

Form to Report on Names of Members and Scope of Work of the Audit Committee

The Board of Directors meeting of Charoen Pokphand Foods Public Company Limited No. 5/2010 held on April 21, 2010 resolved the meeting's resolutions in the following manners:



Appointment of the audit committee:

Chairman of the audit committee Member of the audit committee

As follows:

(1) Dr. Chaiyawat Wibulswasdi

The appointment of which shall take an effect as of May 1, 2010

The scope of duties and responsibilities to the audit committee (approved by the Board of Directors' Meeting No. 14/2008 held on December 17, 2008) are as follows:

1. To review the Company's financial reporting process to ensure that it is accurate and adequate;
2. To review the Company's internal control system and internal audit system to ensure that they are suitable and efficient;
3. To review the Company's compliance with the law on securities and exchange, the Stock Exchange's regulations and the laws relating to the Company's business;
4. To determine the independence of the Internal Audit Office, as well as to approve the appointment, transfer and dismissal of the Internal Audit Office chief;
5. To consider, select, nominate the independent person to be the Company's auditor, and to propose such person's remuneration, as well as, to attend a non-management meeting with the external auditor at least once a year;
6. To review the connected transactions or the transactions that may lead to conflict of interests, to ensure that they are in compliance with the laws and Stock Exchange's regulations, and are reasonable and for the highest benefit of the Company;
7. To prepare, and to disclose in the Company's annual report, an audit committee's report which must be signed by the Audit Committee's chairman and consist of at least the following information:
 - an opinion on the accuracy, completeness and creditability of the Company's financial report;
 - an opinion on the adequacy of the Company's internal control system;
 - an opinion on the compliance with the law on securities and exchange, Stock Exchange's regulation or the laws relating to the Company's business;
 - an opinion on the suitability of the external auditor;
 - an opinion on the transactions that may lead to conflicts of interests;
 - the number of the Audit Committee meetings and the attendance of such meetings by each committee member;
 - an opinion or overview comment received by the Audit Committee from its performance of duties in accordance with the Audit Committee charter; and
 - other transactions which, according to the Audit Committee's opinion, should be known to the shareholders and general investors, subject to the scope of duties and responsibilities assigned by the Company's Board of Directors.
8. To perform any other act as assigned by the Company's Board of Directors, with the approval of the Audit Committee.

In its performance of duties under the scope aforementioned, the Audit Committee must be directly responsible to the Company's Board of Directors, while the Company's Board of Directors shall remain responsible to third parties for the operations of the Company.

The audit committee as at May 1, 2010 is consisted of:

- | | | |
|------------------------------------|------------------------------------|--|
| 1. Chairman of the audit committee | Pol. Gen. Pow Sarasin | remaining term in office 1 year and 8 months |
| 2. Member of the audit committee | Mr. Arsa Sarasin | remaining term in office 1 year and 8 months |
| 3. Member of the audit committee | Professor Dr. Athasit Vejjajiva | remaining term in office 1 year and 8 months |
| 4. Member of the audit committee | Emeritus Prof. Supapun Ruttanaporn | remaining term in office 1 year and 8 months |
| 5. Member of the audit committee | Dr. Chaiyawat Wibulswasdi | remaining term in office 1 year and 8 months |
| Secretary of the audit committee | Mr. Chalermchon Koonthonwan | |

Enclosed hereto is a copy of the certificate and biography of the audit committee. The audit committee number 4 and number 5 have adequate expertise and experience to review creditability of the financial reports.

The Company hereby certifies that

1. The qualifications of the aforementioned members meet all the requirements of the Stock Exchange of Thailand;
and
2. The scope of duties and responsibilities of the Audit Committee as stated above meet all the requirements of the
Stock Exchange of Thailand

Signed Director
(Mr. Pong Visedpaitoon)

Signed Director
(Mrs. Arunee Watcharananan)