### (Translation Document)

SiS Distribution (Thailand) Public Company Limited
The minute of meeting of Annual General Meeting of Shareholders no. 1/2007
On Friday 30 March 2007

Fortune 3 room, 3<sup>rd</sup> floor, Grand Mercure Fortune Hotel, 1 Ratchadapisek Road, Dindang, Bangkok 10400

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The meeting started at 10.00 a.m. There were 31 Shareholders and Proxy holders attended the meeting, total shareholding 152,509,000 shares from 201,481,300 shares or 79.65 percent as a quorum according to the Articles of Association.

Directors participated in this meeting:

1. Mr.Suwit Chindasanguan Chairman / Independent Director

2. Mr.Somchai Sirivichayakul Chairman of Audit Committee / Independent Director

Mr.Somchai
 Mr.Sombati
 Sitthichaisrichart
 Pungsrinont
 Executive Director

5. Mr.Lim Hwee Hai Director6. Mr.Lim Kia Hong Director

Managements participated in this meeting:

1. Miss Suwathip Pornsuwannapa Financial Controller / Accounting Manager

Auditor Representation and Law Consultant participated in this meeting:

1. Miss Nipaporn Ananrattanakul Representative of KPMG Phoomchai Audit Limited

2. Miss Pattharawan Tunsakul Law Consultant

Mr.Suwit Chindasanguan was a chair of the Meeting. Chairman proceeded the Meeting according to the agenda as follows:

# Agenda 1 Considered and certified the minute of Annual General Meeting of Shareholders 2006.

Chairman proposed the minutes of the Annual General Meeting of Shareholders 2006 held on Friday, 31 March 2006 to the Meeting for consideration and adoption according to the invitation letter.

**Resolution:** The Meeting considered and unanimously certified the Annual General Meeting of Shareholders 2006.

The votes are as follow: Agree 152,509,000 Shares

Disagree 0 Shares Abstain 0 Shares

# Agenda 2 Considered and acknowledge the Annual Report and result of operations 2006 of the Company.

Chairman assigned Managing Director to report the summarized operating result Annual Report of the Company which had been sent to shareholders with the invitation letter.

**Resolution:** The Meeting considered and unanimously certified and acknowledged the Annual Report and operating result of 2006.

The votes are as follow: Agree 152,509,000 Shares

Disagree 0 Shares Abstain 0 Shares

## Agenda 3 Considered and approval balance sheet and profit and loss statement for the year ended 31 December 2006 audited by the auditor with auditor's report.

Chairman assigned Managing Director to report the summarized balance sheet and profit and loss statement for the year ended 31 December 2006 to the Meeting for approval according to the Annual Report of the Company which had been sent to shareholders with the invitation letter.

**Resolution:** The Meeting considered and unanimously certified and approved balance sheet and profit and loss statement for the year ended 31 December 2006 audited by the auditor with auditor's report.

The votes are as follow: Agree Disagree Disagree O Shares
Abstain Disagree O Shares

### Agenda 4 Considered and approval the appropriation of profits as the statutory reserve and dividend payment.

Chairman reported the summarized operating results and financial statement that the Company had net profit for year 2006 at 92.97 million baht and retained earning for appropriation in this meeting 215.81 million baht. The Board of Directors considered and proposed the Meeting for approval dividend's payment 0.14 baht per share, total 201,481,300 shares, total amount 28,207,382 baht. The company shall be payable on 27 April 2007 for shareholders whose names appeared in the Shareholder Register Book as of 12.00 hours on 12 March 2007.

The Board of Directors proposed shareholders to acknowledge the appropriation of 4,700,000 baht as the statutory reserve according to the Public Company Law that stipulated the Company has to appropriate 5 percents of profit as the statutory reserve until the statutory reserve equal 10 percent of register capital.

**Resolution:** The Meeting considered and unanimously approved dividend payment and the appropriation of profits as the statutory reserve.

The votes are as follow: Agree 152,509,000 Shares
Disagree 0 Shares
Abstain 0 Shares

#### Agenda 5 Considered and approval the Election of Directors.

Chairman assigned Managing Director to explain about directors who shall retire by rotation rule and elect new directors replace directors who shall retire by rotation rule were Mr.Somchai Sirivichayakul, Mr.Sombati Pungsrinont and Mr.Lim Kia Hong. The Board of Directors considered to proposed shareholders to re-elect the three directors as directors of the Company due to the three directors have ability, good profiles and participate in management of the Company and make a success of the Company.

**Resolution:** The Meeting considered and approved to re-elect the three directors as directors of the Company.

The votes are as follow: Agree Disagree Disagree Abstain 100 Shares

Chairman proposed the remuneration of the Board of directors and Sub Committees for year 2007 not exceed 4,000,000 baht and assigned Remuneration Committee to determine the detail of payment to all directors.

**Resolution:** The Meeting considered and unanimously approved remuneration of directors.

The votes are as follow:	Agree	152,509,000	Shares
	Disagree	0	Shares
	Abstain	0	Shares

# Agenda 6 Considered and approved the appointment of Auditor and determine the auditing fee.

Chairman proposed to the Meeting for approval to appoint Auditor by the Audit Committee's recommendation. The Board of Directors considered and proposed the Meeting to appoint Mr. Ekkasit Chuthamsatid, Certified Public Accountant No.4195 or Ms.Somboon Supasiripinyo, Certified Public Accountant No.3731 of KPMG Phoomchai Audit Co.,Ltd. as the company's auditors for the year 2007 and determine the auditing fee not exceed 930,000 baht.

**Resolution:** The Meeting considered and unanimously approved Mr. Ekkasit Chuthamsatid, Certified Public Accountant No.4195 or Ms.Somboon Supasiripinyo, Certified Public Accountant No.3731 of KPMG Phoomchai Audit Co.,Ltd. as the company's auditors for the year 2007 and determine the auditing fee not exceed 930,000 baht.

The votes are as follow:	Agree	152,509,000	Shares
	Disagree	0	Shares
	Abstain	0	Shares

#### Agenda 7 Considered for other matter.

Chairman asked the Meeting to propose other matter for consideration. Shareholders did not propose other matter for consideration.

Finished the Meeting at 11:30 hours.

	(Mr.Suwit Chindasanguan)
	Chairman
(Mr. Vorrapop Taksaphan)	
Recorder	