- Translation –

TC-CP 003/2018

31 January 2018

Subject: Notification of the Resolutions of the Board of Directors' Meeting No. 2/2018

To: The President
The Stock Exchange of Thailand

Enclosures:
1. Note on the interim dividend payment for performance during the period of 1 January 2018 to 31 January 2018
2. Notification Subject "The prohibition of acts that appear to be dominated by Foreigners" B.E. 2556

The Board of Directors' Meeting of Thaicom Public Company Limited (the "Company") No. 2/2018 held on 31 January 2018 at 14.00 p.m. at Intouch Board Room on 30th Floor, SJ Infinite One Business Complex, No. 349 Vibhavadi-Rangsit Road, Chatuchak, Bangkok, hereby made the following resolutions:

1. Acknowledged the resignation of Mr. Paron Israsena from his positions as Chairman of the Board of Directors and Independent Director, effective from 24 March 2018 onwards. The Company will further hold a Board of Directors meeting for consideration and appointment of a new Chairman of the Board of Directors to fill the vacancy and will inform the Stock Exchange of Thailand and the investors accordingly.

2. Approved the appointment of Mrs. Arthidtaya Sutatam as Director in replacement of Mr. Virasak Kittivat who resigned and to fill the directorship reserved for a representative from the Ministry of Digital Economy and Society (formerly name Ministry of Information and Communication Technology) under the Concession Agreement, effective from 31 January 2018 onwards.

3. Approved the Financial Statements for the year ended on 31 December 2017.

4. Approved proposing to the shareholders' meeting for approval that the Company make no appropriation of the net profit for the year ended 31 December 2017 and no dividend payment for the year 2017 due to the Company's net loss.

5. Approved proposing to the shareholders' meeting for approval the interim dividend payment for performance during the period of 1 January 2018 to 31 January 2018 at the rate of 1.36 Baht per share, totaling approximatly 1,491 million Baht. The Company's performance in this period included the recognition of an estimated profits after deduction of related expenses

Thaicom Public Company Limited
(Company Registration No. 0107536000897)
63/21, Rattanatibet Road
Nonthaburi 11000, Thailand.
www.thaicom.net, www.ipstar.com
Tel. (66 2) 596 5060
Fax. (66 2) 591 0705

amounting to approximately 1,885 million Baht from the sale of all ordinary shares in CS Loxinfo Public Company Limited, a total of 250,099,990 shares, at the price of 7.80 Baht per share. The sale of ordinary shares was completed on 25 January 2018. The details appear in Enclosure 1.

The Record Date for specifying the list of shareholders who are entitled to receive the interim dividend shall be on Thursday, 5 April 2018 and the date of the dividend disbursement will be on Wednesday, 25 April 2018.

6. Approved proposing to the shareholders' meeting for approval the appointment of the following auditors from Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. as the Company's auditors for the fiscal year 2018:

(1)	Mr. Chavala Tienpasertkij	Certified Public Accountant License No. 4301
(2)	Mr. Suphamit Techamontrikul	Certified Public Accountant License No. 3356
(3)	Mr. Permsak Wongpatcharapakorn	Certified Public Accountant License No. 3427

Any of the above auditors can conduct the audit and express an opinion on the Company's financial statements. The audit fee for the year 2018 was fixed at an amount not to exceed 1.86 million Baht.

The appointment of the Company's auditors and their remuneration for the year 2018 had already been considered and agreed upon by the Audit Committee.

7. Approved proposing to the shareholders' meeting for approval the election of directors to replace those retired by rotation in 2018 per the following details:

7.1 The directors retired by rotation are:

7.1.1	Mr. Paron Israsena	Chairman and Independent Director
7.1.2	Prof. Hiran Radeesri	Independent Director
7.1.3	Mr. Kwek Buck Chye	Director
7.1.4	Mr. Anek Pana-Apichon	Director

Mr. Paron Israsena has submitted a letter of resignation from his positions as Chairman of the Board of Directors and Independent Director to the Company, effective from 24 March 2018 onwards and Prof. Hiran Radeesri has informed the Company that he will not seek reappointment as Independent Director.

7.2 The directors proposed for re-election for another term were:

7.2.1	Mr. Kwek Buck Chye	Director
7.2.2	Mr. Anek Pana-Apichon	Director

The re-election of directors for another term had already been considered and agreed upon by the Governance and Nomination Committee.

8. Approved proposing to the shareholders' meeting for approval that directors' remuneration for the year 2018 be in an amount not to exceed 22 million Baht which had already been considered and agreed upon by the Compensation Committee.

9. Approved proposing to the shareholders' meeting for approval the amendment of the Company's Articles of Association, Clause 30 (The Meeting of Shareholders) to align it with the amendment of the Public Limited Company Act B.E. 2535 which was amended by Order of the Head of the National Council for Peace and Order No. 21/2017 on Amendment of Laws to Facilitate the Ease of Doing Business dated 4 April 2017 with details as follows:

Current version

"The Board of Directors shall arrange for an Annual General Meeting of Shareholders within 4 months from the last day of the fiscal year of the Company.

The Meeting of Shareholders other than that in the first paragraph shall be called the Extraordinary Meetings.

The Board of Directors may summon an Extraordinary Meeting of Shareholders whenever the Board thinks appropriate. The shareholders holding shares altogether at not less than one-fifth of the total number of shares sold, or the shareholders of a number not less than twenty-five persons holding shares altogether at not less than one-tenth of the total number of shares sold may submit their names in a letter requesting the Board of Directors to summon an Extraordinary Meeting of Shareholders at any time but they shall give express reasons for such request in the said letter. In such case, the Board of Directors shall arrange for the Meeting of Shareholders to be held within one month from the date of receipt of such request from the shareholders."

Amendment version

"The Board of Directors shall arrange for an Annual General Meeting of Shareholders within 4 months from the last day of the fiscal year of the Company.

The Meeting of Shareholders other than that in the first paragraph shall be called the Extraordinary Meetings.

The Board of Directors may summon an Extraordinary Meeting of Shareholders whenever the Board thinks appropriate. One or more shareholders holding shares altogether at not less than ten (10) percent of the total number of shares sold may submit their names in a letter requesting the Board of Directors to summon an Extraordinary Meeting of Shareholders but they shall give express subjects and reasons for such request in the said letter. In such case, the

Board of Directors shall arrange for the Meeting of Shareholders to be held within forty-five (45) days from the date of receipt of such request from the shareholders.

In case the Board of Directors fails to arrange for the meeting within such period under third paragraph, the shareholders who have subscribed their names or other shareholders holding the required aggregate number of shares may themselves call the meeting within forty-five (45) days as from the date of expiration of the period under third paragraph. In such case, the meeting is deemed to be shareholders' meeting called by the Board of Directors and the Company shall be responsible for necessary expenses as may be incurred in the course of convening such meeting and the Company shall reasonably provide facilitation.

In the case where, at the meeting called by the shareholders under forth paragraph, the number of the shareholders presented does not constitute quorum as prescribed by Article 32, the shareholders under forth paragraph shall jointly compensate the Company for the expenses incurred in arrangements for holding that meeting."

10. Approved proposing to the shareholders' meeting for approval a letter to confirm the prohibition of acts appearing to be dominated by foreigners in compliance with the Notification of the National Broadcasting and Telecommunications Commission (NBTC). The Company is required to propose such a letter to the shareholders' meeting for their consideration and approval before submitting it to the NBTC. The details appear in Enclosure 2.

11. Approved calling the 2018 Annual General Meeting of Shareholders on Wednesday, 28 March 2018 at 14.00 hours at Vibhavadee Ballroom, Lobby Level, Centara Grand at Central Plaza Ladprao, 1695 Phaholyothin Road, Chatuchak, Bangkok. The meeting agenda is as follows:

Agenda Item 1	Matters to be informed;
Agenda Item 2	To consider and adopt the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2017 held on 30 November 2017;
Agenda Item 3	To acknowledge the Company's operating results for the fiscal year 2017;
Agenda Item 4	To consider and approve the Financial Statements of the Company and its subsidiaries for the year ended on 31 December 2017;
Agenda Item 5	To consider and approve no appropriation of the net profit and no dividend payment for the year 2017;
Agenda Item 6	To consider and approve the interim dividend payment for performance during the period of 1 January 2018 to 31 January 2018;
Agenda Item 7	To consider and approve the appointment of the Company's auditors and fix their remuneration for the year 2018;
Agenda Item 8	To consider and approve the appointment of directors to replace those who retire by rotation in 2018;

Agenda Item 9	To consider and approve the remuneration of the Company's directors for the year 2018;
Agenda Item 10	To consider and approve the amendment of the Company's Articles of Association, Clause 30 (The Meeting of Shareholders) to align it with the amendment of the Public Limited Company Act B.E. 2535 (as amended on 4 April 2017)
Agenda Item 11	To consider and approve the prohibition of business domination by foreigners; and
Agenda Item 12	Other matters, (if any).

The Record Date for specifying the list of shareholders who are entitled to attend the 2018 Annual General Meeting of Shareholders shall be on 15 February 2018.

Yours sincerely,

-Signed-

(Ms. Yupapan Panclurbthong)
Vice President of Executive Office and Company Secretary
Thaicom Public Company Limited

Thaicom Public Company Limited
(Company Registration No. 0107536000897)
63/21, Rattanatibet Road
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Enclosure 1

- Translation -

Note on the interim dividend payment for performance during the period of 1 January 2018 to 31 January 2018

As the Extraordinary General Shareholders Meeting No. 1/2017 of Thaicom Public Company Limited (the "Company") held on 30 November 2017 and the Extraordinary General Meeting of Shareholders No. 1/2017 of DTV Service Company Limited ("DTV") held on 1 December 2017 have passed resolutions to approve the sale of all ordinary shares in CS Loxinfo Public Company Limited ("CSL") by DTV, a 99.99% owned subsidiary of the Company, amounting to 250,099,990 shares, or 42.07 percent of the total issued and paid-up shares of CSL, to Advanced Wireless Network Co., Ltd. ("AWN"), at the price of 7.80 Baht per share, totaling 1,950.78 million Baht. The sale of the ordinary shares of CSL shall commence upon the making of the Conditional Voluntary Tender Offer by AWN and be completed on 25 January 2018.

On 31 January 2018, the Board of Directors' Meeting No. 2/2018 passed a resolution to approve and propose to the 2018 Annual General Meeting of Shareholders for approval an interim dividend payment for performance during the period of 1 January 2018 to 31 January 2018 in the rate of 1.36 per share for the Company's issued and paid-up capital of 1,096,066,640 shares, amounting to approximately 1,491 million Baht. After recognized an estimated profit after deduction of related expenses amounting to approximately 1,885 million Baht from the sale of CSL's ordinary shares on 25 January 2018, and taking into account the Company's net profit, the Company is able to pay an interim dividend to shareholders, and the Board of Directors' Meeting has approved to propose to the 2018 Annual General Meeting of Shareholders to consider and approve said interim dividend.

Enclosure 2

- Translation -

Notification
Thaicom Public company Limited
Subject "The prohibition of acts that appear to be dominated by Foreigner"
B.E. 2556

The National Broadcasting and Telecommunications Commission (NBTC) established the Notification Subject: The prohibition of acts that appear to be dominated by Foreigner B.E. 2555 (the Notification) applies for Telecom licensee who operates a telecommunications network with its own and for Telecom licensee that shall be prohibited by the rules, criteria and procedures set forth in this notification with the approval of Shareholders Meeting.

With the approval of the 2013 Annual General Meeting of Shareholders on 28 March 2013, Thaicom Public company Limited defined "The prohibition of acts that appear to be dominated by Foreigner" to ensure that no business takeover by foreigners which listed the prohibitions as below:

1. Do not dominate by Foreigner or agent by holding shares, whether direct or indirect for avoidable to this Notification; or
2. Do not dominate by holding shares by own Foreigner or agent provided that the said shares have the privilege more than actual shares held in voting in shareholders meeting or shares held by Thai shareholders; or
3. Do not dominate by Foreigner who has authority, control or influence, whether direct or indirect to regulate the policy, the management, operation, and appointment of directors or top executive Top executive means Chairman of the Board of Directors, Managing Director, director, Chief Finance Officer, Head of purchasing function or any other person who has authority of influence on the management or operation of telecommunication of THAICOM Public Limited Company; or
4. Do not dominate by legal binding with source of fund or loan from Foreigner or affiliate such as loan guarantee, offering interest rate that lower that market rat, business risk insurance or granting credit in discriminatory manner; or
5. Do not dominate by the Intellectual Property Contract or the Franchise Contract or the exclusive rights contract made with Foreigner or affiliate on consequence of transfer of expense and benefit to Foreigner; or
6. Do not dominate by purchasing contract or employment contract in management made with Foreigner or affiliate or employee or staff of Foreigner or affiliate on consequence of transfer of expense and benefit to Foreigner; or
7. Do not dominate by Joint Venture with Foreigner or affiliate by sharing the operating costs on consequence of transfer of expense and benefit to Foreigner; or

8. Do not dominate by transaction of pricing transfer or pricing collusion with Foreigner or affiliate.

This Notification is effective from 28 March 2013

(Mr. Paron Israsena)
Chairman of the Board of Directors
Thaicom Public Company Limited