

Documentation for consideration of Agenda 5

To consider and approve the appropriation of annual net profit from business operation to legal reserve and dividend payment for the fiscal year ended 31 March 2012

Legal Reserve**Legal Reserve Policy of the Company**

Section 116 of the Public Limited Company Act B.E.2535 (as amended) and Article 39 of the Company's Articles of Association provide that the Company must appropriate to reserve fund of at least 5% of the annual net profit less the total accumulated losses brought forward (if any) until the reserve fund reaches an amount not less than 10% of the registered capital of the Company.

Proposal to the Company's Shareholders for consideration and approval

The separate Statements of Financial Position, Statements of Comprehensive Income and Statements of Changes in Shareholders' Equity of the Company for the year ended 31 March 2012 recorded the followings:

Profit for the year ended 31 March 2012	Baht 6,590,852,209
Less: Retain loss brought forward from 31 March 2011	<u>Baht 5,575,228,672</u>
Surplus before appropriation	Baht 1,015,623,537
Less 5% legal reserve	<u>Baht 50,781,177</u>
Unappropriated retained earnings before dividend	<u>Baht 964,842,360</u>

In accordance with the law and Article 39 of the Company's Article of Association, 5% on the surplus of Baht 1,015,623,537 or Baht 50,781,177 shall be transferred to the Company's legal reserve account for the year ended 31 March 2012

The Board of Directors Meeting (No.3/2555) held on 20 June 2012 has considered the matter and is of the opinion that Baht 50,781,177 should be transferred to the legal reserve account of the Company, and such matter should be proposed to the Company's shareholders for consideration and approval.

Dividend**Dividend Policy of the Company**

The Company has a policy to pay a dividend of not more than 50 percent of its net profit after tax and legal reserves. In recommending dividend payments, the Board of Directors will take into consideration the Company's consolidated operating results, financial position, liquidity, future business plan and other management related factors.

Subsidiaries of the Company do not set dividend payment policies based on a percentage of net profit after tax. Dividend will be decided by each of the subsidiary's board of directors on a case by case basis, and in fixing the amount of payment, operating results, financial position, liquidity, future business plans and other management related factors will be taken into consideration.

Proposal to the Company's Shareholders for consideration and approval

The separate Statements of Financial Position of the Company for the year ended 31 March 2012 recorded an unappropriated retaining earnings of Baht 964,842,260. The Board of Directors Meeting (No.3/2555) held on 20 June 2012 has considered the matter of dividend payment and recommended that the Company to pay dividend to shareholders at the rate of Baht 0.02 (Two Satang) per one ordinary share of the Company. Total recommended dividend amounts to Baht 355,888,004 (Baht Three Hundred Fifty Five Million Eight Hundred Eighty Eight Thousand and Four) or 57.29 percent of the Company's consolidated net profit attributable to owners of the Company for the year ended 31 March 2012.

The Record Date on which Shareholders have the right to receive dividends was set as 5 July 2012 and the share register was closed on 6 July 2012 to collect the names of the said Shareholders in accordance with Section 225 of Securities and Exchange Act B.E.2535 (as amended). Payment of dividends shall be made on 14 August 2012.

The Board of Directors Meeting has also approved to present the matter to the Company's shareholders for consideration and approval.

Comparison of Dividend Payment for the year ended 31 March 2012 and 2011

Details of Dividend	Year 2012	Year 2011
Total amount of Dividend (Baht)	355,888,004	Nil
Dividend per one ordinary share (Baht)	0.02	Nil
Ratio of Dividend *	57.29%	Nil
Number of shares having the rights to receive Dividend	17,794,400,220	17,794,400,220

* calculated base on consolidated net profit attributable to owners of the Company for the year ended 31 March 2012