

(Translation)

21 November 2014

Subject: Invitation to the Extraordinary Meeting of Shareholders No.1/2557 (2014)
To: Shareholders of the Company
Enclosed: 1. The Articles of Association concerning the Shareholders' Meeting
2. Copy of the Minutes of the Annual General Meeting of Shareholders for year 2557 (2014)
3. Documents or Evidence Showing an identity of the shareholder or a presentative of the shareholder
4. Profile of independent directors and audit committee for proxy case
5. Forms of Proxy (Please choose one)
6. Map of the Meeting place

As the Board of Directors of Thai Union Frozen Products Public Company Limited resolved to convene the Extraordinary Meeting of Shareholders No.1/2557 (2014) on the December 24, 2014 at 2:00 p.m. at Makhawan Rangsang Room, 3rd Floor, Thai Army Club, Viphavadi-Rangsit Road, Bangkok to consider the following agendas.

Agenda 1 To certify the Minutes of the Annual General Meeting of Shareholders for year 2557 (2014).
Background and rationale: The Annual General Meeting of Shareholders for year 2557 (2014) was held on the 3rd day of April 2014. The Company submitted the minutes of the meeting to the Stock Exchange of Thailand and the Ministry of Commerce in compliance with relevant laws, including posted on the Company website. Copy of the Minutes is provided in page 4-16.
Board's Opinion: **The Minutes of the Annual General Meeting of Shareholders for year 2557 (2014) were accurately recorded and should be certified by the meeting.**
Resolution: This agenda shall be determined by the majority vote of the shareholders present at the meeting and cast their votes.

Agenda 2 To consider and approve the change in the par value of the Company's ordinary shares from 1 baht per share to 0.25 baht per share.
Background and rationale: The change of par value is to increase liquidity of the Company's shares and the free float to minority shareholders but will have no effect on shareholder equity, market capitalisation of the Company and no dilution effect to shareholders.
Board's Opinion: **The Meeting should approval of the change in the par value from 1 baht (One Baht) per share to 0.25 baht (Twenty five Satang) per share. The ordinary share volume was likewise changed from 1,202,000,000 shares to be 4,808,000,000 shares while registered capital and paid-up capital remained at 1,202,000,000 baht and 1,192,953,874 baht' respectively.**
Resolution: This agenda shall be determined by the majority vote of the shareholders present at the meeting and cast their votes.

Agenda 3 To consider and approve the amendment to Clause 4 of the Company's Memorandum of Association to be in line with the change in the par value of the Company's ordinary shares.
Background and rationale: The amendment to Clause 4 of the Company's Memorandum of Association with respect to the registered capital of the Company to be in line with the change in the par value of the Company's ordinary shares as follows:

“Clause 4.	Registered Capital of	Baht 1,202,000,000 (One Thousand Two Hundred Two Million Baht)
	Divided into	4,808,000,000 shares (Four Thousand Eight Hundred Eight Million shares)
	With a par value of	Baht 0.25 (Twenty Five Satang)
	Categorized into	
	Ordinary shares	4,808,000,000 shares (Four Thousand Eight Hundred Eight Million shares)
	Preferred shares	- shares (-shares)”

Board's Opinion: The Meeting should approve the amendment to Clause 4 of the Memorandum of Association of the Company pertaining to par value and number of shares.

Resolution: This agenda shall be determined by a vote of not less than three-fourth of the total number of votes of the shareholders present at the meeting and eligible to vote.

Agenda 4 To consider other business (if any)

Determine the record date on which shareholders have the right to attend the shareholders' meeting on December 1, 2014 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 December 2, 2014.

Should you have any questions concerning the meeting agenda, please submit your questions in advance to the Company's e-mail address: ruriya_be@thaiunion.co.th or facsimile number 0-2298-0553.

Kindly attend the meeting on the date, at the time and venue mentioned above. In order to accelerate and facilitate the registration process for attending the shareholders' Meeting, it is kindly requested that the shareholders and/or the proxies bring the Proxy Form and documents confirming the right to attend the meeting in the presence to the registration staff on the meeting date from 12.00 P.M. onwards.



Yours sincerely,



Mr. Kraisorn Chansiri