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TC-CP 012/2014

27 March 2014

Subject: Notification of the Resolutions of the Annual General Meeting of Shareholders for the Year 2014

To: The President
The Stock Exchange of Thailand

As THAICOM Public Company Limited (the "Company") has convened the Annual General Meeting of Shareholders for the Year 2014 on Thursday, 27 March 2014 at 14.00 o'clock at Vibhavadee Ballroom, Lobby Level, Centara Grand at Central Plaza Ladprao Bangkok, No. 1695 Phaholyothin Road, Chatuchak, Bangkok 10900, the Company wishes to inform you of the resolutions of the Annual General Meeting of Shareholders for the year 2014 as follows:

1. RESOLVED THAT the Minutes of the Annual General Meeting of Shareholders for the Year 2013 held on 28 March 2013 be approved.

   The meeting has approved this agenda by simple majority votes of shareholders attending and cast their votes as follows:

Approved	836,638,001	votes	equivalent to	100.0000%
Disapproved	0	votes	equivalent to	0.0000%
Abstained	14,500	votes		
Voided Ballot	0	votes		

2. RESOLVED THAT the Financial Statements of the Company and its Subsidiaries for ended 31 December 2013 be approved.

   The meeting has approved this agenda by simple majority votes of shareholders attending and cast their votes as follows:

Approved	836,990,880	votes	equivalent to	100.0000%
Disapproved	0	votes	equivalent to	0.0000%
Abstained	8,900	votes		
Voided Ballot	0	votes		

3. RESOLVED THAT the appropriation of the net profit after allocated 5% reserve fund for the dividend payment for the year 2013 at Baht of 0.45 per share, there are at the total of about Baht 493 million be approved.

   The meeting has approved this agenda by simple majority votes of shareholders attending and cast their votes as follows:

THAICOM Public Company Limited
(Company Registration No.0107536000897)
41/103, Moo 8, Rattanathibet Road
Nonthaburi 11000, Thailand.
www.thaicom.net, www.ipstar.com
Tel. (66) 2596 5060
Fax. (66) 2591 0705

Approved	836,967,980	votes	equivalent to	100.0000%
Disapproved	0	votes	equivalent to	0.0000%
Abstained	32,100	votes		
Voided Ballot	0	votes		

4. RESOLVED THAT the appointment of 3 auditors from KPMG Phoomchai Audit Limited to be the Company's auditors for the fiscal year 2014 be approved as follows:

4.1 Mr. Supot	Singhasaneh	Certified Public Accountant License No.2826
4.2 Ms. Somboon	Supasiripinyo	Certified Public Accountant License No.3731
4.3 Mr. Charoen	Phosamritlert	Certified Public Accountant License No.4068

In this regard, the Audit fee of the Company for the year 2014 shall be not exceeding than Baht 1,860,000. (One Million Eight Hundred and Sixty Thousand Baht)

The meeting has approved this agenda by simple majority votes of shareholders attending and cast their votes as follows:

Approved	836,960,780	votes	equivalent to	99.9993%
Disapproved	5,400	votes	equivalent to	0.0006%
Abstained	33,900	votes		
Voided Ballot	0	votes		

5. RESOLVED THAT the appointment of directors in replacement of those retired by rotation in the year 2014 as per the following details:

5.1 Mrs. Suphajee Suthumpun — Director ,Chairman of Executive Committee and Chief Executive Officer

The meeting has approved this agenda by simple majority votes of shareholders attending and cast their votes as follows:

Approved	836,986,457 votes	equivalent to	99.9999%
Disapproved	23 votes	equivalent to	0.0000%
Abstained	13,600 votes		
Voided Ballot	0 votes		

5.2 Mrs. Charintorn Vongspootorn — Independent Director, Audit Committee Member Chairman of the Governance Nomination Committee, Chairman of the Compensation Committee

The meeting has approved this agenda by simple majority votes of shareholders attending and cast their votes as follows:

Approved	829,600,957 votes	equivalent to	99.1261%
Disapproved	7,313,523 votes	equivalent to	0.8738%
Abstained	85,600 votes		
Voided Ballot	0 votes		

5.3 Associate Professor Samrieng Mekkriengkrai — Independent Director, Audit Committee Member Member of the Governance Nomination Committee ,Member of the Compensation Committee

The meeting has approved this agenda by simple majority votes of shareholders attending and cast their votes as follows:

Approved	836,961,480 votes	equivalent to	99.9994%
Disapproved	5,000 votes	equivalent to	0.0005%
Abstained	33,600 votes		
Voided Ballot	0 votes		

6. RESOLVED THAT the directors' remuneration for 2014 approved by the Compensation Committee is not exceeding than Baht 15,000,000 million. (Fifteen Million Baht) The remuneration comprises monthly allowance, meeting allowance and annual compensation. The year 2014, there is policy to revise the remuneration of directors is presented. The outside directors shall receive the monthly allowance of Baht 50,000 per month (Fifty Thousand Baht) increase from Baht of 25,000 per month (Twenty-five Thousand Baht).
The Chairman of the Board shall receive the monthly allowance of Baht 150,000 per month. The outside directors shall receive the monthly allowance of Baht 25,000 per month. The outside director who is the Chairman of the Audit Committee shall receive the additional monthly allowance of Baht 25,000 per month (Twenty-five Thousand Baht). The outside director who is the Chairman of the Governance and Nomination Committee, the Chairman of the Compensation Committee or the Chairman of the Executive Committee shall receive the additional monthly allowance of Baht 10,000 per month.

   The outside director who is the Chairman of any others Committee or Member of others Committee of the Company shall be receive the additional monthly allowance of Baht 25,000 per month (Twenty-five Thousand Baht)

   The directors who are executives or employees of the Company or of the shareholder of the Company are not entitled to receive such remuneration as directors or members of any committee.

   The Chairman of the Board is not entitled to receive meeting allowance for the Meeting of the Board of Directors or any committee of the Board, and the monthly allowance for the Chairman of any committee of the Board.

   The meeting has approved this agenda by not less than two-thirds of shareholders attending and having the right to vote as follows:

Approved	836,887,559	votes	equivalent to	99.9853%
Disapproved	88,123	votes	equivalent to	0.0105%
Abstained	34,400	votes	equivalent to	0.0041%
Voided Ballot	0	votes		

7. RESOLVED THAT the issuance and offering of the warrants to purchase the Company's ordinary shares (the "Warrants") to the directors and employees of the Company and its subsidiaries in the amount not exceeding 1,197,700 units at the rate of Baht 0 per unit and the exercise ratio is 1 unit of warrant per 1 common share at the exercise price of Baht 38.265 per share.

   The meeting has approved this agenda by not less than three-fourths of shareholders attending and having the right to vote as follows:

Approved	836,545,608	votes	equivalent to	99.9445%
Disapproved	444,175	votes	equivalent to	0.0530%
Abstained	20,300	votes	equivalent to	0.0024%
Voided Ballot	0	votes		

8. RESOLVED THAT the allocation of the Warrants to the directors and employee of the Company and its subsidiaries each of whom is entitled to the allocation of the Warrants in exceeding 5 per cent of the total warrants under this scheme which had been considered and recommended by the Compensation Committee be approved. Name of those directors and employees are as follows:

Directors/Employees	No. of the Warrants allocated (Units)	% of the Warrants
1. Ms. Suphajee Suthumpun	Not exceeding 167,900 units	Not exceeding 14.02%

   The meeting has approved this agenda by not less than three-quarters of all the votes cast by shareholders attending the meeting and having the right to vote, and must not be opposed by shareholders with an aggregate number of shares exceeding 5 percent of all eligible to vote as follows:

Approved	826,632,908	votes	equivalent to	98.7602%
Disapproved	10,331,375	votes	equivalent to	1.2343%
Abstained	45,800	votes	equivalent to	0.0054%
Voided Ballot	0	votes		

2. Mr. Paiboon Panuwattanawong	Not exceeding 139,700 units	Not exceeding 11.66%

   The meeting has approved this agenda by not less than three-quarters of all the votes cast by shareholders attending the meeting and having the right to vote, and must not be opposed by shareholders with an aggregate number of shares exceeding 5 percent of all eligible to vote as follows:

Approved	826,607,808	votes	equivalent to	98.7572%
Disapproved	10,335,275	votes	equivalent to	1.2347%
Abstained	67,000	votes	equivalent to	0.0080%
Voided Ballot	0	votes		

3. Dr. Nongluck Phinainitisart Not exceeding 139,700 units Not exceeding 11.66%

The meeting has approved this agenda by not less than three-quarters of all the votes cast by shareholders attending the meeting and having the right to vote, and must not be opposed by shareholders with an aggregate number of shares exceeding 5 percent of all eligible to vote as follows:

Approved	826,607,608	votes	equivalent to	98.7571%
Disapproved	10,335,475	votes	equivalent to	1.2348%
Abstained	67,000	votes	equivalent to	0.0080%
Voided Ballot	0	votes		

4. Mr. Vuthi Asvasermcharoen Not exceeding 139,700 units Not exceeding 11.66%

The meeting has approved this agenda by not less than three-quarters of all the votes cast by shareholders attending the meeting and having the right to vote, and must not be opposed by shareholders with an aggregate number of shares exceeding 5 percent of all eligible to vote as follows:

Approved	826,607,608	votes	equivalent to	98.7571%
Disapproved	10,335,475	votes	equivalent to	1.2348%
Abstained	67,000	votes	equivalent to	0.0080%
Voided Ballot	0	votes		

5. Mr.Pradeep Unni Not exceeding 139,700 units Not exceeding 11.66%

The meeting has approved this agenda by not less than three-quarters of all the votes cast by shareholders attending the meeting and having the right to vote, and must not be opposed by shareholders with an aggregate number of shares exceeding 5 percent of all eligible to vote as follows:

Approved	826,607,608	votes	equivalent to	98.7571%
Disapproved	10,335,475	votes	equivalent to	1.2348%
Abstained	67,000	votes	equivalent to	0.0080%
Voided Ballot	0	votes		

6. Mr. Patompob Suwansiri Not exceeding 116,400 units Not exceeding 9.72%

The meeting has approved this agenda by not less than three-quarters of all the votes cast by shareholders attending the meeting and having the right to vote, and must not be opposed by shareholders with an aggregate number of shares exceeding 5 percent of all eligible to vote as follows:

Approved	826,606,008	votes	equivalent to	98.7569%
Disapproved	10,336,475	votes	equivalent to	1.2349%
Abstained	67,600	votes	equivalent to	0.0080%
Voided Ballot	0	votes		

7. Mr. Pramook Chaiwingwuthikul Not exceeding 630,600 units Not exceeding 5.31%

The meeting has approved this agenda by not less than three-quarters of all the votes cast by shareholders attending the meeting and having the right to vote, and must not be opposed by shareholders with an aggregate number of shares exceeding 5 percent of all eligible to vote as follows:

Approved	826,607,608	votes	equivalent to	98.7571%
Disapproved	10,335,475	votes	equivalent to	1.2348%
Abstained	67,000	votes	equivalent to	0.0080%
Voided Ballot	0	votes		

9. RESOLVED THAT the increase in the Company's registered capital from Baht 5,483,097,700 (1,096,619,540 shares, at the par value of Baht 5 each) to Baht 5,489,086,200 (1,097,817,240 shares, at par value of Baht 5 each) of which the new 1,197,700 shares (5,988,500 Baht) are issued in order to reserve for the exercise of the Warrants issuing to directors and employees of the Company and its subsidiaries.

The meeting has approved this agenda by not less than three-fourths of shareholders attending and having the right to vote as follows:

Approved	836,491,308	votes	equivalent to	99.9380%
Disapproved	439,975	votes	equivalent to	0.0525%
Abstained	78,800	votes	equivalent to	0.0094%
Voided Ballot	0	votes		

10. RESOLVED THAT the amendment to Clause 4 of the Company's Memorandum of Association in order for it to be in line with the increase of the Company's capital be approved, this would be amended to read as follows:

Clause 4.	The Registered Capital: Baht	5,489,086,200
	Divided into	1,097,817,240 ordinary shares
	Preference Shares:	-
	Valuing Baht	five (5) each

The meeting has approved this agenda by not less than three-fourths of shareholders attending and having the right to vote as follows:

Approved	836,501,508	votes	equivalent to	99.9392%
Disapproved	433,775	votes	equivalent to	0.0518%
Abstained	74,800	votes	equivalent to	0.0089%
Voided Ballot	0	votes		

11. RESOLVED THAT the allocation of new ordinary shares in the amount not exceeding 1,197,700 shares, at the par value of Baht 5 each, in order to reserve for the exercise of the warrants to be issued to directors and employees of the Company and its subsidiaries.

The meeting has approved this agenda by simple majority votes of shareholders attending and cast their votes as follows:

Approved	836,507,308	votes	equivalent to	99.9415%
Disapproved	488,975	votes	equivalent to	0.0584%
Abstained	13,800	votes		
Voided Ballot	0	votes		

12. RESOLVED THAT to issue the Company debentures Total amount not exceeding 7,000 MB with 10 years and it had an objective to propose for retail investors and /or local institutional investors and /or foreign institutional investors and/or directors and management of the Company which could be offered in one or more tranches and in one issue or in multiple issues. In accordance with rules prescribed in the Notification of the Office of the Securities and Exchange Commission (the SEC) and/or of the Capital Market Supervisory Board of any relevant regulations in effect at the time of issuance with it had an objective to investment and/or refinance and/or cash flow which empower to the Board of Directors have an authorize to consider and approve to the procedure of an issuing debentures detail as addressed below;

Objective	For CAPEX investment and / or refinancing and / or for general working capital
Type of debenture:	Senior unsecured debenture whether in a name registered form or issued to bearer with or without the representative of debenture holders, depending on market condition at the time of offering of debenture and such other relevant factors
Offering size:	Total amount not exceeding 7,000 MB
Tenor:	Up to 10 years
Currency:	THB or USD
Coupon Rate	Fixed or Float depending on market condition at the time of offering of the debentures which will be determined by the book building process and to be mutually agreed by the Issuer and the joint Lead Arrangers
Offering :	Debentures may be issued in domestic or international and offered entirely in one or more tranches and in one issue and/or in multiple issues and/or pursuant to program and/or on a revolving basis to public investors and/or specific investors and/or institutional investors and/or high-net-worth investors and/or directors and management of THCOM all in one time or separately in accordance with rules prescribed in the Notification of the Office of the Securities and Exchange Commission (the

	SEC) and/or of the Capital Market Supervisory Board of any relevant regulations in effect at the time of issuance and offering of debentures
	1. To empower the Board of Directors to consider and approve matters related to the issuing and offering of debentures. 2. Including empower the Board of Directors in any matters related to the issuing and offering of debentures include (but not limited to) 2.1 appoint arrangers and / or underwriters, credit rating agency, registrar and debentures holders' representative 2.2 To determine any details relating to the debentures and 2.3 To negotiate, enter into, sign, certify, deliver or amend any relevant documents and agreements with respect to the issuance and offering of the debentures. Such documents and agreements include (without limitation) forms, and prospectus for the issuance and offering of debentures, application forms, letters, or any other forms submitted to the Office of Securities and Exchange
Approval by the shareholders' meeting	Under the Public Companies Act B.E.2535 as amended, the transaction must be approved by not less than three-fourths of the total number of votes of the shareholders attending the meeting and having the right to vote.

The meeting has approved this agenda by not less than three-fourths of shareholders attending and having the right to vote as follows:

Approved	836,985,760	votes	equivalent to	99.9987%
Disapproved	10,523	votes	equivalent to	0.0012%
Abstained	13,800	votes		
Voided Ballot	0	votes		

13. RESOLVED THAT the notification "The prohibition of acts that appear to be dominated by Foreigner" (required by law and regulation). Whereas the Company is a licensee under the Notification of NBTC, which is obligated to comply with the terms and conditions of the Notification of NBTC.

The meeting has approved this agenda by simple majority votes of shareholders attending and cast their votes as follows:

Approved	837,004,983	votes	equivalent to	99.9998%
Disapproved	1,500	votes	equivalent to	0.0001%
Abstained	3,600	votes		
Voided Ballot	0	votes		

Please be informed accordingly.

Yours faithfully,

- Signed –

(Mr. Vuthi Asvasermcharoen)
Chief Financial Officer
THAICOM Public Company Limited