

<b>Information of Persons Nominated for Directorship Positions</b>
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**1. Pol. Gen. Pow Sarasin**

<b>Proposed Position</b>	Independent Director
<b>Age</b>	81 years
<b>Shareholding in CPF<sup>1</sup></b>	1,340,000 shares or equivalent to 0.0178% of paid-up capital
<b>Family Relations with Other Executives</b>	Elder brother of Mr. Arsa Sarasin
<b>Education</b>	<ul style="list-style-type: none"> <li>- Bachelor Degree in Criminology, University of California, USA</li> <li>- Bachelor Degree in Science in Chemistry, Johns Hopkins University, USA</li> <li>- Honorary Doctorate in Public Administration, Ramkamhaeng University, Thailand</li> <li>- Commercial Defense College, Thailand</li> </ul>
<b>Director Training</b>	Enrollment in Directors Accreditation Program No. 5/2003, Thai Institute of Directors Association
<b>Attendance at Board of Directors' Meetings during 2010</b>	<ul style="list-style-type: none"> <li>- Board of Directors 12 times out of 13 meetings</li> <li>- Audit Committee 11 times out of 11 meetings</li> <li>- Remuneration and Nominating Committee 1 time out of 1 meeting</li> </ul>
<b>Years of Directorship</b>	17 years
<b>Experiences</b>	<ul style="list-style-type: none"> <li>- Vice Chairman, Chairman of the Audit Committee and Chairman of the Remuneration and Nominating Committee Charoen Pokphand Foods Plc.</li> <li>- Vice Chairman KasikornBank Plc.</li> <li>- Chairman Mitsubishi Elevator Asia Co., Ltd. Quality House Plc.</li> </ul>

**Director's Position in Other Thai Incorporations**

Other Listed Companies		Non-listed companies (not a subsidiary or associate company)	Positions in any business, competing the Company's businesses (not a listed company, or subsidiary or associate company)
No. of companies	Position/Company		
2 entities	1. Vice Chairman KasikornBank Plc. 2. Chairman Quality House Plc.	4 entities	None

**Legal Dispute during the past 10 years** None

**Contribution to the Company**

- Provide useful recommendations for developing good corporate governance of the Company and helpful support in developing the internal control system for further improvement and strengthening
- Provide useful recommendations in outlining the Company's vision and mission, and developing its strategy
- Having the knowledge, competence and experience that will benefit the Company
- Devote time and pay attention to the operations of the Company and committed to attend the Board of Directors' Meeting

<sup>1</sup> shareholding as of December 31, 2010 which included shareholding by spouse and minor child

**Additional Qualification of the Independent Director**

Relationship with the Company, a parent company, a subsidiary, an associate, a major shareholder or a controlling person of the Company, both in the present and the last two years as following manner:

<b>Relationship</b>	<b>Yes</b>	<b>No</b>
1. Being a director that has a management authority, staff, employee or advisor on regular retainer		✓
2. Being a professional service provider (such as auditor or legal advisor)		✓
3. Having business relationship (such as sale and purchase raw material/ goods/ service/ lease or lease out the property/ provide or receive financial support etc.), which incur debt to the Company or contract party amounting to Baht 20 million up. This threshold is applicable to all indebtedness incurred within one year prior to the date of having such business relationship.		✓
4. Being as a significant shareholder or a controlling person of the party having businesses relationship as mentioned in 3. above.		✓

**2. Mr. Arsa Sarasin**

<b>Proposed Position</b>	Independent Director
<b>Age</b>	74 years
<b>Shareholding in CPF<sup>1</sup></b>	None
<b>Family Relations with Other Executives</b>	Younger brother of Pol. Gen. Pow Sarasin
<b>Education</b>	Bachelor Degree in Business Administration, Boston University, USA
<b>Director Training</b>	<ul style="list-style-type: none"> <li>- Enrollment in Directors Accreditation Program No. 5/2003, Thai Institute of Directors Association</li> <li>- Enrollment in Audit Committee Program No. 19/2007, Thai Institute of Directors Association</li> <li>- Enrollment in Finance for Non-Finance Director No. 39/2008, Thai Institute of Directors Association</li> </ul>
<b>Attendance at Board of Directors' Meetings during 2010</b>	<ul style="list-style-type: none"> <li>- Board of Directors 12 times out of 13 meetings</li> <li>- Audit Committee 11 times out of 11 meetings</li> <li>- Remuneration and Nominating Committee 1 time out of 1 meeting</li> </ul>
<b>Years of Directorship</b>	12 years
<b>Experiences</b>	<ul style="list-style-type: none"> <li>- Director, member of the Audit Committee and member of the Remuneration and Nominating Committee Charoen Pokphand Foods Plc.</li> <li>- His Majesty's Principal Private Secretary Office of His Majesty's Principal Private Secretary</li> <li>- Chairman Thai Asia Pacific Brewery Co., Ltd. Padaeng Industry Plc. Maesod Palang-ngarn Sa-ad Co., Ltd. Siam Makro Plc.</li> <li>- Director Thai Pure Drinks Co., Ltd. Siam Cement Plc. Thai Tapioca Development Institute Foundation</li> </ul>

**Director's Position in Other Thai Incorporations**

Other Listed Companies		Non-listed companies (not a subsidiary or associate company)	Positions in any business, competing the Company's businesses (not a listed company, or subsidiary or associate company)
No. of companies	Position/Company		
3 entities	1. Chairman Padaeng Industry Plc. 2. Chairman Siam Makro Plc. 3. Director Siam Cement Plc.	7 entities	None

**Legal Dispute during the past 10 years** None

**Contribution to the Company**

- Provide useful recommendations for developing good corporate governance of the Company and helpful support in developing the internal control system for further improvement and strengthening
- Provide useful recommendations in outlining the Company's vision and mission, and developing its strategy
- Having the knowledge, competence and experience that will benefit the Company
- Devote time and pay attention to the operations of the Company and committed to attend the Board of Directors' Meeting

<sup>1</sup> shareholding as of December 31, 2010 which included shareholding by spouse and minor child

**Additional Qualification of the Independent Director**

Relationship with the Company, a parent company, a subsidiary, an associate, a major shareholder or a controlling person of the Company, both in the present and the last two years as following manner:

<b>Relationship</b>	<b>Yes</b>	<b>No</b>
1. Being a director that has a management authority, staff, employee or advisor on regular retainer		✓
2. Being a professional service provider (such as auditor or legal advisor)		✓
3. Having business relationship (such as sale and purchase raw material/ goods/ service/ lease or lease out the property/ provide or receive financial support etc.), which incur debt to the Company or contract party amounting to Baht 20 million up. This threshold is applicable to all indebtedness incurred within one year prior to the date of having such business relationship.		✓
4. Being as a significant shareholder or a controlling person of the party having businesses relationship as mentioned in 3. above.		✓

**3. Dr. Veeravat Kanchanadul**

<b>Proposed Position</b>	Director
<b>Age</b>	72 years
<b>Shareholding in CPF<sup>1</sup></b>	16,900,170 shares or equivalent to 0.2247% of paid-up capital
<b>Family Relations with Other Executives</b>	None
<b>Education</b>	Doctorate in Business Administration, University of Illinois, USA
<b>Director Training</b>	<ul style="list-style-type: none"> <li>- Enrollment in Chairman Program No. 7/2002, Thai Institute of Directors Association</li> <li>- Enrollment in Directors Certification Program No. 99/2008, Thai Institute of Directors Association</li> </ul>
<b>Attendance at Board of Directors' Meetings during 2010</b>	- Board of Directors      12 times out of 13 meetings
<b>Years of Directorship</b>	17 years
<b>Experiences</b>	<ul style="list-style-type: none"> <li>- Director Charoen Pokphand Foods Plc.</li> <li>- Advisor of the President Thai Listed Companies Association</li> <li>- Senior Director National Institute of Development Administration, Thailand</li> <li>- Senior Director Thammasat University Council</li> <li>- Director Program for Joint Doctorate in Business Administration</li> </ul>

**Director's Position in Other Thai Incorporations**

Other Listed Companies		Non-listed companies (not a subsidiary or associate company)	Positions in any business, competing the Company's businesses (not a listed company, or subsidiary or associate company)
No. of companies	Position/Company		
None	None	3 entities	None

**Legal Dispute during the past 10 years**      None

**Contribution to the Company**

- Provide useful recommendations in outlining the Company's vision, and developing the group's strategy
- Have the knowledge, competence and experience especially in agro-industry business that will benefit the Company
- Devote time and pay attention to the operations of the Company and committed to attend the Board of Directors' Meeting

<sup>1</sup> shareholding as of December 31, 2010 which included shareholding by spouse and minor child

**4. Mr. Sunthorn Arunanondchai**

<b>Proposed Position</b>	Director
<b>Age</b>	68 years
<b>Shareholding in CPF<sup>1</sup></b>	14,748,299 shares or equivalent to 0.1961% of paid-up capital
<b>Family Relations with Other Executives</b>	None
<b>Education</b>	Master Degree in Business Administration, University of Arkansas, USA
<b>Director Training</b>	<ul style="list-style-type: none"> <li>- Enrollment in Directors Certification Program No. 98/2008, Thai Institute of Directors Association</li> <li>- Enrollment in Directors Accreditation Program on May 4, 2005 Thai Institute of Directors Association</li> <li>- Enrollment in Certificate of Leadership Program No. 6 Capital Market Academy</li> </ul>
<b>Attendance at Board of Directors' Meetings during 2010</b>	Board of Directors                      10 times out of 13 meetings
<b>Years of Directorship</b>	11 years
<b>Experiences</b>	<ul style="list-style-type: none"> <li>- Director Charoen Pokphand Foods Plc.</li> <li>- President C.P. Land Plc.</li> <li>- Chairman Ek-Chai Distribution System Co., Ltd.</li> <li>- Director and Chairman of the Audit Committee Bangkok Life Insurance Plc.</li> <li>- Director Bangkok Inter Teletech Plc.</li> </ul>

**Director's Position in Other Thai Incorporations**

Other Listed Companies		Non-listed companies (not a subsidiary or associate company)	Positions in any business, competing the Company's businesses (not a listed company, or subsidiary or associate company)
No. of companies	Position/Company		
1 entity	Director Bangkok Life Insurance Plc.	14 entities	None

**Legal Dispute during the past 10 years**                      None

**Contribution to the Company**

- Provide useful recommendations in outlining the Company's vision, and developing its strategy
- Having the knowledge, competence and experience that will benefit the Company
- Devote time and pay attention to the operations of the Company and committed to attend the Board of Directors' Meeting

<sup>1</sup> shareholding as of December 31, 2010 which included shareholding by spouse and minor child

**5. Mrs. Arunee Watcharananan**

<b>Proposed Position</b>	Director
<b>Age</b>	62 years
<b>Shareholding in CPF<sup>1</sup></b>	8,027,845 shares or equivalent to 0.1068% of paid-up capital
<b>Family Relations with Other Executives</b>	Younger sister of Mr. Adirek Sripratak
<b>Education</b>	Bachelor Degree in Economics, Thammasat University, Thailand
<b>Director Training</b>	Enrollment in Directors Accreditation Program on May 4, 2005 the Thai Institute of Directors Association
<b>Attendance at Board of Directors' Meetings during 2010</b>	Board of Directors                      13 times out of 13 meetings
<b>Years of Directorship</b>	11 years
<b>Experiences</b>	<ul style="list-style-type: none"> <li>- Director Charoen Pokphand Foods Plc.</li> <li>- Vice Chairperson – Finance Charoen Pokphand Group Co., Ltd.</li> </ul>

**Director's Position in Other Thai Incorporations**

Other Listed Companies		Non-listed companies (not a subsidiary or associate company)	Positions in any business, competing the Company's businesses (not a listed company, or subsidiary or associate company)
No. of companies	Position/Company		
None	None	1 entity	None

**Legal Dispute during the past 10 years**                      None

**Contribution to the Company**

- Provide useful recommendations in outlining the Company's vision, and developing its strategy
- Encourage and support the Company to have good corporate governance
- Have the knowledge, competence and experience that will benefit the Company
- Devote time and pay attention to the operations of the Company and committed to attend the Board of Directors' Meeting

<sup>1</sup> shareholding as of December 31, 2010 which included shareholding by spouse and minor child

### **The Qualifications of Independent Director Being Nominated**

The Company has set the qualification of the Independent Director in accordance with the Notification of the Capital Market Supervisory Board Tor Chor 4/2552 Re: Application for and Approval of Offer for Sale of Newly Issued Shares (No.2) as follow:

1. Holds not more than 1% of the total outstanding voting shares of the Company, a parent company, a subsidiary, an associate, a major shareholder, or a controlling person of the Company, including shares held by a person related to the independent director.
2. Is neither a director that has a management authority nor an employee, staff, advisor on regular retainer, or a controlling person of the Company, a parent company, a subsidiary, an associate, a subsidiary of the same tier, a major shareholder, or of the Company's controlling person both in the present and at least two years prior to taking the independent directorship.
3. No relationship by blood or legal registration, in a nature that makes the independent director be a parent, spouse, brothers and sisters, children nor spouse of children of a management, a major shareholders, a controlling person or a person who will be nominated as a management or a controlling person of the Company or a subsidiary.
4. Is not involved in the following relationships with the Company, a parent company, a subsidiary, an associate, a major shareholder or a controlling person of the Company in a nature which may obstruct his independent judgment, both in the present and at least two years prior to taking the independent directorship.
  - 4.1 The business relationship including from normal course of business transactions, rent or lease out the property, transactions related to assets or services nor provide or receive financial support by borrowing, lending, surety, or other similar manner, which incur debt to the Company or contract party equivalent to 3% of the net tangible assets of the Company or amounting to Baht 20 million up, whichever is lower. This threshold is applicable to all indebtedness incurred within one year prior to the date of having such business relationship. For consideration the business relationship, it is included the relationship as a significant shareholder or a controlling person of firms the Company having such businesses with.
  - 4.2 be an auditor or a significant shareholder, a controlling person or a partner of the audit firm of such auditor.
  - 4.3 be a professional service provider such as legal or financial advisor, whose service fee exceed Baht 2 million per year, or a major shareholder, a controlling person or a partner of such firm.
5. Is not appointed as a representative of the Company's directors, major shareholders or shareholders who are related to the major shareholders of the Company.
6. Does not engage in the similar business and significantly competing with the business of the Company or subsidiary, or not being a significant partner in partnership or not being a director that has a management authority nor an employee, staff, advisor on regular retainer or holding shares exceed 1 percent of the total voting shares of other company which engage in the similar business and significantly competing with the business of the Company.
7. No other impediments or impairments to express independent opinions concerning the operations of the Company.