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TC-CP 001/2012

February 14, 2012

Subject: Notification of the Resolutions of the Board of Directors' Meeting No. 2/2012

To: The President  
The Stock Exchange of Thailand

The Board of Directors of THAICOM Public Company Limited (the "Company") at its Meeting No.2/2012 held on February 14, 2012 at 9.00 o'clock (Singapore time) at Swissôtel The Stamford, 2 Stamford Road, Marina Bay, Singapore, adopted the following resolutions:

1. RESOLVED THAT the report on the Company's operating results for the fiscal year 2011 prepared by the Board of Directors be certified and THAT the balance sheets, profit and lost statement, and cash flow statements of the year 2011 ending December 31, 2011 be approved.
2. RESOLVED to propose to the 2012 Annual General Meeting of Shareholders to approve no dividend would be paid to shareholders for the fiscal year 2011.
3. RESOLVED to propose to the 2012 Annual General Meeting of Shareholders to approve the appointment of directors in replacement of those retired by rotation be approved as per the following details:

3.1 The directors retired by rotation are:

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| 3.1.1 Mr. Paron Israsena                         | Chairman of the Board of Directors, Chairman of the Compensation Committee, Chairman of the Governance and Nomination Committee and Independent Director |
| 3.1.2 Professor Hiran Radeesri                   | Director, Chairman of the Audit Committee and Independent Director   |
| 3.1.3 Associate Professor Samrieng Mekkriengkrai | Director, Member of the Audit Committee and Independent Director   |

3.2 The retired directors were re-elected for another term:

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| 3.2.1 Mr. Paron Israsena                         | Chairman of the Board of Directors, Chairman of the Compensation Committee, Chairman of the Governance and Nomination Committee and Independent Director |
| 3.2.2 Professor Hiran Radeesri                   | Director, Chairman of the Audit Committee and Independent Director   |
| 3.2.3 Associate Professor Samrieng Mekkriengkrai | Director, Member of the Audit Committee and Independent Director   |

4. RESOLVED THAT the number of directors in the Board of Directors be fixed at nine members and Mr. Chaiyan Peungkiatpairrote to be appointed additional director. This will be proposed in the 2012 Annual General Meeting of Shareholders for approval.
5. RESOLVED THAT the directors' remuneration for the year 2012 be in the amount not exceeding Baht 12,000,000 which had been considered and recommended by the Remuneration Committee be approved and the matter be submitted to the Annual General Meeting of Shareholders for the year 2012 for approval.
6. RESOLVED THAT the appointment of the following auditors from KPMG Phoomchai Audit Limited as the Company's external auditors for the fiscal year 2012:
  - Mr. Supot Singhasaneh Certified Public Accountant License No. 2826
  - Mr. Winid Silamongkol Certified Public Accountant License No. 3378
  - Ms. Somboon Supasiripinyo Certified Public Accountant License No. 3731
  - Mr. Charoen Phosamritlert Certified Public Accountant License No. 4068

Any of the above auditors can conduct the audit and express an opinion on the Company's financial statements. In the event that none of these auditors is available, KPMG Phoomchai Audit Limited is authorized to delegate another one of its certified public accountants to conduct the audit. The audit fee was fixed at not more than Baht 2.258 million. The appointment of the Company's auditors and their remuneration for the year 2012 had been considered and approved by the Audit Committee.

The appointment of the Company's external auditors is subject to approval of the Annual General Meeting of Shareholders for the year 2012.

7. RESOLVED THAT the Annual General Meeting of Shareholders for fiscal year 2012 be held on March 29, 2012 at 14.00 hours at Vibhavadee Ballroom, Lobby Level, Centara Grand at Central Plaza Ladprao Bangkok, No.1695 Phaholyothin Road, Chatuchak, Bangkok. The meeting agenda are as follows:

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| Agenda Item 1 | Matters to be informed;   |
| Agenda Item 2 | To consider and adopt the Minutes of the Annual General Meeting of Shareholders for the year 2011 held on March 30, 2011;                         |
| Agenda Item 3 | To acknowledge the Board of Directors' report on the Company's operating results for the fiscal year 2011;  |
| Agenda Item 4 | To consider and approve Statement of Financial Position, Profit and Loss Statement and Statement of Comprehensive Income for the year ended 2011; |
| Agenda Item 5 | To consider and approve the appropriation of the net profit for the year 2011;  |
| Agenda Item 6 | To consider and approve the appointment of the Company's external auditors and fix their remuneration for the year 2012;                          |
| Agenda Item 7 | To consider and approve the appointment of directors to replace those retired by rotation in 2012;  |
| Agenda Item 8 | To consider and approve the total number of directors in the Company's Board of Directors and the appointment of new director;                    |

Agenda Item 9 To consider and approve the remuneration of the Directors for the year 2012;

Agenda Item 10 Other matters, (if any).

The Record date on which the shareholders having the right to attend the Annual General Meeting of Shareholders for the year 2012 shall be compiled on February 29, 2012 as required by section 225 of the Securities and Exchange Act, and the Company's share register be closed on March 1, 2012.

8. RESOLVED THAT the Company and its subsidiaries will enter in to a rental and service agreement with I.T. Applications Services Company Limited (ITAS), which is 99.99% owned by Shin Corporation Public Company Limited be acknowledged . The details are as follows:

<b>Date of Transaction:</b>	January 2012
<b>Parties involved:</b>	Employer: THAICOM Public Company Limited and its subsidiaries Contractor: I.T. Applications Services Company Limited (ITAS)
<b>Relationship:</b>	The Company is 41.14% owned by Shin Corporation Public Company Limited (SHIN) and ITAS is 99.99% owned by SHIN.
<b>General Characteristics of the Transaction:</b>	ITAS will provide service regarding a computer system to the Company and its subsidiaries. The details are as follows: <ol style="list-style-type: none"><li>1. Maintenance services for hardware and software.</li><li>2. Helpdesk service for SAP user.</li><li>3. Supervise for auto budget system.</li></ol>
<b>Term of Contract:</b>	1 year, starting from January 1, 2012 to December 31, 2012.
<b>Value of the Transaction:</b>	Approximately 5.14 million baht
<b>Connected Transaction and its Condition:</b>	Entering into a rental and service agreement of the Company and its subsidiaries is considered to be a connected transaction of listed companies, as prescribed in the Notification of the Stock Exchange of Thailand (SET) regulations regarding rules, procedures and disclosure of connected transactions of listed companies. The size of the transaction is over 0.03% but less than 3.00% of net tangible assets, thus requiring the Company to report the transaction to SET.

Please be informed accordingly.

Yours sincerely,

- Signed -

(Ms. Suphajee Suthumpun)  
Director  
THAICOM Public Company Limited