

## REPORT ON SHAREHOLDERS' RESOLUTION OF 2008

Chiangmai Frozen Foods Public Company Limited would like to report on the resolution made at a Shareholders' General Meeting held on April 30, 2008.

The details of the resolution are as follows :

1. To certify the minutes made at Shareholders' General Meeting of 2007.
2. To acknowledge report of operation result in cycle of 2007.
3. To approve the Balance Sheets and Statements of Income for period ended December 31, 2007 which already passed inspection from Independent Auditor.
4. To approve paying dividend for the year 2007 as follows:
  - Pay at rate of 0.30 baht / share to the shareholders amount 346,496,592 shares total amount 103,948,977.60 bahts or 104.03 % of net profit.
  - From the operation result period of January 1, 2005 to December 31, 2007 of Investment Promotion Certificate No. 1465 / 1999.
  - The date for closing the company's share register for the right to receive Dividend will be on May 13, 2008 at 12.00 p.m., and will be paid to shareholders on May 30, 2008.
  - Dividend shall be exempted from withholding tax.
5. To appoint the directors to replace the completed one as follows :
  - 5.1 The Directors whose tenure has ended are as follows:
    - 5.1.1 Mr. Suwat Phongphasura
    - 5.1.2 Mr. Santichai Suakanonth
    - 5.1.3 Mr. Amnuay Yossuck
  - 5.2 The Directors being re-appointed are as follows :
    - 5.2.1 Mr. Suwat Phongphasura
    - 5.2.2 Mr. Santichai Suakanonth

### 5.2.3 Mr. Amnuay Yossuck

Therefore, Board of new directors of the company will consists of :

- |                                   |                      |
|-----------------------------------|----------------------|
| 1. Mr. Prayoon Pholpipattanaphong | Chairman             |
| 2. Mr. Prapas Pholpipattanaphong  | Managing Director    |
| 3. Mr. Suwat Phongphasura         | Executive Director   |
| 4. Mr. Ankoon Pholpipattanaphong  | Executive Director   |
| 5. Mr. Lan Mu Chiou               | Director             |
| 6. Mr. Lu Tsung Jen               | Director             |
| 7. Mr. Shigeto Tamaoki            | Director             |
| 8. Dr. Olarn Chaipravat           | Independent Director |
| 9. Mr. Santichai Suakanonth       | Independent Director |
| 10. Mr. Amnuay Yossuck            | Independent Director |
| 11. Mr. Ampon Ruayfupant          | Independent Director |

By having Mr. Sakda Phimmuang as Secretary to the Board of Director.

6. To approve return benefits for Directors for the year 2008 as follows :

6.1 To approve the remuneration for Directors for the year 2008 total 11 persons of each 400,000.- bahts total amount 4,400,000.- bahts.

6.2 To approve the remuneration for Chairman of Audit Committee 40,000.- bahts/month and remuneration for two Audit Committees of each 20,000.- bahts/month total amount 960,000.- bahts/year.

7. To appoint the following persons as Auditor for the year 2008.

<u>Name</u>	<u>CPA No.</u>	<u>Auditing firm</u>
1. Mr. Pradit Rodloytuk	218	AST Master and / or
2. Miss Nongram Laohaareedilok	4334	AST Master and / or
3. Mr. Chanunkorn Satiprapakul	6554	AST Master

Either of them shall be inspector and certified Financial Statements of the

Company and fix the auditing fee amount Bahts 520,000.-.

Signature

( Mr. Suwat Phongphasura )

Authorized Director

