

**Report of the Acquisition or Disposition of Non-voting Depository Receipts (NVDRs) and Underlying Shares (if any)**

1. Underlying securities name: Thai Wah Food Products PCL; Underlying securities code : TWFP  
 2. Date of action resulting in reporting obligation with Thai NVDR (TNVDR): 12 March 2013

|  |   |
|--|---|
| 2.1 ( ) Acquisition<br>( / ) Disposition | ( ) Through the Stock Exchange of Thailand via a securities company:<br>( / ) Direct sale/purchase, please specify the name(s) of parties executing the transaction with the reporting person (if known):<br>( ) Subscription in excess of rights offering<br>( ) Exercise of conversion rights<br>( ) By way of inheritance<br>( ) Other (please specify): |
|--|---|

|   |  |
|---|--|
| 2.2 ( ) Commencement of status of a concert party | ( ) Termination of status of a concert party |
|---|--|

|  |  |
|--|--|
| 2.3 ( ) Acquisition of a juristic person under Section 258 | ( ) Termination of status of a juristic person under Section 258 |
|--|--|

3. Date of filing this report to Thai NVDR (TNVDR): 15 March 2013  
 4. The highest price paid by the reporting person or person in the same group<sup>1</sup> for its acquisition of either NVDRs or underlying shares during the past 90 days period (the first day being the date of action under item 2 which give rise to this reporting obligation): --- Baht/Unit, on the date of: ---

5. Information about the reporting person:  
**Name:** (1) Avenue Asia Capital Partners, L.P., (2) Avenue Asia International Ltd., (3) Avenue Asia Investments, L.P., (4) Avenue Asia Special Situations Fund II, L.P., (5) Avenue Asia Special Situations Fund III, L.P. and (6) Avenue Asia Special Situations Fund IV, L.P. **Address:** 399 Park Avenue, 6th Floor, New York, NY 10022, USA **Telephone:** +1 212 878 3539 **FAX:** +1 212 850 7588  
**E-mail:** joe.peters@avenuecapital.com

If the person is authorised to file a report on behalf of the reporting person, please specify the relationship with the reporting person: \_\_\_\_\_

6. Person authorised to contact with Thai NVDR (if any).  
**Name:** Joe Peters **Telephone:** +1 212 878 3539  
**FAX:** +1 212 850 7588 **E-mail:** joe.peters@avenuecapital.com

7. The purpose of this report is:  
 ( / ) to comply with NVDRs' prospectus and Section 246 of the Securities and Exchange Act B.E. 2535.  
 ( ) to amend or supplement the form 246-2-NVDR previously filed on the date of: \_\_\_\_\_ (dd/mm/yy) in item: \_\_\_\_\_

8. Type of NVDRs or underlying shares subject to the reporting obligation for this acquisition or disposition:

|   |       |      |       |            |
|---|-------|------|-------|------------|
| 8.1 Shares                              | ( / ) | NVDR | ( / ) | underlying |
| Common shares                           |       | s    |       | shares     |
| Preferred shares                        | ( )   | NVDR | ( )   | underlying |
|   |       | s    |       | shares     |
| 8.2 Convertible securities              | ( )   | NVDR | ( )   | underlying |
| Warrants                                |       | s    |       | shares     |
| Transferable subscription rights (TSRs) | ( )   | NVDR | ( )   | underlying |
|   |       | s    |       | shares     |

**Information to be provided under item 9 and 10 shall depend on the nature of action that gives rise to the reporting obligation**

"Person in the same group" means

- (i) Party acting in concert with the reporting person
- (ii) Person under Section 258 of the reporting person; and
- (iii) Person under Section 258 of the concert party.

9. For reporting in the event of the acquisition or disposition of NVDRs representing underlying shares and/or its underlying securities or NVDRs representing convertible securities and/or its underlying securities, please provide details of the acquisition or disposition that gives rise to this reporting obligation. (If such acquisition or disposition of NVDRs representing underlying shares and/or its underlying securities and NVDRs representing convertible securities and/or its underlying securities results in the holding of NVDRs representing underlying shares and/or its underlying securities and NVDRs representing convertible securities and/or its underlying securities reaches or crosses the trigger points for which the reporting obligations of NVDRs representing underlying shares and/or its underlying securities or NVDRs representing convertible securities and/or its underlying securities are required, then a report of each type of securities shall be filed separately).

9.1 Information on the changes in NVDRs representing underlying shares and/or its underlying securities or NVDRs representing of convertible securities and/or its underlying securities held by the reporting person:

| Name of person(s)/juristic person(s)   | Types of securities   | Securities held before acquisition/disposition |                            |                | Securities acquired/disposed of |                            |                | Securities held after acquisition/disposition |                            |                |
|--|-----------------------|--|----------------------------|----------------|---------------------------------|----------------------------|----------------|---|----------------------------|----------------|
|  |                       | Number of units <sup>2</sup>                   | Voting rights <sup>3</sup> | % <sup>4</sup> | Number of units <sup>2</sup>    | Voting rights <sup>3</sup> | % <sup>4</sup> | Number of units <sup>2</sup>                  | Voting rights <sup>3</sup> | % <sup>4</sup> |
| I. Person acquiring or disposing<br>See Attachment 1                                 | NVDRs                 | See Attachment 1                               | See Attachment 1           |                | See Attachment 1                | See Attachment 1           |                | See Attachment 1                              | See Attachment 1           |                |
|  | Underlying Securities | See Attachment 1                               | See Attachment 1           |                | See Attachment 1                | See Attachment 1           |                | See Attachment 1                              | See Attachment 1           |                |
|  | Total                 | Attachment 1                                   | Attachment 1               |                | Attachment 1                    | Attachment 1               |                | Attachment 1                                  | Attachment 1               |                |
| II. Concert party of I (please specify the name(s))<br>1.                            | NVDRs                 | -  | -                          | -              | -                               | -                          | -              | -   | -                          | -              |
|  | Underlying Securities | -  | -                          | -              | -                               | -                          | -              | -   | -                          | -              |
|  | Total                 | -  | -                          | -              | -                               | -                          | -              | -   | -                          | -              |
| 2.   | NVDRs                 | -  | -                          | -              | -                               | -                          | -              | -   | -                          | -              |
|  | Underlying Securities | -  | -                          | -              | -                               | -                          | -              | -   | -                          | -              |
|  | Total                 | -  | -                          | -              | -                               | -                          | -              | -   | -                          | -              |
| III. Person(s) under Section 258 of I and II (please specify the name(s))<br>1.      | NVDRs                 | -  | -                          | -              | -                               | -                          | -              | -   | -                          | -              |
|  | Underlying Securities | -  | -                          | -              | -                               | -                          | -              | -   | -                          | -              |
|  | Total                 | -  | -                          | -              | -                               | -                          | -              | -   | -                          | -              |
| 2.   | NVDRs                 | -  | -                          | -              | -                               | -                          | -              | -   | -                          | -              |
|  | Underlying Securities | -  | -                          | -              | -                               | -                          | -              | -   | -                          | -              |
|  | Total                 | -  | -                          | -              | -                               | -                          | -              | -   | -                          | -              |
| IV. Person(s) holding on behalf of I <sup>3</sup> (please specify the name(s))<br>1. | NVDRs                 | -  | -                          | -              | -                               | -                          | -              | -   | -                          | -              |
|  | Underlying Securities | -  | -                          | -              | -                               | -                          | -              | -   | -                          | -              |
|  | Total                 | -  | -                          | -              | -                               | -                          | -              | -   | -                          | -              |
| 2.   | NVDRs                 | -  | -                          | -              | -                               | -                          | -              | -   | -                          | -              |
|  | Underlying Securities | -  | -                          | -              | -                               | -                          | -              | -   | -                          | -              |
|  | Total                 | -  | -                          | -              | -                               | -                          | -              | -   | -                          | -              |
| Total  |                       | Attachment 1                                   | Attachment 1               |                | Attachment 1                    | Attachment 1               |                | Attachment 1                                  | Attachment 1               |                |

9.2 Information on the changes in NVDRs representing underlying shares and/or its underlying securities or NVDRs representing of convertible securities and/or its underlying securities held on behalf of other person(s):

| Name of person(s)/juristic person(s)   | Types of securities   | Securities held before acquisition/disposition |                            |                | Securities acquired/disposed of |                            |                | Securities held after acquisition/disposition |                            |                |
|--|-----------------------|--|----------------------------|----------------|---------------------------------|----------------------------|----------------|---|----------------------------|----------------|
|  |                       | Number of units <sup>2</sup>                   | Voting rights <sup>3</sup> | % <sup>4</sup> | Number of units <sup>2</sup>    | Voting rights <sup>3</sup> | % <sup>4</sup> | Number of units <sup>2</sup>                  | Voting rights <sup>3</sup> | % <sup>4</sup> |
| V In the case of holding on behalf of other person(s) (please specify the name(s)):<br>1 | NVDRs                 | -  | -                          | -              | -                               | -                          | -              | -   | -                          | -              |
|  | Underlying Securities | -  | -                          | -              | -                               | -                          | -              | -   | -                          | -              |
|  | Total                 | -  | -                          | -              | -                               | -                          | -              | -   | -                          | -              |
| 2.   | NVDRs                 | -  | -                          | -              | -                               | -                          | -              | -   | -                          | -              |
|  | Underlying Securities | -  | -                          | -              | -                               | -                          | -              | -   | -                          | -              |
|  | Total                 | -  | -                          | -              | -                               | -                          | -              | -   | -                          | -              |
| Total  |                       | -  | -                          | -              | -                               | -                          | -              | -   | -                          | -              |

<sup>2</sup> To be filled only in the report on acquisition of NVDRs representing convertible securities and/or its underlying securities, In cases where there are more than one type of convertible securities, all information shall be stated in the same report.

<sup>3</sup> In cases where NVDRs representing convertible securities, please report the voting rights of the underlying securities reserved for conversion. If one (1) share of the underlying securities is equal to one (1) voting right (1 share = 1 voting right), please give the total number of NVDRs in the field "Voting rights"

<sup>4</sup> The percentage of the voting rights of securities shall be calculated based on the total number of voting rights of the business (Please see example in Item 5 of the Explanation).

<sup>5</sup> Including either NVDRs and/or underlying securities which the reporting person deposits with other person(s) or has other person(s) hold on his behalf.

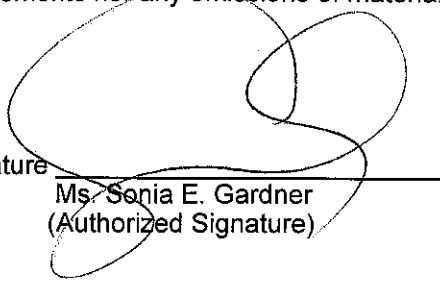
10. For reporting in the event of the commencement or termination of status of a concert party or the acquisition or termination of status of a juristic person under Section 258, please provide the information on the change of NVDRs and/or its underlying Securities holding as a result of the commencement or termination of status of a concert party or the acquisition or termination of status of a juristic person under section 258 that give rise to the reporting obligation (if the commencement or termination of such relationship results in the holding of NVDRs representing underlying shares and/or its underlying securities and NVDRs representing convertible securities and/or its underlying securities reaches or crosses the trigger points for which the reporting obligations of NVDRs representing underlying shares and/or its underlying securities or NVDRs representing convertible securities and/or its underlying securities are required, then a report of each type of securities shall be filed separately).

| <b>Name of person(s)/juristic person(s)</b>   | <b>Type(s) of securities</b> | <b>Number of Units<sup>2</sup></b> | <b>Voting rights<sup>3</sup></b> | <b>%<sup>4</sup></b> |
|---|------------------------------|------------------------------------|----------------------------------|----------------------|
| <b>Prior to commencement or termination of relationship as:</b><br>( ) concert party<br>( ) juristic person under Section 258 |                              |                                    |                                  |                      |
| I. Reporting person   | NVDRs                        | -                                  | -                                | -                    |
|   | Underlying Securities        | -                                  | -                                | -                    |
|   | Total                        | -                                  | -                                | -                    |
| II. Concert party of I (please specify the name(s)):<br>1.  | NVDRs                        | -                                  | -                                | -                    |
|   | Underlying Securities        | -                                  | -                                | -                    |
|   | Total                        | -                                  | -                                | -                    |
| 2.  | NVDRs                        | -                                  | -                                | -                    |
|   | Underlying Securities        | -                                  | -                                | -                    |
|   | Total                        | -                                  | -                                | -                    |
| III. Person(s) under Section 258 of I and II (please specify the name(s)):<br>1.  | NVDRs                        | -                                  | -                                | -                    |
|   | Underlying Securities        | -                                  | -                                | -                    |
|   | Total                        | -                                  | -                                | -                    |
| 2.  | NVDRs                        | -                                  | -                                | -                    |
|   | Underlying Securities        | -                                  | -                                | -                    |
|   | Total                        | -                                  | -                                | -                    |
| IV. Person(s) holding on behalf of I <sup>5</sup> (please specify the name(s)):<br>1.   | NVDRs                        | -                                  | -                                | -                    |
|   | Underlying Securities        | -                                  | -                                | -                    |
|   | Total                        | -                                  | -                                | -                    |
| 2.  | NVDRs                        | -                                  | -                                | -                    |
|   | Underlying Securities        | -                                  | -                                | -                    |
|   | Total                        | -                                  | -                                | -                    |
| <b>Total NVDRs and/or its underlying Securities holding prior to commencement or termination of the relationship</b>          |                              | -                                  | -                                | -                    |

| Name of person(s)/juristic person(s)  | Type(s) of securities | Number of Units <sup>2</sup> | Voting rights <sup>3</sup> | % <sup>4</sup> |
|---|-----------------------|------------------------------|----------------------------|----------------|
| V. ( ) Commencement of status of concert party:<br>1.   | NVDRs                 | -                            | -                          | -              |
|   | Underlying Securities | -                            | -                          | -              |
|   | Total                 | -                            | -                          | -              |
| 2.  | NVDRs                 | -                            | -                          | -              |
|   | Underlying Securities | -                            | -                          | -              |
|   | Total                 | -                            | -                          | -              |
| ( ) Acquisition of a juristic person under Section 258<br>1.  | NVDRs                 | -                            | -                          | -              |
|   | Underlying Securities | -                            | -                          | -              |
|   | Total                 | -                            | -                          | -              |
| 2.  | NVDRs                 | -                            | -                          | -              |
|   | Underlying Securities | -                            | -                          | -              |
|   | Total                 | -                            | -                          | -              |
| VI. ( ) Termination of status of a concert party:<br>1.   | NVDRs                 | -                            | -                          | -              |
|   | Underlying Securities | -                            | -                          | -              |
|   | Total                 | -                            | -                          | -              |
| 2.  | NVDRs                 | -                            | -                          | -              |
|   | Underlying Securities | -                            | -                          | -              |
|   | Total                 | -                            | -                          | -              |
| ( ) Termination of status of a juristic person under Section 258<br>1.  | NVDRs                 | -                            | -                          | -              |
|   | Underlying Securities | -                            | -                          | -              |
|   | Total                 | -                            | -                          | -              |
| 2.  | NVDRs                 | -                            | -                          | -              |
|   | Underlying Securities | -                            | -                          | -              |
|   | Total                 | -                            | -                          | -              |
| <b>Total NVDRs and/or its underlying Securities holding after commencement or termination of relationship under V. or VI.</b> |                       | -                            | -                          | -              |

I hereby certify that the foregoing statement in this report is complete and accurate and contains neither any materially misleading statements nor any omissions of material information that ought to be declared.

Signature

A large, stylized handwritten signature in black ink, consisting of several overlapping loops and curves, positioned over a horizontal line.

Ms. Sonia E. Gardner  
(Authorized Signature)

**Attachment 1 for FORM 246 - 2 NVDR for TWFP**

9.1 Information on the changes in NVDRs representing underlying shares and/or its underlying securities or NVDRs representing of convertible securities and/or its underlying securities held by the reporting person:

| Name of person(s)/juristic person(s)  | Type of securities | Securities held before acquisition / disposition |                            |                | Securities acquired / disposed of |                            |                | Securities held after acquisition / disposition |                            |                |
|---|--------------------|--|----------------------------|----------------|-----------------------------------|----------------------------|----------------|---|----------------------------|----------------|
|   |                    | Number of (Units) <sup>2</sup>                   | Voting rights <sup>3</sup> | % <sup>4</sup> | Number of (Units) <sup>2</sup>    | Voting rights <sup>3</sup> | % <sup>4</sup> | Number of (Units) <sup>2</sup>                  | Voting rights <sup>3</sup> | % <sup>4</sup> |
| <b>I. Person acquiring or disposing</b>   |                    |  |                            |                |                                   |                            |                |   |                            |                |
| Avenue Asia Capital Partners, L.P.  | NVDRs              |  |                            |                | (80,400)                          | -80,400                    | -0.85%         | 0   | 0                          | 0.00%          |
| Avenue Asia International Ltd.  | NVDRs              | 80,400   | 80,400                     | 0.85%          | (80,400)                          | -80,400                    | -0.85%         | 0   | 0                          | 0.00%          |
| Avenue Asia Investments, L.P.   | NVDRs              | 67,200   | 67,200                     | 0.71%          | (67,200)                          | -67,200                    | -0.71%         | 0   | 0                          | 0.00%          |
| Avenue Asia Special Situations Fund II, L.P.  | NVDRs              | 137,600  | 137,600                    | 1.45%          | (137,600)                         | -137,600                   | -1.45%         | 0   | 0                          | 0.00%          |
| Avenue Asia Special Situations Fund III, L.P.                                       | NVDRs              | 404,834  | 404,834                    | 4.26%          | (404,834)                         | -404,834                   | -4.26%         | 0   | 0                          | 0.00%          |
| Avenue Asia Special Situations Fund IV, L.P.  | NVDRs              | 143,600  | 143,600                    | 1.51%          | (143,600)                         | -143,600                   | -1.51%         | 0   | 0                          | 0.00%          |
| <b>TOTAL NVDRs</b>  |                    | <b>833,634</b>                                   | <b>833,634</b>             | <b>8.77%</b>   | <b>(833,634)</b>                  | <b>-833,634</b>            | <b>-8.77%</b>  | <b>0</b>  | <b>0</b>                   | <b>0.00%</b>   |
| Avenue Asia Capital Partners, L.P.  | Underlying Sec.    | 499,600  | 499,600                    | 5.26%          | (499,600)                         | (499,600)                  | -5.26%         | 0   | 0                          | 0.00%          |
| Avenue Asia International Ltd.  | Underlying Sec.    |  |                            |                |                                   |                            |                |   |                            |                |
| Avenue Asia Investments, L.P.   | Underlying Sec.    |  |                            |                |                                   |                            |                |   |                            |                |
| Avenue Asia Special Situations Fund II, L.P.  | Underlying Sec.    |  |                            |                |                                   |                            |                |   |                            |                |
| Avenue Asia Special Situations Fund III, L.P.                                       | Underlying Sec.    | 765,566  | 765,566                    | 8.05%          | (765,566)                         | (765,566)                  | -8.05%         | 0   | 0                          | 0.00%          |
| Avenue Asia Special Situations Fund IV, L.P.  | Underlying Sec.    |  |                            |                |                                   |                            |                |   |                            |                |
| <b>TOTAL UNDERLYING SECURITES</b>   |                    | <b>1,265,166</b>                                 | <b>1,265,166</b>           | <b>13.31%</b>  | <b>(1,265,166)</b>                | <b>(1,265,166)</b>         | <b>-13.31%</b> | <b>0</b>  | <b>0</b>                   | <b>0.00%</b>   |
| <b>TOTAL - TWFP</b>   |                    | <b>2,098,800</b>                                 | <b>2,098,800</b>           | <b>22.08%</b>  | <b>(2,098,800)</b>                | <b>(2,932,434)</b>         | <b>-22.08%</b> | <b>0</b>  | <b>0</b>                   | <b>0.00%</b>   |
| <b>II. Concert party of I (please specify the name(s))</b>                          |                    |  |                            |                |                                   |                            |                |   |                            |                |
| <b>III. Person(s) under Section 258 of I and II (please specify the name(s))</b>    |                    |  |                            |                |                                   |                            |                |   |                            |                |
| <b>IV. Person(s) holding on behalf of I<sup>5</sup>(please specify the name(s))</b> |                    |  |                            |                |                                   |                            |                |   |                            |                |
| <b>TOTAL - TWFP</b>   |                    | <b>2,098,800</b>                                 | <b>2,098,800</b>           | <b>22.08%</b>  | <b>(2,098,800)</b>                | <b>(2,932,434)</b>         | <b>-22.08%</b> | <b>0</b>  | <b>0</b>                   | <b>0.00%</b>   |