

Documentation for consideration of Agenda 7

To consider and approve the payment of directors' remuneration for the year ending 31 March 2013

Remuneration of Directors for the year ended 31 March 2012

The 39th Annual General Meeting of Shareholders on 29 July 2011 approved the directors' remuneration for the year ended 31 March 2012 in the sum of not exceeding Baht 5,700,000 (Baht Five Million Seven Hundred Thousand only). Payment shall be made in the 3rd quarter of 2012.

Proposed Remuneration of Directors for the year ending 31 March 2013

The Board of Directors Meeting (No.3/2555) held on 20 June 2012 resolved to recommend to the 40th Annual General Meeting of Shareholders the followings:

- (1) to approve remuneration of directors in the amount of not exceeding Baht 6,270,000 (Baht Six Million Two Hundred Seventy Thousand only) for the year ending 31 March 2013; and
- (2) to authorize the Board of Directors and/or the person entrusted by the Board to have the power to distribute the approved amount to each director as the Board or the said person deems appropriate.

Details of proposed remuneration are summarized below:

	No. of Persons	Annual Fee* per person	Total Fee* Year 2013	Total Fee Year 2012
		Baht	Baht	Baht
Board of Directors	11	550,000	6,050,000	5,500,000
Audit Committee				
- Chairman	1	110,000	110,000	100,000
- Members	2	55,000	110,000	100,000
Total Remuneration			6,270,000	5,700,000

* Subject to AGM Approval

Documentation for consideration of Agenda 8**To consider and approve the appointment and remuneration of the Company's auditors for the year ending 31 March 2013**

The meeting of the Audit Committee (No.3/2555) held on 20 June 2012 expressed its satisfaction on the performance and efforts of Karin Audit Company Limited for the fiscal year ended 31 March 2012 and recommended the Board of Directors to appoint the said firm as the auditor of the Company for another term with a total fee for the year ending 31 March 2013 in the amount of Baht 5,330,000 (2012 – Baht 5,330,000). This audit fee includes the fee for auditing consolidated financial statements and the fee for reviewing quarterly financial statements of the Company and its subsidiaries. The audit fee for the Company's financial statements in particular is Baht 1,210,000.

At the same meeting, the Audit Committee also agreed to propose for appointment the auditors from Karin Audit Company Limited, Ms. Kannika Wipanurat (Certificate Public Accountant Registration No.7305) and/or Ms. Wimolsri Jongudomsombat (Certificate Public Accountant Registration No.3899). In case that the said auditors cannot carry out their duties, Karin Audit Co.,Ltd. is authorized to appoint another auditor of its firm to perform the work. The Audit Committee has proposed the same to the Board of Directors for approval.

The Meeting of the Board of Directors (No.3/2555) held on 20 June 2012 has considered the appointment and remuneration of Karin Audit Company Limited for the year ending 31 March 2013 and recommended to the Shareholders as follows:-

- 1) To appoint Ms. Kannika Wipanurat (Certified Public Accountant Registration No.7305) and/or Ms. Wimolsri Jongudomsombat (Certified Public Accountant Registration No.3899) of Karin Audit Company Limited, who are qualified under the regulation of the Office of the Securities and Exchange Commission.

The said auditors do not hold any share of the Company. They also do not have any relationships or any interests with the Company, subsidiaries, management, major shareholders or any person related to the said persons and thus they are independent to audit and express their opinions on the financial statements of the Company and its subsidiaries.

- 2) To fix the auditor remuneration in the amount of Baht 5,330,000. A three years comparison of auditor remuneration is tabled below:-

Year	The Company and its subsidiaries (Baht)	The Company (Baht)
2011	5,110,000	1,210,000
2012	5,330,000	1,210,000
2013	5,330,000	1,210,000