

No. SN. 78/2011

December 6, 2011

Subject: Propose of the agenda for the 2012 Annual General Meeting of Shareholders

To: President
The Stock Exchange of Thailand

Oishi Group Public Company Limited (“Company”) would like to invite the shareholders, during December 6, 2011 – February 6, 2012, to propose agenda and nominate directors in advance for the 2012 Annual General Meeting of Shareholders. The proposal shall indicate whether it is the matter proposed for acknowledgement, for approval or for consideration, as the case may be, including details of the proposed matter. We enclose herewith the criteria for agenda proposal which is to be also posted in our Company’s website <http://www.oishigroup.com> under “Investor Relations” and “2012 Annual General Meeting of Shareholders”.

Please be informed accordingly.

Yours faithfully,

(Paiboon Kujareevanich)
Executive Vice President

The criteria for shareholders right to propose the agenda and to nominate director for the 2012 Annual General Meeting of Shareholders

1. The qualification of shareholders and proposed agenda

A shareholder or shareholders who hold shares and have the right to vote amounting to not less than five percent of the total number of the voting rights of the Company (not less than 9,375,000 shares). The proposal shall indicate whether it is the matter proposed for acknowledgement, for approval or for consideration, as the case may be, including details of the proposed matter the 2012 Annual General Meeting of Shareholders, provided that it shall comply with rules as specified by the notification of the Capital Market Supervisory Board.

2. Agenda proposals which is not acceptable

- 2.1 Agenda proposals that violates the paragraph 1.
- 2.2 Agenda proposals that concern normal business practice of the company, unless there is indication of irregularity.
- 2.3 Agenda proposals for the Company to take action which is beyond the power or control.
- 2.4 Agenda proposals that the shareholders proposed within last 12 months and said agenda passed the resolution less than 10 % of the votes, unless said agenda has been significant changed from the former Shareholders' Meeting.
- 2.5 Other cases according to the regulations announced by Capital Market Supervisory Board.

3. The Company procedure

The agenda proposals and nomination of director will be considered by the Board of Directors.

In cases where the Board of Directors refuses to include the matter proposed by the shareholders under the first paragraph as the agenda in any shareholders' meeting, it shall be notified as the matter for acknowledgement in that shareholders' meeting and specified the reasons of such refusal. The Board of Directors shall include the matter proposed by the shareholders under the first paragraph as the agenda of the 2012 Annual General Meeting of Shareholders.

4. How to propose the agenda

To facilitate all shareholders to propose the agenda, please fill the Agenda Proposal Form which can be downloaded from our website and send by e-mail to chawita@oishigroup.com or by facsimile number (662) 717-3920 and then deliver all the original documents to the Company by February 6, 2012 to the address below:

Manager
The Office of Managing Director
Oishi Group Public Company Limited
No. 9 UM Tower, Ramkhamhaeng Rd.,
Suanluang, Bangkok 10250
Thailand

5. Duration

From December 6, 2011 – February 6, 2012

Please call (662) 785-8843, 785-8806 for further information