

Srithai Superware Public Company Limited

**Invitation to the Annual General Meeting of Shareholders
No. 30 (of the year 2011)
On 27th April 2011 at 14.00 hours**

**In Conference Room on the 4th floor of Building no. 3
Srithai Superware Public Company Limited
15 Suksawat Rd., Soi 36, Bangpakok,
Rasburana, Bangkok 10140**

Registration Number : 0107536001516

No. RorBor. 0104/54

April 1, 2011

To: Shareholders
Subject: Invitation to the Annual General Meeting of Shareholders No. 30 (of the year 2011)

- Attachment:
1. Minutes of the Annual General Meeting of Shareholders No. 29 (of the year 2009)
 2. Curriculum Vitae of retiring directors who are proposed for nomination as directors for another term
 3. Definition of Independent Director
 4. Explanation on documents to identify shareholders or their proxies who are eligible to attend the meeting for purpose of registration and voting
 5. Curriculum Vitae of Independent Director who is appointed as proxy
 6. Process of Attending the Annual General Meeting of Shareholders No. 30 (of the year 2011)
 7. Articles of Association of Srithai Superware Public Company Limited relating to the Annual General Meeting of Shareholders
 8. Map of Srithai Superware Public Company Limited
 9. Annual Report of the year 2010, Balance Sheets, and Income Statements for the year ended December 31, 2010, in CD
 10. Proxy Form B
 11. Registration Form for the Annual General Meeting of Shareholders No. 30 (of the year 2011)
 12. General Information and Financial Statements of Srithai Superware Public Company Limited

Srithai Superware Public Company Limited (“the Company”) calls for the Annual General Meeting of Shareholders No. 30 (of the year 2011), to be held on Wednesday April 27, 2011 at 14.00 hrs. in Convention Room on the 4th floor of Building no. 3 of Srithai Superware Public Company Limited. The Company is located at 15 Suksawat Rd., Soi 36, Bangpakok, Rasburana, Bangkok 10140. The following agendas will be followed in the meeting (*The Company has changed the B.E. year of the Annual General Meeting of this year by using the B.E. year in which the meeting is held. Previously, the Company used the B.E. year of the financial statements and operation results to be considered in the shareholders’ meeting) :-

Agenda 1 To consider and adopt the Minutes of the Annual General Meeting of Shareholders no. 29 (of the year 2009) convened on April 28, 2010.

Opinion of the Board : Minutes of the Annual General Meeting of Shareholders no. 29 (of the year 2009), held on April 28, 2010, was written correctly as shown in the attachment no.1. It was recommended that the minutes should be adopted.

Required number of votes to pass resolution : A majority of votes of attending shareholders who have the right to vote.

Agenda 2 To acknowledge the report of the Board about operation results of the Company for the past year.

Background and reasons : A report on operation results of the year 2010 with details appeared in the Company's annual report of the year 2010 has been delivered to shareholders together with this invitation.

Opinion of the Board : This agenda was for acknowledgement only, so voting was not requested for.

Agenda 3 To approve Balance Sheets and Income Statements for the year ended December 31,2010 as audited by the auditors.

Background and reasons : The balance sheets and income statements for the year ended December 31, 2010 were approved by the Audit Committee and Board of Directors, and certified by a certified public accountant. Details of the financial statements appeared in the Company's annual report of the year 2010. Summary was shown below:-

Unit : Million Baht	Consolidated		Company	
	2010	2009	2010	2009
Balance Sheets				
- Total assets	8,512	7,721	7,719	6,765
- Total liabilities	3,307	2,702	3,064	2,325
- Shareholders' equity	5,205	5,019	4,655	4,440
Income Statements				
- Sales	6,860	5,457	5,711	4,793
- Net profit	268	58	280	107
- Earnings per share (baht/shares)	0.99	0.21	1.03	0.40

Opinion of the Board : The shareholders were recommended to approve the balance sheets and income statements for the year ended December 31, 2010.

Required number of votes to pass resolution : A majority of votes of attending shareholders who have the right to vote.

Agenda 4 To approve appropriation of profit for the year 2010 and dividend payment.

Background and reasons :

- 1) The Company has adopted a dividend-payment policy that dividend will be paid out from profit at the rate not less than 50% of net profit each year, as shown in the Company's financial statement, and on a condition that the Company has no retained loss. Moreover, according to Article no. 116 of Public Limited Company Act, the Company has to appropriate part of its net profit of the year to become reserved capital at the rate not less than 5% of net profit each year less retained loss (if any) until the reserved capital will be amounted to not less than 10% of registered capital.
- 2) Information on Appropriation of Net Profit and Dividend Payment as compared to that of the year 2009.

Details	2010 (year of proposing)	2009
1. Net profit as per financial statements of the Company		
1.1 Net profit (baht)	279,699,245	107,135,248
1.2 Earning per share (baht/share)	1.03	0.40
2. Legal reserve		
2.1 additional reserve for the year (baht)	14,000,000	6,000,000
2.2 cumulative balance (baht)	120,000,000	106,000,000
2.3 cumulative balance per registered capital (%)	4.43	3.91
3. Number of common shares (shares)	270,990,480	270,990,480
4. Dividends		
4.1 Dividends (baht)	162,594,288	94,846,668
4.2 Dividends per share (baht/share)	0.60	0.35
4.3 Dividends/Net profit (%)	58.13	88.53
5. Date of dividend payment	May 25, 2011	May 26, 2010

Opinion of the Board : It was recommended to propose to the meeting of shareholders to approve an appropriation of net profit of the year 2010 as an additional legal reserve for the amount of Baht 14,000,000, and payment of a dividend at the rate Baht 0.60 per share to shareholders for the total amount of Baht 162,594,288, which is 58.13% of net profit as shown in the Company financial statements, which is in compliance with dividend policy of the Company. The shareholder register book for the right to receive dividend shall be recorded on May 6, 2011. Also, May 9, 2011 shall be the book-closing date on which the shareholder list as specified in section 225 of the Securities and Exchange Act shall be compiled. Dividend will be paid out on May 25, 2011 in compliance with Article no. 36 of the Articles of Association of the Company, which requires that dividend will be paid out within one month from the date of obtaining resolution of the meeting of shareholders to declare dividend.

Required number of votes to pass resolution : A majority of votes of attending shareholders who have the right to vote.

Agenda 5 To appoint external auditors and their remuneration for the year 2011.

Background and reasons :

- 1) The Company's auditor from PricewaterhouseCoopers ABAS Limited, "PwC", had fulfilled duties on accounts auditing for the year 2010.
- 2) Section 120 of the Public Limited Company Act specified "The Annual General Meeting of Shareholders appoints auditors and fixes their remuneration every year. The past auditor could be reappointed".
- 3) According to Article no. 31 (5) of the Company's Articles of Association, an auditor will be appointed and remuneration determined for auditing.

Opinion of the Board : The Company has laid down criteria in selecting auditor by taking into consideration their performance, experience, staffing, acceptable standard of practice, their performance and

regularly & timely certification of financial statements and the amount of audit fee quoted by them. The Audit Committee and the Board of Directors have deemed it appropriate to propose to the meeting of shareholders to appoint certified public accountants (CPAs) from PwC to be the Company's auditor because those CPAs have been auditors of the Company, its subsidiaries, and some of affiliated companies for a number of years. Those CPAs have good understanding about our nature of businesses. Quotation of PwC on audit fee has been compared with other firms' quotations and audit fee of the past year, and it was found to be acceptable. Names of auditors of PwC as approved by the Audit Committee comprised:-

- | | |
|---------------------------------|-----------------|
| 1) Ms. Nangnoi Charoenthaveesub | CPA no. 3044 or |
| 2) Mr. Kajornkiet Aroonpirodkul | CPA no. 3445 or |
| 3) Mr. Chanchai Chaiprasit | CPA no. 3760 or |
| 4) Ms. Anutai Poomsurakul | CPA no. 3873 or |
| 5) Mr. Vichien Khingmontri | CPA no. 3977 |

All auditors in the name-list above have no relationship with or vested interest in the Company/ subsidiary/ affiliated company/ Management/ major shareholders or any person related to those persons. Therefore, all those auditors are independent in performing their audit work and expressing opinion on financial statements of the Company. Besides, the auditors proposed by PwC who will audit our accounts and express opinions on financial statements of the Company of the year 2011 shall replace Mr. Prasan Chuaphanich, CPA no. 3051, who had performed auditing the Company's financial statements for the past five years. (Year 2006-2010).

The Company shall appoint any one of them to conduct auditing and express opinion on the Company's financial statements. In case any one of them could not perform his or her duties, PwC is authorized to nominate any CPA to perform duties in place of him or her.

Remuneration has been fixed at Baht 2,027,000 per annum (two million and twenty seven thousand bahts only), which is equal to that of the last year.

Required number of votes to pass resolution : A majority of votes of attending shareholders who have the right to vote.

Agenda 6 To appoint Directors in place of those who have completed their terms in office.

Background and reasons : Article no. 14 of the Company's Articles of Association reads "At every Annual General Meeting, one-third of the directors shall retire. If the number of directors can not be divided into three, the number of directors closest to one-third shall retire". There are 3 directors who shall retire at this Annual General Meeting, i.e.

- | | |
|------------------------------|--|
| 1) Mr. Suchat Boonbanjersri | Independent Director and
Audit Committee Member |
| 2) Mrs. Srisuda Lertsumitkul | Director |

- 3) Mr. Manit Ativanichayaphong Director, Risk Management
Sub-Committee Member

Details and biography of each director appeared in *attachment no. 2*.

Since there will be nominations of Independent Directors in this Annual General Meeting, the Company is pleased to furnish you with definition of Independent Director as currently applied by the Company and compliant to minimum requirement of the Notification of the Capital Market Supervisory Board as shown in *attachment no.3*.

The meeting of the Nominating and Remuneration Committee opined that the retiring directors should be proposed to the Board of Directors to consider forwarding to the meeting of shareholders to approve in re-electing them as directors for another term.

During 5th – 28th January 2011, the Company had announced on its website and through the disclosure channel provided by the Stock Exchange of Thailand (ELCID) that the shareholders were invited to nominate qualified persons to be considered and appointed as Directors. After the end of the period, there was no nomination.

Opinion of the Board : The Board of Directors, excluding the directors who have any special interest in this agenda, has considered that the 3 persons proposed by the Nominating and Remuneration Committee for nominating as directors are well qualified according to the Public Limited Company Act B.E. 2535. They are knowledgeable, capable and well experienced. They are fit to perform their duties as directors of the Company. The Independent Director is also well qualified according to the definition of Independent Director of the Company for both at the present time and during the period he was holding his office. Therefore, it was deemed appropriate to propose to the meeting of shareholders to nominate them as directors of the Company for another term as proposed by the Nominating and Remuneration Committee.

Required number of votes to pass resolution : A majority of votes of attending shareholders who have the right to vote.

Agenda 7 To approve remuneration of Directors for the year 2011.

Background and reasons :

- 1) The Public Limited Company Act, Article no. 90, reads “Remuneration of directors has to be paid in accordance with the resolution of the shareholders’ meeting with the shareholders’ votes of not less than two-third of shareholders who attend the meeting”.
- 2) Remuneration of directors has to be paid in line with roles and responsibility of directors and it should be reviewed every year. In the year 2011, the Nominating and Remuneration Committee deemed it appropriate to propose to the Board of Directors to consider forwarding to the meeting of shareholders to approve fixing remuneration of directors at not exceeding Baht 1,650,000 (one million and six hundred and fifty thousand baht only) per annum, which is equal to that of the year 2010. Remuneration of directors is in the range of the average rate of remuneration of

directors as surveyed by the Thai Institute of Directors Association (IOD).

Opinion of the Board : After consideration, the Board of Directors agreed with the proposal of the Nominating and Remuneration Committee. It was resolved that the Meeting of Shareholders should be requested to approve remuneration of Directors as follow:-

Remunerations per year (meeting allowance) (unit : Baht)	2011 (year of proposing)	2010
1. Remunerations of Directors		
1.1) Chairman	200,000	200,000
1.2) 8 Directors at Baht 100,000 each	800,000	800,000
Total Remunerations of Directors	1,000,000	1,000,000
2. Remuneration of Audit Committee		
2.1) Chairman of Audit Committee	350,000	350,000
2.2) 2 Members of Audit Committee at Baht 150,000 each	300,000	300,000
Total Remuneration of Audit Committee	650,000	650,000
Total	1,650,000	1,650,000

Total remuneration of all Directors of the year 2011 shall not exceed Baht 1,650,000.

The Company has not paid any remuneration to the Nominating and Remuneration Committee or other sub-committees.

Required number of votes to pass resolution : Two-third of votes of attending shareholders who have the right to vote.

Agenda 8 Other (if any)

During 5th – 28th January 2011, the Company had offered the rights to the shareholders on its website and through the disclosure channel provided by the Stock Exchange of Thailand (ELCID) for submitting the meeting any matter which will be considered by the Board of Directors and making it an agenda of this meeting of shareholders. After the end of the period, there was no matter submitted for consideration.

The Company is pleased to advise that the shareholder register book for the right to attend the Annual General Meeting of Shareholders no. 30 (of the year 2011), shall be recorded on March 21, 2011. Also, March 22, 2011 shall be the book-closing date on which the shareholder list as specified in section 225 of the Securities and Exchange Act shall be compiled.

Any shareholder who wants to appoint a proxy, please fill in the proxy form, sign on it, and affix it with duty stamp. Proxy form was attached herewith. Shareholders can download it from the Company's website at www.srithaisuperware.com and choose only ONE of the Company's proxy forms either Proxy Form A, Form B and Form C (Proxy Form C for use by foreign investors appointing custodians as depositories). In order to speed up registration process for

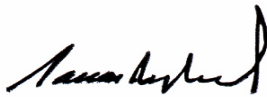
shareholders who want to attend the meeting, we request all shareholders and/or their proxies to produce the proxy forms to our officers in charge of the attendance registration on the date of meeting. Please also assure that relevant documents or evidences for identification of yourselves being carried by you as per details described in *attachment no. 4*.

In case you could not attend the meeting and you do not have your own proxy, please appoint Mr. Enghug Nontikarn, an Independent Director (Curriculum Vitae of Independent Director to be appointed as proxy is in *attachment no. 5*), to be your proxy and vote on your behalf in the meeting. Please fill in the proxy form as shown, sign your name on it, and send it along with other relevant documents as described in *attachment no. 4* to the Company Secretary Mr. Prin Bholnivas. Address of Srithai Superware Public Company Limited is at 15 Suksawat Road, Soi 36, Bangpakok, Rasburana, Bangkok 10140. Telephone number is 0-2427-0088, extension no. 2204. Please send those documents to arrive the Company in advance before date of meeting which is within April 26, 2011, so that the Independent Director can attend the meeting and vote on your behalf.

The Company has prepared an annual report for the year 2010 in CD form, and delivered it to shareholders as described in *attachment no.9*. Any shareholder desires to get a printed copy of the annual report, please contact Office of the Company Secretary at the address specified above, so that a printed copy could be sent to you.

Please attend the meeting on the date and at the time and place as specified.

Yours faithfully,



Mr. Sanan Angubolkul
Chairman of the Board

Attachment no. 1 (Page 1/15)

Srithai Superware Public Company Limited
Minutes of the Annual General Meeting of Shareholders
No. 29 (of the year 2009)
Convened in Meeting Room Building 3, 4th Floor,
Srithai Superware Public Company Limited
15 Suksawat Rd., Soi 36, Bangpakok, Rasburana, Bangkok
Wednesday 28th April 2010

List of Directors, Executives, Auditor and Legal Adviser of Srithai Superware Public Company Limited, “the Company”, attending the meeting comprised:-

Board of Directors

9 Directors attending the meeting were:-

- | | |
|-------------------------------|--------------------------------|
| 1. Mr. Sanan Angubolkul | 2. Prof. Viroj Lowhaphandu |
| 3. Mr. Suchat Boonbanjerd Sri | 4. Mr. Enghug Nontikarn |
| 5. Mrs. Siriporn Sailasuta | 6. Mrs. Srisuda Lertsumitkul |
| 7. Mr. Naphol Lertsumitkul | 8. Mr. Manit Ativanichayaphong |
| 9. Mr. Prin Bholnivas | |

Executives Attending the Meeting

- | | |
|--------------------------|--------------------------------|
| 1. Mr. Prayoon Kajitte | 2. Ms. Bunnapa Lertsumitkul |
| 3. Mr. Pawat Chalermpong | 4. Mr. Pongsak Kantiratanawong |
| 5. Mr. Jarung Srisakul | |

External Auditor for the year 2009

1. Mr. Prasan Chuaphanich, CPA no. 3051
2. Miss Tanaporn Tanaarpapong, CPA

Legal Adviser

1. Mr. Precha Techamuanvivit
2. Miss Panita Snitwong na Ayudhya

Mr. Sanan Angubolkul, Chairman of the Board, chaired the meeting.

The meeting started at 14:05 hrs.

The Chairman welcomed all shareholders and thanked them for attending the Annual General Meeting no. 29 (of the year 2009) of the Company. He informed the meeting that there were 66 shareholders attending the meeting in persons and by proxy, representing 145,591,398 shares which was 53.73 of total shares issued by the Company. A quorum was formed according to Articles of Association of the Company. He then declared the meeting open, and followed the agenda of the meeting.

The Chairman introduced the Company’s directors, high-ranking executives, external auditors and Legal Adviser, and assigned Mr. Prin Bholnivas, director and the Company Secretary, to inform the meeting regarding the meeting agenda and voting methods. Mr. Prin Bholnivas explained to the meeting as follow:-

Attachment no. 1 (Page 2/15)

1. The documents received by the shareholders

- 1.1. Invitation to the Annual General Meeting of Shareholders No. 29 (of the year 2009), total 43 pages.
- 1.2. Registration Form for the Annual General Meeting of Shareholders No. 29 (of the year 2009).
- 1.3. Annual Report of the year 2009 in CD form.
- 1.4. General Information and Financial Statements, total 10 pages.
- 1.5. Proxy Form B.

2. Compliance to Good Corporate Governance

2.1. Proposing an agenda to the Company

The Company provided an opportunity to all shareholders to propose an agenda to the meeting and propose names of competent persons to be candidates for the Company's directorial positions via company's website and SET's website between 4th January – 29th January 2010. It appeared that no shareholder exercised such rights. Hence, the Board of Directors has proposed the agenda of Annual General Meeting of Shareholders as appeared in the invitation letter.

2.2. Appointing an Independent Director as proxy

Regarding the shareholders who could not attend the meeting by themselves but would like to exercise their right in this meeting, in compliance with the good corporate governance policy, the Company proposed one Independent Director, Mrs. Siriporn Sailasuta, to be the proxy to vote on behalf of such shareholders. The Chairman already introduced her to the meeting. Her profile and directorial detail appeared on the attachment of the invitation letter, pages 35-36.

2.3. Witnessing Vote Counting

In order to assure fairness and transparency in vote counting in each meeting agenda, the Company has arranged for witnesses who were neutral in vote counting. The Company has assigned Miss Panita Snitwong na Ayudhya, our legal adviser, to take charge of vote counting. She was stationed at vote counting point. The Company urged shareholders to witness vote counting. One shareholder volunteered to be a witness. His name was Mr. Nuttakit Suntonbura.

3. Meeting Procedure

The meeting would consider the agenda one by one according to the meeting agenda in the invitation letter. The directors would propose information of each agenda and gave an opportunity to shareholders to ask questions before voting. During counting the vote, the next meeting agenda would be considered in order not to waste the shareholders' precious time. After counting, the voting results would be reported. If any shareholder would like to ask questions/comment, he/she should disclose his/her name and surname to the Company, so that the Company could record his/her name and surname for references.

Attachment no. 1 (Page 3/15)

4. Vote Counting/Voting

In case shareholders attending the meeting in person

The Chairman would propose each agenda to the meeting for voting. He would ask the meeting if any shareholder who has attended the meeting in person disagreed or abstained, please raised their hands. If any shareholder who attended the meeting in person raised his/her hand to show disagreement or abstention, the Company's officer would collect a voting card from that shareholder. All shareholders would get voting cards after registration of attendance. It would be taken as granted that shareholders who have attended the meeting in person and did not raise their hands have approved or agreed with proposal.

In case shareholders attending the meeting by proxy

The Company has made available 3 kinds of proxy forms as required by Business Development Department, Ministry of Commerce, as follow:-

Form A : Proxy form for shareholder who wishes to allow his/her proxy to vote freely;

Form B : Proxy form for shareholder who wishes to determine how to vote in each agenda. This kind of PROXY FORM has been enclosed to this invitation letter; and

Form C : Proxy form for foreign investors who have appointed custodians in Thailand as depository.

- Shareholders could use any kind of PROXY FORM, or design their own proxy form as deemed fit, or download it at the Company's website made available to all shareholders since 26 March 2010. The Business Development Department has allowed each shareholder to appoint not more than 3 proxies. However, only one proxy would be allowed to attend the meeting.
- In voting, as specified in proxy form, the proxy could consider proposal and vote on behalf of the grantor as deemed fit. This case also applies to shareholders attending the meeting in person as mentioned above.
- In case of proxy form by which the grantor has specified how to vote, the Company has recorded such votings in the computer at time of registration of an attendance. Such votings were counted to pass a resolution. In this instance, voting cards would be written that votes being recorded before handing over to the proxy.
- In collecting voting cards, the Company would collect voting cards only from shareholders who disagreed or abstained in any agenda so as to summarize result of voting. However, after the meeting all shareholders were requested to return voting cards to the Company for future reference.
- Under Articles of Association, each shareholder had number of votes equal to number of shares held by him, or one share one vote. Shareholder or proxy would either vote 'agree' or 'disagree' or 'abstain'. He could not split his votes, except for the case of foreign investors appointing a custodian in Thailand as a depository.

Attachment no. 1 (Page 4/15)

- **Data Processing and Vote Counting**
The computer software would process ‘agree’ votes, ‘disagree’ votes, or ‘abstain’ votes as written by shareholders in proxy forms and recorded as votes in data storage at time of registration of attendance before processing it with votes cast in the meeting room by shareholders who voted ‘disagree’ or ‘abstain’ in voting cards which were collected by the Company’s officer as mentioned earlier. Total votes compiled as ‘disagree’ or ‘abstain’ would be deducted from total votes of shareholders who attended the meeting. The remainder votes were regarded as ‘agree’ votes for that agenda.

5. Resolution of the Meeting

The meeting was an Annual General Meeting of Shareholders. All matters in the agenda were normal affairs that should be carried out in such manner every year. Resolution of the meeting could be passed by majority of votes of shareholders who attended the meeting and cast their votes. In case of a tie-vote, Chairman of the meeting would have an extra casting vote (according to Article no.30 of Articles of Association). Except for the case of agenda no. 7 regarding remuneration of directors, two-third of total votes of shareholders attending the meeting and eligible to vote were required (according to Section 90 of the Public Limited Company Act B.E. 2535).

Before pursuing the agenda of the meeting, the issues raised in the last shareholders’ meeting were to be clarified as follow:-

- 1) The Company has made available to shareholders general information and financial statements. Any shareholder who wished to get one copy could get it at registration point. Any shareholder wishing to get a printed copy of annual report could get it at registration point also.
- 2) Regarding agenda on dividend payment, the Company has made available to shareholders information about tax credit amount of dividend. The Company would elaborate more detail after dividend payment being approved by the shareholders’ meeting.
- 3) The Company has made available ‘other matters’ agenda in the letter of invitation as suggested by the past shareholders’ meeting. The Company was pleased to advise that any shareholder wishing to ask for any information irrelevant to any agenda of meeting, the Company would answer your questions while considering ‘other matters’ agenda in order to save time of other shareholders in considering any particular agenda.

Agenda no. 1 To consider and adopt the Minutes of the Annual General Meeting of Shareholders no. 28 (of the year 2008) convened on April 29, 2009.

Chairman of the meeting Mr. Sanan Angubolkul informed the meeting that a copy of the minutes of meeting was posted by mail to all shareholders. It contained 14 pages, as appeared on pages 8-21 of the invitation letter.

Attachment no. 1 (Page 5/15)

Mr. Prin Bholnivas, the Company Secretary, requested the meeting to consider and adopt the minutes of the Annual General Meeting of Shareholders No. 28 (of the year 2008). If nobody requested for correction, it would be considered as being adopted by the meeting.

Resolution The meeting adopted the minutes of the Annual General Meeting of Shareholders no. 28 (of the year 2008), held on April 29, 2009, with unanimous votes as follow:

Approved	145,616,498	votes	representing	100.00	Percent
Disapproved	-	votes	representing	-	Percent
Abstained	-	votes	representing	-	Percent
Total	145,616,498	votes	representing	100.00	Percent

Agenda no. 2 To acknowledge the report of the Board about operation results of the Company for the past year.

The Chairman Mr. Sanan Angubolkul reported that sales amount decreased from THB 4,924 million in 2008 to THB 4,793 million in 2009, or a decrease of 3%. Gross profit in 2009 was 20%, as compared to 19% in 2008. We believed that the Company would attain the sales amount THB 5,635 million in 2010-a growth of 18% over that of 2009. The Company believed gross profit would be 21% or an increase of 1% from that of 2009.

The Chairman said further that economic condition had not yet recovered in 2009; especially mentioned electrical appliance industry which faced a decrease of 30%, auto industry decreased by 50%. In the past, the Company produced OEM parts for sedans, motorcycles, and electrical appliances. As a result, sales amount of the Company was decreased by 40%. However, the Company had adjusted its business strategies, in particular a change of product mix. In the latter half of 2009, the Company launched new products, i.e. closure for soft drink bottles. The Company got a license from UCL of United Kingdom. As a result, the Company had access to the most modern production technology in producing lightiest closure at fastest speed in the world. Consequently, our closure gained market recognition very fast. Besides, the Company had been producing preform used for blowing into bottles for containing fresh water or carbonated soft drink.

Our preform also gained market recognition widely. Due to light weight of our closure, our preform had light weight also.

Attachment no. 1 (Page 6/15)

The Company launched other 2 new products, i.e. cup for containing carbonated soft drink and bucket for pop corn. The Company had introduced a new technology called In-Mold Labeling or “IML” in printing decoration on cup and bucket. Market recognition of our products were very good. As a result, the Company had received “Best Product in the Family Category Award (Movie Theme Cups & Buckets)” from In-Mold Decorating Association (IMDA) of the USA. In addition, the Company had launched CD box to markets. These activities had resulted in a slight decrease of 3% of sales amount; otherwise, the decrease rate would be 30%. During 2009, the Company had made sizable investments to launch new products to markets. Meanwhile, expenses soared up, e.g. administrative expenses, increase of man-power, test-run of machines, etc. The Company had forecast a sales growth of 18% in 2010. Production capacity of closure for fresh water bottle and preform would be expanded. In the 4th quarter of 2009, the Company had put on sales closure and preform. The Company would be ready to blow bottles in the 4th quarter of 2010. Besides, we would produce one-way food box-the box commonly seen in 7-eleven shops or S&P restaurants. Meanwhile, we needed to improve our production process by introducing Lean Production which would reduce production cost but increase production efficiency. We believed the Company would get good opportunity in 2010. One concern was about prices of plastic pellet which was a major portion of our cost. During the 1st quarter till April this year, prices of plastic pellet soared up significantly due to unsettled issues at Maptaphut and continual rises of oil prices caused by cold weather in the past year. However, the Company had cautious purchasing plan for plastic pellet.

Regarding melamine business, the Company could cover export markets in 100 countries. A direct sales office was set up in Delhi, Republic of India. It pushed up sales amount remarkably. However, short of production capacity was a problem. It was good timing to have bought 78 second-handed machines from our competitors, relieving our concern on such shortage of production capacity. Regarding our factory in Vietnam, it reported a good result of operation.

One concern of melamine business was labor shortage. The Company made use of more robots to substitute labor. Due to export volume of the Company was sizable, appreciation of baht currency brought negative impact on our sales prices. In overall view, melamine business was still growing and its profitability was acceptable without decreasing.

Last year a new product line was launched under “SNatur” brand. Sales activities were focussed on networking of business like Amway, Giffarine and others. Products were launched to markets such as food supplement, body lotion, etc. This business would be expanded further in Thailand this year. Opportunities for business expansion to Myanmar, Laos and Cambodia had been under studies.

A shareholder Mr. Tanin Ngamvitayapong said the Company’s financial statements showed a profit. How much profit was earned by subsidiaries?

The Company Secretary Mr. Prin Bholnivas said he would report it in relevant agenda.

Attachment no. 1 (Page 7/15)

A shareholder Mr. Titipong Soponudomporn said Mr.Chairman once said Srithai would attain a sales target of THB 10,000 million. During the last 3-4 years, sales amount was about THB 5,000 million. Would this target be pursued? How could the problem of flat sales amount be addressed? Another question arose as the financial statements disclosed that the Company had investments abroad. Did the Company have plan to invest in foreign countries, including India, Indonesia, China, and other countries? How did the Company view this business?

The Chairman replied that the Company set up a challenging sales target this year. Sales target of THB 10,000 million would be attained by 2014. Sales growth of this year was expected at 18% or a sales amount of THB 5,600 million. Sales growth would comprise THB 1,000 million of “SNTaur” business, THB 2,500 million of melamine business, and THB 6,500 million of plastic business, totalling THB 10,000 million. It was the Company’s ambitious goal. Regarding investments in foreign countries, we had a melamine tableware factory in China. Future growth had not been expected because Chinese people used Chinaware more than melamineware, and there was a wage issue in China. Our investment in Indonesia showed a good result, and that of Vietnam was even better. Growth could be expected for India.

Resolution The meeting acknowledged the report of the Board about operation results of the Company for the past year.

Agenda no. 3 To approve Balance Sheets and Income Statements for the year ended December 31, 2009 as audited by the auditors.

Mr. Sanan Angubolkul, Chairman, asked Mr. Prin Bholnivas, the Company Secretary, to report to the meeting.

The Company Secretary Mr. Prin Bholnivas reported that Balance Sheets and Income Statements of the Company were prepared under the Accounting Act B.E. 2543, and Notification of Business Development Department, Ministry of Commerce, and in compliance with accounting standards notified by the Federation of Accounting Professions under The Royal Patronage of His Majesty the King. The Audit Committee had considered audit result made by external auditors on Balance Sheets and Income Statements. The external auditors opined that “In my opinion, the consolidated and company financial statements referred to above present fairly, in all material respects, the consolidated and company financial position as at 31 December 2009 and 2008, and the consolidated and company results of operations, and cash flows for the years then ended of Srithai Superware Public Company Limited and its subsidiaries, and of Srithai Superware Public Company Limited, respectively, in accordance with generally accepted accounting principles”. The Company has enclosed to this invitation letter the Balance sheets and Income Statements.

Attachment no. 1 (Page 8/15)

The Company Secretary Mr. Prin Bholnivas answered a question raised by a shareholder in the last agenda that share of loss on investment in associate decreased by THB 30 million and operation result of subsidiaries decreased by approximately THB 50 million due to subsidiaries engaged in mould-making and plastic injection had faced economic doldrums. Auto industry and electrical appliance industry were contracted. There were lesser purchase orders, but fixed cost remained high. These resulted in poor operation results of subsidiaries and affiliates, especially plastic injection business. As a result, operation results of the Company decreased by THB 86 million.

A shareholder Mr. Nuttakit Suntonbura said that he had read note no. 12.2 of the Notes to Financial Statements and he found that the most lost ridden company was S.K.I. Ceramics Company Limited who had suffered a loss of THB 13.5 million and Takahashi Korat (1995) Company Limited suffered a loss of THB 38.4 million. It was understood that S.K.I Ceramics Company Limited was about winding up. Would additional share of loss be booked this year? Takahashi Korat (1995) Company Limited had stopped production work and put under organizational restructuring. What was their present situation? What products were produced by Takahashi Korat (1995) Company Limited?

The Company Secretary Mr. Prin Bholnivas replied that S.K.I. Ceramics Company Limited or “SKI” was a manufacturer of porcelain tableware. The Company had a stake of 42%. SKI faced a crisis in 2008 because most of its customers were in USA and Europe. One of its major customers was taken over, so purchase orders decreased remarkably. It had no technological development since it required very high investment cost. Investment in new machines would demand a very long time of pay-back period. The Company, as a shareholder, and other shareholders had analyzed its business plan and found that continuance of its business would result in a loss or would take a very long time to get a profit. All shareholders decided to close it down. Close-down on SKI was recognized before the date of financial statements. Impairment on investment was provided in 2009. Any further loss in 2010 would be minimal, if any.

The second one was Takahashi Korat (1995) Company limited. It was a member of Takahashi Group. The group comprised Takahashi Korat (1995) Company Limited, Takahashi Plastics Company Limited and Thai Takahashi Plastics Company Limited. Takahashi Korat Company and Takahashi Plastics Company produced plastic parts, parts for electrical appliances, mostly on hire-of-work basis. Due to sharp drop of purchase orders resulting by poor economic condition and issue on cost of production, sales amount and operation result decreased significantly. Hence, the meetings of shareholders resolved internal restructuring by closing down Takahashi Korat Company and removal of its machine and some production facilities to Takahashi Plastic Company for purpose of full utilization of assets and reduction of transportation cost. Scaling down of the organization would make it suitable to size of purchase orders and production batches. Assets of Takahashi Korat might be disposed of. In 2010, only business of Takahashi Plastics Company would be restructured.

Resolution The meeting approved the Balance Sheets and Income Statements for the year ended December 31, 2009 as audited by the auditors, with unanimous votes of shareholders who attended the meeting and cast their votes as follow:

Attachment no. 1 (Page 9/15)

Approved	145,860,198	votes	representing	100.00	Percent
Disapproved	-	votes	representing	-	Percent
Abstained	-	votes	representing	-	Percent
Total	145,860,198	votes	representing	100.00	Percent

Agenda no. 4 To approve appropriation of profit for the year 2009 and dividend payment.

Mr. Sanan Angubolkul, Chairman, asked Mr. Prin Bholnivas, the Company Secretary, to report to the meeting.

The Company Secretary Mr. Prin Bholnivas reported that the Board of Directors deemed it appropriate to propose to the meeting of shareholders to approve appropriation of net profit for the year 2009 as legal reserve for the amount not less than 5% amounting to THB 6,000,000, and to approve payment of dividend at the rate of THB 0.35 per share amounting to THB 94,846,668.

The Company Secretary said further that the Company had paid dividends at 77% and 95% of net profit in 2007 and 2008 respectively. Dividend pay-out ratio of this year, if approved, would be 88% of net profit, which was in accordance with our dividend pay-out policy at not less than 50% of net profit.

A shareholder Mr. Nuttakit Suntonbura wished to know detail of tax credit benefit of dividend payment.

The Company Secretary Mr. Prin Bholnivas said the dividend payment of THB 0.35 per share could partially enjoy tax credit and could not partially enjoy it as follow.-

Enjoy Tax Credit		
Tax credit at 25% of net profit	0.11	baht/share
A portion does not enjoy Tax Credit, due to payment made from		
1) dividend or profit sharing enjoys exemption of tax and it is not a taxable income of a juristic person	0.06	baht/share
2) net profit deducted with net loss carried forward for a period of not over 5 years before this financial year	0.18	baht/share
Total	0.35	baht/share

Shareholder was subject to 10% with-holding tax.

A shareholder Mr. Tanin Ngamvitayapong said most listed companies would fix record date of name-list of shareholders for right to attend meeting of shareholders and that for right to receive dividend on the same day. Why didn't the Company fix it the same day?

The Company Secretary Mr. Prin Bholnivas said it was traditional practice of the Company. However, he would take this proposal for consideration in the future.

Attachment no. 1 (Page 10/15)

Resolution The meeting approved appropriation of net profit from operation results of the year 2009 as an additional legal reserve for the amount of Baht 6,000,000 and approved dividend payment at the rate Baht 0.35 per share for the total amount of Baht 94,846,668, which was 88.53% of net profit. The shareholder register book, for the right to receive dividend, would be recorded on May 7, 2010. Also, May 10, 2010 would be the book-closing date on which the shareholder list, as specified in section 225 of the Securities and Exchange Act, shall be compiled. Dividend would be paid out on May 26, 2010. Total unanimous votes of shareholders who attended the meeting and cast their votes were as follow:

Approved	145,860,198	votes	representing	100.00	Percent
Disapproved	-	votes	representing	-	Percent
Abstained	-	votes	representing	-	Percent
Total	145,860,198	votes	representing	100.00	Percent

Agenda no. 5 To appoint external auditors and their remuneration for the year 2010.

Mr. Sanan Angubolkul, Chairman, requested Prof. Viroj Lowhaphandu, Independent Director and Chairman of the Audit Committee, to report to the meeting.

Prof. Viroj Lowhaphandu, Independent Director and Chairman of the Audit Committee, reported to the meeting that the Public Limited Company Act specified “The Annual General Meeting of Shareholders appoints auditors and fixes their remuneration every year. The past auditor could be reappointed”. During the last year, Mr. Prasan Chuaphanich was the Certified Public Accountant of the Company. This year the Company would appoint a Certified Public Accountant from PricewaterhouseCoopers ABAS Limited again because they could provide quality audit work.

Prof. Viroj Lowhaphandu, Independent Director and Chairman of the Audit Committee, reported further that Thai accounting standard would be changing in 1-2 years. Thailand would be adopting international financial reporting standards; therefore, qualified auditors were indispensable. The Board of Directors opined that any auditor from PricewaterhouseCoopers ABAS Limited should be appointed as external auditor of the Company for the year 2010. Regarding remuneration, PricewaterhouseCoopers ABAS Limited had asked for THB 2,027,000, a decrease of 10.7% from that of previous year, equivalent to THB 243,000. In process of selecting external auditor, the Company had invited bidding of audit fee, and the lowest bidder was selected for the benefit of the Company and shareholders. He then asked the meeting to consider it.

Resolution The meeting resolved that the following persons from PricewaterhouseCoopers ABAS Limited being appointed as external auditors for the year 2010:-

- | | |
|---------------------------------|-----------------|
| 1) Mr. Prasan Chuaphanich | CPA no. 3051 or |
| 2) Ms. Nangnoi Charoenthaveesub | CPA no. 3044 or |
| 3) Mr. Kajornkiet Aroonpirodkul | CPA no. 3445 |

Attachment no. 1 (Page 11/15)

Anyone of them could conduct auditing and express opinion on the Company's financial statements for the year 2010. Remuneration was fixed at Baht 2,027,000 (two million and twenty seven thousand bahts only) per annum. Total unanimous votes of shareholders who attended the meeting and cast their votes were as follow:

Approved	145,860,198	votes	representing	100.00	Percent
Disapproved	-	votes	representing	-	Percent
Abstained	-	votes	representing	-	Percent
Total	145,860,198	votes	representing	100.00	Percent

Agenda no. 6 To appoint Directors in place of those who have completed their term in office.

Mr. Sanan Angubolkul, Chairman, asked Mr. Prin Bholnivas, the Company Secretary and Secretary of Nominating and Remuneration Committee, to report to the meeting.

The Company Secretary, Mr. Prin Bholnivas, reported that the Board of Directors had nominated the following 3 persons as directors:-

- 1) Mr. Sanan Angubolkul Chairman, President and Nominating and Remuneration Committee Member
- 2) Prof. Viroj Lowhaphandu Independent Director and Chairman of the Audit Committee
- 3) Mr. Enghug Nontikarn Independent Director, Audit Committee Member and Chairman of the Nominating and Remuneration Committee

Details and biography of each director appeared on Invitation to the Annual General Meeting of Shareholders, Pages 22-28. Brief biography was projected on the screen.

The Company had invited shareholders to nominate candidates for directorial positions via website channel of the Company during 4-29 January 2010. No shareholder nominated any person. Only the three persons were candidates.

The meeting was requested to reappoint the directors who had completed their term in office as directors.

Resolution The meeting re-appointed the 3 directors who had completed their term in office as directors, with majority votes of shareholders who attended the meeting and cast their votes as follow:

- 1) Mr. Sanan Angubolkul Chairman, President and Nominating and Remuneration Committee Member

Attachment no. 1 (Page 12/15)

Approved	141,937,098	votes	representing	97.30	Percent
Disapproved	-	votes	representing	-	Percent
Abstained	3,940,200	votes	representing	2.70	Percent
Total	145,877,298	votes	representing	100.00	Percent

2) Prof. Viroj Lowhaphandu Independent Director and Chairman of the Audit Committee

Approved	141,937,098	votes	representing	97.30	Percent
Disapproved	-	votes	representing	-	Percent
Abstained	3,940,200	votes	representing	2.70	Percent
Total	145,877,298	votes	representing	100.00	Percent

3) Mr. Enghug Nontikarn Independent Director, Audit Committee Member and Chairman of the Nominating and Remuneration Committee

Approved	141,937,098	votes	representing	97.30	Percent
Disapproved	-	votes	representing	-	Percent
Abstained	3,940,200	votes	representing	2.70	Percent
Total	145,877,298	votes	representing	100.00	Percent

Agenda no. 7 To approve remuneration of Directors for the year 2010.

Mr. Sanan Angubolkul, Chairman, asked Mr. Prin Bholnivas, the Company Secretary and Secretary of the Nominating and Remuneration Committee, to report to the meeting.

Mr. Prin Bholnivas reported to the meeting that the Nominating and Remuneration Committee deemed it appropriate to fix remuneration of directors at Baht 1,650,000 (one million and six hundred and fifty thousand baths only) for the year 2010. It comprised:-

- 1) Remunerations of directors (meeting allowance)
Chairman at Baht 200,000 per annum
Directors at Baht 100,000 per annum/per person
- 2) Remuneration of Audit Committee (meeting allowance)
Chairman of Audit Committee at Baht 350,000 per annum
Members of Audit Committee at Baht 150,000 per annum/per person

He then asked the meeting to consider it.

Attachment no. 1 (Page 13/15)

Resolution The meeting approved remuneration of directors at Baht 1,650,000 (one million and six hundred and fifty thousand bahts only) per annum, with more than two/third of all votes of shareholders who attended the meeting and cast their votes as follow:

Approved	141,937,098	votes	representing	97.30	Percent
Disapproved	-	votes	representing	-	Percent
Abstained	3,940,200	votes	representing	2.70	Percent
Total	145,877,298	votes	representing	100.00	Percent

Agenda no. 8 Other

Mr. Prin Bholnivas, the Company Secretary, invited questions.

A shareholder Mr. Tanin Ngamvitayapong asked the Chairman that the Company's sales growth for the year 2010 was forecast at 18%. If the Company's operation results for the next 9 months were comparable with that of the past 3 months, would the Company pay the same rate of dividend or higher?

Mr. Sanan Angubolkul, the Chairman, said sales amount of the past first quarter was higher than 18%. Sales amount in April was usually low due to many holidays and political problem. However, rate of dividend payment could not be mentioned about. Operation result of this year was expected to be better than that of previous year.

A Shareholder Mr. Nuttakit Suntonbura asked the Chairman that the Chairman said bottle blowing technology would be introduced in the 4th quarter of 2010, and marketing on food box would be focussed. The Company had been trying to boost up sales in those markets. Had the Company discussed with customers in those markets?

The Chairman replied that marketing strategies for auto parts and parts for electrical appliance would not be so profitable. Therefore, the Company paid attention to food & beverage packaging products which had high growth. In the first quarter, there were so many customers and we could not fulfil their demands. The Company had received purchase orders for food boxes and bottle blowing to its full capacity. Any further expansion would require more investment.

A Shareholder Mr. Nuttakit Suntonbura said the Company should be able to determine selling prices of the aforementioned business for a certain level. If price of raw material rose up, could the Company adjust selling prices?

The Chairman replied that the Company usually accepted orders in advance for 2-3 months for this kind of business. The Company could plan to purchase raw materials in advance and the risk was low.

Attachment no. 1 (Page 14/15)

A Shareholder Mr. Nuttakit Suntonbura said total sales amount THB 10,000 million would comprise sales of plastic products THB 6,500 million, sales of melamine tableware THB 2,500 million, and sales of SNatur products THB 1,000 million. He referred to Annual Report for 2009 which reported sales of plastic products THB 3,000 million, sales of melamine tableware THB 1,900 million. There was a very high growth of plastic products. Could melamine tableware show higher growth rate?

The Chairman replied that forecast sales figures of SNatur THB 1,000 million, plastic products THB 6,500 million, and melamine tableware THB 2,500 million were due to slow growth of melamine tableware because it was relatively durable. Its expansion in domestic market was limited. Therefore, we had to expand overseas markets, especially in developing countries. There was high potential for plastic products. Sales growth of plastic products this year showed a growth of THB 1,000 million. Melamine tableware's growth was nearly flat. "SNatur" was expected to grow well. Besides, the Company had a new product, i.e. floating Aqua Armour that could reduce evaporation of water by 70-80%. The Company was developing it in collaboration with an Australian-based company and PTT Chemical Public Company Limited. We expected to launch it to markets this year. If successful, the Company would be the sole producer in Asia. All customers in Asia could buy only from us.

Mr. Nuttakit Suntonbura, a Shareholder, expressed two opinions. Sales growth of THB 1,000 million for plastic products might be attainable as he had observed sales forecast of other companies before. However, profitability growth might be lower. If sales amount would grow from THB 5,000-6,000 million to THB 10,000 million, growth of profit should not be flat. Profit growth should be in line with sales growth. He then asked the Chairman to describe adjustment of plastic product mix by discarding non-profitable plastic products and replacing it with profitable products. The Company had been trying to launch highly competitive plastic products for a jumping growth of sales figures so as to attain THB 10,000 million. What was next strategy?

The Chairman replied that the Company paid attention to growth of sales and profitability as well. Therefore, the Company had adjusted its product portfolio. As you could see, the Company entered packaging business such as preform, resulting into high gross profit. Comparing to OEM business, gross profit was very low. Meanwhile, closure also fetched back high gross profit. In conclusion, the Company would try to attain a gross profit rate not less than 20% or even at 22%. Cost of production would be low. The Company would grow further. The reason of our attention on growth of plastic products because production of auto parts and parts for electrical appliance demanded for more labor than raw-materials. Labor shortage was a big issue. The Company had been trying to introduce more robots for replacing labor. This would increase productivity and reduce cost. Gross profit would rise up. All factors had to be integrated. Certainly, profitability of the Company would improve.

A shareholder Mr. Tanin Ngamvitayapong asked who was the patent holder of floating Aqua Armour?

Attachment no. 1 (Page 15/15)

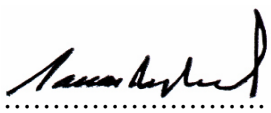
The Chairman replied that an Australian-based company was the patent holder. Design was made by them. The Company was the sole producer in Asia.


A shareholder Mr. Titipong Soponudomporn said the Company would focus on packaging products and plastic products with deployment of more robots. Was it possible for a big investor to step in to compete with us? Why was the Company confident in its survival in this market, taken into consideration patent or know-how?

The Chairman replied that there were about 10,000 plastic product factories through out the country. More than 95% of them were medium or small businesses. They could hardly compete with us. The Company had better technology, so we entered closure business because there was new know-how of closure that could match with preform model 1881. The Company was first alert of this information, so we had bought the license of production covering 14 countries, such as the Philippines, Laos, Cambodia and Vietnam. Nobody could buy it elsewhere but to buy from us. No new competitor was expected due to requirement of very high investment cost.

No shareholder proposed any other matter for consideration.

The Chairman expressed his gratitude to the meeting, and the meeting was closed at 15:28 hrs.

Signed  Chairman of the Meeting
(Mr. Sanan Angubolkul)
Chairman of the Board

Signed  Secretary of the Meeting
(Mr. Prin Bholnivas)
Company Secretary

Attachment no. 2 (Page 1/6)

**Curriculum Vitae of retiring directors
who are proposed for nomination as directors for another term**

Name : Mr. Suchat Boonbanjersri
Age : 52 years
Nationality : Thai
Present Position : Independent Director and Audit Committee Member
Authority to sign for the Company as per Certification Document : None
No. of share : None (December 30, 2010)
Relationship among Directors : None
Illegal acts in the past 10 years : None
Training Course Thai Institute of Directors Association(IOD) : Directors Certification Program (DCP)
 Audit Committee Program (ACP)

Education :

Institution	Degree	Major
Chulalongkorn University	Bachelor Degree (2 nd class honor)	Quantitative Economics
Wharton School, University of Pennsylvania, U.S.A.	M.B.A	Business Administration : Finance & Marketing

Experience :

Company	Position	Time Period
Kasikornbank Public Company Limited	Dealer – Treasury Department	A.D. 1985 – 1986
Kasikornbank Public Company Limited, Los Angeles Branch	Manager	A.D. 1986 – 1994
Thammasat University, Kasetsart University	Guest Lecturer, M.B.A. Program	A.D. 1987
Asset Plus Securities Company Limited	Senior Vice President	A.D. 1994 – 1996
Dynamic Eastern Finance (1991) Public Company Limited	Managing Director	A.D. 1996 – 1997

Attachment no. 2 (Page 2/6)

Experience (Cont'd) :

Company	Position	Time Period
Financial Restructuring Authority of Thailand	Non core Sale Department	A.D. 1997 – 1998
Sub-Committee on Fiscal, Banking and Financial Institution House of Representatives	Advisor	A.D. 1999 – 2000
Siam University	Guest Lecturer, M.B.A. Program	A.D. 2000
Aeronautical Radio of Thailand Company Limited, A state enterprise under the Ministry of Transport and Communication	Director	A.D. 2001 – 2002
Siam Syntech Construction Public Company Limited	Director	A.D. 2001 – 2002
Sub-Committee on Economics Development House of Representatives	Advisor	A.D. 2001 – 2005
Aeronautical Radio of Thailand Company Limited	Advisor, Risk Management Committee	A.D. 2002 – 2006

Present Positions in Companies :

1) Listed Companies :

Company	Position
Srithai Superware Public Company Limited	Independent Director and Audit Committee Member

2) Non-listed Companies :

2.1) Srithai Superware Group : None

2.2) Other Companies :

Company	Position
Practicum Engineering Company Limited	Director
Thailand Post Company Limited	Director

3) Position in competing companies/ company related to business of the Company that conflict of interest may arise : None

Attachment no. 2 (Page 4/6)

**Curriculum Vitae of retiring directors
who are proposed for nomination as directors for another term**

Name : Mrs. Srisuda Lertsumitkul
Age : 71 years
Nationality : Thai
Present Position : Director
Authority to sign for the Company as per Certification Document : None
No. of share : 15,000,000 shares or 5.54 percent (December 30, 2010)
Relationship among Directors : Mother of Mr. Naphol and Ms. Bunnapa Lertsumitkul
Illegal acts in the past 10 years : None
Training Course Thai Institute of Directors Association(IOD) : None

Education :

Institution	Degree	Major
-	Elementary school	-

Experience :

Company	Position	Time Period
Srithai Superware Public Company Limited	Director	Since time of founding the Company till present time

Present Positions in Companies :

1) Listed Companies :

Company	Position
Srithai Superware Public Company Limited	Director

2) Non-listed Companies :

2.1) Srithai Superware Group : None
2.2) Other Companies : None

**3) Position in competing companies/
company related to business of the Company
that conflict of interest may arise**

: None

Attendance :
 - Board meetings : No. of meetings held : 6 No. of meetings attended : 5

Being a director for how many years : 8 years(since the Company was released from the Rehabilitation Plan in July 2002 till present time)

Attachment no. 2 (Page 5/6)

**Curriculum Vitae of retiring directors
who are proposed for nomination as directors for another term**

Name : Mr. Manit Ativanichayaphong
Age : 66 years
Nationality : Thai
Present Position : Director, Risk Management Sub-Committee Member,
Senior Marketing Director - Household Products and
Acting Direct Sales Director

**Authority to sign for
the Company as per
Certification Document** : None

**No. of share
(included shares held by spouse)** : 1,148,720 shares or 0.42 percent (December 30, 2010)

**Relationship among
Directors** : None

**Illegal acts in
the past 10 years** : None

Training Course : Director Accreditation Program (DAP)
**Thai Institute of
Directors Association(IOD)** Director Certification Program (DCP)

Education :

Institution	Degree	Major
Ramkamhaeng University	Bachelor Degree	Marketing

Experience :

Company	Position	Time Period
Grant Advertising International Inc.	Account Executive	A.D. 1967 – 1974

Present Positions in Companies :

1) Listed Companies :

Company	Position
Srithai Superware Public Company Limited	Director, Risk Management Sub-Committee Member, Senior Marketing Director - Household Products and Acting Direct Sales Director

2) Non-listed Companies :

2.1) Srithai Superware Group :

Company	Position
<u>Associated Companies</u>	
1) Thai MFC Company Limited	Director
2) PT. Srithai Maspion Indonesia	Director

Attachment no. 2 (Page 6/6)

2.2) Other Companies : None

**3) Position in competing companies/
company related to business of the Company
that conflict of interest may arise** : None

Attendance :

- Board meetings	No. of meetings held : 6	No. of meetings attended : 6
- Risk Management Sub-Committee meeting	No. of meetings held : 8	No. of meetings attended : 7

**Being a director for
how many years** : 8 years(since the Company was released from the
Rehabilitation Plan in July 2002 till present time)

Attachment no. 3 (Page 1/2)

Definition of Independent Director

An independent director means persons who have the qualifications as stipulated by the Securities and Exchange Commission according to the notification of the Capital Market Supervisory Board No. TorChor. 28/2551 Re : The Request for Approval and the Approval of Initial Public Offering, as follows:-

- (a) The persons who hold the voting shares of no more than 1% of the total number of shares in the Company, parent company, subsidiaries, associated companies, or juristic persons that may have conflicts with the company, and the shares held by the related parties of such independent director will also be counted.
- (b) The persons shall not be or did not use to be the directors who participate in the management of the Company, the workers, employees, full-time consultants, or the authorized persons of the Company, parent company, subsidiaries, associated companies, or juristic persons that may have conflicts with the Company, except that they do not have such qualifications for at least 2 years before the date of submitting the request to the office.
- (c) The persons shall not have blood relationship with or shall not legally register to be the parents, spouse, siblings, and children, including spouse of children or the management, or major shareholders, or authorized persons or persons who are proposed to be the management or authorized persons of the Company/subsidiaries.
- (d) The persons shall not have or did not use to have business relationship with the Company, parent company, subsidiaries, associated companies, or juristic persons that may have conflicts with the Company and such relationship may impede their own freedom of judgment, and shall not be or did not use to be the major shareholders, directors who are not independent directors, or management of the persons who have the business relationship with the Company, parent company, subsidiaries, associated companies, or juristic persons that may have conflicts with the Company, except that they do not have such qualifications for at least 2 years before the date of submitting the request to the office.

The business relationship according to the definition stipulated by the Securities and Exchange Commission means the normal business transactions for conducting the businesses, renting or leasing the immovable properties, the transactions relevant to the assets or services or the grant or acceptance of financial assistance by accepting or lending, guaranteeing, offering assets to be the debt guarantee, including the similar behaviors, and such actions may affect the persons who request for approval or parties to possess debts that shall be paid to the other party of lower of at least 3% of the net tangible assets of the persons who request for approval or at least 20 million baht. The calculation of such debts shall comply with the calculation methods of the value of related transactions according to the notification of the Board of Governors of the Stock Exchange of Thailand regarding the disclosure of information and the operations of the listed companies on the related transactions but upon considering such debts, shall include the debts incurred within 1 year before the date of business relationship with the same person.

Attachment no. 3 (Page 2/2)

- (e) The persons shall not be or did not use to be the external auditors of the Company, parent company, subsidiaries, associated companies, or juristic persons that may have conflicts with the Company, and shall not be the major shareholders, directors who are not independent directors, management, or managing partners of the audit office that are auditors of the Company, parent company, subsidiaries, associated companies, or juristic persons that have conflicts with the Company, except that they do not have such qualifications for at least 2 years before the date of submitting the request to the office.
- (f) The persons shall not be or did not use to be any professional service providers, including the legal services or financial advisory services that obtain the service fee more than 2,000,000 baht per year from the Company, parent company, subsidiaries, associated companies, or juristic persons that may have conflicts with the Company. In case that such professional service providers are juristic persons, including being major shareholders, directors who are not independent directors, management or managing partners of such professional service providers, except that they do not have such qualifications for at least 2 years before the date of submitting the request to the office.
- (g) The persons are not the directors who are appointed to be the representatives of the Company's directors, major shareholders, or shareholders who are related to major shareholders of the Company.
- (h) The persons do not have any other characteristics that prohibit such people from freely expressing opinions regarding the Company's operations.

After being appointed to be independent directors who have the characteristics according to paragraph (a) to (h), such independent directors may be assigned by the Board of Directors to make decisions regarding the operations of the Company, parent company, subsidiaries, associated companies, or other subsidiary of the same level, or juristic persons that may have conflicts with the Company with the collective decision.

Attachment no. 4 (Page 1/4)

Explanation on documents to identify shareholders or their proxies who are eligible to attend the meeting for purpose of registration and voting

The Company shall convene the Annual General Meeting of Shareholders no. 30 (for the year 2011) on April 27, 2011 at 14.00 hrs. in Convention Room on the 4th floor of Building no. 3 of Srithai Superware Public Company Limited, No. 15 Suksawat Rd., Soi 36, Bangpakok, Rasburana, Bangkok 10140. A barcode system will be used in order to promote transparency and fairness for the benefit of the shareholders. The following procedures will be used to verify documents and identity of shareholders or proxies who have right to attend the meeting. The Company is pleased to advise shareholders as follow:-

1. Proxy Form

The Department of Business Development, the Ministry of Commerce, issued a notification Re: Prescription of Proxy Forms (No. 5) B.E. 2550; the Company as therefore prepared a proxy form for shareholders who cannot attend the Meeting. A proxy may be any person or an independent director.

1. The Company has attached Proxy Form B, which prescribes certain particulars, to the notice of the meeting along with this invitation letter.
2. If shareholders wish to use Proxy Form A which is (a simple form or Proxy Form C for use by foreign investors appointing custodians as depositaries), both of these can be downloaded from the Company's website at www.srithaisuperware.com. **In these cases, each shareholder is requested to bring along Proxy Form B on which containing the barcode for the purpose of shareholder registration on the date of the meeting.**

2. Proxies

Shareholders who are unable to attend the meeting may appoint proxies to vote on their behalf by following procedure below:

1. Choose ONE of the Company's proxy forms.
 - 1.1 Form A or Form B for general shareholders.
 - 1.2 Form A, Form B or Form C for shareholders listed in the share registration book as "Foreign Investor Appointing a Custodian in Thailand".
2. Complete the proxy form and provide the full name of the person (who may be an independent director) you wish to attend the meeting and vote on your behalf.
3. Affix a 20-baht duty stamp to the proxy form and write the date across the stamp so that it becomes lawful. The Company can facilitate this procedure during registration for the meeting.

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Shareholders are not allowed to allocate their shares to more than one proxy to vote in the meeting. Each shareholder may authorize his or her proxy to cast the number of votes equal to the number of shares he or she holds. Authorization of less than the total number of shares is not allowed except for a custodian appointed by a foreign investor in accordance with Proxy Form C.

3. Documents to be shown prior to the Meeting

Natural Persons

1. Attendance in person:-
 - Please bring along with you valid official documents such as ID Card, Civil Service Card, Passport or Driving License (supported by relevant documents if names or family names were changed);
 - Please bring along with you Proxy Form B containing barcodes as attached.
2. Attendance by proxy:-
 - Any proxy form duly completed and signed by both the shareholder and his or her proxy;
 - Copy of valid official ID Card or Passport of the shareholder duly certified by the shareholder; and
 - Copy of valid official ID Card or Passport of the proxy duly certified by the proxy and presented at the point of registration.

Shareholders who wish to use Proxy Form A, please bring along a Proxy Form B on which containing the barcode for the purpose of shareholders registration for the date of the meeting.

Juristic Persons

1. Attendance by director of the company
 - Any proxy form duly completed and signed by both the shareholder and his or her proxy;
 - Copy of a company certificate duly certified by authorized director(s); and
 - Copy of director's valid official ID Card or Passport or other card issued by competent authorities duly certified by such director.

Shareholders who wish to use Proxy Form A please bring along a Proxy Form B on which containing the barcode for the purpose of shareholders registration for the date of the meeting.

2. Attendance by proxy
 - A proxy form duly filled in and signed by authorized director(s) of the juristic person and proxy;
 - Copy of a company certificate duly certified by authorized director(s) containing particulars that the authorized signatory is entitled to appoint the proxy on behalf of the company;

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- Copy of valid official ID Card or Passport issued by competent authorities to each authorized director duly certified by such director; and
- Copy of valid official ID Card or Passport issued by competent authorities to proxy duly certified by proxy together with originals thereof at point of registration.

Shareholders who wish to use Proxy Form A, please bring along a Proxy Form B on which containing the barcode for the purpose of shareholders registration on the date of the meeting.

3. Attendance by a custodian appointed as a depositary by a foreign investor
 - 3.1 All documents listed under Juristic Persons clause 1 or 2 above, as the case may be;
 - 3.2 In the event that a foreign investor wants to authorize a custodian to appoint the third party to be a proxy of the foreign investor, the following documents shall be produced:
 - A power of attorney authorizing the custodian to appoint a third party as the foreign investor's proxy;
 - a confirmation letter that the custodian has been licensed to engage in custodian business.

In the event shareholder wishes to use Proxy Form A or Form C, please also bring along Proxy Form B on which containing the barcode for the purpose of shareholders registration for the date of the meeting.

If an original document is not made in English, please attach the English translation duly certified by director(s) of such juristic person.

4. Registration

Registration will be open one hour before the start of the meeting or from 13.00 hours on Wednesday, April 27, 2011 at the venue indicated on the map attached to this invitation letter to attend the meeting.

5. Criteria for Casting Votes

General agenda

1. The vote for each item on the agenda will be counted as per the number of votes indicated in proxy form upon registration and/or ballot submitted by the shareholders in the meeting. One share will count one vote. Shareholders may only vote to agree or disagree with each item on the agenda or abstain from voting. Votes cannot be divided (except in the case of a custodian appointed by a foreign investor) in accordance with Proxy Form C.

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2. Proxies

2.1 The proxy shall vote in compliance with the instructions made by the grantor in the proxy form. Vote of the proxy in any Agenda which is not in accordance with this proxy form shall be invalid and not considered as a voting by the shareholder.

2.2 In the event that no instruction has been specified on the proxy form, or the instruction is unclear, or the meeting considers and votes on any other issue not specified on the form, or there is an amendment to or change in facts of an item on the agenda the proxy has the discretion to consider and vote as he or she deems appropriate.

Agenda for electing directors

According to Article 13 of the Company's Articles of Association, the shareholders' meeting must elect directors in accordance with the following rules and procedures:

1. Each shareholder shall have one vote to each share he/she holds;
2. Each shareholder shall exercise all votes he/she has under (1) to elect one or several persons as director or directors but he/she may not allot his/her votes to any persons differentially;
3. The candidates shall be ranked in order descending from the highest number of votes to the lowest, and shall be appointed as directors in that order until all of the director positions are filled. Where the votes cast for candidates in descending order are tied, which would otherwise cause the number of directors to be exceeded, the chairman shall have a casting vote.

6. Procedures on Casting Votes

The chairman of the meeting or one of the Company's officers will explain the procedure for casting votes before the meeting commences. Officers of the Company shall count and sum up votes on each agenda based on votes indicating in a proxy from upon registration and/or ballot submitted by the shareholder in the meeting. The results for each item on the agenda shall be announced before the agenda is finished.

The Company will arrange for an inspector (an external lawyer) to attend and observe the voting procedures in order to ensure they are transparent and in compliance with the Company's Articles of Association and all related laws and regulations.

Attachment no. 5 (Page 1/2)

Curriculum Vitae of Independent Director who is appointed as proxy

Name : Mr. Enghug Nontikarn
Age : 55 years
Nationality : Thai
Present Position : Independent Director, Audit Committee Member and Chairman of the Nominating and Remuneration Committee

Authority to sign for the Company as per Certification Document : None

No. of share (included shares held by spouse) : 5,900 shares or 0.00 percent (December 30, 2010)

Relationship among Directors : None

Illegal acts in the past 10 years : None

Training Course Thai Institute of Directors Association (IOD) : Director Accreditation Program (DAP)

Education :

Institution	Degree	Major
Thammasat University	M.B.A.	Business Administration

Experience :

Company	Position	Time Period
Krung Thai Bank Public Company Limited	Deputy Manager	A.D. 1979 – 1991
Bangkok Metropolitan Bank Public Company Limited	Manager	A.D. 1991 – 1995
Siam City Bank Public Company Limited	Senior Vice President	A.D. 1995 – 1998
Siam City Bank Public Company Limited	Executive Vice President	A.D. 1998 – 2001
Siam City Bank Public Company Limited	First Executive Vice President	A.D. 2002 – 2005

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Present Positions in Companies :

1) Listed Companies :

Company	Position
Siam City Bank Public Company Limited	Senior Executive Vice President
Srithai Superware Public Company Limited	Independent Director, Audit Committee Member and Chairman of the Nominating and Remuneration Committee

2) Non-listed Companies :

- 2.1) Srithai Superware Group** : None
2.2) Other Companies : None

3) Position in competing companies/ company related to business of the Company that conflict of interest may arise

: None

Attendance

- :
 - Board meetings No. of meetings held : 6 No. of meetings attended : 6
 - Audit Committee meetings No. of meetings held : 5* No. of meetings attended : 5
 - Nominating and Remuneration Committee meetings No. of meetings held : 4 No. of meetings attended : 4

* The 5th Audit Committee meeting of the year 2010 was attended by members of the Audit Committee and external auditors. Executives of the Company were not invited.

Being a director for how many years

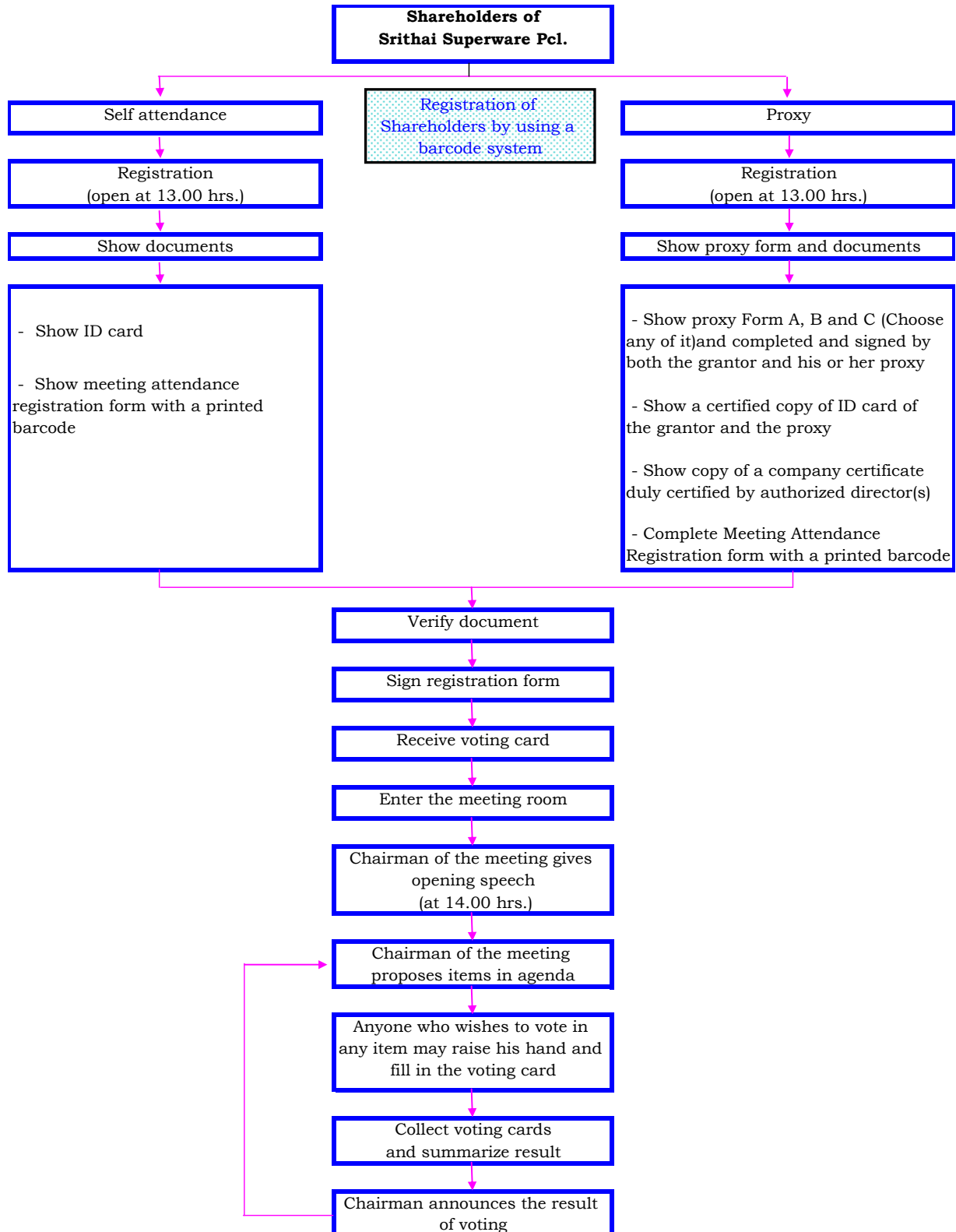
: 8 years(since the Company was released from the Rehabilitation Plan in July 2002 till present time)

Vested interest in any agenda in this AGM

: It is in agenda no.7 only, concerning approval on remuneration of directors for the year 2011 because Mr. Enghug Nontikarn, an Independent Director acting as your proxy, is a Director, Audit Committee Member and Chairman of the Nominating and Remuneration Committee

Attachment no. 6

**Process of Attending the Annual General Meeting of Shareholders No. 30
(of the year 2011)
Srithai Superware Public Company Limited
On 27th April 2011**



Attachment no. 7 (Page 1/4)

Articles of Association of Srithai Superware Public Company Limited relating to the Annual General Meeting of Shareholders

Board of Directors

Article 12. The Company's Board of Directors shall comprise not more than 12 directors and not less than 5 directors. Not less than half of the entire directors shall have residence in the Kingdom.

Article 13. The shareholder's meeting shall elect the directors in accordance with the conditions and procedures as follows:

- 1) Each shareholder shall have one vote to each share he/she holds;
- 2) Each shareholder shall exercise all votes he/she has under (1) to elect one or several persons as director or directors but he/she may not allot his/her votes to any persons differentially;
- 3) The candidates shall be ranked in order descending from the highest number of votes to the lowest, and shall be appointed as directors in that order until all of the director positions are filled. Where the votes cast for candidates in descending order are tied, which would otherwise cause the number of directors to be exceeded, the chairman shall have a casting vote.

Article 14. At every Annual General Meeting, one-third of the directors shall retire. If the number of directors cannot be divided into three, the number of directors closest to one-third shall retire. In the first and second years after the registration of the Company, the directors shall retire by drawing lots. In subsequent years, the director who has held office for the longest shall retire.

Article 19. A director need not be a shareholder in the Company.

Article 24. No director shall operate any business, or become a partner in, or a shareholder of an juristic person, which has the same nature as and is in competition with the business of the Company unless he or she notifies to the shareholders' meeting prior to the resolution for appointing him or her being passed.

Shareholders' Meeting

Article 27. The Board of Directors shall call for a shareholders' meeting which is an annual ordinary general meeting of shareholders within four months from the last day of the fiscal year of the Company. Shareholders' meeting other than the one referred to above shall be called extraordinary meeting. The Board of Directors may call for the extraordinary meeting of shareholders at any time as deemed appropriate or shareholders holding shares of not less than one-fifth of the total number of shares sold or not less than 25 shareholders holding shares of not less than one-tenth of the total number of shares sold may submit their names and request the Board of Directors in writing to call for an extraordinary meeting at any time, provided that, the reasons of request for calling for such meeting shall be clearly stated in the such request. In such an event, the Board of Directors shall arrange for the shareholders' meeting to be held within a period of one month from the day the Company receives such request from the said shareholders.

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- Article 28. In calling for a shareholder's meeting, the Board of Directors shall issue a written notice specifying the place, date, time, agenda of the meeting and the matters to be proposed to the meeting with appropriate detail by clearly indicating whether it be the matter proposed for acknowledgement, for approval or for consideration, as the case may be, including the opinion of the Board of Directors on the said matters, and the said notice shall be delivered to the shareholders and the Registrar for their information at least seven days prior to the date of the meeting. Such notice shall also be published for a period of three consecutive days in the newspaper at least three days prior to the date of the meeting.
- Article 29. In the shareholders' meeting, in order to constitute a quorum, there shall be shareholders and proxies (if any) attending the meeting amounting to not less than 25 persons or not less than one half of the total number of shareholders and in either case such shareholders must hold shares not less than one-third of the total number of shares sold.
- At any shareholders' meeting, if one hour has passed since the time specified for the meeting and the number of shareholders attending the meeting is still inadequate for a quorum as prescribed and if such shareholders' meeting was called as a result of a request of the shareholders, such meeting shall be cancelled. If such meeting was not called as a result of a request of the shareholders, the new meeting shall be called for and the notice calling for such meeting shall be delivered to shareholders not less than seven days prior to the date of the meeting. In the subsequent meeting, a quorum is not required.
- Article 30. A resolution of the shareholders' meeting shall require:
- 1) in an ordinary event, the majority vote of the shareholders who attend the meeting and cast their votes. In case of a tie vote, the chairman of the meeting shall have a casting vote;
 - 2) in the following events, a vote of not less than three-fourths of the total number of vote of shareholders who attend the meeting and have right to vote:
 - a) sale or transfer the business of the Company in whole or in material part to other person(s);
 - b) purchase or acceptance of transfer of the business of other companies or private companies by the Company;
 - c) making, amending or terminating contracts with respect to lease out of the business of the Company in whole or in material part. Assignment of management of the business of the Company to other persons or amalgamation of business with other person(s) for the purpose of profit and loss sharing.

Attachment no. 7 (Page 3/4)

- Article 31. The matters which should be conducted by the ordinary meeting are as follows:
- 1) To consider the report of the Board of Directors proposed to the meeting covering works done during the past fiscal year;
 - 2) To consider and approve balance sheet;
 - 3) To consider appropriation of profit;
 - 4) To appoint Directors in place of those who have completed their term in office;
 - 5) To appoint external auditor;
 - 6) Other Business.

Accounts, Finance and Auditing

- Article 32. Fiscal year of the Company shall commence on the 1st day of January and end on the 31st day of December of every year.
- Article 34. The Board of Directors shall prepare the balance sheet and the statement of profit and loss as of the last day of the fiscal year of the Company for submission to the shareholders for consideration and approval at the Annual General Meeting. The Board of Directors shall cause balance sheet and the statement of profit and loss to be audited by an auditor prior to submission to the shareholders' meeting.
- Article 35. The Board of Directors shall deliver the following documents to the shareholders along with written notice calling for an Annual General Meeting:
- 1) copies of the balance sheet and the statement of profit and loss which have been audited by the auditor, together with the auditor's report;
 - 2) the annual report of the Board of Directors.
- Article 36. Dividends shall not be paid out of other money than profits. If the Company still has an accumulated loss, no dividends shall be distributed. Dividends shall be distributed according to the number of shares at an equal amount for each share.
- The Board of Directors may from time to time pay interim dividends to the shareholders if the Board of Directors deems that the Company has sufficient profits to justify such payment. After such dividends have been paid, the report must be made to the shareholders at the next shareholders' meeting.
- Payment of dividends shall be made within a period of one month from the date of the resolution of the shareholders' meeting or of the meeting of the Board of Directors, as the case may be. The shareholders shall be notified in writing of such payment of dividends, and the notice of dividend payment shall also be published in a newspaper.
- Article 37. The Company is required to allocate the net annual profit according to the Public Companies Act.
- Article 38. The auditor shall not be a director, staff member, employee or person holding any position or having any duty in the Company.

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Article 40. The auditor has the duty to attend every shareholders' meeting at which the balance sheet, the statement of profit and loss and the problems relating to the accounts of the Company are to be considered in order to explain to the shareholders the auditing of accounts. In this regard, the Company shall also deliver to the auditor the reports and documents of the Company that are to be received by the shareholders at that shareholders' meeting.

Attachment no. 8

Map of Srithai Superware Public Company Limited
15 Suksawat Rd., Soi 36, Bangpakok,
Rasburana, Bangkok 10140

