

Supporting Documents
Agenda Item 5 : To elect directors to replace those who retired by rotation

Information about the five directors proposed for re-election is as follows:

Profile of the director proposed for re-election

Name and surname	:	Mr. Thirasakdi Nathikanchanalab	
Type of Directorship	:	Director	
Age	:	64 years	
Year of service	:	8 years 8 months	
Education	:	Master of Business Administration Columbia University, New York, USA Advance Management Program Harvard Business School, USA	
Training courses for director	:	Director Certification Program (DCP) Thai Institute of Directors Association Director Accreditation Program (DAP) Thai Institute of Directors Association	
Working experiences	:	Jan 2008 - Present Director, Vice Chairman of the Executive Board and Risk Management Committee Member Berli Jucker Public Company Limited	
		Aug 2002 - Dec 2007 President Berli Jucker Public Company Limited	
		Jun 2002 - Jul 2002 Senior Executive Vice President Berli Jucker Public Company Limited	
		Dec 2001 - Jun 2002 Vice Chairman of the Executive Board Wattanapat Trading Company Limited	
		May 2001 - Nov 2001 Executive Director TCC Holding Company Limited	
		1991 - 2001 Managing Director SCT Company Limited (Siam Cement Group)	
Legal Disputation	:	None	
Shareholding Portion	:	None	
Acting as director/executive in other companies			
• Listed company	:	None	
• Non listed company	:	Total of 2 companies - Director Berli Dynaplast Company Limited BJC International Company Limited	
• Other businesses may cause the conflict Of interest	:	None	



- Criteria and Nomination procedure** : The Company considered the recommendation of the Nomination and Remuneration Committee that Mr. Thirasakdi Nathikanchanalab's qualification fully conform to the Public Limited Companies Act B.E. 2535 and is knowledgeable about the business of the Company. He would be helpful to develop the Company's business operation. So it is deemed appropriate to elect him as a director.
- Meeting attendance in 2010** : Board of Directors: 8 out of a total of 9 meetings.
Executive Board: 4 out of a total of 4 meetings.


Profile of the director proposed for re-election

Name and surname	:	Mr. Chaicut Pilun-Owad	
Type of Directorship	:	Director	
Age	:	61 years	
Year of service	:	9 years 4 months	
Education	:	Ph. D. Economics and Finance University of New York, USA	
Training course for director	:	Director Accreditation Program (DAP) Thai Institute of Directors Association	
Working experiences	:	2001 – Present June 2001 – Present	
		Director, Vice Chairman of the Executive Board and Nomination and Remuneration Committee Member Berli Jucker Public Company Limited Chairman of the Board T.C.C. Technology Company Limited Director TCC Land Company Limited Director TCC Holding Company Limited Director Southeast Group Company Limited Vice Chairman The Southeast Life Insurance Company Limited Vice Chairman The Southeast Insurance Company Limited	
2003 – Present			
Legal Disputation	:	None	
Shareholding portion	:	None	
Acting as directors/executives in other companies			
• Listed company	:	Total of 1 company - Director and Vice Chairman of the Executive Board Berli Jucker Public Company Limited	
• Non listed company	:	Total of 6 companies - Chairman of the Board T.C.C. Technology Company Limited - Vice Chairman of the Board The Southeast Life Insurance Company Limited The Southeast Insurance (2000) Company Limited - Director TCC Holding Company Limited TCC Land Company Limited Southeast Group Company Limited	
• Other businesses may cause the conflict of interest	:	None	



- Criteria and Nomination procedure** : The Company considered the recommendation of the Nomination and Remuneration Committee that Mr. Chaiyut Pilun-Owad's qualification fully conform to the Public Limited Companies Act B.E. 2535 and is knowledgeable about the business of the Company. He would be helpful to develop the Company's business operation. So it is deemed appropriate to elect him as a director.
- Meeting attendance in 2010** : Board of Directors: 9 out of a total of 9 meeting
Executive Board: 4 out of a total of 4 meetings

Profile of the director proposed for re-election

<p>Name and surname</p> <p>Type of Directorship</p> <p>Age</p> <p>Year of service</p> <p>Education</p> <p>Training courses for director</p> <p>Working experiences</p> <p>Jan 2008 - Present</p> <p>Apr 2007 - Present</p> <p>2006 - Present</p> <p>2005 - Present</p> <p>2004 - Present</p> <p>Nov 2003 - Present</p> <p>Aug 2007 - Dec 2007</p> <p>May 2005 - Dec 2009</p> <p>Dec 2005 - Oct 2008</p> <p>2004 - 2009</p> <p>2004 - 2007</p> <p>2004 - 2007</p>	<p>:</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p>	<p>Mrs. Thapane Techajareonvikul</p> <p>Director</p> <p>34 years</p> <p>7 years 5 months</p> <p>Bachelor of Sciences in Economics Massachusetts Institute of Technology, USA Master of Business Administration Harvard University, USA</p> <p>Director Certification Program (DCP) Thai Institute of Directors Association Director Accreditation Program (DAP) Thai Institute of Directors Association Finance for Non-Finance Directors (FND) Thai Institute of Directors Association</p> <p>Senior Executive Vice President, Member and Secretary to Risk Management Committee, and Secretary to Nomination and Remuneration Committee Berli Jucker Public Company Limited Director Bangpa-In Paper Mill Industry Director and Executive Director Siam Foods Public Company Limited Director Siriwana Company Limited Director T.C.C. Technology Company Limited Director TCC Holding Company Limited Director and Executive Director Berli Jucker Public Company Limited Executive Vice President Berli Jucker Public Company Limited Executive Vice President TCC Capital Land Company Limited Director TCC Land Company Limited Director Southeast Group Company Limited Director The Southeast Insurance Company Limited Director The Southeast Life Insurance Company Limited</p>	
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2004 - 2007	:	Director The Southeast Capital Limited
Oct 2003 - Mar 2006	:	Vice President Thai Beverage Public Company Limited
Legal Disputation	:	None
Shareholding Portion	:	None
Acting as directors/executives in other companies		
• Listed company	:	Total of 2 companies - Director and Senior Executive Vice President Berli Jucker Public Company Limited - Director Siam Foods Public Company Limited
• Non - listed company	:	Total of 15 companies - Director TCC Holding Company Limited T.C.C. Technology Company Limited Berli Jucker Foods Limited Berli Jucker Cellox Limited BJC Marketing Company Limited BJC Healthcare Company Limited BJC Industrial and Trading Company Limited BJC International Company Limited Berli Jucker Logistics Limited Berli Jucker Specialties Limited Rubia Industries Limited Thai Glass Industries Public Company Limited Thai-Scandic Steel Company Limited Siriwana Company Limited Bangpa-In Paper Mill Industry
• Other businesses may cause the conflict of interest	:	None
Criteria and Nomination procedure	:	The Company considered the recommendation of the Nomination and remuneration Committee that Mrs. Thapanee Techajareonvikul's qualification fully conform to the Public Limited Companies Act B.E. 2535 and is knowledgeable about the business of the Company. She would be helpful to develop the Company's business operation. So it is deemed appropriate to elect her as a director.
Meeting attendance in 2010	:	Board of Directors: 8 out of a total of 9 meetings Executive Board: 4 out of a total of 4 meetings.

Profile of the director proposed for re-election

Name and surname	:	Mr. Staporn Kavitanon	
Type of Directorship	:	Director, Independent Director, Chairman of the Audit Committee	
Age	:	70 years	
Year of service	:	9 years 4 months	
Education	:	Bachelor of Economics, Thammasat University Master of Economics, Vanderbilt University, U.S.A	
Training course for director	:	Director Accreditation Program (DAP) Thai Institute of Directors Association	
Working Experiences	:	Independent Director Beer Thip Brewery (1991) Company Limited Independent Director and Chairman of Audit Committee Beer Thai (1991) Public Company Limited.	
2009 – Present			
2008 – Present		Director BJC International Company Limited	
2007 – Present		Independent Director, Chairman of the Audit Committee and Chairman of Nomination and Remuneration Committee Siam Foods Public Company Limited	
2006 – Present		Chairman of the Board Bangkok Bank Berhad (Malasia)	
2004 – Present		Chairman of the Board Indorama Pirochemicals Limited Independent Director and Chairman of the Audit Committee	
2004 – Present		Thai Beverage Public Company Limited Chairman of the Board T.C.C. Technology Company Limited	
Dec 2001 – Present		Independent Director, Chairman of the Audit Committee and Chairman of Nomination and Remuneration Committee Berli Jucker Public Company Limited	
2001 – Present		Honorable Advisor Kang Yong Electric Company Limited	
1999 – Present		Vice Chairman of the Board Bangkok Bank Public Company Limited	
Legal Disputation	:	None	
Shareholding portion	:	None	

Acting as director/executive in other businesses

- Listed company : Total of 4 companies
 - Independent Director and Chairman of Audit Committee
Berli Jucker Public Company Limited
 - Chairman of Audit Committee and Independent Director
Beer Thai (1991) Public Company Limited
 - Chairman of Audit Committee and Independent Director
Thai Beverage Public Company Limited
 - Chairman of Audit Committee and Independent Director
Siam Foods Products Public Company Limited
 - Non-listed company : Total of 2 companies
 - Chairman of the Board
T.C.C. Technology Company Limited
 - Independent Director
Dhospaak Company Limited
 - Other businesses : None
may cause the conflict of interest
- Criteria and Nomination procedure** : The Company considered the recommendation of the Nomination and Remuneration Committee that Mr. Staporn Kavitanon's qualification fully conform to the Public Limited Companies Act B.E. 2535 and is knowledgeable about the business of the Company. He would be helpful to develop the Company's business operation. So it is deemed appropriate to elect him as a director.
- Meeting attendance in 2010** : Board of Directors: 3 out of a total of 9 meetings.
Audit Committee: 4 out of a total of 6 meetings.

Relationship with the Company/parent company / subsidiaries / associated companies or any juristic persons which may have a conflict of interest at present or during the past two years:

1. No family relationship with executives or major shareholders of the Company and subsidiaries.
2. No relationship with the Company / subsidiaries / associated companies or any juristic persons which may have a conflict of interest at present or during the past two years:
 - Not being an executive director, employee, staff or advisor who receives remuneration in form of regular salary.
 - Not being a provider of professional services.
 - No any significant business relationship that may impede the independent performance of duties and responsibilities.

2006 - 2008	<p>Chairman of the Board (Independent Director) Audit Committee and Chairman of Compensation and Nominating Committee</p> <p>Univentures Public Company Limited</p> <p>Second Vice - President of the National Legislative Assembly</p> <p>Advisor to the Ministry of Commerce (not the political position)</p>
2001 – 2006	<p>Advisor to the Council of National Security, Economy Area</p> <p>Department of Insurance, Ministry of Commerce</p>
Legal Disputation	: None
Shareholding portion	: None
Acting as directors / Executives in other Companies	
<ul style="list-style-type: none"> • Listed company 	<p>: Total of 5 companies</p> <ul style="list-style-type: none"> - Independent Director and Audit Committee Oishi Group Public Company Limited - Independent Director Thai Reinsurance Public Company Limited - Independent Director and Audit Committee Bangkok Insurance Public Company Limited - Independent Director and Audit Committee Member Bank of Ayudhya Public Company Limited - Chairman of the Board (Independent Director), Audit Committee and Chairman of Compensation and Nominating Committee, Univentures Public Company Limited
<ul style="list-style-type: none"> • Non - listed company 	<p>: Total of 1 companies</p> <ul style="list-style-type: none"> - Director BJC International Company Limited
<ul style="list-style-type: none"> • Other businesses may cause the conflict of interest 	: None
Criteria and Nomination procedure	: The Company considered the recommendation of the Nomination and Remuneration Committee that Ms.Potjanee Thanavaranit's qualification fully conform to the Public Limited Companies Act B.E. 2535 and is knowledgeable about the business of the Company. She would be helpful to develop the Company's business operation. So it is deemed appropriate to elect him as a director.
Meeting attendance in 2010	: Board of Directors: 9 out of total 9 meetings



Relationship with the Company/parent company / subsidiaries / associated companies or any juristic persons which may have a conflict of interest at present or during the past two years:

1. No family relationship with executives or major shareholders of the Company and subsidiaries.
2. No relationship with the Company / subsidiaries / associated companies or any juristic persons which may have a conflict of interest at present or during the past two years:
 - Not being an executive director, employee, staff or advisor who receives remuneration in form of regular salary.
 - Not being a provider of professional services.
 - No any significant business relationship that may impede the independent performance of duties and responsibilities.

Definition of Independent Director of Company

The company had set out the standard qualifications of the Independent Directors to comply with the requirements of the notification of the Securities and Exchange Committee Office No. Tor Jor 28/2551 Re: Application for and Approval of Offer for Sale of Newly Issued Shares (which is amended by the Securities and Exchange Committee Office No. Tor Jor 4/2552 Re: Application for and Approval of Offer for Sale of Newly Issued Shares) which specified that the "Independent Directors" shall possess the following qualifications:

1. Their shareholdings must not exceed 1 % of all shares entitled to voting rights of the Company, i.e. the parent company, its subsidiaries, its joint ventures, or juristic entities in potential conflict with the Company. In this regard, the shares owned by persons related to them shall be counted as theirs.
2. They must not now be nor ever have been involved as executives, employees, hired workers, salaried consultants, or anyone with controlling authority of the Company, i.e. the parent company, its subsidiaries, its joint ventures, associated subsidiaries, or juristic entities in potential conflict with the Company, unless such association ended no less than 2 years before.
3. They are not related by blood or registered as being parents, spouses, siblings, or spouses of the children of the executives, major shareholders, persons with controlling authority, or persons to be nominated as executives or persons of controlling authority in the Company or its subsidiaries.
4. They have no business relations with the Company, i.e. the parent company, its subsidiaries, its joint ventures, or juristic entities in potential conflict with the Company in ways that might impair their independent judgment. They must also not be nor have been major shareholders, directors other than independent directors, or executives of entities having business relations with the Company, i.e. the parent company, its subsidiaries, its joint ventures, or juristic entities in potential conflict with the Company, unless such association ended no less than 2 years before.

The term “business relationship” mentioned above includes any normal business transaction, rental or lease of immovable property, transaction relating to assets or services or grant or receipt of financial assistance through receiving or extending loans, guarantee, providing assets as collateral, including any other similar actions, which result in the Company or its counterparty being subject to indebtedness payable to the other party in the amount of three 3 percent or more of the net tangible assets of the Company or twenty (20) million baht or more, whichever is lower. The amount of such indebtedness shall be calculated according to the calculation method for the value of connected transactions under the Notification of the Capital Market Supervising Committee Re: Rules on Connected Transactions *mutatis mutandis*. The combination of such indebtedness shall include indebtedness occurring during the course of one 1 year prior to the date on which the business relationship with the person commences.

5. They are not and have not been an auditor of the Company or the Company’s parent company, subsidiary, associated company, or major shareholder, or of any of the person having power to control the Company, and not be and have not been a substantial shareholder of, a person having power to control over, or a partner of any auditing firm or office in which the auditor of the Company, or the Company’s parent company, subsidiary, or major shareholder, or the person having power to control the Company is working, unless such an independent director has not been a person referred to above for at least two years.

6. They are not and have not been a professional advisor, including legal or financial advisor who obtains fee more than two million baht a year from the Company or the Company's parent company, subsidiary, associated company, or major shareholder, or from the person having power to control the Company, and not be and have not been a substantial shareholder of, a person having power to control over, or a partner of any of such professional service provider firm or office, unless such an independent director has not been a person referred to above for at least two years.
7. They are not directors appointed as representatives of directors of companies that are major shareholders or of shareholders related to the major shareholders of the Company.
8. Not undertaking a business with similar nature or significant competition with the business of the person applying for permission or a subsidiary companies, or not being a major partner of a partnership, or a director with involvement in management, a hired worker, an employee, an advisor with regular payroll, or owning shares more than 1 percent of all shares with voting right of other companies with similar business undertaking or significant competition with the business of the person applying for permission or subsidiary companies.
9. They have no other attributes that obstruct them from forming independent opinions.

After being appointed as independent director with the qualifications under Clause 1 to Clause 9, the independent director may be assigned by the board of directors to take part in the business decision of the applicant, its parent company, subsidiary company, associate company, same-level subsidiary company, major shareholder or controlling person, provided that such decision shall be in the form of collective decision.

In the case where the person appointed by the applicant as independent director has or used to have a business relationship or provide professional services exceeding the value specified under Clause 4 or Clause 6 of the first paragraph, the applicant shall be granted an exemption from such prohibition only if the applicant has provided the opinion of the company's board of directors indicating that, by taking into account the provision in Section 89/7, the appointment of such person does not affect performing of duty and expressing of independent opinions. The following information shall be disclosed in the notice calling the shareholders meeting under the agenda for the appointment of independent directors:

- (a) The business relationship or professional service which makes such person's qualifications not in compliance with the prescribed rules;
- (b) The reason and necessity for maintaining or appointing such person as independent director;
- (c) The opinion of the applicant's board of directors for proposing the appointment of such person as independent director.

For the purpose of Clause 5 and Clause 6 of the first paragraph, the term "partner" shall mean a person assigned by an audit firm or a provider of professional service to sign on the audit report or the professional service report (as the case may be) on behalf of such juristic person.