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Bor Mor Jor. Jor Por Or. 031/2010

April 21, 2010

Re : Resolutions of the Annual General Shareholders' Meeting and of the Board of Directors' Meeting  
Attn : President  
The Stock Exchange of Thailand

Please be informed that the Annual General Shareholders' Meeting and the Board of Directors' Meeting of Charoen Pokphand Foods Public Company Limited held on April 21, 2010, passed the significant resolutions as follows:

1. The Annual General Shareholders' Meeting No. 1/2010 passed the resolutions summarized as follows:
  - 1.1 Adoption of the Minutes of the Annual General Shareholders' Meeting No. 1/2009 held on April 22, 2009. The voting results were as follows:
    - Approved 5,122,283,168 votes, equal to 100.00% of the total number of votes of shareholders who attend the meeting and cast their votes.
    - Abstained 46,666,100 votes.
  - 1.2 Acknowledgement of the report on the Company's operating results for the year 2009
  - 1.3 Approval of the balance sheet and the statement of income for the year ended December 31, 2009. The voting results were as follows:
    - Approved 5,115,427,580 votes, equal to 100.00% of the total number of votes of shareholders who attend the meeting and cast their votes.
    - Abstained 67,798,860 votes.
  - 1.4 Acknowledgement of the interim dividend payments during the year 2009
  - 1.5 Approval of no appropriation of profit as an additional legal reserve, and approval of the annual dividend payment determined from the Company's operating results of the second half period of the year 2009, at Baht 0.50 per share for 7,048,937,826 ordinary shares, which have the rights to receive the dividend, totaling Baht 3,524,468,913.00. The details of dividend payments are as follows:
    - 1) The dividend amounting to Baht 1,409,787,565.20 or equivalent to Baht 0.20 per share was derived from the profits which were exempt from corporate income tax, and
    - 2) The dividend amounting to Baht 2,114,681,347.80 or equivalent to Baht 0.30 per share was derived from dividends which the Company had received from its subsidiaries. Such dividends were allocated from the taxable profit business of the subsidiaries, which were subject to 30% corporate income tax.In this regard, the record date for the right to receive the dividend is set on May 4, 2010 and the share register book shall be closed on May 6, 2010 for Thailand Securities Depository Co., Ltd. to collect the shareholders' names in compliance with Section 225 of the Securities and Exchange Act B.E. 2535. Additionally, the annual dividend payment will be made on May 20, 2010. The voting results were as follows:
    - Approved 5,152,992,889 votes, equal to 100.00% of the total number of votes of shareholders who attend the meeting and cast their votes.
    - Abstained 44,480,940 votes.
  - 1.6 Approval of the re-appointment of 5 directors, whose terms were due on the date of this annual shareholders' meeting, namely Mr. Min Tieworn, Mr. Chingchai Lohawatanakul, Mr. Phongthep Chiaravanont, Mr. Adirek Sripratak and Mr. Pong Visedpaitoon be directors of the Company for another term, and the appointment of Dr. Chaiyawat Wibulswasdi as a new independent director in adding, with the following voting results:

- 1) Mr. Min Tieworn
  - Approved 4,987,273,208 votes, equal to 96.78% of the total number of votes of shareholders who attend the meeting and cast their votes.
  - Objected 165,889,281 votes, equal to 3.22% of the total number of votes of shareholders who attend the meeting and cast their votes.
  - Abstained 44,615,540 votes.
- 2) Mr. Chingchai Lohawatanakul
  - Approved 5,007,248,808 votes, equal to 97.14% of the total number of votes of shareholders who attend the meeting and cast their votes.
  - Objected 147,480,881 votes, equal to 2.86% of the total number of votes of shareholders who attend the meeting and cast their votes.
  - Abstained 44,568,540 votes.
- 3) Mr. Phongthep Chiaravanont
  - Approved 4,829,705,617 votes, equal to 94.10% of the total number of votes of shareholders who attend the meeting and cast their votes.
  - Objected 302,885,881 votes, equal to 5.90% of the total number of votes of shareholders who attend the meeting and cast their votes.
  - Abstained 68,934,240 votes.
- 4) Mr. Adirek Sripratak
  - Approved 5,008,161,527 votes, equal to 97.09% of the total number of votes of shareholders who attend the meeting and cast their votes.
  - Objected 149,983,481 votes, equal to 2.91% of the total number of votes of shareholders who attend the meeting and cast their votes.
  - Abstained 44,603,540 votes.
- 5) Mr. Pong Visedpaitoon
  - Approved 5,014,945,627 votes, equal to 97.18% of the total number of votes of shareholders who attend the meeting and cast their votes.
  - Objected 145,480,881 equal to 2.82% of the total number of votes of shareholders who attend the meeting and cast their votes.
  - Abstained 44,613,540 votes.
- 6) Dr. Chaiyawat Wibulswasdi
  - Approved 5,015,160,527 votes, equal to 97.18% of the total number of votes of shareholders who attend the meeting and cast their votes.
  - Objected 145,526,381 votes, equal to 2.82% of the total number of votes of shareholders who attend the meeting and cast their votes.
  - Abstained 44,613,540 votes.

1.7 Approval of the remuneration of directors as follows:

- 1) Monthly remuneration for the year 2010 at the same rate as those for the year 2009 as follows:

Honorary Chairman	250,000 Baht per month
Chairman	200,000 Baht per month
Vice Chairman	150,000 Baht per month
Director	100,000 Baht per month

Nonetheless, any director being the Company's employee or holding a position as a member of audit committee shall receive the director's remuneration as above mentioned in addition to his salary as employee or remuneration as member of audit committee, as the case may be.

- 2) Special remuneration of entire Board of Directors at the rate of 0.50% of the aggregate amount of the interim dividend and annual dividend of each year. This criterion of special remuneration will be effective for the Board of Directors' performance from the fiscal year of 2009 onwards. The special remuneration of entire Board of Directors of the year 2009 is Baht 25.728 million. The special remuneration will be allocated to each director at the discretion of the Board of Directors.

The voting results were as follows:

- Approved 5,054,948,975 votes, equal to 97.11% of the total number of votes of shareholders who attend the meeting.
- Objected 88,517,000 votes, equal to 1.70% of the total number of votes of shareholders who attend the meeting.
- Abstained 48,193,040 votes, equal to 0.93% of the total number of votes of shareholders who attend the meeting.

In this agenda, there were 13,920,033 shares had no right to vote, equal to 0.27% of the total number of votes of shareholders who attend the meeting.

1.8. Approval of the appointment of Mr. Charoen Phosamritlert, C.P.A. (Thailand) Registration No. 4068, Mr. Vairoj Jindamaneepitak, C.P.A. (Thailand) Registration No. 3565 and Ms. Bongkot Amsageam, C.P.A. (Thailand) Registration No. 3684, of KPMG Phoomchai Audit Ltd. be the auditors of the Company for the year 2010, whereby any of the appointed auditors shall have the authority to audit and express their opinions on the financial statements of the Company. In addition, the shareholders approved the annual audit fee of Baht 3,490,000 for the annual audit and quarterly review of the separate financial statements and the consolidated financial statements of the Company for the year 2010. The voting results were as follows:

- Approved 5,157,572,008 votes, equal to 99.93% of the total number of votes of shareholders who attend the meeting and cast their votes.
- Objected 3,717,300 votes, equal to 0.07% of the total number of votes of shareholders who attend the meeting and cast their votes.
- Abstained 44,543,740 votes.

1.9. Approval of the acceptance of the entire business transfer from Pokphand Aquatech Co., Ltd. ("PAT"), a subsidiary which the Company directly holds 99.99% of total paid-up shares. The details of transaction are as follow:

- 1) Objective : To restructure the operation within the group
- 2) Main Business of Transferor : Production and distribution of aquatic feed
- 3) General Information of the Transaction : To accept the entire business transfer of PAT in accordance to the Notification of the Director General of Revenue Department
- 4) Total Consideration : Market price as at the Transfer Date
- 5) Completion : Within the year 2010

The voting results were as follows:

- Approved 5,182,527,606 votes, equal to 99.55% of the total number of votes of shareholders who attend the Meeting and have the rights to vote.
- Objected 125,200 votes, equal to 0.00% of the total number of votes of shareholders who attend the Meeting and have the rights to vote.
- Abstained 23,352,240 votes, equal to 0.45% of the total number of votes of shareholders who attend the Meeting and have the rights to vote.

2. The Board of Directors' Meeting passed the resolution to appoint Dr. Chaiyawat Wibulswasdi as an Audit Committee, in adding.

Please be informed accordingly.

Sincerely yours,

Patchara Chartbunchachai

(Miss Patchara Chartbunchachai)  
Company Secretary