Annual General Meeting of Shareholders 2014
THAICOM Public Company Limited

27 March 2014

THAICOM PLC. Proprietary & Confidential

BOARD OF DIRECTORS
THAICOM PUBLIC COMPANY LIMITED

THAICOM PLC. Proprietary & Confidential

BOARD OF DIRECTORS



BOARD OF DIRECTORS

Mr. Paron Israsena



Chairman of the Board of Directors and Independent Director

BOARD OF DIRECTORS

Professor Hiran Radeesri



Chairman of the Audit Committee and Independent Director

BOARD OF DIRECTORS

Mrs. Charintorn Vongspootorn



- Independent Director
- Member of the Audit Committee
- Chairman of the Governance and Nomination Committee
- Chairman of the Remuneration Committee

BOARD OF DIRECTORS

Assoc. Prof. Samrieng Mekkriengkrai



- Independent Director
- Member of the Audit Committee
- Member of the Governance and Nomination Committee
- Member of the Remuneration Committee

BOARD OF DIRECTORS

Mr. Somprasong Boonyachai



- Director
- Member of the Governance and Nomination Committee
- Member of the Remuneration Committee

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BOARD OF DIRECTORS

Mrs. Suphajee Suthumpun



- Director
- Chairman of the Executive Committee
- Chief Executive Committee

THAICOM PLC. Proprietary & Confidential

BOARD OF DIRECTORS

Mr. Anek Pana-Apichon



- Director
- Member of the Executive Committee

BOARD OF DIRECTORS

Mr. Yong Lum Sung



- Director
- Member of the Executive Committee

Annual General Meeting of Shareholders 2014
THAICOM Public Company Limited

27 March 2014

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Agenda No. 1

Matters to be informed

Agenda No. 2

To consider and adopt the Minutes of the Annual General Meeting of Shareholders for the Year 2013, held on 28 March 2013

Agenda No. 2 To consider and adopt the Minutes of the AGM 2013, held on 28 March 2013

The minutes of the Annual General Meeting of Shareholders for the year 2012 were prepared and sent to the Stock Exchange of Thailand within 14 days of the meeting. The details were publicity disclosed on the Company's website, www.thaicom.net and submitted to the Ministry of Commerce within the period required by Law.

The Company had already distributed the copy of the Minutes of Meeting to Shareholders as details appeared in *Enclosure 1* of the invitation letter for this meeting.

Agenda No. 2 To consider and adopt the Minutes of the AGM 2013, held on 28 March 2013

Voting: The resolution must be passed by a majority of the shareholders who attend the meeting and cast their votes.

Agenda No. 3

To acknowledge the Board of Directors' report on the Company's operating results for the fiscal year 2013





Agenda

- Key Achievements 2013
- Financial Highlights
- Industry Outlook
- Moving Forward





Key Achievements 2013

Thaicom-6 Launch Success!







- *Thaicom-6 successfully launched on 6 January 2014 from Cape Canaveral, Florida, USA*

Conventional Highlights



- Interim capacity @78.5E provided services in advance of the launch of Thaicom-6, since Aug 2013
  - ✓ Served our customers' requirements
  - ✓ Generated additional revenues



- Number of satellite TV channels on THAICOM satellites @78.5E increased from 465 channels in 2012 to 641 channels in 2013
  - ✓ 74 High Definition (HD) channels

IPSTAR Highlights



- Additional IPSTAR bandwidth commercialized
  - ✓ Thailand's TOT took up the rest of capacity
  - ✓ A major breakthrough into China market (24% of total capacity)
  - ✓ Additional bandwidth utilization from Australia, India and Indonesia



- Committed bandwidth utilization reached 53%

End-to-End Solutions



- Signed a contract with Kantana for the Digital Cinema Package (DCP) delivery via satellite project, first in Asia-Pacific



- Provided mobility communications solution to H.T.M.S. Krabi



- Provided Satcom-on-the-Move (SOTM) equipment to TRUE



- Provided 3G Backhaul solution to AIS

Partnership Empowerment

- Signed a Cooperation Framework Agreement with Gilat (Israel) to provide integrated platform solutions on IPSTAR across Asia-Pacific



- Signed MOU with Global Eagle to offer In-flight Connectivity (IFC) Services

- Collaborated with Kasetsart University to develop Satcom-on-the-Move (SOTM) solutions

Delivering Thai Excellence Abroad

- Investment in Orion Satellite Systems

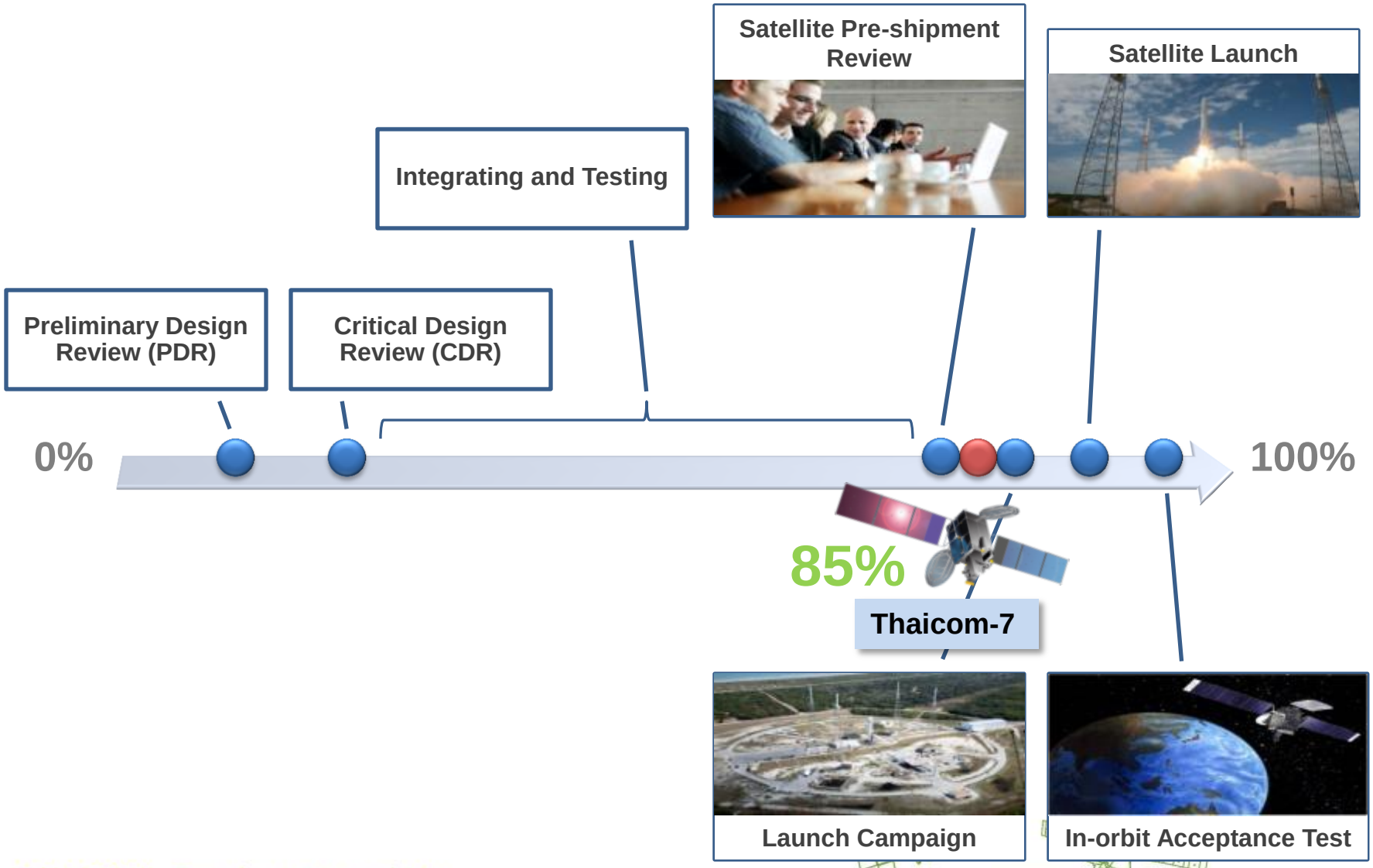
  7 February 2014 by IPSTAR Australia
  Investment cost AUD 5.96 million



- ✓ One of the top 10 VSAT service providers in Australia
- ✓ Support IPSTAR's expansion strategy to Corporate segment
- ✓ Annually contribute AUD 7-10 million revenue and better profit margin to IPSTAR Australia



Progress of the New Satellite Program



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2013 performances of other businesses

Internet and Media Business		Telephone Business
DTV	CS LOXINFO	LAO TELECOM / Lao Telecom
• *Launched "Digital TV" solution for corporate customers, to provide services to Hotel and Condominium residents* • *74 HDTV channels broadcast on Thaicom satellites at 78.5 degrees East*	• *CS Loxinfo continued to grow as an ICT one-stop-service provider, with Cloud Computing as main strategy*	• *Retained leadership in mobile phone market with 42.4% market share* • *Turnaround performance growth on total revenue, Driven by Data business with 14% of total revenue*

2013 Awards and Distinctions

Thai Institute of Directors

2013 Board of the Year Award



SPACENEWS

Top Fixed Satellite Service Operators | A Breakout Year: Thaicom



FinanceAsia

Thailand's…

- 1 — Best Mid-Cap Company
- 1 — Best CEO
- 6 — Best CSR

A new component in the SET50 Index

SET
The Stock Exchange of Thailand

Corporate Governance Score

THAICOM
Excellent CG Scoring 2013

BBB+ with Positive outlook

TRIS RATING

Financial Highlights



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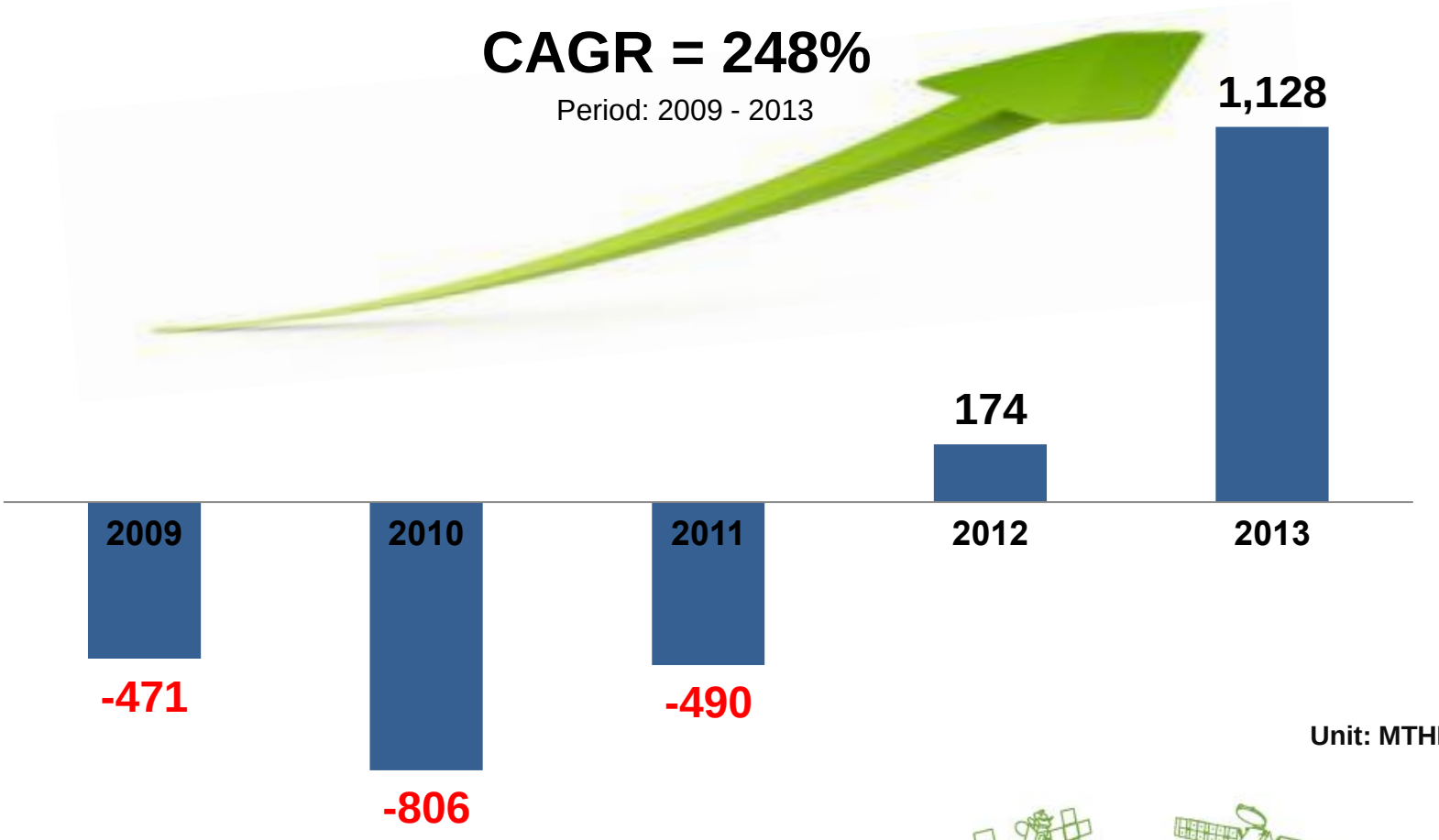
Strong Growth of Consolidated Net Profit



Share Price Performance: Y2013



THCOM ↑ 75.32%

Share price: 40.50 Baht

Market Cap: 44.38 Billion Baht

SET ↓ -6.70%

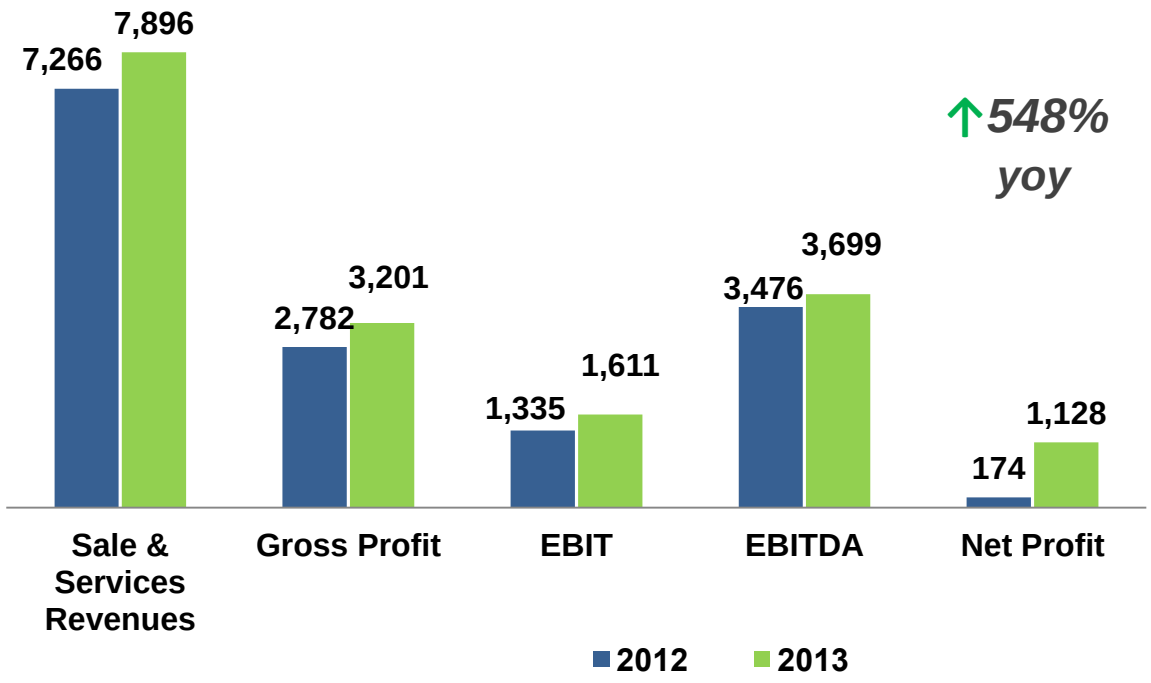
SET Index: 1,298.71

Source: Thomson Reuters

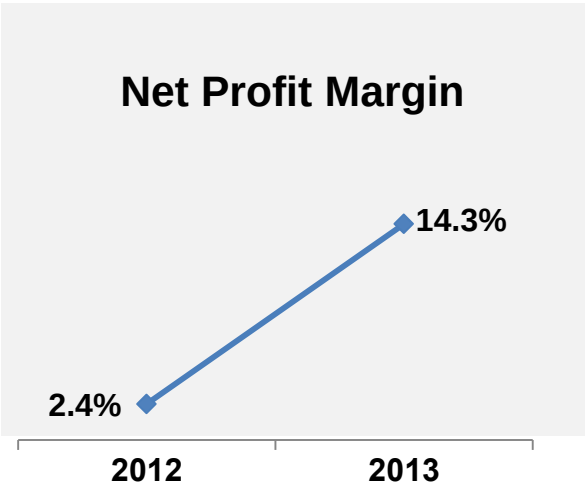
Bottom line grew significantly from satellite performance

Key Financial Highlights (Consolidated.) :MTHB

↑*8.7% yoy*

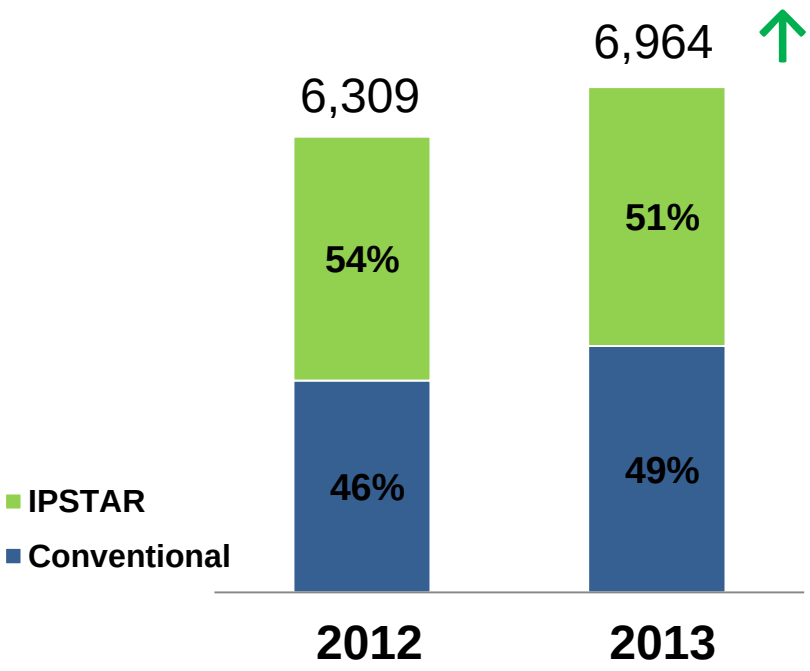


- Satellite contributed 88% of total consolidated revenues



Satellite performance grew 10.4%

Satellite revenues :MTHB

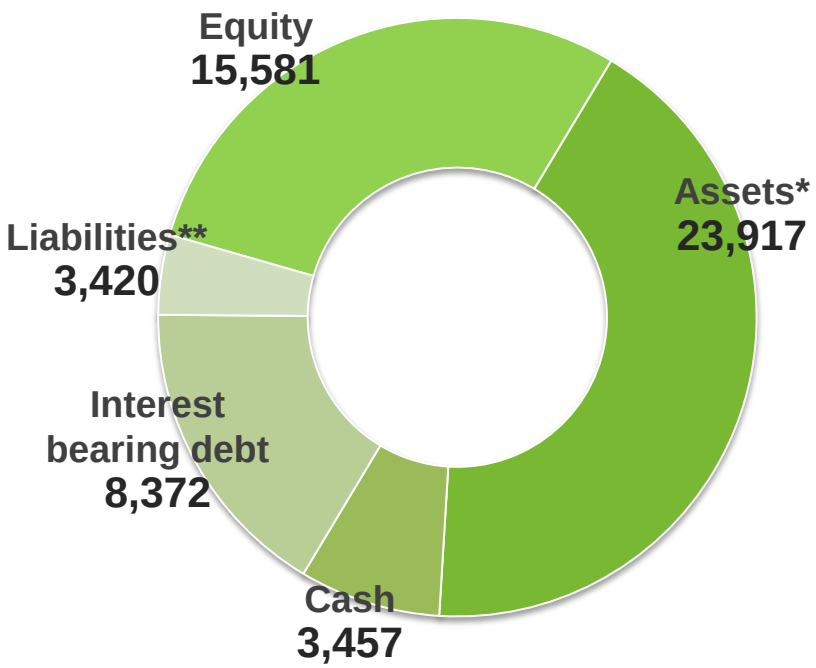


- Additional IPSTAR bandwidth usage from Australia, China, India, Indonesia and Thailand increased IPSTAR service revenues 9% yoy
- Interim capacity boosts conventional revenues 18% yoy

Financial position remains good on continuing strong operational performance

D/E Ratio at 0.54x

Unit: MTHB



2013 end with strong cash balance

Consolidated CF	2012	2013
CF from Operating	3,451	4,299
CF from Investing	(2,019)	(4,435)
CF from Financing	(2,228)	225
Cash Ending	2,057	2,152

** Exclude Cash and Short-term Investment*
*** Exclude Interest-Bearing Debt*

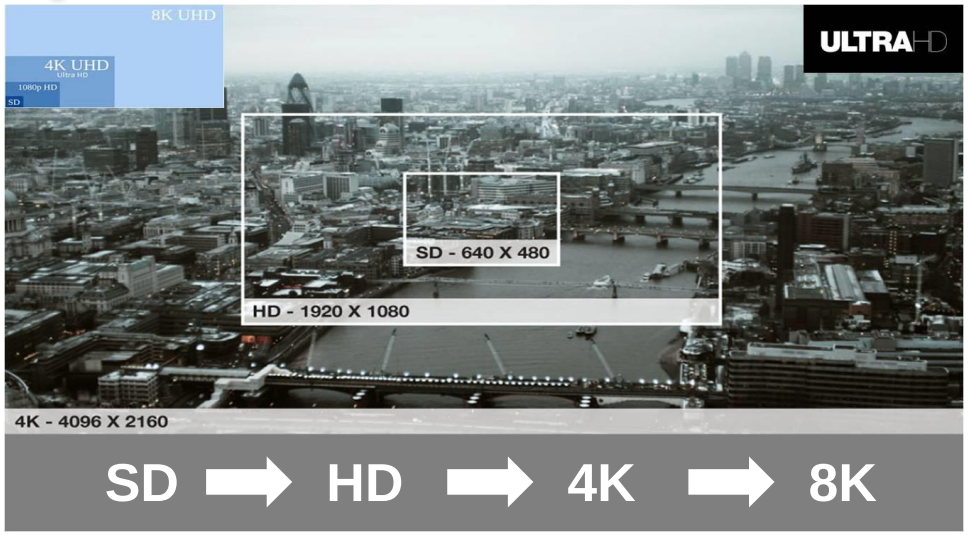
Industry Outlook



Global Industry Trend:

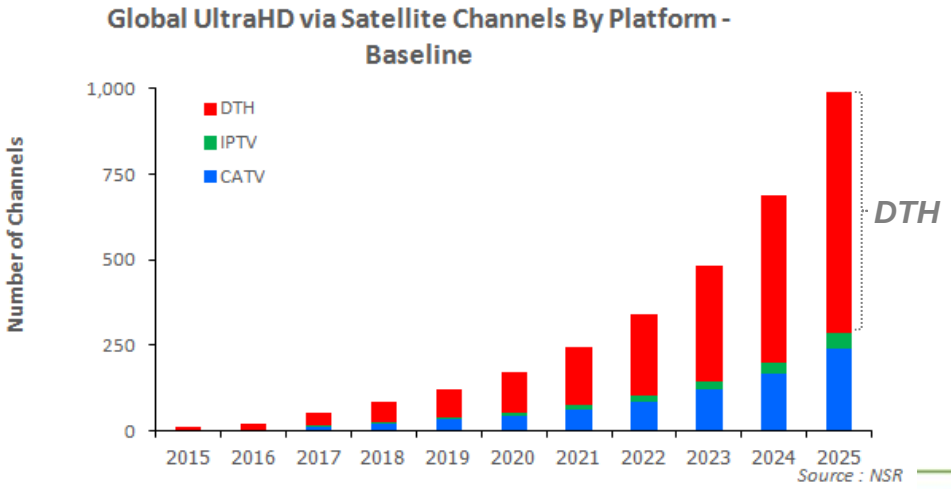
Higher Bandwidth Required for Broadcast Services

Higher Broadcast Resolution



- ✓ Lower TV/IRD costs
- ✓ More households
- ✓ Higher resolution
- ✓ More channels
- ✓ More bandwidth

FIFA WORLD CUP Brasil

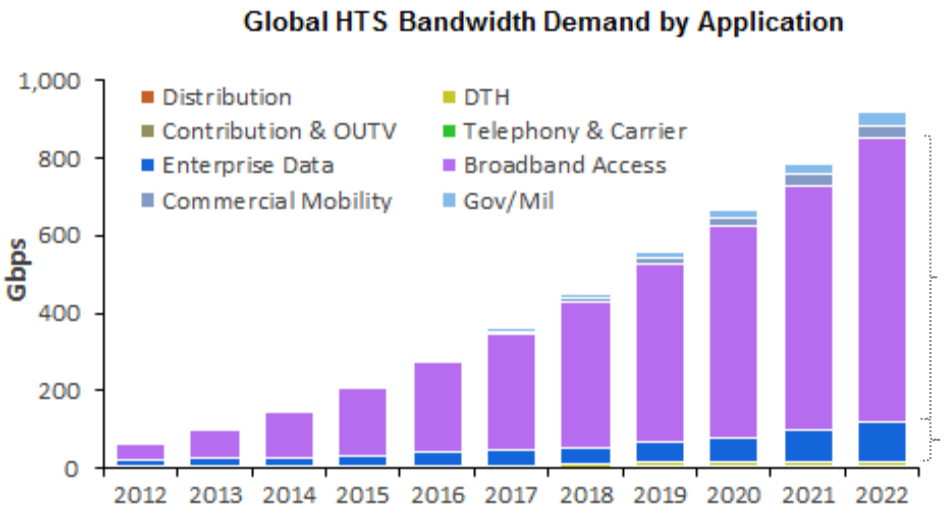




Source: www.ultrahdtv.net, strategy analytics

Global Industry Trend:

Exponential Growth in Broadband Services



Source: NSR

- ✓ More subscribers
- ✓ More data consumption
- ✓ More backhaul/offloading
- ✓ Mobility requirements
- ✓ Business continuity concerns
- ✓ More bandwidth

Mobility Services:



More Data Consumption



Source: Cisco VNI, 2013
The percentages within parenthesis next to the legend denote the relative traffic shares in 2012 and 2017.

Business Continuity & Resiliency



Domestic Industry Trend:

Digital Terrestrial Television (DTT)
to be the baseline infrastructure for broadcasting in Thailand



Satellite TV to provide additional Free and Pay channels
DTT and Satellite TV to compliment each other

Digital Terrestrial Television…

from Day 1 there are **few viewers.**



MUST CARRY via Satellite is the answer!





= **70%** of total TV Households

Moving Forward



The Journey's Just Begun…

THAICOM







Profit Turn Around

2011

NBNCo Bringing broadband to life

MEASAT

HD

TC-6

In Pursuit of Growth

2012

中国电信 CHINA TELECOM

NTT docomo

KDDI

SYNERTONE

eAccess Broadband services

AFRICOM-1™

SoftBank

TC-7

Sustainable & Profitable Growth

2013

Excellent CG Scoring 2013

Gilat

SYNERTONE

TOT

ROW 44

Kantana

SOLUTION

THAICOM...Revolves Around You

…2014 New Frontiers





NEW BIRDS

COMMUNICATION AND ENTERTAINMENT DELIVERED DAILY THROUGH THAICOM SATELLITES

NEW TERRITORY

GROWING OPPORTUNITIES, MOVING FORWARD





NEW PARTNERSHIPS

PARTNERING WITH INTERNATIONAL COMPANIES IN ENHANCING SERVICE OFFERINGS TAILORED FOR DIFFERENT NEEDS



NEW SOLUTIONS

INNOVATION DRIVEN SOLUTIONS FOR UNLIMITED GROWTH



NEW PRIDE

A MISSION OF WHICH TO BE PROUD THAT TURNED A NEW PAGE IN HISTORY OF TRUE UNLIMITED COMMUNICATIONS



NEW CONTRIBUTIONS

CREATING SHARED VALUE FOR SOCIETY



2014 NEW FRONTIERS

to be a Leading Asian Satellite Operator

Agenda No. 4

To consider and approve Financial Statements of the Company and its Subsidiaries for ended 31 December 2013

Financial Statements and the report of the Independent Auditor

Independent Auditor's Report

- Unqualified report have been issued on 13 February 2014.
- Based on KPMG audit, financial statements is prepared, in all material respects, in accordance with Thai Financial Reporting Standards.

Statements of income

Unit : Thousand Baht	Consolidated FS			Separate FS		
	31 Dec 13	31 Dec 12	% Inc(Dec)	31 Dec 13	31 Dec 12	% Inc(Dec)
Continuing operations						
Income						
Revenues from sale of goods and rendering of services	7,895,858	7,265,913	9%	5,743,113	5,086,117	13%
Net foreign exchange gain	-	19,576	(100%)	-	25,750	(100%)
Other income	195,759	106,108	84%	654,250	600,803	9%
Total income	**8,091,617**	**7,391,597**	**9%**	**6,397,363**	**5,712,670**	**12%**
Expenses						
Cost of sale of goods and rendering of services	3,868,470	3,737,776	3%	3,021,664	2,828,605	7%
Operating agreements fee	826,537	746,595	11%	826,507	746,595	11%
Selling expenses	200,463	141,217	42%	187,060	72,751	157%
Administrative expenses	1,261,873	1,247,151	1%	751,792	653,438	15%
Directors and management benefit expenses	76,184	59,098	29%	76,184	59,098	29%
Net foreign exchange loss	269,838	-	100%	313,332	-	100%
Impairment losses on non-current assets held for sale	-	175,273	(100%)	-	-	-
Finance costs	265,143	419,779	(37%)	242,448	392,317	(38%)
Total expenses	**6,768,508**	**6,526,889**	**4%**	**5,418,987**	**4,752,804**	**14%**
Share of profit of associate	194,509	164,103	19%	-	-	-
Profit before income tax expense from continuing operations	**1,517,618**	**1,028,811**	**48%**	**978,376**	**959,866**	**2%**
Income tax expense	338,854	346,508	(2%)	176,688	173,876	2%
Profit from continuing operations	**1,178,764**	**682,303**	**73%**	**801,688**	**785,990**	**2%**
Discontinued operation						
Loss from discontinued operation, net of income tax	(51,142)	(508,403)	(90%)	-	-	-
Profit for the year	**1,127,622**	**173,900**	**548%**	**801,688**	**785,990**	**2%**
Profit attributable to:						
Owner of the Company	1,127,622	173,900	548%	801,688	785,990	2%
Profit for the year	**1,127,622**	**173,900**	**548%**	**801,688**	**785,990**	**2%**

Statements of comprehensive income

Unit : Thousand Baht	Consolidated FS			Separate FS		
	31 Dec 13	31 Dec 12	% Inc(Dec)	31 Dec 13	31 Dec 12	% Inc(Dec)
Profit for the year	**1,127,622**	**173,900**	**548%**	**801,688**	**785,990**	**2%**
Other comprehensive income						
Foreign currency translation differences foreign operations	87,607	(8,741)	1,102%	-	-	-
Changes in fair value of available-for-sale investments	563,663	-	100%	-	-	-
Defined benefit plan actuarial losses	-	(107,204)	(100%)	-	(51,179)	(100%)
Share of other comprehensive loss of associate	-	(17,544)	(100%)	-	-	-
Income tax on other comprehensive income	-	21,566	(100%)	-	10,235	(100%)
Other comprehensive income for the year, net of income tax	**651,270**	**(111,923)**	**682%**	**-**	**(40,944)**	**(100%)**
Total comprehensive income for the year	**1,778,892**	**61,977**	**2,770%**	**801,688**	**745,046**	**8%**
Total comprehensive income attributable to:						
Owners of the Company	1,776,339	63,217	2,710%	801,688	745,046	8%
Non-controlling interests	2,553	(1,240)	306%	-	-	-
Total comprehensive income for the year	**1,778,892**	**61,977**	**2,770%**	**801,688**	**745,046**	**8%**

Statements of financial position

Unit : Thousand Baht	Consolidated FS			Separate FS		
	31 Dec 13	31 Dec 12	% Inc(Dec)	31 Dec 13	31 Dec 12	% Inc(Dec)
Current assets						
Cash and cash equivalents	2,152,258	2,057,410	5%	740,070	660,379	12%
Current investments	1,305,171	210,212	521%	1,305,171	210,212	521%
Trade and other accounts receivable	1,421,957	1,177,620	21%	1,025,434	871,469	18%
Inventories	251,541	327,798	(23%)	135,683	183,982	(26%)
Other current assets	293,153	214,634	37%	607,440	469,551	29%
Non-current assets held for abandonment	-	1,769,144	(100%)	-	-	0%
Total current assets	**5,424,080**	**5,756,818**	**(6%)**	**3,813,798**	**2,395,593**	**59%**
Non-current assets						
PPE & PPE under operating agreement	18,205,064	17,128,399	6%	16,578,731	15,451,789	7%
Other non-current assets	3,744,909	2,873,206	30%	4,334,850	3,961,585	9%
Total non-current assets	**21,949,973**	**20,001,605**	**10%**	**20,913,581**	**19,413,374**	**8%**
Total assets	**27,374,053**	**25,758,423**	**6%**	**24,727,379**	**21,808,967**	**13%**

Statements of financial position(Cont.)

Unit : Thousand Baht	Consolidated FS			Separate FS		
	31 Dec 13	31 Dec 12	% Inc(Dec)	31 Dec 13	31 Dec 12	% Inc(Dec)
Current liabilities						
Trade and other accounts payable	719,628	804,050	(10%)	474,605	481,938	(2%)
Accounts payable - property and equipment	547,709	48,014	1,041%	524,222	30,220	1,635%
Current portion of long-term loans	4,343,759	115,391	3,664%	4,269,098	6,315	67,503%
Advance receipts from customers	931,770	526,259	77%	822,681	369,893	122%
Other current liabilities	517,035	537,618	(4%)	650,198	369,663	76%
Liabilities of non-current assets classified as held for abandonment	-	1,769,144	(100%)	-	-	0%
Total current liabilities	**7,059,901**	**3,800,476**	**86%**	**6,740,804**	**1,258,029**	**436%**
Non-current liabilities						
Long-term loans	4,028,345	7,045,724	(43%)	3,966,805	6,905,845	(43%)
Other non-current liabilities	704,344	673,708	5%	539,957	531,024	2%
Total non-current liabilities	**4,732,689**	**7,719,432**	**(39%)**	**4,506,762**	**7,436,869**	**(39%)**
Total liabilities	**11,792,590**	**11,519,908**	**2%**	**11,247,566**	**8,694,898**	**29%**
Equity						
Paid-up share capital and premium	9,781,677	9,781,677	0%	9,781,677	9,781,677	0%
Retained earnings						
Appropriated						
Legal reserve	493,237	453,153	9%	493,237	453,153	9%
Othetr reserve-share-base payment	2,432	-	100%	2,432	-	100%
Unappropriated	4,413,069	3,763,907	17%	3,202,467	2,879,239	11%
Other components of equity	852,657	203,939	318%	-	-	0%
Equity attributable to owners of the Company	**15,543,072**	**14,202,676**	**9%**	**13,479,813**	**13,114,069**	**3%**
Non-controlling interests	38,391	35,839	7%	-	-	0%
Total equity	**15,581,463**	**14,238,515**	**9%**	**13,479,813**	**13,114,069**	**3%**
Total liabilities and equity	**27,374,053**	**25,758,423**	**6%**	**24,727,379**	**21,808,967**	**13%**

Statements of cash flow

Unit: Thousand Baht	Consolidated FS			Separate FS		
	31 Dec 13	31 Dec 12	% Inc(Dec)	31 Dec 13	31 Dec 12	% Inc(Dec)
Cash flows from operating activities						
Profit for the period	1,127,622	173,900	548%	801,688	785,990	2%
Adjustments for non cash items	2,803,982	3,260,758	(14%)	1,989,176	1,814,101	10%
	3,931,604	**3,434,658**	**14%**	**2,790,864**	**2,600,091**	**7%**
Changes in operating assets and liabilities	20,738	17,137	21%	416,410	826,739	(50%)
Net cash provided by operating activities	**3,952,342**	**3,451,795**	**15%**	**3,207,274**	**3,426,830**	**(6%)**
Cash flows from investing activities						
Payment for property and equipment	(3,014,059)	(1,928,101)	56%	(2,740,958)	(1,749,832)	57%
Net cash outflow on acquisition of subsidiary	-	-	0%	(32,733)	(971,818)	(97%)
Others	(1,074,546)	(91,078)	1,080%	(726,775)	210,776	(445%)
Net cash used in investing activities	**(4,088,605)**	**(2,019,179)**	**102%**	**(3,500,466)**	**(2,510,874)**	**39%**
Cash flows from financing activities						
Dividends paid to owners of the Company	(438,375)	-	100%	(438,375)	-	100%
Proceeds from borrowings	1,091,766	1,678,435	(35%)	1,043,767	1,620,837	(36%)
Repayments of long-term borrowings	(176,761)	(3,467,879)	(95%)	(6,891)	(3,307,163)	(100%)
Interest paid	(251,600)	(438,834)	(43%)	(231,699)	(394,601)	(41%)
Net cash from (used in) financing activities	**225,030**	**(2,228,279)**	**(110%)**	**366,802**	**(2,080,927)**	**(118%)**
Net increase in cash and cash equivalents	**88,767**	**(795,663)**	**111%**	**73,610**	**(1,164,971)**	**106%**
Cash and cash equivalents at beginning of year	2,057,410	2,865,910	(28%)	660,379	1,826,977	(64%)
Effect of non-current assets classified as held for sale	-	(11,210)	(100%)	-	-	0%
Effect of exchange rate changes on balances held in foreign currencies	6,081	(1,627)	474%	6,081	(1,627)	474%
Cash and cash equivalents at end of year	**2,152,258**	**2,057,410**	**5%**	**740,070**	**660,379**	**12%**

Agenda No. 4 To consider and approve Financial Statements of the Company and its Subsidiaries for ended 31 December 2013

<u>Voting</u>: The resolution must be passed by a majority of the shareholders who attend the meeting and cast their votes.

Agenda No. 5

To consider and approve the appropriation of the net profit for the year 2013 and approve the dividend payments

Rationale for consideration

Details of the Dividend Payment	2013
Net Profit on separate financial statements (Million Baht)	**802**
Less Legal reserve 5% of Net Profit* (Million Baht)	**40**
Net Profit after legal reserve (Million Baht)	**762**
Number of shares (Million Shares)	**1,096**
Total Dividend per share (Baht/share)	**0.45**
Total dividend payment approximately (Million Baht)	**493**
Dividend Payout Ratio (%)	**62%**

- **The Company has a policy to pay dividend of not less than 40%**

*** The Public Limited Companies Act, section 116**

Board's Opinion

- Legal reserve 5% of net profit year 2013 is equal to 40,084,415 Baht
- Dividend payment from net profit after deduction of legal reserve at Baht 0.45 per share, totaling approximately 493 Million Baht
- The Board has proposed dividend payment to shareholders' meeting for consideration and approval



To consider and approve the appropriation of the net profit

- Dividend payment for 2013 operating results after 5% legal reserve deduction is Baht 0.45 per share, totaling approximately 493 Million Baht

Agenda No. 5 To consider and approve the appropriation of the net profit for the year 2013 and approve the dividend payments

Voting: The resolution must be passed by a majority of the shareholders who attend the meeting and cast their votes.

Agenda No. 6

To consider and approve the appointment of the Company's auditors and fix their remuneration for the year 2014

Approve the appointment of the Company's auditors and their remuneration for the Y2014

- According to the Section 120 of the Public Limited Companies Act, B.E.2535, the appointment of the Company's external auditors and the audit fees must be approved at the annual general meeting of shareholders.

- In addition, a notification from the Securities and Exchange Commission Thailand limits the appointment of an individual external auditors (but not the audit firm) of listed companies to no more than five consecutive one-year terms.

Approve the appointment of the Company's auditors and their remuneration for the Y2014

- The name list of auditors from the KPMG Phoomchai Audit Limited is as follows:

1. Mr. Supot Singhasaneh	CPA (Thailand) 2826	2nd years auditor of the Company
2. Ms. Somboon Supasiripinyo	CPA (Thailand) 3731	Never been auditor of the Company
3. Mr. Charoen Phosamritlert	CPA (Thailand) 4068	Never been auditor of the Company

Anyone of the above auditors can conduct the audit and express an opinion as to the financial statements of the Company.

- Audit fee of the Company for the year 2014 be fixed at not more than Baht 1,860,000 which lower than Y2013 at Baht 398,000.

Refer : Auditors' profile are shown in Enclosure 3.

Agenda No. 6 To consider and approve the appointment of the Company's auditors and fix their remuneration for the year 2014

Voting: The resolution must be passed by a majority of the shareholders who attend the meeting and case their votes.





Agenda No. 7

To consider and approve the election of Directors to replace those retiring rotation in 2014

Agenda No.7 To consider and approve the election of Directors to replace those retiring rotation in 2014

- According to the Public Limited Companies Act B.E. 2535 and Clause 18 of the Company's Articles of Association, one-third of all directors must retire by rotation on the date of each Annual General Meeting of the Shareholders. The three directors listed below are due to retire by rotation in 2014.

  1. Mrs.Suphajee Suthumpun
  2. Mrs. Charintorn Vongspootorn
  3. Associate Professor Samrieng Mekkriengkrai

- Details of each director's background and qualification are provided in *Enclosure 4*
- To approve this agenda, a resolution must be passed by a majority of the shareholders who attend the meeting and cast their votes.

Agenda No.7 To consider and approve the election of Directors to replace those retiring rotation in 2014

The Curriculum Vitae of Director who retire by rotation



Name – Surname	Mrs. Suphajee Suthumpun
Age	49 years
Current Position	Director Chairman of the Executive Committee Chief Executive Officer
Shareholding	-None-
Family Relation with other Executive	-None-
Highest Education	Master Degree in MBA, International Finance and International Accounting, Northrop University, USA

Agenda No.7 To consider and approve the election of Directors to replace those retiring rotation in 2014

The Curriculum Vitae of Director who retire by rotation

(cont' Mrs. Suphajee Suthumpun)

Training Program	DCP: Directors Certification Program Class 89/2550
	CMA: Executive Program Capital Market Academy Class 16
	Thammasat Leadership Program Class 1
Experiences (briefly)	
2012 – Present	Chairman of the Executive Committee, Thaicom Plc.
2011 – Present	Member of the Executive Committee, Member of the Strategic and Organizational Review Committee and Chairman of the Media & New Business, Shin Corporation Plc.
	Director and Chief Executive Officer, Thaicom Plc.

Agenda No.7 To consider and approve the election of Directors to replace those retiring rotation in 2014

The Curriculum Vitae of Director who retire by rotation

(cont' Mrs. Suphajee Suthumpun)

Experiences /cont'	Director, Chairman of the Executive Committee, Chairman of the Remuneration Committee, and Chairman of the Nomination and CG Committee, CS Loxinfo Plc. Member of the Executive Committee, Advanced Info Service Plc.
Year of Directorship	2 years and 7 months counting until the date of 2014 Annual General Meeting of Shareholders
Legal Dispute during the past 10 years	-None-
Attendance of the Meeting during the year 2013	AGM 2013: attended 1/1 times The Board of Directors Meeting: attended 20/20 times The Executive Committee Meeting: attended 18/18 times

Agenda No.7 To consider and approve the election of Directors to replace those retiring rotation in 2014

The Curriculum Vitae of Director who retire by rotation



Name – Surname	Mrs.Charintorn Vongspootorn
Age	67 years
Current Position	Independent Director Member of the Audit Committee Chairman of the Governance and – Nomination Committee Chairman of the Compensation Committee
Shareholding	-None-
Family Relation with other Executive	-None-
Highest Education	Master of Business Administration, Creighton University, USA

Agenda No.7 To consider and approve the election of Directors to replace those retiring rotation in 2014

The Curriculum Vitae of Director who retire by rotation

(cont' Mrs. Charintorn Vongpootorn)

Training Program	MFM: Monitoring Fraud Risk Management Class 2/2553
	ACP: Advance Committee Programs Year 2553
	RCC: Role of the Compensation Committee Class 6/2511
	MIA: Monitoring the Internal Audit Function Class 2/2551
	MIR: Monitoring the System of Internal Control and Risk Management Class 2/2550
	MFR: Monitoring the Quality of Financial Reporting Class 5/2550
	DCP: Directors Certification Program Class 8/2544
Experiences (briefly)	
2013 - Present	Advisor of Chief executive Officer, SEAMICO Securities Co., Ltd.
1999-Present	Independent Director and Member of the Audit Committee, Thaicom Plc.

Agenda No.7 To consider and approve the election of Directors to replace those retiring rotation in 2014

The Curriculum Vitae of Director who retire by rotation

(cont' Mrs. Charintorn Vongpootorn)

Year of Directorship	14 years and 3months counting until the date of 2014 Annual General Meeting of Shareholders
Legal Dispute during the past 10 years	-None-
Attendance of the Meeting during the year 2013	AGM 2013: attended 1/1 times The Board of Directors Meeting: attended 20/20 times The Audit Committee Meeting: attended 17/17 times The Governance and Nomination Committee Meeting: attended 4/4 times The Compensation Committee Meeting: attended 5/5 times

Agenda No.7 To consider and approve the election of Directors to replace those retiring rotation in 2014

The Curriculum Vitae of Director who retire by rotation



Name – Surname	Associate Professors Samrieng Mekkriengkrai
Age	60 years
Current Position	Independent Director Member of the Audit Committee Member of the Governance and – Nomination Committee Member of the Compensation Committee
Shareholding	-None-
Family Relation with other Executive	-None-
Highest Education	Master of Laws (LL.M.), University of Miami, USA

Agenda No.7 To consider and approve the election of Directors to replace those retiring rotation in 2014

The Curriculum Vitae of Director who retire by rotation

(cont' Associate Professors Samrieng Mekkriengkrai)

Training Program	FSD: Financial Statement for Directors Class 9/2553
	MFM: Monitoring Fraud Risk Management Class 2/2553
	ACP: Audit Committee Program Class 20/2550
	DCP: Directors Certification Program Class 96/2550
Experiences (briefly)	
2012 – Present	Independent Directors, Unique Engineering and Construction Plc.
2007 – Present	Independent Director and Member of Audit Committee, Thaicom Plc.
1990 – Present	Researcher of Law and Organization, Chulalongkorn University
1975 - Present	Associated Professor Level 9, Faculty of Laws, Chulalongkorn University

Agenda No.7 To consider and approve the election of Directors to replace those retiring rotation in 2014

The Curriculum Vitae of Director who retire by rotation

(cont' Associate Professors Samrieng Mekkriengkrai)

Year of Directorship	6 years and 7 months counting until the date of 2014 Annual General Meeting of Shareholders
Legal Dispute during the past 10 years	-None-
Attendance of the Meeting during the year 2013	AGM 2013: attended 1/1 times The Board of Directors Meeting: attended 20/20 times The Audit Committee Meeting: attended 17/17times The Governance and Nomination Committee Meeting: attended 4/4 times The Compensation Committee Meeting: attended 5/5 times

Agenda No. 7 To consider and approve the election of Directors to replace those retiring rotation in 2014

Voting: The resolution must be passed by a majority of the shareholders who attend the meeting and cast their votes.

Agenda No. 8

To consider and approve the remuneration of the Company's Directors for the year 2014

Agenda No. 8 To consider and approve the remuneration of the Company's Directors for the year 2014

The Compensation Committee has carefully considered the Directors' remuneration and concluded it is equitable with the market and industry standards, and commensurate with each member's responsibility and performance.

	2013	2014 (Proposing)
Total amount of remuneration (Baht)	12,000,000	15,000,000

Agenda No. 8 To consider and approve the remuneration of the Company's Directors for the year 2014

Summary of Director's Remuneration Policy (Baht)						
Committee	2013			2014 (Proposing)		
	Monthly Retainer	Meeting Allowance	Annual Compensation	Monthly Retainer	Meeting Allowance	Annual Compensation
Board of Directors						
- Chairman	150,000	-	✓	150,000	-	✓
- Member	25,000	25,000	✓	50,000	25,000	✓
Audit Committee						
- Chairman	25,000	25,000	✓	25,000	25,000	✓
- Member	-	25,000	✓	-	25,000	✓
Sub-Committees						
- Chairman	10,000	25,000	✓	10,000	25,000	✓
- Member	-	25,000	✓	-	25,000	✓

Agenda No. 8 To consider and approve the remuneration of the Company's Directors for the year 2014

During 2013, the total directors' remuneration was THB 10,640,000. The Company had held the meeting of each committee as follow:

Committee	Number of Meetings
Board of Directors	**20**
Audit Committee	**17**
Compensation Committee	**5**
Governance and Nomination Committee	**4**

Agenda No. 8 To consider and approve the remuneration of the Company's Directors for the year 2014

Voting: The resolution must be passed by not less than two-third of the shareholders who attend the meeting and entitled to vote

Agenda No. 9

To consider and approve the issuance and offering of 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

Objective and Reason

To retain qualified employees and promote the best interests of the Company and its subsidiaries in the long term. In addition, the program motivates and rewards the employees of the Company and its subsidiaries.

Summary of the Warrants Characteristics

Securities Type	:	Warrants to purchase the ordinary shares of THAICOM Public Company Limited
Type of Warrants	:	Warrants to purchase the Company's ordinary shares with specified name and non-transferable
Term	:	Not exceeding 5 years from the date of issuance and offering
Number of Warrants to be Offered	:	Not exceeding 1,197,700 units
Offer Price per Unit	:	Baht 0 (zero Baht)
Exercise Ratio	:	One unit of Warrant per one ordinary share, subject to change according to the conditions for adjustment of rights as prescribed under the terms and conditions of the Warrants
Exercise Price	:	The weighted average of the market price of the Company's shares traded on the Stock Exchange of Thailand during the 7 consecutive business days prior to the date on which the Board of Directors resolved to propose to the shareholders' meeting for approval of the offer of reserved shares or at 38.265 baht.
Number of Reserved Shares	:	Not exceeding 1,197,700 shares (at the par value of Baht 5), or 0.11 percent of the total paid-up shares.

Agenda No. 9 To consider and approve the issuance and offering of 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

Voting: The issuance and offering of the Warrants must be approved by the Shareholder's meeting with not less that 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 10 percent of all eligible votes.

Agenda No. 10

To consider and approve 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

The Directors and Employees (of the Company and its subsidiaries) will be allocated of Warrants more than 5 percent of Warrants issued

1. **Mrs. Suphajee Suthumpun**
   Director, Chief Executive Officer and Director of subsidiaries



Number of allocated Warrants — **Not exceeding 167,900 units**

Percentage of total allocated Warrants — **Not exceeding 14.02%**

Company meetings in the previous year	No. of meetings	Attendance
1. Thaicom Plc.	20	20
2. DTV Service Co., Ltd	5	5
3. TC Broadcasting Co., Ltd	2	2
4. Shenington Investments Pte Ltd.	4	4
5. IPSTAR Co., Ltd	2	2
6. Star Nucleus Co., Ltd.	-	-
7. IPSTAR International Pte. Ltd.	1	1
8. IPSTAR Global Services Ltd.	-	-
9. Matchbox Co., Ltd.	3	3
10. I.T. Applications and Services Co., Ltd.	2	2

1. Mrs. Suphajee Suthumpun
Director, Chief Executive Officer and Director of subsidiaries

Rationale, needs and potential benefits to the Company

- Chief Executive Officer: Her main responsibilities are leading formulation of business directions and execution of a comprehensive business strategy, and directing the operational management of THAICOM and its subsidiaries to ensure service excellence in every angle of its business operations. She foresees investment potential and directs the expansion of the company into other related businesses to create more business opportunities and higher returns on investment. She encourages company's innovative technology and services development, and employees' capability to enhance business competitiveness and creates sustainable growth.

- To retain a valuable employee with a high level of expertise and well-rounded experience of the business, and reward her devotion to the job and contribution to the Company's growth, prosperity and obvious achievements. Not only is she an excellent leader who has demonstrated honesty, loyalty, accountability and dedication to the Company and its subsidiaries, she also plays a significant part in creating future business success and is a role model for our next generation of leaders.

The Directors and Employees (of the Company and its subsidiaries) will be allocated of Warrants more than 5 percent of Warrants issued

2. Mr. Paiboon Panuwattanawong
Chief Technical Officer and Director of subsidiaries



Number of allocated Warrants — **Not exceeding 139,700 units**

Percentage of total allocated Warrants — **Not exceeding 11.66%**

Company meetings in the previous year	No. of meetings	Attendance
1. DTV Service Co., Ltd	5	3
2. IPSTAR Co., Ltd	2	2
3. IPSTAR Australia Pty Ltd.	3	3
4. IPSTAR New Zealand Ltd.	1	1
5. Star Nucleus Co., Ltd.	-	-
6. Spacecode LLC	-	-
7. IPSTAR International Pte. Ltd.	1	1
8. IPSTAR Global Services Ltd.	-	-
9. IPSTAR Japan Co., Ltd.	3	3

1. Mr. Paiboon Panuwattanawong
Chief Technical Officer and Director of subsidiaries

Rationale, needs and potential benefits to the Company

- Chief Technical Officer: His main responsibilities are developing the Telecommunication Technology via company's satellite infrastructure, leading the strategic management the engineering and activities related to the company's satellite network in order to maintain and enhance efficiency of its service level agreement to the clients and consistent with the universal standards. He studies trends and new technology to strengthen service quality of its satellite operations.
- To retain a valuable employee with a high level of expertise and well-rounded experience of the business, and reward his devotion to the job and contribution to the Company's growth, prosperity and obvious achievements. Not only is he an excellent leader who has demonstrated honesty, loyalty, accountability and dedication to the company, he also plays a significant part in creating future business success and is a role model to the next generation of leaders.

The Directors and Employees (of the Company and its subsidiaries) will be allocated of Warrants more than 5 percent of Warrants issued

3. Dr. Nongluck Phinainitisart
Chief Commercial Officer and Director of subsidiaries



Number of allocated Warrants — **Not exceeding 139,700 units**

Percentage of total allocated Warrants — **Not exceeding 11.66%**

Company meetings in the previous year	No. of meetings	Attendance
1. IPSTAR International Pte. Ltd.	1	1
2. TC Broadcasting Co., Ltd.	2	1
3. IPSTAR Japan Co., Ltd.	3	2
4. DTV Service Co., Ltd.	5	5

3. Dr. Nongluck Phinainitisart
Chief Commercial Officer and Director of subsidiaries

Rationale, needs and potential benefits to the Company

- Chief Commercial Officer: Her main responsibilities are formulating marketing and sales strategies and leading marketing promotion activities in order to strengthen brand reputation in the market. She studies trends and new technology in satellite telecommunication, analyses and monitors market movement and competitors to put in place a responsive marketing plan and sales strategy to create new business opportunities which, in turn, expand the revenue base. She's also responsible for developing new marketing channels and activities to increase share in the market and expansion of the customer base.

- To reward her long devotion to the job and contribution to the Company's growth, prosperity and obvious achievements. Not only is she an excellent leader who has demonstrated honesty, loyalty, accountability and dedication to the company and its subsidiaries, she also plays a significant part in creating future business success and is a role model for our next generation of leaders.

The Directors and Employees (of the Company and its subsidiaries) will be allocated of Warrants more than 5 percent of Warrants issued

4. Mr. Vuthi Asvasermcharoen
Chief Financial Officer and Director of subsidiaries



Number of allocated Warrants — **Not exceeding 139,700 units**

Percentage of total allocated Warrants — **Not exceeding 11.66%**

Company meetings in the previous year	No. of meetings	Attendance
1. IPSTAR Japan Co., Ltd.	3	3
2. TC Broadcasting Co., Ltd	2	2
3. Shenington Investments Pte Ltd.	4	4
4. IPSTAR Co., Ltd	2	2
5. IPSTAR Australia Pty Ltd.	3	3
6. IPSTAR New Zealand Ltd.	1	1
7. Star Nucleus Co., Ltd.	-	-
8. Spacecode LLC	-	-
9. IPSTAR International Pte. Ltd.	1	1
10. IPSTAR Global Services Ltd.	-	-
11. Lao Telecommunications Co., Ltd.	-	-
12. Cambodian DTV Network Ltd.	1	1

4. Mr. Vuthi Asvasermcharoen
Chief Financial Officer and Director of Subsidiaries

Rationale, needs and potential benefits to the Company

- Chief Financial Officer: His main responsibilities are overseeing finance and accounting policy and directing strategic execution in the finance and accounting functions, overseeing the Company's portfolio operations in order to create more added-value for all capital investment. He assesses and manages investment risks, and monitors the investments closely to assure their effectiveness. He also keeps all the Company's investors informed of business performance in order to build trust and maintain their confidence. He provides advice and ensures that all the companies in the group are aligned and comply with SET and SEC regulations as well as uphold good corporate governance.

- To retain a valuable employee in the organization and reward him for his commitment to business expansion. The Company anticipates that it will be able to utilize his experience and expertise throughout the organization in order to create long-term prosperity and success.

5. Mr. Pradeep Unni
Executive Vice President - Marketing and Sales India and Territory 2



Number of allocated Warrants	Not exceeding 139,700 units
Percentage of total allocated Warrants	Not exceeding 11.66%

Rationale, needs and potential benefits to the Company

- Executive Vice President Marketing and Sales - India & Territory 2: His main responsibilities are directing marketing and sales operations in the assigned marketing territories (India and Africa). He plans and rolls out marketing and sales activities to promote brand and expands customer base. He analyses market and competitors' movement, and also customer requirements in order to develop proactive marketing plan and sales strategy to retain company's competitive advantage in the market and to create new channels revenue generation.

- To retain a valuable employee with a high level of expertise and well-rounded experience of the business, and reward his long devotion to the job and contribution to the Company's growth, prosperity and obvious achievements. Not only is he an excellent leader who has demonstrated honesty, loyalty, accountability and dedication to the company, he also plays a significant part in creating future business success and is a role model to the next generation of leaders.

The Directors and Employees (of the Company and its subsidiaries) will be allocated of Warrants more than 5 percent of Warrants issued

6. Mr. Patompob Suwansiri
Chief Marketing Officer and Directors of subsidiaries



Number of allocated Warrants — **Not exceeding 116,400 units**

Percentage of total allocated Warrants — **Not exceeding 9.72%**

Company meetings in the previous year	No. of meetings	Attendance
1. DTV Service Co., Ltd	5	2

Rationale, needs and potential benefits to the Company

- Chief Marketing Officer: His main responsibilities are formulating marketing and sales strategies and leading marketing promotion activities in order to strengthen brand reputation in the market. He studies trends and new technology in satellite telecommunication, analyses and monitors market movement and competitors to put in place a proactive marketing plan and sales strategy to create new business opportunities which, in turn, expand the revenue base. He's also responsible for developing new marketing channels and activities to increase share in the market and expansion of the customer base.

- To retain a valuable employee with a high level of expertise and well-rounded experience of the business, and reward his devotion to the job and contribution to the company's growth, prosperity and obvious achievements. He is an excellent leader who has demonstrated honesty, loyalty, accountability and dedication to the company, and also plays a significant part in creating future business success.

The Directors and Employees (of the Company and its subsidiaries) will be allocated of Warrants more than 5 percent of Warrants issued

7. Mr. Pramook Chaiwingwutthikul
Senior Vice President – Satellite Engineering & Operations



Number of allocated Warrants	Not exceeding 63,600 units
Percentage of total allocated Warrants	Not exceeding 5.31%

Rationale, needs and potential benefits to the Company

- Senior Vice President – Satellite Engineering & Operations: His main responsibilities are overseeing satellite building and directing communication via satellite network in order to enhance service capability and quality and to provide new service capability to respond with the changing customer needs/requirements.

- To retain a valuable employee with a high level of expertise and well-rounded experience of the business, and reward his devotion to the job and contribution to the company's growth, prosperity and obvious achievements. He is an excellent leader who has demonstrated honesty, loyalty, accountability and dedication to the company, and also plays a significant part in creating future business success.

Agenda No.10 To consider and approve 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

Voting: The issuance and offering of the Warrants must be approved by the Shareholder's meeting with not less that 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 votes.

Agenda No. 11

To consider and approve the increase in the Company's registered capital from Baht 5,483,097,700 to Baht 5,489,086,200

Agenda No.11 To consider and approve the increase in the Company's registered capital from Baht 5,483,097,700 to Baht 5,489,086,200

- To increase the Company's registered capital to reserve for exercise of the Warrants issuing to directors and employees of the Company and its Subsidiaries in the amount of 1,197,700 shares as showed in the table below.
- To approve this agenda, a resolution must be passed by a vote of not less than three-fourths of the shareholders who attend the meeting and entitled to vote.

	Register Capital	Total Shares	Par Value
previous	Baht 5,483,097,700	1,096,619,540 shares	Baht 5
increase	Baht 5,988,500	1,197,700 shares	Baht 5
New	**Baht 5,489,086,200**	**1,097,817,240 shares**	**Baht 5**

Agenda No.11 To consider and approve the increase in the Company's registered capital from Baht 5,483,097,700 to Baht 5,489,086,200

Voting: The resolution must be passed by a vote of not less than three-fourths of the shareholders who attend the meeting and entitled to vote

Agenda No. 12

To consider and approve the amendment of the Memorandum of Association No. 4 relating to the increase in the Company's registered capital

Agenda No.12. To consider and approve the amendment of the Memorandum of Association No. 4 relating to the increase in the Company's registered capital

- Refer to agenda 11 Re: To consider and approve the increase in the Company's registered capital from Baht 5,483,097,700 to Baht 5,489,086,200 by way of increasing 1,197,700 registered shares at the par value of Baht 5 per share each, hence, Clause 4 of the Memorandum of Association of the Company shall be amended consistent with the increase of registered capital.
- To approve this agenda, a resolution must be passed by a vote of not less than three-fourths of the shareholders who attend the meeting and entitle to vote.

Agenda 12. To consider and approve the amendment of the Memorandum of Association No. 4 relating to the increase in the Company's registered capital

Detail of the amendment of the Company's Memorandum of Association Clause No. 4 are as under

Registered Capital	Baht 5,489,086,200 (Five Thousand Four Hundred Eighty Nine Million Eighty Six Thousand and Two Hundred Baht)
Divided into	1,097,817,240 shares (One Thousand Ninety Seven Million Eight Hundred Seventeen Thousand Two Hundred and Forty Shares)
Par Value at	Baht 5 (Five Baht)
	by divided as
Ordinary Share	1,095,937,540 shares (One Thousand Ninety Five Million Nine Hundred Thirty Seven Thousand Five Hundred and Forty shares)
Preferred Share	-None-

Agenda 12. To consider and approve the amendment of the Memorandum of Association No. 4 relating to the increase in the Company's registered capital

Voting: To approve this matter, a resolution must be passed by a vote of not less than three-fourths of the shareholders who attend the meeting and entitled to vote





Agenda No. 13

To approve the allocation of new ordinary shares in the amount not exceeding 1,197,700 shares, at the par value of 5 baht each in order to reserve for the exercise of the Warrants to be issued to directors and employees of the Company and its subsidiaries

Agenda No.13 To approve the allocation of new ordinary shares in the amount not exceeding 1,197,700 shares, at the par value of 5 baht each in order to reserve for the exercise of the Warrants to be issued to directors and employees of the Company and its subsidiaries

- Referring to the issuance and offering of the Warrants to the directors and employees of the Company and its subsidiaries as proposed to be considered in Agenda No. 9 of the AGM 2014 as specified above, the Company will issue and allot 1,197,700 new ordinary shares, at a par value of Baht 5 each, to be reserved for the exercise of the Warrants.

- The Board has approved the issuance and allotment of 1,197,700 new ordinary shares at a par value of Baht 5 each, to be reserved for the exercise of the Warrants. Details of the allotment are shown in Enclosure 7.

- Consequently, it is deemed appropriated that the Board or other persons delegated by the Board shall have the authority to determine the related terms and conditions and take any necessary action in connection with the issuance and allocation of the new shares and their listing on the Stock Exchange of Thailand be approved in the AGM 2014.

Agenda No.13 To approve the allocation of new ordinary shares in the amount not exceeding 1,197,700 shares, at the par value of 5 baht each in order to reserve for the exercise of the Warrants to be issued to directors and employees of the Company and its subsidiaries

Voting: The resolution must be passed by a majority of the shareholders who attend the meeting and cast their votes.

Agenda No. 14

To consider and approve the issue and offer of debenture in the total amount not exceeding than Baht 7,000 MB

Background

- THCOM's Debenture in the sum of 3,700 MB is due in 2014 and Thaicom 7 satellite project, meanwhile, is to be launched as scheduled in 2014 with high cost of interest
- One strategic consideration is to restructure the debts which focus not only on an optimal capital structure to lower the interest cost but reserve available cash in the sum adequate to cover an investment in a potential new satellite as well as for working capital



Board's Opinion

The Board has proposed to the Annual General Meeting of Shareholders for the year 2014 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

Matter for Consideration

1. To consider the Debenture Issuance

	Descriptions
1. Objective	For CAPEX investment and / or refinancing and / or for general working capital
2. Type of Debentures	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
3. Currency	THB or USD
4. Offering size	Total amount not exceeding 7,000 MB
5. 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

Matter for Consideration (Cont')

	Descriptions
6. Tenor	Up to 10 years
7. 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

2. To empower Board of Directors to be the authorized person to consider and approve matters related to the issuance and offering of debentures

Matter for Consideration (Cont')

3. Matters related to the issuing and offering of debentures include (but not limited to)
   - 3.1 To appoint arrangers and / or underwriters, credit rating agency, registrar and debentures holders' representative
   - 3.2 To determine any details relating to the debentures and
   - 3.3 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 the Securities and Exchange (the SEC)



Agenda No. 14 To consider and approve the issue and offer of debenture in the total amount not exceeding than Baht 7,000 MB

Voting: The resolution must be passed by a vote of not less than three-fourths of the shareholders who attend the meeting and entitled to vote.

Agenda No. 15

To approve on determination of the business domination by foreigner

Agenda No. 15 To approve on determination of the business domination by foreigner

- The Company had been determining the prohibition of acts that appear to be dominated by Foreigner as the attachment to the Notification of NBTC as appeared in *Enclosure 9*. The said The said notification had been consider and approve by AGM 2013 and filing to NBTC as at 19 April 2013
- Referred to the Notification of NBTC determined that the Company have to reviewed the Company prohibition every years. This year, the Company shall have no any amended of the prohibition and also comply with the terms and conditions of the Notification of NBTC.
- To approve this agenda, a resolution must be passed by a majority of the shareholders who attend the meeting and cast their votes.

Agenda No. 15 To approve on determination of the business domination by foreigner

Voting: The resolution must be passed by a majority of the shareholders who attend the meeting and cast their votes.

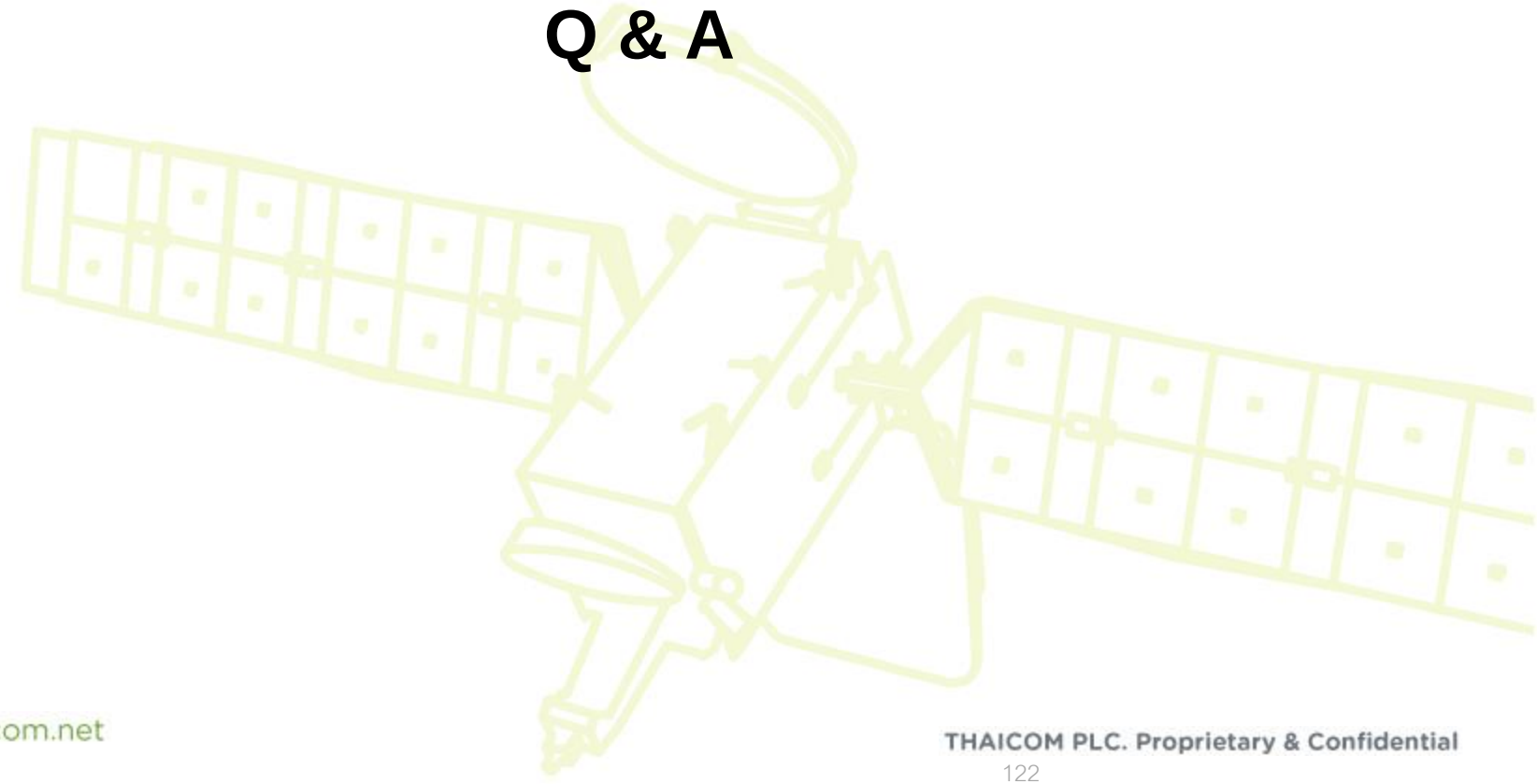
Agenda No. 16

Other matters (If any)





Q & A



THAICOM

THANK YOU

