote.

7. Approval of the amendment to the Memorandum of Associations, clause 3 (Company's objective) in sub clause 10 and add 4 more sub clauses from previous 48 clauses to be 52 clauses.

The Managing Director informed the meeting that in carrying business of the Company, in case of dispute or claims incurred from a third party, the company may need to bail Directors or Employees of the Company which has the duty to act on behalf of the company, in order to comply with its current business and to support the business growth of the company which will incur in the future. Therefore, amendment proposal to the Memorandum of Associations, clause 3 of the company objectives in sub-section 10 and add another 4 more sub clauses from previous 48 clauses to be 52 clauses as per details in invitation letter as follows:

Former Objectives	Amendment Proposal Objectives	Reasons
No.10 To guarantee an alien who travels in and out of the kingdom, in accordance with the laws and regulations on immigration and taxation.	No. 10 To provide guarantee against debt, accepting fault, or in accordance with agreement or providing guarantee for either person or juristic person whether with or without personnel guarantee or collateral, as well as providing guarantee for alien entering the country to engage in business activities or company's operational in accordance with immigration laws, taxation laws, and labor laws. To provide bail for persons in criminal case or under court proceedings or to provide personnel or collateral guarantee to government officer per various Law Act.	In carrying business of the Company, in case of dispute or claims from a third party, the company may need to bail Directors or Employees of the Company which has the duty to act and on behalf of the company,
- Nil -	No. 49 To engage in direct sale and direct marketing business in accordance with the Direct sale and Marketing ACT B.E2545 as well as other relevant laws to come into effect in the future(subject to approval from relevant agency concerned.)	To support its expansion by expanding channel of distribution through Internet and other media to reach more consumers.

Former Objectives	Amendment Proposal Objectives	Reasons
- Nil -	No. 50 To engage product sales and services business, or e-commerce business under the company's business objectives, or engaging in other business activities utilizing the internet, publication, TV, electronic media, or any other media and other electronic device, as well as innovation managing website, and/or engaging in website providing financial services, providing internet advertisement, and internet data search, collection services and advertising. (subject to approval from relevant government agency concerned.)	
- Nil -	No. 51 To engage in business providing electronic payment services in accordance with the laws supervising electronic payment or other relevant laws concerned, as well as providing services accepting payment (subject to approval from relevant government agency concerned.)	
- Nil -	No.52 To engage in business providing services to acquire, install, process, and compile information via the information technology systems as well as other services relating to information technology.	To comply with its current business as well as to support the business growth of the company which may incur in the future.

and the meeting also was asked to empower the Board of Directors to add and/ or amend any statements in prospectus of the company per registrar' s consideration of public listed companies, Department of Business Development and Ministry of Commerce.

The meeting was asked to consider for approval.

This was duly considered and unanimously approved by the meeting.

With following number of votes

- Approve	102	shareholder with	90,460,289	shares accounting for	100.00%
- Disapprove	-	shareholder with	-	shares accounting for	- %
- Abstain	-	shareholder with	-	shares accounting for	- %

of the total votes of shareholders attending the meeting and having the rights to vote.

8. Approval of the amendment of the Company's Articles of Association No. 30 and cancellation of No.18 and 65, making total number 63 articles from 65 articles.

The Managing Director informed the meeting that as the Securities and Exchange Act was amended. The matter has been scheduled date list of shareholders eligible to participate shareholders meeting (Record Date), which must be a date before the shareholders meeting less than two months. But still have a list compiled under Section 225 of the Securities and Exchange Act by closing the stock transfer register book. This is different from closing the register book the transfer of shares by Public Company Act. and the Securities and Exchange Commission. To encourage listed companies to comply with the Securities and Exchange Act in order to provide benefit and shareholders' right, to have more time to learn more meetings information and has amended the connected transactions and receiving or sold properties. The set is scheduled to follow the law and Commission rules on capital markets. Today, the Commission already announced the said set in addition to comply with current company practices.

Therefore, to propose to the shareholders' meeting to consider the amendment of the Company's Articles of Association No. 30 and cancellation of No.18 and 65 for the benefit of administration per details included in the invitation letter of the General Shareholders' meeting, making total number to be 63 articles from 65 articles and asked the meeting to give authority to the Board of Directors to amend the said company's statements per registra of listed public companies, business development section, department of commerce.

Former Articles	Amendment Proposal Articles	Reasons
<p>No. 18 During the period of twenty-one (21) days prior to each shareowner meeting, the Company may cease to effect registration of the share transfers by announcing to the shareowners at the head and branch offices of the Company not less than fourteen (14) days prior to the closing date of the share transfers registration.</p>	<p>- Revocation -</p>	<p>To provide benefit and shareholders' entitle to learn more about meeting information. The company has asked to cancel the original regulations in order for the company may choose to close the book on the Register of Shareholders per Public Company Act or the Securities and Exchange Act.</p>
<p>No. 30 The Board of Directors shall have the powers and duties to operate the Company in accordance with the laws, objectives, articles of association and resolutions of the Shareowners' Meeting. The Board of Directors shall have the power to elect certain number of Directors to be an Executive Committee to carry out any or many businesses subject to any condition or may assign a director or other persons to perform any act on behalf of the Board of Directors.</p>	<p>No. 29 The Board of Directors shall have the powers and duties to operate the Company in accordance with the laws, objectives, articles of association and resolutions of the Shareowners' Meeting. The Board of Directors shall appoint executive directors to carry out any or many businesses under any condition or may assign a director or other persons to perform any act on behalf of the Board of Directors.</p>	<p>To fit and flexible in operations.</p>

Former Articles	Amendment Proposal Articles	Reasons
<p>No. 65 In case where the Company or its subsidiaries enters into connected transaction in accordance with the notification by the Board of the Stock Exchange of Thailand regarding the Disclosure of Information and Operation of Listed Companies in relation with the Connected Transactions, B.E.2546, Volume 2:B.E.2547 and Volume 3:B.E.2547, respectively or to enter into the transaction regarding the acquisition or disposition of assets of the company or its subsidiaries in accordance with the notification of the Board of the Stock Exchange of Thailand regarding the Disclosure of Information and Operation of The Listed Companies in relating with the Acquisition or Disposition of Assets, B.E. 2547 or the case may be. The company shall there upon be required to comply with the requirements and procedures being specified in such related notifications.</p> <p>However, the statement in the above paragraph shall not be applicable if the company's securities are not listed in the Stock Exchange of Thailand.</p>	<p>- Revocation -</p>	<p>Currently, there is an announcement of Capital Market Commission Subject : To enter into the major transactions regarding the acquisition or disposition of assets and the Disclosure of Information and Operation of Listed Companies in relation with the Connected Transactions. Therefore, regulation No.65 is cancelled and use the aforementioned announcement.</p>

and the meeting also was asked to empower the Board of Directors to add and/ or amend any statements in prospectus of the company per registrar' s consideration of public listed companies, Department of Business Development and Ministry of Commerce.

The meeting was asked to consider for approval.

This was duly considered and unanimously approved by the meeting.

With following number of votes

- Approve	102	shareholder with	90,460,289	shares accounting for	100.00%
- Disapprove	-	shareholder with	-	shares accounting for	- %
- Abstain	-	shareholder with	-	shares accounting for	- %

of the total votes of shareholders attending the meeting and having the rights to vote.

9. Others (If any)

Mr.Pravit Pongsathitsuntorn who is a company's shareholder 1,026 shares asked questions as follows:

1. It was suggested there is insufficient liquidity in the trading of the company's shares, and this may be a result of continued increases in the dividend payments each year. Therefore, he recommended the company to follow Bangkok Bank Insurance PLC.'s pattern of issuing dividend payments in the form of common stock in order to increase liquidity.
2. As the company has received GMP award, there were concerns relating to the new Company Act giving the right for consumers to sue, and the respective product liability. It was suggested that the company may be impacted as a result. It was questioned whether the Board of Directors and its Executives have any prevention methods or not.
3. For the company's Corporate Social Responsibility, the company takes employees to undertake transcendental meditation, and provides notations to various temples. It was suggested perhaps to provide such tours to shareholders as well to participate.

Mr.Thirasak Vikitset, Managing Director, answered to the said queries as follows:

1. Relating to company's liquidity of share trading, due to the high performance of the company's operational results it means good dividend payments to the shareholders are made on a continuous basis. Also, this results in most of the company's shareholders preferring to hold stock for the long term. However, the company will consider Mr.Pravit's recommendation.
2. In regards to the effect from Product Liability Insurance Act, the company considers the quality of products as a first priority, and this can be seen from the company's policy and methods of auditing, to have extensive third parties to examine its quality. Also, the company sets high standards of product conformance, as well as having Product Liability Insurance.
3. Shareholders are welcome to participate in Corporate Social Responsibility projects.

As there was no other matter raised, the Chairman then announced the meeting closed and invited all shareholders to have some deserts and refreshments in the area at the front of the meeting room.

The meeting adjourned at 4.00 p.m.

Boonkiet Chokwatana
(Mr.Boonkiet Chokwatana)
Chairman

Minute recorder

Varith Tritrapun
(Mr.Varith Tritrapun)
Company's secretary