

For consideration of Agenda 6:**To consider and approve fixing of directors' remuneration for the year 2014**

The Board of Directors Meeting No. 1/2014 has considered and agreed with the directors' remuneration for the year 2014 as recommended by the Remuneration and Nomination Committee that the directors' remuneration, approved by the resolution of the Annual General Meeting of shareholders no .34/2013 on Tuesday 23 April 2013 is remaining appropriate with a scope of duties and responsibilities and the existing performance of each board or committee. The Remuneration and Nomination Committee proposed to keep the remuneration of Board of Directors and the remuneration of other committees at the same rate as the year 2013,

The total remuneration of Board and all committees including extra remuneration (If any) for year 2014, which will not be more than THB 7,000,000. The criteria and policy for consideration were as follows:

1. Performance of the Company and scope of duties and responsibilities of each board or committee
2. Experience, knowledge and capabilities of directors
3. Compare to other companies in the same industry

The directors' remuneration for the year 2014 and 2013 are as the same rate details as follows:

Year 2014

THB/person	Chairman		Member	
	Meeting	Monthly	Meeting	Monthly
Remuneration for the Board of Directors' Meeting	25,000	20,000	20,000	10,000
Remuneration for Executive Committee	-	25,000	-	20,000*
Remuneration for the Audit Committee	-	40,000	-	30,000
Remuneration for Compensation and Nominating Committee	22,000	-	18,000	-

Remark : * Excludes the members who are the management of the company

The Information of the Charter on the Board of Directors and all Committees as well as individual remuneration are shown in the Company's 2013 Annual Report, and may be found on the Company's website www.univentures.co.th