



12 April 2011

To: The Shareholders
Berli Jucker Public Company Limited

Re: Notice of the Ordinary General Meeting of Shareholders No. 1/2011

By virtue of the Meeting of the Board of Directors No. 1/2011 of Berli Jucker Public Company Limited held on 24 February 2011, it was resolved to hold the Ordinary General Meeting of Shareholders No. 1/2011 on 27 April 2011, at 15.00 hours, at the Meeting Room 1201-1202, 12th Floor, Berli Jucker House, 99 Soi Rubia, Sukhumvit 42 Road, Kwaeng Phraknong, Khet Klongtoey, Bangkok 10110, to consider the following agendas:

Agenda No. 1 To adopt the Minutes of the Ordinary General Meeting of Shareholders No. 1/2010 held on 29 April 2010.

Background The Ordinary General Meeting of Shareholders No. 1/2010 was held on 29 April 2010. A copy of the Minutes is delivered to the Shareholders together with this Notice. (Enclosure No. 1)

Board's opinion The Board has considered and agreed that these Minutes are accurate and in accordance with the resolutions of the Meeting. The Shareholders should adopt such Minutes.

Agenda No. 2 To acknowledge the Company's Annual Report and the Board of Directors' Report on the Company's operational results for 2010.

Background The report of the operations of the Company for the year 2010 appears in the Annual Report, which is delivered to the Shareholders together with this Notice. (Enclosure No. 2)

Board's opinion The Board has considered and agreed that the operational results are satisfactory. The report of the Board of Directors on the Company's 2010 operations will be presented to the Shareholders for acknowledgement.

Agenda No. 3 To consider and approve the Company's Financial Statements, Balance Sheet and Statement of Income for the fiscal year ended 31 December 2010.

Background The Financial Statements, Balance Sheet and Statement of Income for the fiscal year ended 31 December 2010 as duly audited by the auditor and considered by the Audit Committee appears in the Financial Statements section of the Annual Report delivered to the Shareholders together with this Notice. (Enclosure No.2)

Board's opinion The Board has considered and agreed that the Financial Statements, Balance Sheet and Statement of Income for the fiscal year ended 31 December 2010 were duly audited by the Auditor and considered by the Audit Committee. The Shareholders should approve the Financial Statements, Balance Sheet and Statement of Income for the fiscal year ended 31 December 2010.

Agenda No. 4 To consider and approve the dividend payment based on the Company's operations for 2010 and the appropriation of profit as legal reserve.

Background Due to the profitable operation in 2010, by the resolution of the Board of Director's Meeting No. 7/2010, which was held on 11 August 2010, it was resolved to pay an interim dividend to all shareholders of the Company on 10 September 2010 at the rate of Baht 0.25 per share. The Company thus, reports such payment of interim dividend to Shareholders in this Ordinary General Meeting of Shareholders. Furthermore, the Company proposed to pay an additional dividend for 2010 of Baht 0.35 per share. Accordingly, the total amount of dividend payment for 2010 inclusive of interim dividend payment announced by the Company shall be Baht 0.60 per share. The Company shall pay dividend on 26 May 2011 to the entitled shareholders whose names appear in the share register book on 12 May 2011 and gather their names in pursuance to Section 225 of the Securities and Exchange B.E. 2535 (and additional amendment to the Act B.E. 2551), by closing the share register book for suspension of the share transfer on 13 May 2010. At present, the Company has total legal reserve of Baht 158,812,500, equivalent to 10 percent of the registered capital at the amount of Baht 1,588,125,000. The Statement of Dividend Payment is delivered to the Shareholders together with this Notice. (Enclosure No. 3)

Board's opinion The Board has considered and agreed that the proposed 2010 dividend payment at a rate of Baht 0.60 per share or 50.01 percent of net profit after tax, which the Company has duly considered its cash flow and/or investment in projects or expansion projects for the existing business operations, is fair and in line with the dividend policy of the Company. The Shareholders should approve the dividend payment based on the Company's operations for 2010.

Agenda No. 5 To consider the election of Directors to replace those who retire by rotation.

Background In order to comply with the Company's Article 17 which stipulates that "At every annual general meeting, one-third of the Directors, or, if their number is not a multiple of three, then the number nearest to one-third, must retire from office. The Directors to retire on the first and second years following the registration of the Company shall be drawn by lots. In every subsequent year, the Directors who have been longest in office shall retire. A retiring Director is eligible for re-election.", there shall be a consideration to elect directors to replace the retired directors. There are 5 Directors retired by rotation this year. The 5 Directors who retire by rotation who are proposed for reelection are Mr. Thirasakdi Nathikanchanalab, Mr. Chaiyut Pilun-owad,

Mrs. Thapanee Techajareonvikul, Mr. Staporn Kavitanont, and Ms. Potjaneer Thanawaranit. The profiles of 5 Directors are delivered to the Shareholders together with this Notice. (Enclosure No. 4)

Board's opinion The Board has considered and agreed with the proposal of the Nomination and Remuneration Committee that 5 Directors namely, Mr. Thirasakdi Nathikanchanalab, Mr. Chaiyut Pilun-owad, Mrs. Thapanee Techajareonvikul, Mr. Staporn Kavitanont, and Ms. Potjaneer Thanawaranit who retire by rotation are suitable to be re-elected to the Board as they are knowledgeable, capable and beneficial of managing the Company. The Shareholders should elect the proposed Directors to serve the Company for another term.

Agenda No. 6 To fix the remuneration for Directors.

Background In order to comply with the law and the Company's Articles of Association, which state that it is required to consider fixing the remuneration for Directors, the details of Remuneration for Directors, which was considered by the Nomination and Remuneration Committee, are delivered to the Shareholders together with this Notice. (Enclosure No. 5)

Board's opinion The Board has considered and agreed with the Nomination and Remuneration Committee that proposed remuneration for Directors in the total amount of not exceeding Baht 25,000,000 per year, is appropriated. The Shareholders should approve such remuneration for Directors and authorize the Nomination and Remuneration Committee and the Chairman of the Board to decide the details of payment and rates be paid to each Director according to their duties and responsibility of each Director.

Agenda No. 7 To appoint the Auditors and fix the audit fee for 2011.

Background In order to comply with the law and the Company's Articles of Association, which state that it is required to consider appointing the Auditors and fix the audit fee for 2011. The proposed appointees are Auditors from KPMG Phoomchai Audit Limited. Details of annual audit fee of the Company and Subsidiaries was delivered to the Shareholders together with this Notice (Enclosure No. 6)

Board's opinion The Board has considered and agreed to propose the appointment of the Auditors namely,
1. Mr. Nirand Lilamethwat CPA Registration No. 2316 or
2. Miss Nittaya Chetchotiros CPA Registration No. 4439 or
3. Miss Orawan Sirirattanawong CPA Registration No. 3757
of KPMG Phoomchai Audit Limited to be the Company's auditors by empowering any one of those to conduct an audit and express an opinion on the Company's annual financial statements. The proposed auditors have been reviewed by the Audit Committee by considering their qualifications, auditing performance, work efficiency, absence of any relationship or conflict of interest

with the Company or any person related to the Company, and amount of audit fee. The respective auditors are suitable to be the auditors of the Company as they are knowledgeable, reputable and approved by the Office of the Securities and Exchange Commission. The annual audit fee for 2011 of Baht 1,050,000 plus quarterly review fee of Baht 2,100,000 totalling Baht 3,150,000 is justifiable. The Shareholders should approve the appointment of the proposed Auditors and fix the audit fee at Baht 3,150,000 per year.

Agenda No. 8 To consider issue and sale of debenture.

Background

In order to facilitate the Company's capital investment and business expansion, the Board shall require the approval from the General Meeting of Shareholders for the issuance and offering for sale of debenture. The details are as follows:

Type of Debenture:	All types of debenture which might be with and/or without the name-registered certificate, secured debenture and/or unsecured debenture, with or without debenture holders' representative, senior debenture and/or subordinated debenture which depends on conditions of market during each issuance.
Size of Debenture:	In an amount not exceeding Baht 6,000,000,000 (Six thousand Million Baht) by issuing either single or multiple offerings.
Denomination :	In Baht and/or equivalent in other currencies.
Interest Rate :	Depend on conditions of market during each issuance.
Maturity :	Not exceeding 7 years from the issuing date of each issuance.
Debenture redemption :	Debenture holders and/or the Company might have or might not have the right to redeem debenture prior to maturity which depends on terms and conditions of each issuance of debentures.
Offering :	To be offered domestically and/or internationally to the public, and/or to private placement, and/or to large investors, and/or to local institutes, and/or to foreign institutes in accordance with regulations of the Securities and Exchange Commission and/or regulations of the Office of the Securities and

Exchange Commission and/or other relevant regulations which enforce during the issuance of debenture.

Special conditions In case that the Company redeems or repays debenture, the Company will be entitled to re-issue debenture in revolving of those are redeemed or repaid in the amount of not exceeding to the amount which has been approved.

Board's opinion The Board has considered and proposed that Shareholders should approve the issuance and sale of debenture empowering the Board of Directors and/or President and/or persons designated by the Board of Directors to negotiate, bind out agreements including any relevant documents and take any necessary actions in connection with the approval to issue and sale of debentures to comply with law, which include, but not limited to, the considerations to specify conditions, and details of the debentures such as, the face value, offered price per unit, interest rate, allocation method, offering details, secondary market, apply for permission from relevant governmental agencies, appointment of underwriter, appointment of debenture holders representatives and listing of such debentures with ThaiBMA etc., moreover, having the authority to apply for permission with related agencies, negotiate, agree, sign off all agreements and relevant documents as well as permitted to take any required actions in relation to such issuance of debenture.

Agenda No. 9 To consider other business (if any).

Please note that the Company's Record Date for the rights of Shareholders to attend and vote at the Ordinary General Meeting of Shareholders No. 1/2011 is 7 April 2011. The Company will gather their names in pursuance to Section 225 of the Securities and Exchange Act B.E. 2535 (and additional amendment to the Act B.E. 2551), by closing the share register book for suspension of the share transfer on 8 April 2011. The Company's Record Date for the rights to receive the dividend payment is on 12 May 2011. The Company will gather their names in pursuance to Section 225 of the Securities and Exchange Act B.E. 2535 (and additional amendment to the Act B.E. 2551), by closing the share register book for suspension of the share transfer on 13 May 2011. Therefore, the Shareholders who are entitled to attend and vote at the Ordinary General Meeting of Shareholders No. 1/2011 and entitled to receive the dividend payment are those whose names are appeared in the Company's share register book on the Record Dates as specified above.

All shareholders are invited to attend on the date, at the time and place mentioned above. Any shareholders wish to authorize other persons as their proxies to attend and vote on their behalf, should kindly complete the attached proxy form and submit the same to the Company Secretary prior to the commencement of the Meeting.

Yours faithfully,
Berli Jucker Public Company Limited

Chinnawat Thongpakdee
Company Secretary



Enclosures:

1. Copy of Minutes of the Ordinary General Meeting of Shareholders No. 1/2010
2. 2010 Annual Report
3. Statement of Dividend Payment
4. Articles of Association of the Company concerned on Meeting of Shareholders
5. Directors' Resumes
6. Details of Remuneration for Directors
7. Details of Annual Audit Fee
8. Identification Documents present at the Shareholders' Meeting and Registration
9. Rules of Practice for Voting at the Shareholders Meeting and Vote Counting
10. Proxy Forms in compliance with the Notice of Department of Business Development Re Prescription of Form of Proxy (No. 5) and Explanation regarding Proxy Forms for Shareholders' Meeting
11. Map to Berli Jucker Public Company Limited

Note: If any Annual Report Book is required please contact Company Secretariat Office at 3rd Floor, Berli Jucker House, 99 Soi Rubia, Sukhumvit 42 Road, Kwaeng Phrakonong, Khet Klongtoey, Bangkok 10110 or via e-mail; comsec@bjc.co.th.