

(Translation)

Notice of the Extraordinary General Meeting of Shareholders No. 1/2556 (2013)

Subject: Invitation to the Extraordinary General Meeting of Shareholders No. 1/2556 (2013)

To: Shareholder of Thai Union Frozen Products Public Company Limited

The Board of Directors' Meeting of Thai Union Frozen Products Public Company Limited (the "Company") has resolved to convene an Extraordinary General Meeting of Shareholders No. 1/2556 (2013) on Monday, 28 January 2013 at 13.00 hrs. at Makkhawan Rangsan Room, 3rd Floor, Thai Army Club, Viphavadi-Rangsit Road, Bangkok, to consider the following agendas:

Agenda 1 To consider and certify the minutes of the Extraordinary General Meeting of Shareholders No.1/2555 (2012).

Background and Rational The Extraordinary General Meeting of Shareholders No.1/2012 has been held on Tuesday, 10 April 2012, Copy of the Minutes is provided in page 5-15.

Board's Opinion: The Minutes of the Extraordinary General Meeting of Shareholders No.1/2555 (2012) were accurately recorded and should be approved by the meeting.

Agenda 2 To consider and approve the increase of shareholding proportion in Pakfood PCL.

Background and Rational Pakfood Public Company Limited (PPC) is a processor and exporter of seafood and frozen ready-to-eat food, and the associated company which the Company currently holds 14,989,999 shares in PPC. The Company has acquired shares of PPC through the tender offer in April 2012, and through the share purchasing transactions on the Stock Exchange of Thailand on December 18, 2012, representing 49.97% of the total paid up shares of PPC, respectively.

Subject to conditions and criteria under applicable laws, the Company has intention to increase its shareholding proportion in PPC by acquiring PPC shares from existing shareholders and new shares which will be offered by way of rights offering as approved by the board of directors of PPC on 7 December 2012 and by other means in order to enhance the Company's controlling power and shareholder's interest in PPC, which expected to help accelerate the business expansion of the Company's seafood and frozen ready-to-eat food businesses, especially shrimp products. Since PPC has a readiness in production and sufficient production capacity to support the further business expansion that will advocate growth and strengthen the business capabilities of the Company's seafood and frozen food businesses.

For the increase of shareholding proportion in PPC from 50% to 100% of the registered capital of PPC which will have the status of PPC changed from the associated company to the subsidiary of the Company, the management of the Company viewed that such matter shall be proposed to the shareholders' meeting for the consideration and approval. And the shareholders' meeting shall also be proposed to consider and approve the authorization of Mr. Thiraphong Chansiri and Mr. Rittirong Boonmechote to be the Authorized Person to jointly consider and determine the appropriation of the shareholding proportion to be invested, pricing, process, timetable, and other related conditions, as well as to perform any other acts related to the increase of shareholding proportion as mentioned, subject to applicable laws and regulations, including to apply for permission and approval, make disclosure and do any necessary acts with competent authorities, appoint advisors and persons involved in this investment, enter into agreements, sign and amend any related documents and agreements and do any act necessary and appropriate for such investment subject to applicable laws and regulations and authorization of either Mr. Thiraphong Chansiri or Mr. Rittirong Boonmechote to singly sign without the corporate seal on behalf of the Company agreements, letter, document, or any instrument deemed necessary and appropriate.

Board's Opinion: The shareholders should approve the increase of shareholding proportion in PPC from 50% to 100% of the registered capital of PPC which will have the status of PPC changed from the associated company to the subsidiary of the Company, and authorize Mr. Thiraphong Chansiri and

Mr. Rittirong Boonmechote to be the Authorized Person to jointly perform any acts in relation to increase of shareholding proportion as proposed, and also authorize either Mr. Thiraphong Chansiri or Mr. Rittirong Boonmechote to singly sign without the corporate seal on behalf of the Company agreements, letter, document, or any instrument deemed necessary and appropriate.

Remarks

- 1) This agenda shall be approved by no less than 3/4 of the votes of the shareholders who are eligible to attend and vote for this agenda.
- 2) Shareholders can find out more information of Pakfood PCL by searching "PPC" at www.set.or.th

Agenda 3 To consider other matters (if any)

The Company has scheduled the record date on which shareholders have the right to attend the shareholders' meeting on 2 January 2013 and fixing the share register book closing date for collecting shareholders names under Section 225 of the Securities and Exchange Act B.E. 2535 on 3 January 2013.

If the shareholders have any questions, regarding the agenda of the meeting that require the management or the director of the Company to clarify in the meeting, please send the questions to paralee@thaiunion.co.th or fax number 02-298-0553.

All shareholders are cordially invited to attend the meeting on the date, time and place mentioned above.

THIS NOTICE is issued on January 10, 2013, at the Company's office, Bangkok Metropolis.



Yours sincerely,



Mr. Kraisorn Chansiri