

Srithai Superware Public Company Limited

**Invitation to the Annual General Meeting of Shareholders
No. 31 (of the year 2012)
On Friday 27th April 2012 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. 0104/55

April 4, 2012

To: Shareholders

Subject: Invitation to the Annual General Meeting of Shareholders No. 31 (of the year 2012)

- Attachment:
1. Minutes of the Annual General Meeting of Shareholders No. 30 (of the year 2011)
 2. Remuneration to Auditor of the year 2011
 3. Curriculum Vitae of retiring directors who are proposed for nomination as directors for another term
 4. Definition of Independent Director
 5. Explanation on documents to identify shareholders or their proxies who are eligible to attend the meeting for purpose of registration and voting
 6. Curriculum Vitae of Independent Director who is appointed as proxy
 7. Process of Attending the Annual General Meeting of Shareholders No. 31 (of the year 2012)
 8. Articles of Association of Srithai Superware Public Company Limited relating to the Annual General Meeting of Shareholders
 9. Map of Srithai Superware Public Company Limited
 10. Annual Report of the year 2011, Statements of Financial Position, and Statements of Comprehensive Income for the year ended December 31, 2011, in CD
 11. Proxy Form B
 12. Registration Form for the Annual General Meeting of Shareholders No. 31 (of the year 2012)
 13. 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. 31 (of the year 2012), to be held on Friday 27th April 2012 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:-

Agenda 1 To consider and adopt the Minutes of the Annual General Meeting of Shareholders no. 30 (of the year 2011) convened on Wednesday 27th April 2011.

Background and reasons : The Company has submitted minutes of the Annual General Meeting of Shareholders no. 30 (of the year 2011), held on Wednesday 27th April 2011, to the Stock Exchange of Thailand within 14 days as required by law. It was also posted in the Company’s website as per details shown in *Attachment no. 1*.

Opinion of the Board : Minutes of the Annual General Meeting of Shareholders no. 30 (of the year 2011), held on Wednesday 27th April 2011, was written correctly. 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 2011 with details as appeared in the Company’s annual report of the year 2011 has been delivered to shareholders together with this invitation.

Opinion of the Board : The report on operation results of the year 2011 should be proposed to the meeting of shareholders for acknowledgement.

Required number of votes to pass resolution : This agenda was for acknowledgement only, so voting was not requested for.

Agenda 3 To approve Statements of Financial Position and Statements of Comprehensive Income for the year ended December 31, 2011 as audited by the auditors.

Background and reasons : The Statements of Financial Position and Statements of Comprehensive Income for the year ended December 31, 2011 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 2011. Summary was shown below:-

Unit : Million Baht	Consolidated		Company	
	2011	2010 (adjusted)	2011	2010 (adjusted)
Statements of Financial Position				
- Total assets	8,085	7,848	7,803	7,425
- Total liabilities	4,002	3,218	3,605	2,976
- Shareholders’ equity	4,083	4,630	4,198	4,449
Statements of Comprehensive Income				
- Sales	7,552	6,860	6,694	5,711
- Net profit	282	268	316	280
- Earnings per share (Baht/shares)	1.04	0.99	1.17	1.03

Opinion of the Board : The shareholders were recommended to approve the Statements of Financial Position and Statements of Comprehensive Income for the year ended December 31, 2011.

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 2011 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 2010.

Details	2011 (year of proposing)	2010
1. Net profit as per financial statements of the Company		
1.1 Net profit (baht)	315,776,489	279,699,245
1.2 Earning per share (baht/share)	1.17	1.03
2. Legal reserve		
2.1 additional reserve for the year (baht)	16,000,000	14,000,000
2.2 cumulative balance (baht)	136,000,000	120,000,000
2.3 cumulative balance per registered capital (%)	5.02	4.43
3. Number of common shares (shares)	270,990,480	270,990,480
4. Dividends		
4.1 Dividends (baht)	203,242,860	162,594,288
4.2 Dividends per share (baht/share)	0.75	0.60
4.3 Dividends/Net profit (%)	64.36	58.13
5. Date of dividend payment	May 24, 2012	May 25, 2011

Opinion of the Board : It was recommended to propose to the meeting of shareholders to approve an appropriation of net profit of the year 2011 as an additional legal reserve for the amount of Baht 16,000,000, and payment of a dividend at the rate of Baht 0.75 per share to shareholders for the total amount of Baht 203,242,860, which is 64.36% 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 10, 2012. Also, May 11, 2012 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 24, 2012 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 fix their remuneration for the year 2012.

Background and reasons :

- 1) The Company's auditor from PricewaterhouseCoopers ABAS Limited, "PwC", had fulfilled duties on accounts auditing for the year 2011.
- 2) Section 120 of the Public Limited Company Act specified that "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. The Company has shown audit fee of the year 2011 in the *Attachment no 2*. Names of auditors of PwC as approved by the Audit Committee comprised:-

- 1) Mr. Vichien Khingmontri CPA no. 3977 or
- 2) Ms. Anutai Poomsurakul CPA no. 3873 or
- 3) Mr. Chanchai Chaiprasit CPA no. 3760

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, Mr. Vichien Khingmontri, CPA no. 3977, audited the Company's financial statements in the year 2011 in his first year with us.

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 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) Mrs. Siriporn Sailasuta Independent Director and Chairman of the Nomination and Remuneration Committee
- 2) Mr. Naphol Lertsumitkul Director
- 3) Mr. Prin Bholnivas Director, Nomination and Remuneration Committee Member, Chairman of the Risk Management Sub-Committee, and Company Secretary

Details and biography of each director appeared in *Attachment no. 3*.

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.4*.

The meeting of the Nomination and Remuneration Committee opined that the list of retiring directors should be proposed to the Board of Directors to consider submitting it to the meeting of shareholders to re-elect them as directors for another term.

During 4th – 31st January 2012, the Company had announced through 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 Nomination and Remuneration Committee for nominating as directors are well qualified according to the Public Limited Company Act B.E. 2535. They are knowledgeable, capable, well experienced, and 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 she was holding her 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 Nomination 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 2012.

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 2012, the Nomination and Remuneration Committee deemed it appropriate to propose to the Board of Directors to consider submitting it 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 2011. This rate of remuneration to Directors has been in use since the year 2007. In addition, remuneration of directors is in the range of the average rate of remuneration of directors according to results of the survey conducted by Thai Institute of Directors Association (IOD).

Opinion of the Board : After consideration, the Board of Directors agreed with the proposal of the Nomination 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)	2012 (year of proposing)	2011
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 2012 shall not exceed Baht 1,650,000.

The Company has not paid any remuneration to the Nomination 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 4th – 31st January 2012, the Company had offered rights to the shareholders through its website and through the disclosure channel provided by the Stock Exchange of Thailand (ELCID) to propose any matter to the Board of Directors for making it a matter in the agenda of the meeting of shareholders. After the end of the period, there was no matter proposed 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. 31 (of the year 2012), shall be recorded on March 14, 2012. Also, March 15, 2012 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.

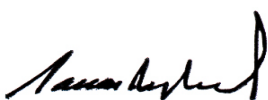
Any shareholder who wants to appoint a proxy, please fill in the proxy form, sign on it, and affix it with duty stamp. Proxy form was attached herewith. Shareholders can download it from the Company's website at www.srithaisuperware.com and choose only ONE of the Company's proxy forms either Proxy Form A, Form B or 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 Attendance Registration Form on which contains the barcode 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. 5*.

In case you could not attend the meeting and you do not have your own proxy, please appoint Mr. Suchat Boonbanjerd Sri, an Independent Director (Curriculum Vitae of Independent Director to be appointed as proxy is in *Attachment no. 6*), 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. 5* 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 26th April 2012, so that the Independent Director can attend the meeting and vote on your behalf.

The Company has prepared an annual report for the year 2011 in CD form, and delivered it to shareholders as described in *Attachment no. 10*. 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 1/18)

**Srithai Superware Public Company Limited
Minutes of the Annual General Meeting of Shareholders
No. 30 (of the year 2011)
Convened in Meeting Room Building 3, 4th Floor,
Srithai Superware Public Company Limited
15 Suksawat Rd., Soi 36, Bangpakok, Rasburana, Bangkok
Wednesday 27th April 2011**

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. Mr. Viroj Lowhaphandu |
| 3. Mr. Suchat Boonbanjersri | 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. Banchar Haemintakun | 2. Mr. Prayoon Kajitte |
| 3. Ms. Bunnapa Lertsumitkul | 4. Mr. Pongsak Kantiratanawong |
| 5. Mr. Jarung Srisakul | |

External Auditor from PricewaterhouseCoopers ABAS Limited

1. Mr. Vichien Khingmontri, Certified Public Accountants
2. Miss Tanaporn Tanaarpapong, Certified Public Accountants

Legal Advisor

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

Mr. Sanan Angubolkul, Chairman of the Board, chaired the meeting.
The meeting started at 14:00 hrs.

The Chairman welcomed all shareholders and expressed thanks to them for attending the Annual General Meeting of Shareholders no.30 (of the year 2011). He informed the meeting that article no. 29 of the Articles of Association of the Company read “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.” In this meeting, there were 73 shareholders and proxies attending the meeting in persons and by proxy, representing 135,860,401 shares which was 50.13% 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.

Attachment no. 1 (Page 2/18)

The Chairman introduced the Company's directors, high-ranking executives, external auditors and Legal Advisor, and assigned Mr. Prin Bholnivas, director and the Company Secretary, to inform the meeting regarding the meeting procedures and voting methods:-

Mr. Prin Bholnivas informed the meeting about the meeting procedures and voting methods as follow.

1. Change of B.E. year of the meeting no.30 of the year B.E.2554 (A.D.2011) instead of B.E.2553 (A.D.2010).

Previously, the Company used the B.E. year of the date of our financial statements and operation results to be considered by the shareholders' meeting. From now on, the Company has changed the B.E. year of the Annual General meeting by using the B.E. year in which the meeting was held.

2. Shareholders eligible to attend the meeting

The shareholder register book for the right to attend the Annual General Meeting of Shareholders was recorded on March 21, 2011. The book-closing date was March 22, 2011 on which the shareholder list as specified in section 225 of the Securities and Exchange Act was compiled.

3. The documents received by the shareholders

- 3.1 Invitation to the Annual General Meeting of Shareholders No. 30 (of the year 2011), total 43 pages.
- 3.2 Registration Form for the Annual General Meeting of Shareholders No. 30 (of the year 2011).
- 3.3 Annual Report of the year 2010 in CD form.
- 3.4 General Information and Financial Statements.
- 3.5 Proxy Form B.

4. Compliance to Good Corporate Governance

- 4.1 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. This information was transmitted via the Company's website and the SET's website, so that shareholders could submit proposal via the Company's website during January 5-28, 2011. By the end of the period no shareholder exercised such right to propose anything. The Board of Directors had therefore proposed agenda of the meeting as appeared in the Invitation Letter.

- 4.2 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, Mr. Enghug Nontikarn, to be the proxy to vote on behalf of such shareholders. The Chairman already introduced him to the meeting. His profile and directorial detail appeared on the attachment of the invitation letter, pages 36-37.

Attachment no. 1 (Page 3/18)

4.3 Witnessing Vote Counting

The Company had made available and had retained a witness who was neutral in vote counting to assure transparency and fairness in vote counting in respective agenda. The Company had assigned Ms. Panita Snitwong na Ayudhya, our legal advisor, to pursue vote counting. She was then at the vote counting table. A representative of shareholders in the meeting was invited to witness vote counting. Mr. Achawant Boonrad, a proxy of the shareholder Mr. Pramote Boonrad, volunteered as witness.

5. Meeting Procedure

The meeting would consider the agenda one by one according to the meeting agenda in the invitation letter. Directors would present relevant information in respective agenda, invite questions from shareholders, and ask for voting. During the course of collecting voting cards and vote counting, next matter would be considered in order to save time of shareholders. Result of vote counting would be announced after completion of counting. Any shareholder who wished to enquire/express opinion was requested to disclose name and surname, so that the Company could record his/her name and surname for references.

6. Vote Counting/Voting

In case of 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 should raise their hands. If any shareholder who attended the meeting in person raised his/her hand to show disagreement or abstention, the Company's officer had got collect a voting card from that shareholder. All shareholders had got 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 in the meeting have approved or agreed with proposal.

In case of 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 March 25, 2011. 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.

Attachment no. 1 (Page 4/18)

- In the course of voting, proxy would have right to consider and vote as deemed appropriate. The method used would be as if the shareholder had attended the meeting in person.
- The Company would record direction of votes into the computer as written in the proxy form in which direction of voting was predetermined by shareholder. Voting card would carry the word 'vote recorded' before handing over to proxy to prevent double voting.
- Shareholders who wish to vote 'disagree' or 'abstain' would be requested to use voting cards. The Company's officer would collect voting cards from them. However, shareholders were requested to return all voting cards to the Company's officer after the meeting for future reference.
- According to Articles of Association of the Company, shareholder had one vote for each share held by him. Shareholder or proxy was required to vote in any particular way, i.e. 'agree', 'disagree', or 'abstain'. Vote could not be divided into different ways, except the case of foreign shareholders who have appointed custodians in Thailand as depository.
- Data processing of votes
In case direction of votes were predetermined, the Company would process the data of such votes in advance. For shareholders who would vote in the meeting room or direction of votes were not predetermined, data of their votes in the meeting room would be processed by the Company. Total votes would be shown on projector screen on your right-handed side.

7. Resolution of the Meeting

The meeting was an Annual General Meeting of Shareholders. All matters in the agenda were normal affairs that resolution of the meeting could be passed by majority of votes of shareholders who attended the meeting and cast their votes, except agenda no. 7 about giving approval on remuneration of Directors which would require not less than two-third of votes.

8. Answering questions of shareholders

If any shareholder wished to ask questions irrelevant to the 7 matters in the agenda, the Company would answer those questions in the 8th agenda, i.e. other matters.

Before the meeting would proceed, questions raised by shareholders in the last meeting would be answered as follow:-

8.1 Fixing of Record Date ("RD")

Record date was the date before closure of share Registrar's book to determine name-list of shareholders who had right to attend the meeting of shareholders or to receive dividend. In the last shareholders' meeting, a shareholder asked "why didn't the Company fix record date to determine name-list of shareholders for right to attend the meeting of Shareholders (XM) and that for right to receive dividend (XD) on the same day?"

The Company had surveyed ways of practice of over 300 companies listed in the Stock Exchange of Thailand and in the MAI. About half of those companies fixed the same date of record date, and the remainder half fixed different dates of record date. Explanations were as follow:-

Attachment no. 1 (Page 5/18)

- 1) Way of Practice
The Stock Exchange of Thailand had set up no criteria whether the record dates of XD and XM should be of the same day or different days. It was up to the discretion of listed companies.
 - 2) Suggestion of The Stock Exchange of Thailand
In case any company fixed different record dates of XM and XD, "Record date ("RD") for right to receive dividend should be at least 5 working days after the date of dissemination of resolution of the shareholders' meeting". In case any company fixed the same record date of XM and XD, the Board of Directors' resolution would be disclosed in the Invitation letter to Shareholders' Meeting that "the right given to receive dividend is subject to approval of the shareholders' meeting".
- 8.2 Practice of the Company was to close share Registrar's book to determine RD for different days of right to attend meeting of shareholders (XM) and that of right to receive dividend (XD) due to the following reasons:-
- In case of fixing RD for the same day of XM and XD, it might happen that a person attending the meeting had sold his shares. Therefore, he might not care the benefit of the Company in his voting in any agenda because shares were not in his hand.
 - In case a person attending the meeting was still a shareholder, and XM was of different days with XD, shareholder who was satisfied with operation results or rate of dividend payment resolved by the meeting of shareholders could hold his shares further for approaching XD to get dividend. Any shareholder not satisfied with the rate of dividend payment or operation results, could sell his shares along with the right to receive dividend. This was the reason why the Company fixed different dates of XM and XD. In our case, date of shareholders' meeting was April 27, 2011 and record date was fixed for the date of May 6, 2011. Any person who wished to buy more shares or to sell it along with to receive dividend would have to finish it within 3 working days i.e. by April 29, 2011. Dividend would be paid out on May 25, 2011.

Mr. Sanan Angubolkul, Chairman, pursued the agenda as follows:-

Agenda no. 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.

Mr. Sanan Angubolkul, Chairman, informed the meeting that minutes of the meeting was mailed to all shareholders. It contained 15 pages as appeared in the Invitation Letter, page 9-23.

Mr. Prin Bholnivas, Company Secretary, requested the meeting to adopt minutes of the Annual General Meeting of Shareholders no. 29 (of the year 2009). It required majority votes to pass a resolution for this agenda. If nobody asked for amendment, it would be deemed as adoption.

Attachment no. 1 (Page 6/18)

Resolution The meeting adopted the minutes of the Annual General Meeting of Shareholders no. 29 (of the year 2009), held on April 28, 2010, with unanimous votes of shareholders who attended the meeting and cast their votes as follow:

Approved	147,870,099 votes	representing	100 %
Disapproved	- votes	representing	- %
Abstained	- votes	representing	- %
Total	147,870,099 votes	representing	100 %

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

Mr. Sanan Angubolkul, Chairman, presented comparative sales figures for the year 2009-2011. Sales grew from THB 4,793 million in 2009 to THB 5,711 million in 2010, or a growth of 19%. It was expected to grow by 17% in 2011 to THB 6,700 million.

Gross margin in 2009 was 20%, and 20.5% in 2010.

Net profit rose up from THB 107 million in 2009 to THB 280 million in 2010.

Sales in the first quarter of 2010 was THB 1,448 million, a growth of 37% attributable to new investment resulting in leap jump of sales. Sales in the first quarter of 2011 was THB 1,587 million. Even if it grew from a high figure, it could manage to reach a 10% growth rate.

Overall view for the year 2011, there existed-foreign exchange risks, which was a negative factor. It was afraid that the USD would be weaker against Thai baht. In 2010, average exchange rate was THB 31.68 per USD, whereas in 2011 average exchange rate from the beginning of the year till that day was THB 30.49 per USD. It was a negative factor to us because the Company exported a lot of goods. The USD was expected to be weaker at THB 29.50 per USD for this year. The Management has tried to prevent exchange risks by buying foreign exchange forward rates from time to time. The exchange rate of THB 29 per USD was used in budgeting for fixing export quotation prices.

The second factor was about prices of raw materials consumed by the Company, such as polypropylene. Last year it was THB 44.37/kg on an average. In the first quarter this year, it jumped up to THB 46.43/kg and on a rising trend. In March, the price was nearly THB 50/kg which worried us. Another raw material, P.E.T., was used in blowing bottles. Last year, average price was THB 40.88/kg. During the first quarter this year it jumped up to THB 49.61/kg, was nearly THB 60/kg. by end of March till April.

Both polypropylene and P.E.T. were linked to crude oil price. Management believed that crude oil price this year would be USD 110 per barrel. The Company could adjust itself in term of purchasing, raw material prices, and selling.

Last year melamine powder price was THB 63.16 /kg. In the first quarter this year, it jumped up to THB 68.64/kg. These were all negative factors.

Attachment no. 1 (Page 7/18)

The third factor was climate change, e.g. tsunami happened in Japan had negative impact on automobile industry. The impact on the Company was dim view for half a year on our auto parts and battery cases. Automobile industry decreased its production capacity by 40%, the Company has planned to decrease our production capacity for these products. The Company made new investments to launch food & beverage packaging products, e.g. bottle closures and preforms for bottle blowing. We have been blowing bottles for sales, made boxes for wonton soup, food containers, carbonated drink containers and pop corn buckets for movie viewers. The Company has won a price bidding for selling these products exclusively to Major group in the next 3 years. Sales of these products could make up for decreasing sales of other products.

The fourth factor was the increase of minimum wage since January 2011. Minimum wage in Bangkok increased by THB 9/person from THB 206/person to THB 215/person. Minimum wage in Korat increased from THB 173/person to THB 183/person. In Chonburi, it increased from THB 184/person to THB 196/person. It had some impact on labor cost of the Company.

The fifth factor was labor shortage. There were not enough Thai labors for factory, so the Company has deployed Burmese and Cambodian labor forces in our factories. In addition, the Company has invested in automatic robots and trying to launch new products that would not require much labor. For melamine tableware product line, the Company has launched trendy designs of these products. Besides, SNatur brand was launched for food supplement products, beauty-care products, etc. which were well accepted.

In 2010 our investment cost was THB 830 million. The Company would invest THB 1,000 million this year, which was in line with sales growth and business expansion of the Company. Our investment in the past 2 years could yield good result. Old products were on declining trend, with Plastic products showing a declining sales figure from THB 3,000 million last year to expected sales figure THB 2,700 million this year. Sales of new products would increase from THB 360 million last year to THB 1,300 million this year, an increase of 261%. This was an example, excluding SNatur products which have been growing.

With deployed measures and strategic plan, we believed sales target at THB 6,700 million could be achieved. In order to jack up profit, we had reduced waste in the production process, increased productivity, and about to launch new products-floating water shield which could reduce evaporation of water by 80%. It has been very successful and working well in Australia. The Company was negotiating with Thai government in many ministries and gained positive response. This new product would be a rising star of the Company.

Mr. Prin Bholnivas invited questions from shareholders.

A shareholder Mr. Tanin Ngamvitayapong asked if the Company would achieve sales target at THB 6,700 million since 4 months had passed.

Mr. Sanan Angubolkul said target of the first quarter has been achieved.

Mr. Tanin Ngamvitayapong said he had compared gross margin ratio of the year 2009 and 2010. He said a slight change of gross margin at 0.5% would result in change of gross profit by a hundred million baths. What was the idea of Management on gross margin?

Attachment no. 1 (Page 8/18)

Mr. Sanan Angubolkul said gross margin of the first quarter was slightly over 20%. So there was no worry about it.

A proxy Mr. Siripong Jirawongprapa said sales target this year was set up at THB 6,700 million. However, sales figure as shown in financial statements of last year was THB 6,800 million. How could it be?

Mr. Sanan Angubolkul replied that the figure was from consolidated financial statements.

Mr. Siripong Jirawongprapa asked if net profit margin could be improved in the future.

Mr. Sanan Angubolkul said it was duty of Management and Directors to do it. The Company expected to improve it to a target figure, but it could not be disclosed.

A shareholder (whose name not disclosed) asked about the ranking in the market of SNatur food supplement and market share.

Mr. Sanan Angubolkul said SNatur was a new comer. It could not be compared with Amway or Giffarine. Sales figure this year would exceed THB 300 million as compared to THB 100 million last year.

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, 2010 as audited by the auditors.

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

Mr. Prin Bholnivas said financial statements were inside the annual report mailed to all shareholders. It contained 63 pages. Financial statements and consolidated financial statements were prepared according to generally-accepted accounting principles. Audit Committee has considered audit results of the auditors, and opined that consolidated financial statements and financial statements presented fairly consolidated financial position and financial position as of December 31, 2010 and 2009, consolidated operation results and operation results, consolidated cash flow statements and cash flow statements for the year ended of each year of Srithai Superware Public Company Limited and its subsidiaries and of Srithai Superware Public Company Limited in all material respect according to generally accepted accounting principles. In conclusion, auditors have made no reservation in these financial statements.

Mr. Prin Bholnivas has reported to the meeting details of the consolidated balance sheets and balance sheets, consolidated income statements and income statements as shown in financial statements appeared in the annual report for the year 2010 of the Company. Annual report was mailed to all shareholders, and slide presentation was shown on screen.

Attachment no. 1 (Page 9/18)

A shareholder (whose name not disclosed) asked if the incremental portion of consolidated financial statements was the result of investment in India. Please elaborate income from investment in India.

Mr. Prin Bholnivas said sales figure in 2010 increased from that of 2009 was partly the result of investment in India. However, this portion was small and was a little more than ten million bahts. The Company has invested in a direct sales business there, and networkers were building up. Other part was attributable to Srithai Lock & Lock Company Limited. During the first 8-9 months, it was a part of consolidated financial statements. Later, our interest portion was reduced to the effect that this investment was classified as 'other investment'. Another portion was attributable to our business in Vietnam, the Company presently holds 100% of shares in Vietnam. Besides, there are a few mould making companies domestically. In 2010 moulding business had recovered, and more purchase orders were obtained. As a result, sales figure rose up remarkably.

Mr. Prin Bholnivas reported further that share of profit of investments in associates for the year 2009 was at a loss of THB 29 million. However, it had made a profit in 2010 due to economic recovery and performances of associates being improved significantly. Any investment deemed not promising would be wound up. As a result, overall view of the Company's financial position was improved.

A shareholder (whose name not disclosed) asked about debt:equity ratio.

Mr. Prin Bholnivas said it was about 0.6 to 0.7 time.

A shareholder (whose name not disclosed) asked if reimbursement on fire incident was included in this financial statement. During the past year how much money was received as reimbursement on fire incident, and how much would be received this year.

Mr. Prin Bholnivas replied that the Company received THB 300 million as reimbursement on fire incident in the past year. It was included in other income account. However, other income in the Company's financial statements showed only THB 159 million because reimbursement would be offset with loss on fire in the accounting method. Net amount of THB 40 million after offsetting was shown in other income account. Total reimbursement was expected to be THB 460 million, less the amount THB 300 million received this year, the remainder THB 160 million would be received this year. In the first quarter this year a sum of THB 50 million was received, the remainder THB 110 million was expected to receive within the third quarter of this year.

A shareholder (whose name not disclosed) said insurance protection has covered all risks. He wished to know if it also covered loss of business opportunity. He thought that reimbursement was higher than actual damage.

Attachment no. 1 (Page 10/18)

Mr. Prin Bholnivas replied that the Company has not insured against business opportunity loss. The excess of other income in last year was due to the amount THB 300 million being booked as an income. Writing off of damaged assets and repair expenses were recorded as expenses. Purchase for replacing damaged assets would appear in the balance sheets as assets, not booked in income statements. The sum THB 40 million was the amount of compensation received less expenses. The difference thereof was the assets bought to replace damaged assets which was an excess amount as accountingwise. However, it did not mean that the Company could enjoy any benefit on this excess amount because the purchased assets would be depreciated as a kind of expense in the future.

A shareholder (whose name not disclosed) asked if the reimbursement amount received in the first quarter was recognized as income.

Mr. Prin Bholnivas said it was.

Resolution The meeting approved the Balance Sheets and Income Statements for the year ended December 31, 2010 as audited by the auditors, with unanimous votes of shareholders who attended the meeting and cast their votes as follow:

Approved	147,902,999	votes	representing	100 %
Disapproved	-	votes	representing	- %
Abstained	-	votes	representing	- %
Total	147,902,999	votes	representing	100 %

Agenda no. 4 To approve appropriation of profit for the year 2010 and dividend payment.

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

Mr. Prin Bholnivas, Company Secretary, reported as follow:-

Dividend-payment policy of the Company was that dividend would be paid out from profit at the rate not less than 50% of net profit. Appropriation of net profit as legal reserve would not be less than 5% of net profit. Approval was requested on appropriation of net profit as legal reserve for the amount THB 14.0 million and payment of dividend from operation result of the year 2010 based on the Company's financial statements which showed an earning per share THB 1.03. Approval was requested on payment of dividend at the rate of THB 0.60 per share for total amount of THB 162,594,288. Mr. Prin Bholnivas showed information by slide presentation and explanation as follow:-

Attachment no. 1 (Page 11/18)

DIVIDEND PAYOUT RATIO AND NET PROFIT

	unit	Operation results of year		
		2008	2009	2010 (proposed)
Net profit as per Company's financial statements	Million THB	99.1	107.1	279.7
Dividend payment (per share)	THB/share	0.35	0.35	0.60
Total dividend amount paid	Million THB	94.8	94.8	162.6
Dividend payout ratio	%	95.69%	88.53%	58.13%

Mr. Prin Bholnivas made slide presentation with explanation about income tax as follow:-

INCOME TAX INFORMATION: Dividend to be paid by the Company

Enjoy Tax Credit		
Tax credit total	0.59	THB/share
A Portion does not Enjoy Tax Credit, due to payment made from		
Dividend or profit sharing enjoys exemption of tax and it is not a taxable income of a juristic person	0.01	THB/share
Total dividend per share from the Company	0.60	THB/share

Mr. Prin Bholnivas reported further that the Company would close its shareholder register's book on May 9, 2011. Shareholders could buy shares coupled with right to receive dividend until April 29, 2011. Dividend would be paid out on May 25, 2011 when was not beyond 1 month from date of the meeting.

A shareholder (whose name not disclosed) asked about the rate of tax credit.

Mr. Prin Bholnivas replied that the Company would withholding tax at 10% from both portions of dividend payment.

The shareholder asked further about income tax rate of the Company whether it was 25% or 30%.

Mr. Prin Bholnivas replied that in the past 3 years during 2008-2010 the Company paid income tax at the rate 25%. In 2011, the rate would become 30%.

Resolution

The meeting approved appropriation of net profit from operation results of the year 2010 as an additional legal reserve for the amount of THB14,000,000 and approved dividend payment at the rate of Baht 0.60 per share for the total amount of THB162,594,288, which is 58.13% of net profit. The shareholder register book for the right to receive dividend shall be recorded on May 6, 2011. May 9, 2011 shall be the book-closing date on which the shareholder list shall be compiled as specified in section 225 of the Securities and Exchange Act. Dividend will be paid out on May 25, 2011. Total unanimous votes of shareholders who attended the meeting and cast their votes were as follow:

Approved	147,906,999 votes	representing	100 %
Disapproved	- votes	representing	- %
Abstained	- votes	representing	- %
Total	147,906,999 votes	representing	100 %

Attachment no. 1 (Page 12/18)

Agenda no. 5 To appoint external auditors and fix their remuneration for the year 2011.

The Chairman Mr. Sanan Angubolkul asked 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 that the Company appointed external auditor from PricewaterhouseCoopers ABAS Limited in the past year. Mr. Prasan Chuaphanich was appointed the auditor, and he has completed his term. This year, the Company would appoint Mr. Vichien Khingmontri from PricewaterhouseCoopers ABAS Limited as auditor.

Audit Fee : Auditor from PricewaterhouseCoopers ABAS Limited

Year	2009	2010	2011
Audit fee	THB 2,270,000	THB 2,027,000	THB 2,027,000
Increase (decrease)		(10.70%)	---

The Company has invited bidding of audit fee once every 3 years. Audit fee for 2010 was THB 2,027,000 (two million and twenty-seven thousand baths). Audit fee for 2011 remained unchanged. It would remain unchanged again in 2012 due to such bidding of audit fee being made for 3 years, in which the Company has invited other reputable audit firms to compete.

Resolution The meeting resolved that the following persons from PricewaterhouseCoopers ABAS Limited be appointed as external auditors for the year 2011:-

- 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

Anyone of them could conduct auditing and express opinion on the Company's financial statements for the year 2011. Remuneration was fixed at THB 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	147,936,999 votes	representing	100 %
Disapproved	- votes	representing	- %
Abstained	- votes	representing	- %
Total	147,936,999 votes	representing	100 %

Attachment no. 1 (Page 13/18)

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

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

Mrs. Siriporn Sailasuta requested Mr. Prin Bholnivas to report to the meeting.

Mr. Prin Bholnivas reported that the Article no.14 of Articles of Association of the Company required that directors would retire by one-third in the Annual General Meeting. The three directors who would retire this year were:-

- 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 the Invitation Letter page 24/43-29/43. However, information about each director also appeared in a slide presentation. The Board of Directors opined that all the three retiring directors should be reappointed as directors. Voting on election of each director would be made one by one.

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

- 1) Mr. Suchat Boonbanjersri Independent Director and Audit Committee Member

Approved	147,936,999	votes	representing	100 %
Disapproved	-	votes	representing	- %
Abstained	-	votes	representing	- %
Total	147,936,999	votes	representing	100 %
- 2) Mrs. Srisuda Lertsumitkul Director

Approved	147,936,999	votes	representing	100 %
Disapproved	-	votes	representing	- %
Abstained	-	votes	representing	- %
Total	147,936,999	votes	representing	100 %
- 3) Mr. Manit Ativanichayaphong Director, Risk Management Sub-Committee Member

Approved	147,936,999	votes	representing	100 %
Disapproved	-	votes	representing	- %
Abstained	-	votes	representing	- %
Total	147,936,999	votes	representing	100 %

Attachment no. 1 (Page 14/18)

Agenda no.7 To approve remuneration of Directors for the year 2011.

Mr. Sanan Angubolkul, Chairman, asked Mrs. Siriporn Sailasuta, Chairwoman of the Nominating and Remuneration Committee to report to the meeting.

Mrs. Siriporn Sailasuta asked Mr. Prin Bholnivas, Company Secretary, to report to the meeting.

Mr. Prin Bholnivas reported that it would require two-third of votes of this meeting to pass the resolution. In 2011, the Nominating and Remuneration Committee deemed it reasonable to fix remuneration of Directors not exceeding THB 1,650,000.- (One million six hundred and fifty thousand bahts) same as that of the past year. Detail was shown in table below:-

	Unit/Year	2009	2010	2011 (proposed)	Change
1) Remunerations of Directors (meeting allowance)					
Chairman	THB/Year	200,000	200,000	200,000	--
8 Directors	THB/Year/Person	100,000	100,000	100,000	--
2) Remuneration of Audit Committee (meeting allowance)					
Chairman of Audit Committee	THB/Year	350,000	350,000	350,000	--
2 Members of Audit Committee	THB/Year/Person	150,000	150,000	150,000	--
Total		1,650,000	1,650,000	1,650,000	--

Total remuneration of directors for the year 2011 would not exceed THB 1,650,000 which was not changed in the last 3 years.

Resolution The meeting unanimously approved remuneration of directors at THB 1,650,000 (one million and six hundred and fifty thousand bahts only) per annum as follow:

Approved	147,946,999 votes	representing	100 %
Disapproved	- votes	representing	- %
Abstained	- votes	representing	- %
Total	147,946,999 votes	representing	100 %

Agenda no.8 Other

Mr. Sanan Angubolkul, Chairman, invited questions.

A shareholder (whose name not disclosed) asked if interim dividend payment was possible as once paid in the past.

Mr. Sanan Angubolkul said the Company would try to do so.

A shareholder (whose name not disclosed) said the floating buoy was mentioned about since last year. Would it become materialized? It sounded like this project having to be sold to the government only.

Attachment no. 1 (Page 15/18)

Mr. Sanan Angubolkul replied that this matter involved environmental issues. It needed time for proving as a new product innovation of the world. The product design was complete which could really work. We had to apply some strategies to enter markets. The Australian side had tried their best. They have been furnishing us academic information and answering questions from public sector. The Company had set up a project implementation team, however, it was not easy. Up to the present time, it had been in use only in Australia. Both product quality and benefit were proved to be applicable to Thailand.

A shareholder (whose name not disclosed) asked if the Company could earn any income from this project this year.

Mr. Sanan Angubolkul replied that the Company had not yet set up any sales budget on this product.

A shareholder (whose name not disclosed) asked if the Company had to write off more loss on investment in Srithai Shin-Osaka Company Limited since the investment still not sold out.

Mr. Prin Bholnivas replied that the Company's stake in Srithai Shin-Osaka was only 40%. It was treated as a subsidiary because our directors had managerial power in it, and family members of the Company's founder has held some shares in Srithai Shin-Osaka Company limited. Shares held by those persons and shares held by the Company in aggregate was more than half of total issued shares. Financial statements of Srithai Shin-Osaka then was consolidated to ours. In the first quarter this year, the shareholders who were family members of the Company's founder sold their shares to a foreign investor and a Thai investor. As a result, Srithai Shin-Osaka Company Limited would not be a subsidiary any longer, but an affiliated company. The Company held 40% of shares, therefore, its financial statements would not be consolidated to ours.

A shareholder (whose name not disclosed) would like to know opinion of the Chairman whether the Company's industrial products and household products were sustainable in the foreseeable future of the Company.

Mr. Sanan Angubolkul replied that the Company was proud to be world leader in household products i.e. melamine tableware. Within the next 10 years, the Company would be a trend-setter in the market. The Company was the largest in term of production capacity. By the time, number of purchase orders coming in was too many to accept. China has been facing a lot of problems because its labor costs were higher than ours. In the next 10 years, our household products would grow sustainably, and gross margin should be lucrative. Regarding industrial products, it has covered wide variety of products. Any product of low profitability or no profit would be discontinued. New products of good margin would be sought after. The Company could maintain its gross margin. This year we shall prove it again. Amid rising prices of raw materials, labor costs, transportation costs, etc., Management has tried very hard to maintain gross margin. Since net margin was important than gross margin, selling & administrative expenses were scrutinized.

A shareholder (whose name not disclosed) asked about operation result of investment in India and its impact on the Company's financial statements during the next 2-3 years.

Attachment no. 1 (Page 16/18)

Mr. Sanan Angubolkul replied that opportunity for investment in India was unlimited. Indian economic growth rate was high. The Company has been exporting melamine tableware to India because Indian people love melamine products. Indian people liked to use tableware made of stainless steel, but not porcelain, because they cared most in durability. Melamine tableware could satisfy demand of consumers because of its fragility and beautiful decoration. The Company has been exporting melamine tableware to India during the last 30 years. Import duty long time ago was 300%, and it decreased down to prevailing rate at 27%. Our market expansion in India should be successful. However, we faced a lot of problems in term of culture, laws, and languages. Therefore, we were not hurried to enter India. We have set up offices there to take care of direct sales business. This business was fit to Indian market. Our offices were at Delhi and Mumbai. Import duty rate for raw material was 27%, so we did not see any benefit in importing raw material to India. In the future if import duty for raw material is reduced, or size of market in India permits production of raw material, it will be right timing to set up a plant in India. Presently, we keep on expanding only sales offices. In conclusion, our investment in India has no impact on our income or our operation.

A shareholder (whose name not disclosed) said he heard that the Company would suspend new investment in Vietnam and India. In what area would investment be made?

Mr. Sanan Angubolkul replied about suspension of investment in Vietnam. He said Vietnamese market had shown good growth and yielded good profit. However, Vietnam has been facing economic problem. Vietnamese dong was weakening. If machines were imported into Vietnam under US dollars denomination, we would suffer foreign exchange loss. It was not right timing for investing there. We should produce goods in Thailand, and export it to Vietnam. In order to bring down risk, the Company would reduce its investment budget from THB 1,400 million to THB 1,000 million. The investment would support launching of new products to markets. New machines would be imported whereas Food supplement product line under SNatur brand would be expanded.

A shareholder (whose name not disclosed) asked if Chinese people prefer melamineware to stoneware. If Chinese people love porcelain products, how much sales income could be generated by importing melaminewares into China for distribution?

Mr. Sanan Angubolkul replied that the Company exported minimal volume to China because we had an affiliated company in Beijing producing melamine tableware. Chinese did not like melamineware. We produced melamine tableware in China for export and specific function of usage. In the past, melamine tableware business was successful in China because it was labor-intensive. In the past, cost of labor in China was cheap, but presently, it is high.

Ms. Juthawan Saemoo, a shareholder, said she had noticed that Lock & Lock products were sold under direct sales system. However, she saw it on shelves in department stores as well. Pricing in department stores was lower, and it might have impact on direct sales and sales figures of direct sales teams. She would like to know our strategy for this product.

Attachment no. 1 (Page 17/18)

Mr. Sanan Angubolkul replied that Lock & Lock products were of good quality. Anyhow, it was not our brand, and manufacturing plant was in Korea. We have run a joint-venture with Korean partner. The Korean partner has had a policy to mark up some profit on export made by its factory in Korea. After its products arrived Thailand, the strategy was to expand markets here at a profit or a loss. If we maintained our partnership with them in a trading company, it would be a disadvantage for us. Brand recognition was a benefit of Lock & Lock, not ours. Secondly, there was cultural disparity between their executive and ours. When this joint-venture increased its capital, we decided to dilute our interest by not investing more. Our shareholding ratio was reduced from 50% to below 10%. As a result, our role on Lock & Lock products was ceased. Presently, the products are branded 'Lock & Lock' without the co-branded 'Superware Lock & Lock'.

A shareholder (whose name not disclosed) asked about view of Management in increasing liquidity of shares issued by the Company.

Mr. Sanan Angubolkul replied that an executive of Lock & Lock from Korea once offered to buy 30% of our total issued shares. Nobody sold this amount of shares in the stock exchange. So, Mr. Sanan could not answer this question, and requested the meeting to give suggestion.

A shareholder (whose name not disclosed) said someone asked for splitting of par value. By that time, the Management replied that share price was still lower than par value, so it was useless to split par value.

Mr. Prin Bholnivas replied that our directors had considered it carefully, and opined that our share price was not that high so splitting of par value would not increase liquidity of shares.

Mr. Sanan Angubolkul said the problem was that too small number of shareholders sold their shares, especially when price climbed up.

Mr. Chatchawan Pipatthamakul, a shareholder, asked if the Company was the only supplier of battery manufacturers like GS, 3K and Yuasa.

Mr. Sanan Angubolkul replied that there were 3 suppliers of battery cases, i.e. T.U.P., Tang Chai Huad, and the Company. We had the biggest market share.

A shareholder (whose name not disclosed) asked if sales agreements were executed?

Mr. Sanan Angubolkul replied that no sales agreements were signed. It was up to satisfaction of our customers on quality, delivery, and prices rarely changed. All the three suppliers priced their products nearly the same.

A shareholder (whose name not disclosed) asked if the amount of compensation for damage on fire received by the Company could cover loss suffered.

Attachment no. 1 (Page 18/18)

Mr. Sanan Angubolkul replied that a fire incident cracked out at our factory in June last year. It was our good luck that effected area was mostly the warehouse. Machine room was slightly damaged. The Company got full support from the public and private sectors, the insurance company, and banks. Our personnel have tried hard to restore our factory so that the Company would be able to resume production work as soon as possible. One of our difficulties was how to supply parts to automobile assemblers such as Honda and Toyota. They required us to make delivery to them just-in-time of use of those parts. If we could not make delivery, they could not assemble their cars. The Company has proved that we could resume production works again within 48 hours after the fire incident. It was really a credit to us. Regarding compensation for loss on fine, Muang Thai Insurance Public Company Limited has assured us of full indemnity. Total loss on fire incident more than THB 400 million would be covered by the insurance company.

A shareholder asked if the Company provided any plant tour to shareholders in the past.

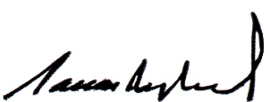
Mr. Sanan Angubolkul replied that we never did so. He suggested that interested shareholders should let the Company know. The Company would be pleased to provide plant tour to a group of interested shareholders.

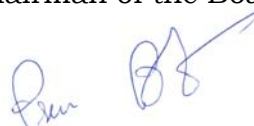
Mr. Prin Bholnivas suggested that interested shareholders should express their wishes to Investor Relation window of the Company's website. He asked them to disclose their addresses and telephone numbers.

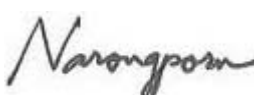
Mr. Prin Bholnivas said a shareholder suggested that interested shareholders should express their wishes at the meeting room, he asked them to notify the Company at the registration desk by disclosing their names. The Company would contact them later.

No shareholder proposed any other matter for consideration.

The Chairman expressed his gratitude to the meeting, and the meeting was closed at 15:30 hrs.

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

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

Signed  Minutes Taker
(Mr. Narongporn Pashekrapon)

Attachment no. 2 (Page 1/1)

Remuneration to Auditor of the year 2011

1) Audit Fee

The Company and subsidiaries paid audit fee to:-

- External auditor in the past accounting year for the sum of THB 2.13 million.
- Audit firm for whom the auditor work and persons or business related to the auditor and such audit firm in the past accounting year for the sum of THB 1.12 million and USD 19,500

2) Non-audit Fee

The Company and subsidiaries paid non-audit fee for cost of review of computer software after upgrading a new version of software, review of impact resulting from changes of new accounting standards, review of quarterly financial statements and preparation of information package for annual financial statements of an associate to:-

- auditors in the past accounting year the sum of THB 0.74 million, and the Company is obligated to pay to them in the future the sum of THB -nil- million.
- audit firm for whom the auditor work and persons or business related to the auditor and such audit firm in the past accounting year the sum of THB 0.30 million, and the Company is obligated to pay to them in the future the sum of THB -nil- million.

Attachment no. 3 (Page 1/7)

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

Name : Mrs. Siriporn Sailasuta
Age : 65 years
Nationality : Thai
Present Position : Independent Director and Chairman of the Nomination and Remuneration Committee
Authority to sign for the Company as per Certification Document : None
No. of share : None (December 30, 2011)
Relationship among Management : None
Illegal acts in the past 10 years : None
Training Course Thai Institute of Directors Association (IOD) : Directors Certification Program (DCP)
 Financial Statements for Directors (FSD)
 Role of Compensation Committee (RCC)

Education :

Institution	Degree	Major
Chulalongkorn University	B.Sc. in Engineering	Electrical Engineering
Pennsylvania State University	Certificate	Energy Planning Programme for Southeast Asia Countries
Office of the Civil Service Commission	Certificate, Top Executive Training Program 1	
The National Defence College of Thailand, Institute of National Defence Academy	Certificate of Achievement, 42 nd Class	
The Australian National University	Certificate	Leadership, Management and Governance in The Public Section

Attachment no. 3 (Page 3/7)

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

Name : Mr. Naphol Lertsumitkul
Age : 51 years
Nationality : Thai
Present Position : Director and Assistant to the President
Authority to sign for the Company as per Certification Document : Yes
No. of share : 1,500,000 Shares or 0.55 percent (December 30, 2011)
Relationship among Management : Son of Mrs. Srisuda Lertsumitkul and elder brother of Ms. Bunnapa Lertsumitkul
Illegal acts in the past 10 years : None
Training Course Thai Institute of Directors Association (IOD) : Director Accreditation Program (DAP)
 Director Certification Program (DCP)

Education :

Institution	Degree	Major
University of Houston, Texas, U.S.A.	Associate of Applied Science	Business Management

Experience:

Company	Position	Time Period
Srithai Superware Public Company Limited	Director and Assistant to the President	A.D. 1986 – Present

Present Positions in Companies :

1) Listed Companies :

Company	Position
Srithai Superware Public Company Limited	Director and Assistant to the President

2) Non-listed Companies :

2.1) Srithai Superware Group :

Company	Position
Srithai Miyagawa Company Limited	Director

Attachment no. 3 (Page 4/7)

2.2) Other Companies :

Company	Position
Firstpoint Translogistics Company Limited	Director

**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

**Being a director for
how many years**

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

Attachment no. 3 (Page 5/7)

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

Name : Mr. Prin Bholnivas

Age : 56 years

Nationality : Thai

Present Position : Director, Nomination and Remuneration Committee
Member, Chairman of the Risk Management
Sub- Committee, Company Secretary and
Chief Financial Officer

**Authority to sign for
the Company as per
Certification Document** : Yes

No. of share : 200,000 Shares or 0.07 percent (December 30, 2011)

**Relationship among
Management** : None

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

**Training Course
Thai Institute of
Directors Association
(IOD)** : Director Accreditation Program (DAP)
Director Certification Program (DCP)
Role of the Compensation Committee (RCC)
Audit Committee Program (ACP)
Company Secretary Program
Developing Corporate Governance Policy
D&O Insurance Mitigating Directors Liabilities Risk
Monitoring the Internal Audit Function Program
Director Nomination Best Practices Program

Education :

Institution	Degree	Major
Thammasat University	B.B.A.	Accounting
University of Wisconsin- Madison, Wisconsin, U.S.A.	M.B.A.	Accounting

Experience :

Company	Position	Time Period
State Railways of Thailand	Chief of Financial Analysis & Planning Division, Accounting and Finance Department	A.D. 1982 – 1989

Attachment no. 3 (Page 6/7)

Experience (Cont'd) :

Company	Position	Time Period
Sunny's Supermarket Company Limited	Financial Controller	A.D. 1989 – 1992
TelecomAsia Corporation Public Company Limited	Senior Manager – Management Information System Division, Accounting Department	A.D. 1992 – 1993
Charoen Pokphand Group	Assistant Vice President – Finance & Accounting, Marketing and Distribution Business Group	A.D. 1993 – 2000

Present Positions in Companies:

1) Listed Companies :

Company	Position
Srithai Superware Public Company Limited	Director, Nomination and Remuneration Committee Member, Chairman of the Risk Management Sub- Committee, Company Secretary and Chief Financial Officer

2) Non-listed Companies :

2.1) Srithai Superware Group :

Company	Position
Subsidiary Companies	
1) Korat Thai Tech Company Limited	Director
2) P.E.T. Blow Company Limited	Director
3) Srithai (Vietnam) Company Limited	Director
4) Srithai Superware India Limited	Director
5) Srithai Moulds Company Limited	Director
6) Srithai Nanoplast Company Limited	Director
7) Srithai Miyagawa Company Limited	Director
Associated Companies	
1) Srithai Sanko Company Limited	Director
2) Thai MFC Company Limited	Director
3) Srithai Packaging Company Limited	Director
Joint Venture Company	
1) Srithai-Otto (Thailand) Company Limited	Director

2.2) Other Companies :

Company	Position
Lock & Lock (Thailand) Company Limited	Director

Attachment no. 3 (Page 7/7)

**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 : 4	No. of meetings attended : 4
- Nomination and Remuneration Committee meetings	No. of meetings held : 2	No. of meetings attended : 2
- Risk Management Sub- Committee meetings	No. of meetings held : 10	No. of meetings attended : 10

**Being a director for
how many years**

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

Attachment no. 4 (Page 1/2)

Definition of Independent Director

An independent director means the person who has the qualifications as stipulated by the Securities and Exchange Commission according to the Notification of the Capital Market Supervisory Board No. TorChor. 4/2552 Re : The Request for Approval and the Approval of Initial Public Offering (No. 2), as follows :-

- (a) The person who holds voting shares of no more than 1% of total number of shares in the Company, parent company, subsidiaries, associated companies, major shareholder or controlling person, and the shares held by the related parties of such independent director will also be counted.
- (b) The person shall not be or did not use to be the director participating in the management of the Company, worker, employee, salaried consultant, or controlling person of the Company, parent company, subsidiaries, associated companies, subsidiary of the same echelon, major shareholder or controlling person of the Company, except that he has been free from such qualifications for at least 2 years before the date of submitting application to the office. Such qualifications do not apply to Independent Director who once served as governmental official or advisor of governmental entity who is a major shareholder or controlling person of the Company.
- (c) The person shall not have blood relationship with or shall not legally register to be father, mother, spouse, siblings, and children, including spouse of children or the management, or major shareholder, or controlling person or person who is proposed to be the management or controlling person of the Company/subsidiaries.
- (d) The person shall not have or did not use to have business relationship with the Company, parent company, subsidiaries, associated companies, major shareholder, or controlling person of the Company and such relationship may impede his own freedom of judgment, and shall not be or did not use to be the significant shareholder or controlling person of the person who have business relationship with the Company, parent company, subsidiaries, associated companies, major shareholder or controlling person of the Company, except that he has been free from such qualifications for at least 2 years before the date of submitting application to the Office.

The business relationship mentioned above includes normal business transactions for conducting the businesses of renting or letting immovable properties, the transactions relevant to assets or services or the grant or acceptance of financial assistance by borrowing or lending, guaranteeing, offering assets as debt collateral, including similar behaviors, and such actions may affect the Company or its partner to be obligated to debts owed to another party at the lower of at least 3% of the net tangible assets of the Company or at least 20 million bahts. The calculation of such debts shall comply with the calculation methods of the value of related transactions according to the notification of the Capital Market Supervisory Board on related transactions mutatis mutandis. By considering such debts, it shall include the debts incurred within 1 year before the date of business relationship with the same person.

Attachment no. 4 (Page 2/2)

- (e) The person shall not be or did not use to be external auditor of the Company, parent company, subsidiaries, associated companies, major shareholder or controlling person of the Company, and shall not be the significant shareholder, controlling person or partner of the audit office who is employer of auditor of the Company, parent company, subsidiaries, associated companies, major shareholder or controlling person of the Company, except that he has been free from such qualifications for at least 2 years before the date of submitting an application to the Office.
- (f) The person shall not be or did not use to be any professional service provider, including legal service or financial advisory service obtaining the service fee more than 2,000,000 bahts per year from the Company, parent company, subsidiaries, associated companies, major shareholder or controlling person of the Company, and he shall not be significant shareholder, controlling person, or partner of such professional service providers, except that he has been free from such qualifications for at least 2 years before the date of submitting an application to the Office.
- (g) The person is not the director who is appointed to be the representative of the Company's director, major shareholder, or shareholder who is related to major shareholder of the Company.
- (h) The person shall not conduct business of the same nature which competes significantly with the Company or subsidiaries or not be significant partner in any partnership or be executive director, worker, employee, salaried advisor, or hold shares more than 1% of total number of voting shares of other company who conducts business of the same nature which competes significantly with the Company or subsidiaries.
- (i) The person does not have any other characteristics that prohibit him from freely expressing opinions regarding the Company's operations.

After being appointed to be independent director who has the characteristics according to paragraph (a) to (i), such independent director 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 echelon, major shareholder or controlling person of the Company by making collective decision.

Attachment no. 5 (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. 31 (of the year 2012) on Friday 27th April 2012 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 has therefore prepared a proxy form for shareholders who cannot attend the Meeting and wish to appoint a proxy to attend such meeting or appoint an independent director to vote on his behalf.

1. The Company has attached Proxy Form B, which prescribes certain particulars of the appointment of proxy 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 depositories, shareholders can download it at the Company's website www.srithaisuperware.com. **In these cases, each shareholder is requested to bring along the attached Attendance Registration Form on which contains 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 Only Form A or Form B for general shareholders.
 - 1.2 Either Form A, Form B or Form C for shareholders listed in the share registration book as "Foreign Investor Appointing a Custodian in Thailand as a Depository".
2. Appoint any one proxy as the shareholder wishes, or appoint an independent director as proxy. Please specify name and detail of only one proxy to attend the meeting.
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.

Attachment no. 5 (Page 2/4)

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. Allocation of votes less than the total number of shares held is not allowed except for a custodian appointed as a depository 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 the attached Attendance Registration Form containing barcodes on date of meeting.
2. Attendance by a 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 true copy by the shareholder, and
 - Copy of valid official ID Card or Passport of the proxy duly certified true copy by the proxy and presented at the point of registration.

Shareholders who wish to use Proxy Form A, please bring along the attached Attendance Registration Form on which contains barcode for the purpose of shareholders registration on the date of the meeting.

Juristic Persons

1. Attendance by a director of a juristic shareholder:-
 - Any proxy form duly completed and signed by both the shareholder and the proxy;
 - Copy of a certificate of incorporation of a juristic shareholder duly certified true copy by authorized director(s) of the juristic shareholder; and
 - Copy of valid official ID Card or Passport or other card of director of a juristic shareholder, issued by competent authorities duly certified true copy by such director and presented at the point of registration.

Shareholders who wish to use Proxy Form A, please bring along the attached Attendance Registration Form on which contains the barcode for the purpose of shareholder registration on the date of the meeting.

2. Attendance by a proxy
 - Any proxy form duly correctly and completely filled in and signed by authorized director(s) of the juristic shareholder and the proxy;
 - Copy of a certificate of incorporation of juristic shareholder duly certified true copy by authorized director(s) containing particulars that the authorized signatory who appointed the proxy is entitled to appoint the proxy on behalf of the juristic shareholder;

Attachment no. 5 (Page 3/4)

- Copy of valid official ID Card or Passport issued by competent authorities to each authorized director who appointed the proxy duly certified true copy by such director; and
- Copy of valid official ID Card or Passport issued by competent authorities to the proxy duly certified true copy by the proxy. The proxy is requested to show the copy of such document at point of registration.

Shareholders who wish to use Proxy Form A, please bring along the attached Attendance Registration Form on which contains the barcode for the purpose of shareholder registration on the date of the meeting.

3. Attendance by a custodian appointed as a depository by a foreign investor
 - 3.1 Please show all documents listed under Juristic Persons clause 1 or 2 above, as the case may be;
 - 3.2 In case that a foreign investor wants to authorize a custodian to appoint a third party to be a proxy of the foreign investor, the following documents shall be produced:
 - A power of attorney issued by a foreign investor 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 case shareholder wishes to use Proxy Form A or Form C, please also bring along the attached Attendance Registration Form on which contains the barcode for the purpose of shareholder registration on the date of the meeting.

If an original document is not made in English, please attach the English translation duly certified correct translation by shareholder or 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 Friday 27th April 2012 at the venue indicated on the map attached to this invitation letter.

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 for the case of voting by a custodian appointed by a foreign investor in accordance with Proxy Form C).

Attachment no. 5 (Page 4/4)

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 compliance with the 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 proxy form, or there is any change or additional disclosure of fact 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 criteria 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 descending order from the highest number of votes in his favour to the lowest, and shall be appointed as directors in that order until all of the directorial 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 indicated in a proxy form 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 who is an external legal advisor to supervise and check the vote counting in order to ensure transparency and lawfulness and compliance with the Company's Articles of Association.

Attachment no. 6 (Page 1/3)

Curriculum Vitae of Independent Director who is appointed as proxy

Name : Mr. Suchat Boonbanjersri
Age : 53 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, 2011)
Relationship among Management : 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
Financial Restructuring Authority of Thailand	Non core Sale Department	A.D. 1997 – 1998

Attachment no. 6 (Page 2/3)

Experience (Cont'd) :

Company	Position	Time Period
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

Attendance :

- Board meetings	No. of meetings held : 6	No. of meetings attended : 6
- Audit Committee meetings	No. of meetings held : 4	No. of meetings attended : 4
- Meeting among Independent Directors and auditors without attendance of Management	No. of meetings held : 1	No. of meetings attended : 1

Attachment no. 6 (Page 3/3)

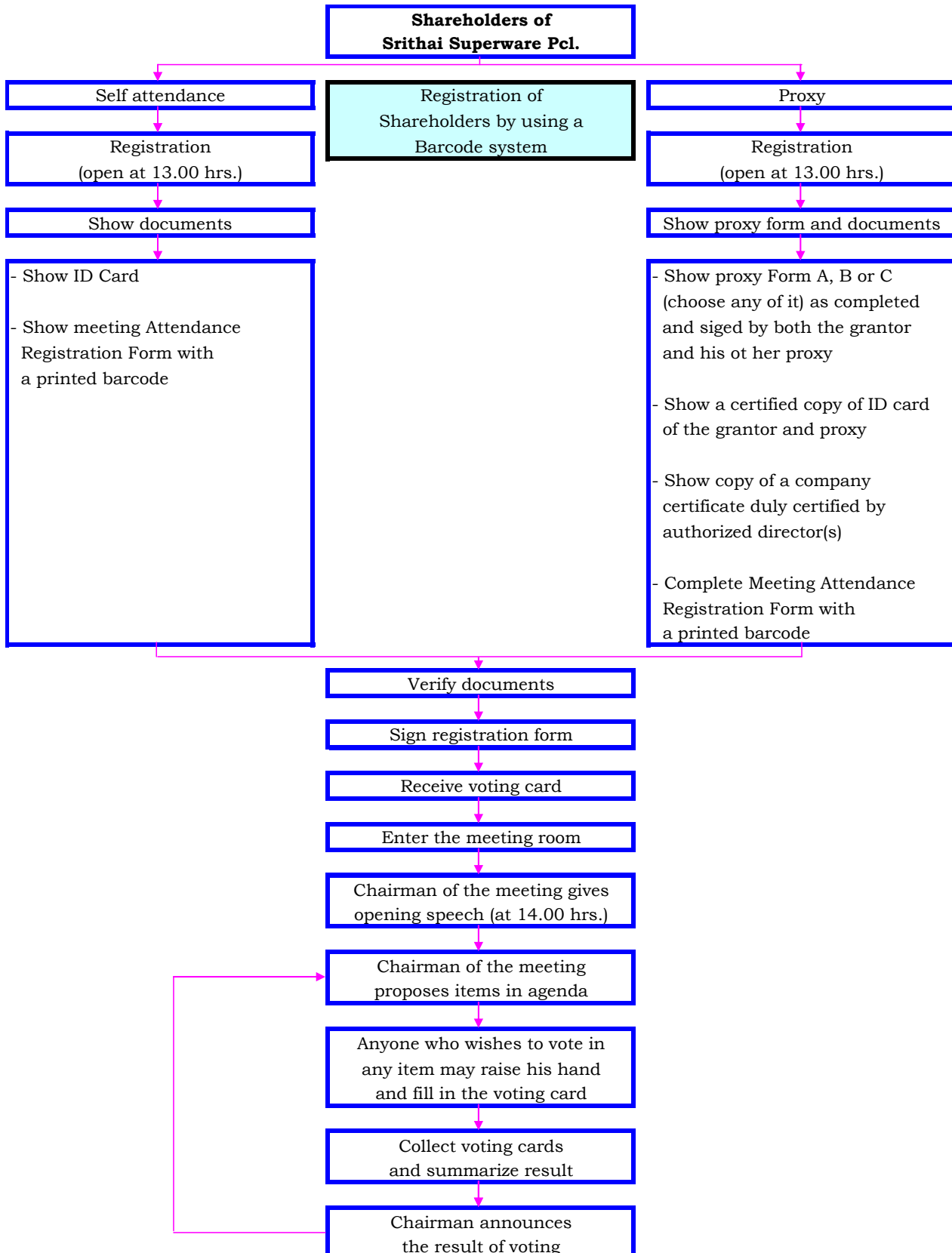
**Being a director for
how many years**

: 9 years (since August 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 2012 because Mr. Suchat Boonbanjerd Sri, an Independent Director acting as your proxy, is a Director and Audit Committee Member.

**Process of Attending the Annual General Meeting of Shareholders No. 31
(of the year 2012)
Srithai Superware Public Company Limited
On Friday 27th April 2012**



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 descending order from the highest number of votes in his favour to the lowest, and shall be appointed as directors in that order until all of the directorial positions are filled. When 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 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.

Attachment no. 8 (Page 2/4)

- 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, votes of not less than three-fourths of the total number of votes 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. 8 (Page 3/4)

- Article 31. The matters which should be conducted by the Annual General 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 arrange for preparation of 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 dividend 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 Limited Companies Act.

Attachment no. 8 (Page 4/4)

- Article 38. The auditor shall not be a director, staff member, employee or person holding any position or having any duty in the Company.
- 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. 9 (Page 1/1)

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

