

(Translation)

Registration No 0107535000265

(Formerly Bor Mor Jor 59)

11 February 2014

Subject Invitation to the 2014 Annual General Meeting of Shareholders

To All Shareholders of Advanced Info Service Public Company Limited

Attachments:

1. A copy of Minutes of the 2013 Annual General Meeting of Shareholders held on 27 March 2013
2. Annual Report in which the Statement of Financial Position (Balance Sheet) and Statements of Income for financial year ended 31 December 2013 as well as dividend policy and details of dividend payment are also attached
3. Sustainability Development Report for the year 2013 (recorded on the same CD as Annual Report)
4. Preliminary information on the retiring directors proposed for re-appointment; and on the new director proposed for appointment to fill up vacancy
5. A letter to conform with prohibitive characters in connection with foreign dominance
6. (a) Details and conditions of the Warrants, to purchase ordinary shares of Advanced Info Service Public Company Limited, not exceeding 680,000 units to directors and employees of the Company and its subsidiaries
(b) Capital increase/share allotment report
(c) Opinion of the Leadership Development and Compensation Committee re: Warrant allocation exceeding five (5) per cent of the total warrants to individual director/executive
7. Proxy Form B (which particulars of delegations are clearly determined)
Proxy Form A (general) and Form C (for foreign investors in which custodians in Thailand have been appointed) can be downloaded from the Company's Website <http://investor.ais.co.th>
8. Definition and information of the independent directors to present as proxy
9. The Company's Articles of Association in relation to the General Meeting of Shareholders
10. Notes on documents and evidence identifying shareholders or proxies eligible to register, attend and vote at the Meeting
11. Procedures for attending the Annual General Meeting of Shareholders
12. Procedures for sending any query in advance
13. Map of the Meeting venue

Notice is hereby given by the Board of Directors (the Board) of Advanced Info Service Public Company Limited (the Company) that the 2014 Annual General Meeting of Shareholders (the Meeting) shall be held on Wednesday of 26 March 2014 at 14.00 hours (**registration opens at 12.00 hours**) at Vibhavadee Ballroom, lobby level, Centara Grand Central Plaza Ladprao Bangkok, No.1695 Phaholyothin Road, Chatuchak, Bangkok (*Venue*). The items for discussion are as follows:

Agenda No. 1 Matters to be informed

Purposes and Rationale: This agenda is designated for the Board to report any significant update or progress (if any) of the Company to the Meeting. There will be neither proposal for the Meeting to consider and approve, nor be any voting on the item.

Agenda No. 2 To adopt the Minutes of the 2013 Annual General Meeting of Shareholders, held on 27 March 2013

Purposes and Rationale: The 2013 Annual General Meeting of Shareholders was held on 27 March 2013 and the minutes were prepared and filed with the Stock Exchange of Thailand within 14 days of the Meeting. The details were publicly disclosed on the Company's Website (<http://investor.ais.co.th>) and submitted to the Ministry of Commerce within the period required by law.

The Board's Opinion: The Board has recommended that the minutes of the 2013 Annual General Meeting of Shareholders, held on 27 March 2013 be adopted because they were accurately recorded as shown in Attachment 1.

Voting: To approve this matter, a 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 2013

Purposes and Rationale: The Company has summarized the operating results for 2013 along with the significant changes that occurred during the year in the Annual Report for 2013.

The Board's Opinion: The Board has recommended the report on the Company's operating results for 2013 along with the significant changes that occurred during the year, as shown in Attachment 2, Annual Report, Management Discussion and Analysis, Page 154 be presented to the Meeting.

Voting: As this item is for information to shareholders; therefore, a vote is not required.

Agenda No. 4 To approve the Statements of Financial Position and Statements of Income for the year ended 31 December 2013

Purposes and Rationale: According to the *Public Limited Companies Act, B.E 2535*, the Company must prepare a statement of financial position (balance sheet) and statements of income at the end of each fiscal year, which have been audited by an external auditor, and submit these to the shareholders' meeting for approval.

The Audit Committee's Opinion: The Audit Committee has reviewed the Company's financial statements for the year ended 31 December 2013, which have been audited and signed by Mr. Supot Singhasaneh, a certified public accountant (registration No. 2826) of KPMG Phoomchai Audit Ltd.,

and recommended that the Board submit the Company's financial statements for the year ended 31 December 2013 to the Meeting for approval.

The Board's Opinion: The Board has recommended the Company's audited financial statements for the year ended 31 December 2013, which have been reviewed and accepted by the Audit Committee, be presented to the Meeting for approval. A summary of the Company's significant financial status and operating results is shown in the table below.

Selected Information from the Company's Financial Statements

Unit: Baht million

Description	2012	2013	Variance	Percentage
Total assets	100,968	112,026	11,058	10.95
Total liabilities	57,426	66,133	8,707	15.16
Total revenue	141,549	142,783	1,234	0.87
Net profit attribute to owners of the company	34,883	36,274	1,391	3.99
Earnings per share (baht / share)	11.73	12.20	0.47	4.01

Voting: To approve this matter, a resolution must be passed by a majority of the shareholders who attend the Meeting and cast their votes.

Agenda No. 5 To approve the appropriation of the net profit for the dividend payments

Purposes and Rationale: The Company has adopted a policy to pay dividend to shareholders not less than 100% of net profit after tax as reported in the consolidated financial statements. Dividend payments will be subject to change, depending on cash flow and investment plan including other future obligations of the Company and subsidiaries. Such dividend payments shall not exceed the retained earnings in the separate financial statements of the Company nor adversely affect the Company and subsidiaries ongoing operations. In 2013, the Company has a net profit on its consolidated financial statement of Baht 36,274 million. Therefore, the Company considered appropriate to declare a dividend payment at the rate of Baht 12.15 per share, of which Baht 6.40 per share was paid as an interim dividend on 4 September 2013. The remaining dividend for 2013 shall be paid at Baht 5.75 per share. Therefore, total dividend payment is approximately Baht 36,123.11 million. In compliance with the Public Companies Act, B.E. 2535, the dividend payment is subject to shareholders approval.

The Book Closing and Dividend Payment Dates

The share registration on book closing date to determine the right to receive dividend will be on 2 April 2014 and the dividend payment will be 22 April 2014. For more details of dividend policy, please refer to *Attachment 2 Annual Report, Capital Discipline and Dividend Policy, Page 5.*

Details of Dividend Payment

According to the Public Companies Act, B.E. 2535, the Company shall allocate not less than five per cent of its annual net profit less the accumulated losses brought forward (if any) to legal reserve until this reserve attains an amount not less than ten per cent of the registered capital. This has been already performed by the Company.

Details of Dividend Payment	2013 (Proposed year)	2012
1. Net Profit Attribute to Owners of the Company (Baht)	36,274,127,624	34,883,226,960
2. Total Dividend Payment (Baht per Share)	12.15	10.90
2.1 Interim Dividend (Baht per Share)	6.40	5.90
2.2 Annual Dividend (Baht per Share)	5.75	5.00
2.3 Special Dividend (Baht per Share)	-	-
3. Total amount of shares (shares)	2,973,095,330	2,973,095,330
4. Total Dividend Amount (Baht)	36,123,108,259.50	32,406,739,097.00
5. Dividend Payout Ratio	99.58%	92.90%

The Board's Opinion: The Board has recommended the Meeting approve the appropriation of the net profit for the dividend payment for the fiscal year 2013 at the rate of Baht 12.15 per share, according to the Company's dividend policy. The Company paid an interim dividend at the rate of Baht 6.40 per share, thus the dividend for the fiscal year 2013 remains at Baht 5.75

Voting: To approve this matter, a resolution must be passed by a majority of the shareholders who attend the Meeting and cast their votes.

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

Purposes and Rationale: According to 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 Capital Market Supervisory Board limits the appointment of individual external auditors (but not the audit firm) at listed companies to no more than five consecutive one-year terms. After five years, the auditors must be rotated although they can be reappointed after a two-year break.

The Audit Committee's Opinion: After considering the quality and independency of the auditors of KPMG Phoomchai Audit Ltd. (KPMG)

compared to those of the other three (3) leading audit firms, the Audit Committee recommended the appointment of KPMG as the Company's external audit firm for the year 2014 due to their independency, knowledge and leading experience and expertise in telecommunications industry including the appropriate service fee and their accountable and satisfactory performance in 2013. In this regard, the Audit Committee recommended the following auditors of KPMG to be the Company's external auditor for the year 2014:

1. Mr. Supot Singhasaneh CPA (Thailand) No. 2826
2. Ms. Somboon Supasiripinyo CPA (Thailand) No. 3731
3. Mr. Charoen Phosamritlert CPA (Thailand) 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 is authorized to delegate another one of its certified public accountants to conduct the audit.

In 2014, the proposed charge fee is of Baht 3,235,000, reduced in the amount of Baht 677,000 from that of 2013, excluding other actual payable non-audit fees. The Audit Committee then recommended the Board propose this matter to the Annual General Meeting of Shareholder for approval.

In addition, KPMG and the proposed auditors are independent and have no conflict of interest with the Company, the management, the major shareholders or any related person.

The Board's Opinion: The Board has agreed with the Audit Committee and proposed that the Meeting approve the appointment of the auditors from KPMG Phoomchai Audit Ltd. as the Company's external auditors for 2014.

The audit fee and the quarterly review fee of the Company in 2014 is recommended at Baht 3,235,000, reduced in the amount of Baht 677,000 from that of 2013, excluding other actual payable non-audit fees.

Audit Fee	2014 (Proposed year)	2013
Company: Audit fee and quarterly review fee	Baht 3,235,000	Baht 3,912,000

* In 2013, the Company incurred non-audit fee of Baht 170,000.

In addition, The Board has agreed to notify the Annual Shareholder Meeting that KPMG was also appointed to be the external audit firm of the Company's subsidiaries for the year 2014. The audit fee and quarterly review fee of Baht 6,105,000, an increase amount of Baht 340,000, due to the increase of audit fee for Advanced Wireless Network (AWN), the subsidiary. In AWN, there will be an increase of audited items and expansion of scope of work to cover quarterly auditing thereof required so as to comply with the regulations in connection with the issue and sale of debenture. The details of the engagement are as follows:

Audit Fee	2014	2013
Subsidiaries: Audit fee and quarterly review fee	Baht 6,105,000	Baht 5,765,000

Voting: To approve this matter, a resolution must be passed by a majority of the shareholders who attend the Meeting and cast their votes.

Agenda No. 7 To approve the appointment of directors to replace those who will retire by rotation in 2014

Purposes and Rationale: 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 Shareholders. The 3 directors listed below are due to retire by rotation in 2014:

<u>Name of Director</u>	<u>Positions held</u>
1. Mr. Somprasong Boonyachai	- Director
2. Mr. Ng Ching-Wah	- Director
3. Mrs. Tasanee Manorot	- Independent Director

The Company would like to inform that during October - December 2013, in accordance with the principle of good corporate governance policy relating to the promoting of shareholders' right, the Company invited its shareholders to nominate qualified persons to be elected as the Company's director in advance. However, there were no shareholders who had proposed a qualified nominee to be elected as the Company's director.

The Nomination and Corporate Governance Committee's Opinion: The Nomination and Corporate Governance Committee, with the exception of the directors with special interests on this agenda, has considered the qualifications, knowledge, competency, experience and performance of each director due to retire by rotation and recommended that:

1. Mr. Somprasong Boonyachai
2. Mr. Ng Ching-Wah
3. Mrs. Tasanee Manorot

be reappointed for another term of office.

Details of each director's age, percentage of shareholdings, educational background, work experience, and board-meeting attendance are provided in Attachments 4.

The Board's Opinion: The Board, with the exception of the directors with

special interests on this agenda, has agreed with the Nomination and Corporate Governance Committee and proposed that the Meeting approve the reappointment for another term of office of 3 directors.

The directors proposed for reappointment meet all the requirements stipulated in the *Public Limited Companies Act, B.E. 2535* and relevant regulations of the Capital Market Supervisory Board.

Voting: To approve this matter, a resolution must be passed by a majority of the shareholders who attend the Meeting and cast their votes.

Agenda No. 8 To approve the appointment of directors to replace the resigned director

Purposes and Rationale: Due to Dr. Paiboon Limpaphayom has resigned from the directorship of the Company effective since 10 February 2014.

The Nomination and Corporate Governance Committee's Opinion: The Nomination and Corporate Governance Committee has considered the qualifications, knowledge, competency, experience, accountability and ethics and recommend to the Board to propose to the Meeting to appoint Mr. Krairit Euchukanonchai to be an independent director replacing the resigned. Details of the candidate's age, educational background and work experience are provided in Attachments 4.

The Board's Opinion: The Board has agreed with the Nomination and Corporate Governance Committee and proposed that the Meeting approve the appointment for new director to replace the resigned director as described above.

The director proposed for appointment meets all the requirements stipulated in the *Public Limited Companies Act, B.E. 2535* and relevant regulations of the Capital Market Supervisory Board.

Voting: To approve this matter, a resolution must be passed by a majority of the shareholders who attend the Meeting and cast their votes.

Agenda No. 9 To approve the remuneration of the Company's Board of Directors for 2014

Purposes and Rationale: According to Clause 16 of the Company's Articles of Association, the Company's directors are eligible to receive remuneration in the form of a monthly retainer fee, meeting fee, expense allowance and bonus.

The Leadership Development and Compensation Committee's Opinion: The Leadership Development and 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. The Committee recommended that the remuneration budget for the Board and its committees in 2014 be set at not more than Baht 25,000,000 (Baht Twenty Five Million) comprising of monthly retainer fee, meeting allowance, expense allowance and bonus.

The Board shall consider and impose any conditions, details and rate of such remuneration of directors and members of committees as deemed appropriate.

Details, scope and responsibilities of board of directors and committees are provided in Attachment 2, Annual Report, Management Structure, Page 43 together with Letter of Invitation.

Policy on Directors Remuneration for the Year 2014

Director	Monetary Remuneration for 2014 (Baht)		
	Monthly Retainer Fee	Meeting Allowance	Bonus
Board			
Chairman	300,000	x	√
Member	75,000	25,000	√
Audit Committee			
Chairman	25,000	25,000	√
Member	x	25,000	√
Nomination and Corporate Governance Committee			
Chairman	10,000	25,000	√
Member	x	25,000	√
Remuneration Committee			
Chairman	10,000	25,000	√
Member	x	25,000	√
Executive Committee			
Chairman	10,000	25,000	√
Member	x	25,000	√

Notes:

- 1) Directors who are executives / employees of the Company/shareholders shall not be entitled to receive such remuneration.
- 2) Chairman of the Board is not entitled to an additional monthly retainer or meeting allowance if he or she chairs any of the sub-committees.
- 3) Directors shall be entitled to expense allowance in the event that they shall travel and perform their duties overseas at the same rate as Chief Executive Officer and in accordance with the regulations of the Company.

The Board's Opinion: The Board has agreed with the Leadership Development and Compensation Committee's recommendation and proposed that the Meeting approve the Board of Directors' remuneration for 2014 as stated.

Voting: To approve this matter, a resolution must be passed by not less than two-thirds of the shareholders who attend the Meeting.

Agenda No. 10 To approve a letter to conform with the prohibitive characters in connection with foreign dominance

Purposes and Rationale: The Company has been permitted to operate mobile phone service under the concession (Concession) granted by TOT Public Co., Ltd. and is required under the Notification of NBTC Re: Designation of the Prohibitive Characters in connection with Foreign Dominance B.E. 2555 (NBTC Notification), as amended and published in the Royal Gazette on 23 July 2012, to conform with the designation of prohibitive characters as per details provided in Attachments 5. The designation letter shall be proposed to the general meeting of shareholders for approval before the authorized directors shall sign same and submit to NBTC.

The Board's Opinion: The Board of Directors has considered such letter in consultation with both internal and external legal counsels and is of opinion that in order to comply with the laws and NBTC Notification, the letter shall be proposed to the Meeting for approval.

Voting: To approve this matter, a resolution must be passed by a majority of the shareholders who attend the Meeting and cast their votes.

Agenda No. 11 To approve the issuance and offering of warrants not exceeding 680,000 units (the "Warrants") to the directors and employees of the Company and its subsidiaries to purchase the Company's ordinary shares

Purposes and Rationale: The objective of the program is 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.

The Leadership Development and Compensation Committee's Opinion: considered and approved the issuance and offering of the Warrants, and submitted the proposal to the Board of Directors.

The Board's Opinion: The Board agreed with the opinion of the Leadership Development and Compensation Committee and approved the issuance and offering of warrants not exceeding 680,000 units to the directors and employees of the Company and its subsidiaries to purchase the Company's ordinary shares at the rate of 0 (zero) baht per unit and at the exercise ratio of 1 unit per 1 ordinary share and the exercise price of Baht 211.816 per share. Details of the terms and conditions are shown in Attachment 6 (a).

The Board or other persons delegated by the Board shall have the authority to determine the other provisions pertaining to the issuance of the Warrants, including obtaining approval from the relevant authorities and performing any other related actions considered necessary.

Voting: The issuance and offering of the Warrants must be approved by the shareholders' meeting with 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 10 percent of all eligible votes.

Agenda No. 12 To approve the issuance and allotment of not more than 680,000 new ordinary shares at a par value of Baht one (1) each to be reserved for the exercise of the Warrants

Purposes and Rationale: The Company will issue and allot 680,000 new ordinary shares, at a par value of Baht 1 (one) each, to be reserved for the exercise of the Warrants described in Agenda No. 11 above.

The Board's Opinion: The Board has recommended the Meeting to approve the issuance and allotment of 680,000 new ordinary shares at a par value of Baht one (1) each, from the remaining 2,024,364,470 unpaid shares, to be reserved for the exercise of the Warrants. Details of the allotment are shown in *Attachment 6 (b)*.

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.

Voting: To approve this matter, a resolution must be passed by a majority of the shareholders who attend the Meeting and cast their votes.

Agenda No. 13 To approve the allocation of the Warrants exceeding five (5) per cent of the Warrants issued to eligible directors and employees of the Company and its subsidiaries

The nine (9) people listed below are eligible to receive more than five percent of the Warrants issued are as follow:

	Director/Employee	Number of Allocated Warrants	Percentage of Total Allocated Warrants
1.	Mr. Wichian Mektrakarn Director, Member of Executive Committee, Chief Executive Officer and director of subsidiaries	Not exceeding 42,700 units	6.28%
	Company meetings in the previous year	No. of meetings	Attendance
	1. Advanced Info Service Plc. (appointed on 3 Jan 2013)	8	6
	2. Digital Phone Co., Ltd	4	3
	3. Advanced Datanetwork Communications Co., Ltd.	4	4
	4. Wireless Device Supply Co., Ltd.	5	5
	5. Advanced MPAY Co., Ltd.	5	5
	6. Advanced Magic Card Co., Ltd.	3	3
	7. AIN Globalcomm Co., Ltd.	5	5
	8. Super Broadband Network Co., Ltd.	6	6
	9. Advanced Wireless Network Co., Ltd.	7	7
	10. MIMO Tech Co., Ltd.	6	6
	11. Fax Lite Co., Ltd.	7	7
	12. Advanced Internet Revolution Co., Ltd.	4	4
	13. Advanced Broadband Network Co., Ltd.	2	2
2.	Mrs. Suwimol Kaewkoon Chief Organization Development Officer and director of subsidiaries	Not exceeding 37,700 units	5.54%
	Company meetings in the previous year	No. of meetings	Attendance
	1. Advanced MPAY Co., Ltd. (appointed on 4 Jan 2013)	5	5
3.	Mr. Pong-amorn Nimpoonsawat Chief Financial Officer and director of subsidiaries	Not exceeding 37,700 units	5.54%
	Company meetings in the previous year	No. of meetings	Attendance

	Director/Employee	Number of Allocated Warrants	Percentage of Total Allocated Warrants
	1. Digital Phone Co., Ltd	4	4
	2. Advanced Datanetwork Communications Co., Ltd.	4	4
	3. Wireless Device Supply Co., Ltd.	5	5
	4. Advanced Contact Center Co., Ltd.	3	3
	5. Advanced MPAY Co., Ltd.	5	5
	6. Advanced Magic Card Co., Ltd.	3	3
	7. AIN Globalcomm Co., Ltd.	5	5
	8. Super Broadband Network Co., Ltd.	6	6
	9. MIMO Tech Co., Ltd.	6	6
	10. Fax Lite Co., Ltd.	7	7
	11. Advanced Internet Revolution Co., Ltd.	4	4
	12. Advanced Broadband Network Co., Ltd.	2	2
4.	Mr. Somchai Lertsutiwong Chief Marketing Officer and director of subsidiaries	Not exceeding 37,700 units	5.54%
	Company meetings in the previous year	No. of meetings	Attendance
	1. Digital Phone Co., Ltd. (appointed on 18 Feb 2013)	4	3
	2. Advance DataNetwork Communication Co., Ltd.	4	3
	3. Wireless Device Supply Co., Ltd (appointed 4 Jan 13)	5	5
	4. Advanced MPAY Co., Ltd	5	5
	5. Advanced Magic Card Co., Ltd. (appointed 4 Jan 13)	3	3
	6. AIN Globalcomm Co., Ltd. (appointed 4 Jan 13)	5	5
	7. MIMO Tech Co., Ltd. (appointed 4 Jan 13)	6	6
	8. Fax Lite Co., Ltd. (appointed 4 Jan 13)	7	7
	9. Advanced Internet Revolution Co., Ltd.	4	4
5.	Mrs. Vilasinee Puddhikarant Chief Customer Officer	Not exceeding 37,700 units	5.54%
6.	Mr. Kriengsak Wanichnatee Chief Technology Officer	Not exceeding 37,700 units	5.54%
7.	Mr. Walan Norasetpakdi Senior Executive Vice President - Service Operations	Not exceeding 37,700 units	5.54%
8.	Mr. Weerawat Kiattipongthaworn Senior Executive Vice President - Operations and director of subsidiaries	Not exceeding 37,700 units	5.54%
	Company meetings in the previous year	No. of meetings	Attendance
	1. Digital Phone Co., Ltd	4	4
	2. Fax Lite Co., Ltd.	7	7
	3. Advanced Broadband Network Co., Ltd.	2	2
9.	Mr. Issara Dejakaisaya Executive Vice President - Solutions and director of subsidiaries	Not exceeding 37,700 units	5.54%
	Company meetings in the previous year	No. of meetings	Attendance
	1. MIMO Tech Co., Ltd.	6	6

Purposes and Rationale: To retain valuable human resources of the Company and reward their hardworking to sustain the business growth of the Company.

The Leadership Development and Compensation Committee's Opinion: considered and consented to the allocation of more than five percent of the Warrants to each of the nine (9) directors and employees named above as

they all are experienced and knowledgeable businessmen and have leadership accepted both within the organization and society outside. Further, these directors/executives will have the key responsibility to lead the Company to higher level in the future and be the role model for the next generation leaders for the Company's sustainable development. The details are shown in Attachment 6 (c).

The Board's Opinion: The Board has agreed with the Leadership Development and Compensation Committee and proposed to the Meeting to approve the allocation of more than five percent of the Warrants to each of the nine (9) directors and employees named above.

Voting: The issuance and offering of more than five percent of the Warrants to any director/employee must be approved by the shareholders' meeting with not less than three-quarters of all vote of the 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 votes of shareholders attending the meeting.

Agenda No. 14 Others business (if any)

Purposes and Rationale: This agenda is designated so that shareholders can raise query and/or give comments to the Board and/or request the Board to give explanation. There will be neither proposal for the Meeting to consider and approve, nor be any voting on this agenda.

The Record Date will be on 25 February 2014 and The Closing Book Date (to collect the names of shareholders who have the right to attend the shareholders' meeting as stipulated in Section 225 of the *Securities and Exchange Act, B.E. 2535*) will be 26 February 2014. All shareholders are invited to attend the Annual General Meeting of Shareholders for 2014 on Wednesday 26 March 2014 at 14.00 hours. at Vibhavadee Ballroom, Lobby Level, Centara Grand Central Plaza Ladprao Bangkok, No.1695 Phaholyothin Road, Chatuchak, Bangkok. The registration will open at 12.00 hours.

Any shareholder who wishes to appoint a proxy to attend the Meeting and vote on his or her behalf must complete only one proxy (Proxy Form B can be found in Attachment 7); or can download other proxy form from the Company Website: <http://investor.ais.co.th>

Any shareholder who is unable to attend the shareholders' meeting can authorize one of the Company's independent directors to attend and vote on his or her behalf. Details of independent directors can be found in Attachment 8. The Company requests the shareholders' proxy be mailed to the address below and be received by the Company by 20 March 2014:

Company Secretary Office,
414 Intouch Tower 1,
28th Floor, Phaholyothin Road,
Samsen-nai, Phyathai, Bangkok 10400

Yours sincerely,

By order of the Board of Directors

(Signature)

Mr. Somprasong Boonyachai
Vice Chairman of the Board of Directors
Advanced Info Service Public Company Limited

(Translation)

Minutes of the Annual General Meeting of Shareholders for the Year 2013
of
Advanced Info Service Public Company Limited
Held on Wednesday, 27 March 2013 at 14.00 Hrs.
At the Vibhavadee Ballroom
Centara Grand Central Plaza Ladprao
1695 Phaholyothin Rd. Chatuchak Bangkok

There were 2,972 shareholders present in person and by proxy altogether holding 2,456,656,708 shares from the total of 2,973,095,330 shares equivalent to 82.6296 per cent of the total number of shares sold.

Prior to the Meeting, an officer of the Company explained the procedure for casting votes as follows:

1. To cast vote in each Item, one share shall have one vote.
2. Any shareholders who wish to cast vote disapproving or abstaining in any Item shall affix a mark (X) on a ballot that represents a single opinion only, otherwise such ballot shall be considered void and shall sign on that ballot. An exception shall be given to voting by custodians by which relevant proxies allow.
3. Any votes disapproving or abstaining shall be extracted, from the total votes of shareholders attending the Meeting and having right to vote whereas the remaining votes shall be regarded to have approved with such Item.
4. Where there are no votes disapproving or abstaining in any Item, Chairman of the Meeting shall consider such Item carries a unanimous vote.
5. In ordinary Item, a resolution shall require a majority vote of shareholders attending the Meeting and casting their votes. In case of a tie vote, Chairman of the Meeting shall have a casting vote.
6. As regards Item 7, appointment of directors to replace those who will retire by rotation and appointment of new directors to fill up vacancies :
 - 6.1 all votes shall be cast by every shareholder for each director as designated on the ballot;
 - 6.2 all votes shall be cast by every shareholder regardless whether each shareholder approves, disapproves or abstains the vote.
7. As regards Item 10, the issuance and offering of warrants not exceeding 405,800 units :
 - 7.1 a resolution shall require a majority vote of not less than three-quarters of total votes of shareholders attending the Meeting and having right to vote and shall not be opposed by shareholders holding an aggregate of exceeding ten (10) per cent of the total votes of shareholders attending the Meeting.
 - 7.2 directors and employees who have interests in this agenda are not entitled to cast their votes.
8. As regards Item 12, allocation of the warrants exceeding five (5) per cent of the warrants issued to eligible directors and employees of the Company and its subsidiaries :
 - 8.1 shareholders shall vote for each of directors and employees whose names are designated on the ballot ;
 - 8.2 a resolution shall require a majority vote of not less than three-quarters of total votes of shareholders attending the Meeting and having right to vote and shall not be opposed by shareholders holding an aggregate of exceeding five (5) per cent of the total votes of shareholders attending the Meeting.
 - 8.3 directors and staffs who have interests in this agenda are not entitled to cast their votes for themselves.

Dr. Paiboon Limpaphayom, Chairman of the Board of Directors, presided over the Meeting.

He requested Khun Somprasong Boonyachai, Vice-Chairman of the Board of Directors to preside over the Meeting.

Khun Somprasong Boonyachai first introduced directors, executives, auditor and legal counsel examining the procedure for casting votes, respectively as follows:

Directors:

- | | |
|---------------------------------|--|
| 1. Khun Aviruth Wongbuddhapitak | Independent Director, Chairman of the Audit Committee, and Member of the Remuneration Committee |
| 2. Khun Tasanee Manorot | Independent Director, Member of the Audit Committee |
| 3. Khun Surasak Vajasit | Independent Director, Member of the Audit Committee, and Member of the Nomination and Corporate Governance Committee |
| 4. Khun Ng Ching-Wah | Director, Member of the Executive Committee |
| 5. Khun Wichian Mektrakarn | Director, Executive Director and Chief Executive Officer |
| 6. Dr. Montchai Noosong | Director |

Executives:

- | | |
|---------------------------------|-------------------------------|
| 1. Khun Hui Weng Cheong | Chief Operating Officer (COO) |
| 2. Khun Pong-amorn Nimpoonsawat | Chief Finance Officer (CFO) |
| 3. Khun Somchai Lertsutiwong | Chief Marketing Officer (CMO) |
| 4. Khun Vilasinee Puddhikarant | Chief Customer Officer (CCO) |

Auditor:

- | | |
|------------------------|--|
| Khun Winid Silamongkol | KPMG Phoomchai Audit Ltd., auditor for the year 2012 |
|------------------------|--|

Legal Counsel:

- | | |
|----------------------|--|
| Khun Suwita Peetawan | Weerawong, Chinnavat & Peangpanor Ltd. |
|----------------------|--|

Khun Somprasong Boonyachai stated to the Meeting that this 2013 Annual General Meeting of Shareholders was convened pursuant to the resolution of the Board of Directors' Meeting No. 3/2013 held on 7 February 2013 to consider the matters as specified in the Notice of Invitation Letter to Shareholders. The Record Date on which shareholders have rights to attend and vote in the Annual General Meeting of Shareholders was on 21 February 2013 and the share registration book for gathering shareholders' names under the Section 225 of the Securities and Exchange Act. (No.4) B.E. 2551 was on 22 February 2013.

Since the number of shareholders present in person and by proxy was sufficient to constitute the quorum as required by Section 103 of the Public Company Act B.E. 2535 and Clause 32 of the Company's Articles of Association i.e. shareholders and proxies amounting to not less than 25 or not less than one half of the total number of shareholders holding not less than one-third of the total number of shares sold of the Company, he thus requested the Meeting to consider the matters in accordance with the following items.

1. Matters to be Informed.

Khun Somprasong Boonyachai reported on 11 December 2012, the Company subsidiary i.e. Advanced Wireless Network Co., Ltd. (AWN), in which the Company is holding 99.99% shares, has been awarded a License to use the Frequency for International Mobile Telecommunications (IMT) 2.1 GHz (3G) for 15 MHz by NBTC with the auction value of Baht 14,625 Million. The License is valid for 15 years, commencing as from 7 December 2012 until 6 December 2027. Relevant information on this License has been disclosed to general public through channels of SET and a circular distributed to shareholders since December 2012.

There was no shareholder raising further question. As this agenda was for information to shareholders; therefore, there was no cast of votes.

2. To certify the Minutes of the 2012 Annual General Meeting of Shareholders, held on 28 March 2012.

Khun Somprasong Boonyachai requested the Meeting to consider and certify the Minutes of the 2012 Annual General Meeting of Shareholders, held on 28 March 2012 as per details in a copy, which had already been distributed to shareholders together with the Notice of Invitation Letter to Shareholders.

Shareholder asked for amendment as follows:

Shareholder : (Thai version) page 8, line 14 from :
 “how did the Company tackle this situation” to:
 “In technical view, is there any risk in terms of new technology and service on which subscribers can rely completely”

(Thai version) page 8, line 16 from :
 “And finally, during 2008 – 2010 , human resource was mentioned, but not in 2011, what happened then.” to :
 “Were risk in respect of human resource gone, or else”

(Thai version) page 12, line 20 from :
 “What did it mean” to:
 “What was the remaining value of such assets, whether amortization rate was too high resulting in such assets being utilized although fully amortized”

Since there was no shareholder raising any further question, Khun Somprasong Boonyachai, then, proposed the Meeting to cast their votes. This item required a majority vote of shareholders attending and cast their votes.

After due consideration, the Meeting

RESOLVED THAT

The Minutes of the 2012 Annual General Meeting of Shareholders, held on 28 March 2012 be and hereby was certified with the following votes:

Resolution	Votes (1 Share = 1 vote)	% of the total shares held by shareholders attending and cast their votes
1. Approved	2,456,129,941	100.0000
2. Disapproved	0	0.0000
3. Abstained	303,700	Not constituted as votes

3. To acknowledge the results of operation for 2012.

Khun Somprasong Boonyachai requested Khun Wichian Mektrakarn, Director and Chief Executive Officer, to report the Meeting on summary of operations for the year 2012 as follows:

The year 2012 was a challenge for the Company. Though AIS is a mobile phone service operator with the largest customers base of 36 Million numbers, representing 44% of all users in Thailand, AIS has encountered obstacles with respect to the least bandwidth among all operators. In addition to continuously expanded customers base, AIS has seen increasing volume of mobile Internet as a result of use of smart phones and social network resulting in congestion of network that might affect customers' experience.

In response to increasing demand under restricted frequency, AIS has allocated capital expenditure in the amount of Baht 9,600 Million to expand capacity of 3G900 MHz frequency, increase another bases from 1,884 in 2011 to 3,500 bases in 2013, mostly in areas in Bangkok and other 17 provinces in which demand for mobile Internet is high and there are handsets supporting 3G. Currently, there are 4.5 million subscribers on 3G.

Though the Company has encountered bandwidth obstacles, the Company has maintained a leading position in Thai telecommunication industry with a 54% subscriber market base, and seen an increase of 12% in revenue from data services, sale of handsets in addition to voice services.

In 2012, non-voice revenue continued to grow which had been driven by expanded customer base (from 34 to 36 million numbers) together with increasing demand particularly in provincial areas due to more confidence of customers.

However, the Company views that the Company should notice declining growth of voice revenue in that penetration is now at 120% of population, resulting in growth of 5% rather than 8% in previous year. In 2013, the growth is expected to grow by 2-3%, in line with trend of global markets.

The world seems narrower due to fast growing technology, be it smart phone, tablet coming with new features while prices are declining and demand of social network is increasing.

The Company also views development of new services will grow with no boundaries as driven by 3 major forces:

- Network as developed by new technology in response to new forms of contents;
- Program development generation;
- New smart phones and devices that can support varieties of features

These forces have attributed to digitization including development of new services, applications and contents with no boundaries, that can help lives more easier and comfortable, increase productivity and provide variety of entertainment.

Lifestyles are more connected with mobile Internet, resulting increase revenue of non-voice service accounting for more than 33% and sale of handsets 34% due to popular use of smart phones.

The year 2012 marked a new era of development of Thai telecommunication industry. In October, NBTC had conducted an auction for licenses to use frequency in International Mobile Telecommunications (IMT) 2.1 GHz whereupon the Company subsidiary i.e. Advanced Wireless Network Co., Ltd. (AWN) was accordingly awarded this license for 15 MHz, valid for 15 years. Such use of frequency shall add value to the Company in 3 dimensions:

1. resolution to current concession that shall expire in 2015;
2. new technology to increase capacity in response to the need of customers and increasing demand of mobile Internet in future;
3. leading to growth in revenue, not only from voice but new other sources from applications.

However, the use of frequency shall be compatible with network. The Company has allocated a budget expenditure in the amount of Baht 70,000 Million to construct new network so as to deliver new experience to customers within a three-years period from 2013 until 2015 and anticipate the best network of Thailand. AWN has been awarded 3G license, the Company shall launch the market with the same brand of "AIS 3G" that will commence in May covering 20 provinces including Bangkok, and will expedite the construction to cover 77 provinces by the end of 2013 and will cover 97% of population by 2015.

The Company has acted as good citizen by complying with laws, paying tax and contributing to society intentionally and sincerely.

In the past year, we have made the following contributions:

Sarnrak Kon Keng Huajai Grang :

- 545 people have attended the Project over the last 12 years
- 81 young people have graduated with bachelor degree
- Baht 24 worth of scholarship were awarded

Sport :

- In collaboration with the Football Association of Thailand, support of AIS National League, for 3 consecutive years
- Improvement of 6 AIS Sport Fields, both in Bangkok and provinces

Opportunities for various groups of people in society :

- Employment of 45 cripples as call center agents / employees
- AIS StartUp Development Program to encourage potential developers to become entrepreneurs of their own digital businesses and long time partners with the Company
- O-net tutor

Education support :

- Online admission tutor via AIS BookStore

The Company has firm beliefs that family is a core center so that society shall be aware of love in which the Company has created relationship through Sarnrak Program

- Movies to cultivate love and encourage good deeds, role models, starting from family
- Walk Rally for 13 consecutive years

Awards in 2012 :

SET Awards 2012 :

Best Company Performance Award and Best Investor relations Award

Securities Analysts Association :

Best CEO, CFO, IR for listed company 2012

“Recreating”, the award winning TV commercials for consumer excellence

Other details appear in the Attachment 2 distributed to shareholders.

Shareholders raised the following queries:

Shareholder :

According to the Annual Report, Thai version page 71-72, Risk Factors on Regulations re: Concessions between TOT and the Company; and between CAT and DPC, if such Concessions and/or amendment thereto were revoked, would it affect the Company revenue or expense.

Khun Wichian Mektrakarn

Currently, the Company has not been advised as to if those Concessions would be revoked and there are a few months towards expiry of the Concession between CAT and DPC. With respect to the Concession between TOT and the Company, there are some differences in opinions that have led to judicial process. However, all these have not constituted to the points leading to revocation of the Concession, or possibility to termination of the Concession is very unlikely.

Shareholder :

According to the Annual Report, Thai version page 124, Report by the Audit Committee, Topic 4, relating to review of the efficiency of internal control system, would it be possible to be advised of any interesting example from the Audit Committee in terms of any opinion from internal audit or external auditor in respect of the functions so audited.

Khun Aviruth Wongbuddhapitak

Practically, internal audit shall have responsibility to review performance of functions throughout the organization to ensure if compliance has been met particularly high risk factors and internal control system. In addition, external auditor has conducted its audit. If it appears there is any operational weakness, a report shall be issued and advised by the internal audit that will accordingly monitor any remedy. For example, there are compliances with the Revenue Department on VAT, complex IT system to suit size and business and electronic security system.

- Shareholder :** Is there any possibility of common utility of infrastructure such as tower and telecommunication equipment among telecom operators. Has the Company taken into consideration the feasibility / break – even point if such common utility took place in future.
- Khun Wichian Mektrakarn** The co-operation among telecom operators is highly likely to save costs. However, it is necessary to construct additional 2.1 GHz infrastructure as such frequency is shorter than 900 MHz; as a result, more towers will have to be constructed to meet level of current coverage.
- Shareholder :** What is the Company view as regards expiry of each concession which is different and what is the Company policy on 4G.
- Khun Wichian Mektrakarn** Regulator has tried to overhaul the practice by turning concession to licensing systems so that operators under current regime may see the same level playing field. Current concessions shall continue until their respective expiry. As regards 4G, if allowed by TOT, the Company shall support but with deliberate move in that the Company has potential and established good relationship in respect of this matter.

There was no shareholder raising further question.

As this item was for information to shareholders; therefore, there was no cast of votes.

4. To approve the Balance Sheet (Statement of Financial Position), and Statement of Income for fiscal year ended 31 December 2012.

Khun Somprasong Boonyachai requested Khun Wichian Mektrakarn to report the Meeting.

Khun Wichian Mektrakarn proposed the Meeting to consider and approve the Statement of Financial Position, Statement of Income and Statement of cash flow for fiscal year ended 31 December 2012 with auditor's report which had been reviewed by the Audit Committee and approved by the Board of Directors, respectively the copies of which were attached to the Notice letter.

Statement of Financial Position as at 31 December (Baht million)	2011	2012
Cash	21,887	23,531
Other current asset	11,291	14,573
Total current asset	33,178	38,103
Network and PPE	44,121	40,297
Other non-current asset	9,373	22,568
Total assets	86,672	100,968
Current portion of long-term borrowings	5,469	8,462
Other current liabilities	24,265	27,826
Total current liabilities	29,734	36,288
Long-term borrowing	16,537	11,888
Other non-current liabilities	938	9,250
Total liabilities	47,209	57,426
Total equity	39,464	43,542
Total liabilities and equity	86,672	100,968

- Maintained liquidity despite 3G license payment
- Strong capital structure with debt equity ratio at 0.57

Statement of Income (Baht million)	2011	2012	Variance (%)
Total revenue	126,437	141,568	12
Total cost	(76,220)	(83,970)	10
Gross profit	50,217	57,598	15
SG&A expenses	(11,118)	(11,598)	8
Operating profit	39,099	45,640	17
Impairment loss of asset	(1,542)	0	(100)
Finance costs	(1,666)	(1,093)	(34)
Other income (costs)	818	1,066	30
Profit before income tax expense	36,709	45,613	24
Income tax expense	(14,365)	(10,715)	(25)
Profit for the period	22,344	34,899	56
Minority interest	(127)	(16)	(87)
Net profit	22,217	34,883	57

Statement of Cash Flow (Baht Million)	2011	2012
Net cash from operating activities	48,216	51,133
Net cash used in investing activities	(1,581)	(16,759)
Net proceed/repayment from borrowings	(12,851)	(1,487)
Dividend payment	(24,102)	(30,241)
Net cash used in other financing activities	(1,773)	(1,173)
Cash and cash equivalent at beginning of the year	10,451	(18,361)
Effect of exchange rate changes on balances held in foreign currencies	0	(0)
Cash and cash equivalent at end of the year	18,361	19,833

- Operated higher free cash flow from operation due to better profit
- Paid dividend of Baht 10.90 per share in total amount of Baht 30,241 million
- As of 2012, AIS recorded increased cash of Baht 19,833 million

Since there was no shareholder raising any question, Khun Somprasong Boonyachai, then, proposed the Meeting to cast their votes. This item required a majority vote of shareholders attending and cast their votes.

After due consideration, the Meeting

RESOLVED THAT

The Statement of Financial Position, and Statement of Income for fiscal year ended 31 December 2012 be and hereby were approved with the following votes:

Resolution	Votes (1 Share = 1 vote)	% of the total shares held by shareholders attending and cast their votes
1. Approved	2,455,571,364	100.0000
2. Disapproved	0	0.0000
3. Abstained	1,022,900	Not constituted as votes

5. To approve dividend payment for the fiscal year 2012.

Khun Somprasong Boonyachai requested Khun Wichian Mektrakarn, to report the Meeting.

Khun Wichian Mektrakarn presented to the Meeting as follows:

- In 2012, net profit was Baht 34,883 million (earning per share was Baht 11.73).
- In 2012, net cash provided by operating activities was Baht 19,833 million.
- Retained earnings as at end of 2012 was Baht 17,344 million (after paying interim dividend of Baht 5.90 per share).

Therefore, the Company considered appropriate to declare dividend payment at the rate of Baht 5.00 per share. The Board of Directors previously approved an interim dividend at the rate of Baht 5.90 per share, paid on 6 September 2012. Therefore, the total dividend payment for the fiscal year 2012 is Baht 10.90 per share.

The share registration book closing date to determine the right to receive dividends will be on 4 April 2013 and the dividend payment date will be on 23 April 2013.

Since there was no shareholder raising any question, Khun Somprasong Boonyachai, then, proposed the Meeting to cast their votes. This item required a majority vote of shareholders attending and cast their votes.

After due consideration, the Meeting

RESOLVED THAT Payment of dividend for fiscal year 2012 be Baht 10.90 per share and hereby was approved with the following votes:

Resolution	Votes (1 Share = 1 vote)	% of the total shares held by shareholders attending and cast their votes
1. Approved	2,456,365,964	99.9998
2. Disapproved	4,900	0.0001
3. Abstained	231,900	Not constituted as votes

6. To approve the appointment of the Company's auditors and determine the auditors' remuneration for the year 2013.

Khun Somprasong Boonyachai requested Khun Wichian Mektrakarn to report the Meeting.

Khun Wichian Mektrakarn stated to the Meeting that in compliance with the Company's Articles of Association, the Annual General Meeting of Shareholders shall determine to appoint the Company's auditors and to designate auditing fee of the year 2013. In addition, a notification of the Capital Market Supervisory Board limits the appointment of individual external auditors (but not the audit firm) at listed companies to no more than five consecutive one-year terms. After five years, the auditors must be rotated although they can be reappointed after a two-year break.

The Audit Committee and the Board of Directors recommended the reappointment of KPMG Phoomchai Audit Ltd. (KPMG) as the Company external audit firm for the year 2013 and selected the following auditors from KPMG as the Company external auditors for the sixth consecutive term since 2008. Details are as follows:

- | | |
|-------------------------------|--|
| 1. Khun Supot Singhasaneh | Registration No. 2826
(never signed the Company's audited financial statements) |
| 2. Khun Somboon Suprsiripinyo | Registration No. 3731
(never signed the Company's audited financial statements) |
| 3. Khun Charoen Phosamritlert | Registration No. 4068
(never signed the Company's audited financial statements) |

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 Ltd. is authorized to delegate another one of KPMG Phoomchai Audit Ltd. to conduct the audit. The audit fee and the quarterly review fee of the Company in 2013 is recommended at Baht 3,912,000 (same as the year 2012). This amount excludes the non-audit fee, which the Company will pay based on the actual amount. The Meeting was informed of the report that KPMG has also been retained as external auditor of the Company's subsidiaries in the budget of Baht 4,170,000 an increase of Baht 620,000 from the year 2012 and quarterly review fee of Baht 1,615,000 and increase of Baht 270,000 from last year due to a new subsidiary i.e. Advanced Wireless Network Co., Ltd. (AWN) commencing to provide 3G service in 2013.

KPMG Phoomchai Audit Ltd. and the three auditors mentioned above are completely independent from the Company and have no relation / interest with the Company / subsidiaries / executives / major shareholders or connected persons; as evidenced by their report on securities holding submitted to the Company.

Since there was no shareholder raising further question, Mr. Somprasong Boonyachai, then, proposed the Meeting to cast their votes.

This item required a majority vote of shareholders attending and cast their votes.

After due consideration, the Meeting

RESOLVED THAT The appointment of the Company's auditors and determination of fees be and hereby were approved with the following votes:

Resolution	Votes (1 Share = 1 vote)	% of the total shares held by shareholders attending and cast their votes
1. Approved	2,455,537,976	99.9683
2. Disapproved	777,401	0.0316
3. Abstained	300,088	Not constituted as votes

7. To approve the re-appointments of retiring directors.

Khun Somprasong Boonyachai requested Khun Wichian Mektrakarn to report the Meeting.

Khun Wichian Mektrakarn stated to the Meeting that, in compliance with the Public Company Act B.E. 2535 and Clause 18 of the Company's Articles of Association, at the Annual General Meeting of Shareholders, one-thirds of directors shall be retired by rotation but they can be re-appointed.

In the Company's 2013 Annual General Meeting of Shareholders, 4 directors who will be retired by rotation and are recommended to be re-appointed are:

- | | |
|----------------------------|------------------------|
| 1. Khun Surasak Vajasit | Independent Director |
| 2. Khun Wichian Mektrakarn | Director |
| 3. Khun Dusit Nontanakorn | Director (Passed away) |
| 4. Khun Yeo Eng Choon | Director |

In compliance with the Principles of Good Corporate Governance for Listed Companies, the Company announced to the SET and posted on the Company's web site the items of the Annual General Meeting of Shareholders during October 2012 – December 2012 in order to allow shareholders to be informed of the information and nominate candidates for the new Board of Directors. Nonetheless, no nomination of candidates had been proposed.

The Board of Directors, excluding those having conflicts of interest, considered the qualifications, knowledge, competency, experience and performance of each director due to retire by rotation and recommended that:

1. Khun Surasak Vajasit
2. Khun Wichian Mektrakarn

Be reappointed for another term of office.

The following persons are recommended to be appointed to fill up vacancy:

1. Khun Vithit Leenutaphong
2. Khun Jeann Low Ngiap Jong

Reasons on proposal to appoint 2 directors to fill up vacancy:

1. Khun Dusit Vajasit passed away and the Board of Directors has proposed to appoint Khun Vithit Leenutaphong as independent director at this Meeting.
2. Khun Yeo Eng Choon stated he had not intended to be re-elected for another term; thus the Board proposed Khun Jeann Low Ngiap Jong to become director.

Details of each director's age, percentage of shareholdings, educational background, work experience, and board-meeting attendance are provided in the attachment delivered together with the invitation.

In addition, the directors proposed for reappointment meet all the requirements stipulated in the Public Limited Companies Act, B.E. 2535 and relevant regulations of the Capital Market Supervisory Board.

Since there was no shareholder raising any question, Khun Somprasong Boonyachai, then, proposed the Meeting to cast their votes, and requested each shareholder to use ballot no matter whether shareholder approves, disapproves or abstains the vote, for each director. This item required a majority vote of shareholders attending and cast their votes.

After due consideration, the Meeting

RESOLVED THAT Khun Surasak Vajasit, a director retired by rotation, be and hereby was re-elected for another term with the following votes:

Resolution	Votes (1 Share = 1 vote)	% of the total shares held by shareholders attending and cast their votes
1. Approved	2,454,023,673	99.9053
2. Disapproved	2,325,000	0.0946
3. Abstained	235,700	Not constituted as votes

After due consideration, the Meeting

RESOLVED THAT Khun Wichian Mektrakarn, a director retired by rotation, be and hereby was re-elected for another term with the following votes:

Resolution	Votes (1 Share = 1 vote)	% of the total shares held by shareholders attending and cast their votes
1. Approved	2,449,282,396	99.7120
2. Disapproved	7,072,177	0.2879
3. Abstained	271,900	Not constituted as votes

After due consideration, the Meeting

RESOLVED THAT Khun Vithit Leenutaphong, a director, be and hereby was re-elected to fill up vacancy with the following votes:

Resolution	Votes (1 Share = 1 vote)	% of the total shares held by shareholders attending and cast their votes
1. Approved	2,444,930,896	99.5354
2. Disapproved	11,411,477	0.4645
3. Abstained	284,100	Not constituted as votes

After due consideration, the Meeting

RESOLVED THAT

Khun Jeann Low Ngiap Jong, a director retired by rotation, be and hereby was re-elected to fill up vacancy with the following votes:

Resolution	Votes (1 Share = 1 vote)	% of the total shares held by shareholders attending and cast their votes
1. Approved	2,444,708,609	99.5288
2. Disapproved	11,571,576	0.4711
3. Abstained	346,288	Not constituted as votes

8. To approve the directors' remuneration for 2013.

Khun Somprasong Boonyachai reported to the Meeting that, by recommendation of the Remuneration Committee, deliberately taking into consideration of appropriateness by a number of factors compared within the same industry together with business expansion and growth of profit of the Company, in 2013 the total budget for the directors' remuneration shall not exceed Baht 20,000,000 (Baht Twenty Million) inclusive of monetary remuneration i.e. monthly retainer fee, attendance fee and bonus should be allocated, travelling and accommodation expenses on performance of duties of directors.

Policy on Remuneration for Directors for the Year 2013

Director	Monetary Remuneration for 2013 (Baht)		
	Monthly Retainer Fee	Attendance Fee	Bonus
Board of Directors			
Chairman	200,000	x	✓
Member	50,000	25,000	✓
Audit Committee			
Chairman	25,000	25,000	✓
Member	x	25,000	✓
Nomination and Corporate Governance Committee			
Chairman	10,000	25,000	✓
Member	x	25,000	✓
Remuneration Committee			
Chairman	10,000	25,000	✓
Member	x	25,000	✓

Executive Committee			
Chairman	10,000	25,000	✓
Member	x	25,000	✓

- Notes:**
- 1) Directors who are executives / employees of the Company / shareholders shall not be entitled to receive such remuneration.
 - 2) Chairman of the Board is not entitled to an additional monthly retainer or attendance fee if he or she chairs any of the sub-committees.

Since there was no shareholder raising further question, Khun Somprasong Boonyachai, then, proposed the Meeting to cast their votes. In addition, shareholders were advised a resolution shall require an affirmative vote of not less than two-thirds of the total number of shareholders attending the Meeting.

After due consideration, the Meeting

RESOLVED THAT Directors' remuneration for the year 2013 be and hereby was approved with the following votes:

Resolution	Votes (1 Share = 1 vote)	% of the total shares held by shareholders attending the Meeting
1. Approved	2,455,778,973	99.9654
2. Disapproved	610,600	0.0248
3. Abstained	238,200	0.0096

The votes were of not less than thirds-quarters of the total number of shareholders attending the Meeting.

9. To approve a letter to conform with the prohibitive characters in connection with foreign dominance.

Khun Somprasong Boonyachai requested Khun Wichian Mektrakarn to report the Meeting.

Khun Wichian Mektrakarn stated the Company has been permitted to operate mobile phone service under the concession (Concession) granted by TOT Public Co., Ltd. and is required under the Notification of NBTC re: Designation of the Prohibitive Characters in connection with Foreign Dominance B.E. 2555 (NBTC Notification), as amended and published in the Royal Gazette on 23 July 2012, to conform with the designation of prohibitive characters as per details provided in the documents attached to the Invitation. Such designation letter shall be proposed to a general meeting of shareholders for approval before the authorized directors shall sign same and submit to NBTC.

The Board of Directors has considered such letter in consultation with both internal and external legal counsels and is of opinion that in order to comply with laws and NBTC Notification, the letter be proposed to the Meeting for approval.

Since there was no shareholder raising any question, Khun Somprasong Boonyachai, then, proposed the Meeting to cast their votes.

After due consideration, the Meeting

RESOLVED THAT The letter to conform with the prohibitive characters in connection with foreign dominance be and hereby was approved with the following votes:

Resolution	Votes (1 Share = 1 vote)	% of the total shares held by shareholders attending the Meeting
1. Approved	2,455,793,263	99.9998
2. Disapproved	2,600	0.0001
3. Abstained	835,310	Not constituted as votes

10. To approve the issuance and offering of warrants not exceeding 405,800 units (the "Warrant") to the directors and employees of the Company and its subsidiaries to purchase the Company's ordinary shares.

Khun Somprasong Boonyachai stated as Items No.10 and No.11 are related, he requested permission from the Meeting to proceed with the two Items continuously, and that shareholders can then raise any queries, and after that shareholders shall be requested to cast their votes.

Khun Somprasong Boonyachai further stated the issuance and offering of the Warrants to the directors and employees of the Company and its subsidiaries are part of the Performance Share Plan with the objective to motivate and reward the employees of the Company and its subsidiaries, to retain qualified employees and promote mutual interest among the Company, shareholders and employees in the long term. Each employee who participates in the Plan may allocate part of bonus received under the criteria and target to be established by the Company to exercise right under the warrants which will be specifically issued and offered.

Warrants in the number of 405,800 units shall be issued and offered. One unit can purchase one ordinary share at the exercise price of Baht 206.672 per share, which can be summarized as follows:

Securities Type	:	Warrants to purchase the ordinary shares of Advanced Info Service 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 405,800 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	:	<p>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 Baht 206.672 per share, unless there is an adjustment to the exercise price as prescribed under the terms and conditions of the Warrants.</p> <p>Since the Exercise Price is not lower than the market price and if the right under the Warrants were exercised for all 405,800 units and 405,800 ordinary shares issued, Price Dilution would not be affected.</p>
Number of Reserved Shares	:	<p>Not exceeding 405,800 shares (at the par value of Baht 1), or 0.014 percent of the total paid-up shares.</p> <p>In case that all Warrants allocated to the Employees in the number of not exceeding 405,800 units have been exercised, the control of the existing shareholders of the Company shall be diluted by 0.014 percent of the existing voting rights.</p>

The Remuneration Committee has considered the issuance and offering of the Warrants and submitted the proposal to the Board of Directors. The Board agreed to propose to the general meeting of shareholders to approve such the issuance and offering of the Warrants to the directors and employees of the Company and its subsidiaries of not more than 405,800 units. Details of the terms and conditions are in the Attachment 5(a) attached to the Invitation.

In addition, the Board or other person delegated by the Board shall have the authority to determine the other provisions pertaining to the issuance of the Warrants, including obtaining approval from the relevant authorities and performing any other related actions considered necessary.

The Meeting was requested to approve the issuance and offering of the Warrants to directors and employees of the Company and its subsidiaries of not more than 405,800 units including the authority to the Board or other person delegated by the Board pertaining to the issuance and offering of the Warrants as well as preparing and entering into any contracts in relation thereto.

The resolution shall be passed by the shareholders' meeting with not less than three-quarters of all the votes cast by shareholders attending the Meeting and having right to vote, and must not be opposed by shareholders with an aggregate number of shares exceeding 10 per cent of all eligible votes.

Since there was no shareholder raising any question, Khun Somprasong Boonyachai, then, proposed the Meeting to cast their votes on the item 10.

After due consideration, the Meeting

RESOLVED THAT

The issuance and offering of warrants not exceeding 405,800 units (the "Warrants") to directors and employees of the Company and its subsidiaries to purchase the Company's ordinary shares, and authority to the Board (under Item 10), be and hereby were approved with the following votes:

Resolution	Votes (1 Share = 1 vote)	% of the total shares held by shareholders attending the Meeting and having right to vote
1. Approved	2,448,317,345	99.6685
2. Disapproved	7,841,901	0.3192
3. Abstained	299,524	0.0121

The votes were of not less than three-quarters of all the votes cast by shareholders attending the Meeting and having right to vote, and not opposed by shareholders with an aggregate number of shares exceeding (10) ten per cent of all eligible votes.

11. To approve the issuance and allotment of not more than 405,800 new ordinary shares at a par value of one (1) Baht each, to be reserved for the exercise of the Warrants.

Khun Somprasong Boonyachai stated further to the Item 10, approval of the issuance and offering of the Warrants to directors and employees of the Company and its subsidiaries, the Company shall allot ordinary shares to be reserved for the exercise of the Warrants from unpaid shares.

The Board proposed that the issuance and allotment of 405,800 new ordinary shares at a par value of one (1) Baht each, from the remaining 2,024,364,470 unpaid shares, be reserved for the exercise of the Warrants to the directors and employees of the Company and its subsidiaries. Details of the allotment were shown in the Attachment 5(b).

In addition, the Board or other person 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 allotment of the new shares and their listing on the Stock Exchange of Thailand.

The Meeting was requested to approve the issuance and allotment of not more than 405,800 new ordinary shares at a par value of 1(one) Baht each from the remaining 2,024,364,470 unpaid shares, to be reserved for the exercise of the Warrants including the authority to the Board or other person delegated by the Board pertaining to the determination of the related

terms and conditions and taking any necessary action in connection with the issuance and allotment of the new shares and their listing on the Stock Exchange of Thailand.

To approve this matter, a resolution must be passed by a majority of the shareholders who attend the Meeting and cast their votes.

Shareholders raised the following queries:

Shareholder :

As the price of the Warrant to be offered is Baht 0 per unit, does it mean the Company shall issue the Warrants to directors and employees free of charge

Khun Somprasong Boonyachai

The allocation of the Warrants and shares shall be considered by performance as to whether it has met the prescribed terms and conditions. If yes, the Company shall arrange that those directors and employees pay the price of Baht 206.20 per share accordingly.

Since there was no shareholder raising any question, Khun Somprasong Boonyachai, then, proposed the Meeting to cast their votes on the item 11.

After due consideration, the Meeting

RESOLVED THAT

The issuance and allotment of not more than 405,800 new ordinary shares at a par value of one (1) Baht each, to be reserved for the exercise of the Warrants, and authority to the Board (under Item 11), be and hereby were approved with the following votes:

Resolution	Votes (1 Share = 1 vote)	% of the total shares held by shareholders attending and cast their votes
1. Approved	2,448,678,361	99.6860
2. Disapproved	7,712,702	0.3139
3. Abstained	240,510	Not constituted as votes

12. To approve the allocation of the Warrants exceeding five (5) per cent of the Warrants to eligible directors and employees of the Company and its subsidiaries.

Khun Somprasong Boonyachai stated there will be 8 directors and employees of the Company and its subsidiaries who will be allocated in excess of five (5) per cent of the Warrants. Such directors and employees have a high level of expertise and well-rounded experience of the Company's administration. They are also very knowledgeable and capable, and have demonstrated honesty, accountability and dedication in driving the success of the Company and its subsidiaries. This allocation of the Warrants will contribute more benefit to the organization through sustainable leadership.

The eight people listed below are eligible to receive more than five (5) per cent of the Company and its subsidiaries.

	Director / Employee	Number of Allocated Warrants Not exceeding (Units)	Percentage of Total Allocated Warrants Not exceeding (%)
1.	Khun Wichian Mektrakarn	29,900	7.37
2.	Khun Suwimol Kaewkoon	26,200	6.46
3.	Khun Pong-amorn Nimpoonsawat	26,200	6.46
4.	Khun Somchai Lertsutiwong	26,200	6.46
5.	Khun Walan Norasetpakdi	26,200	6.46
6.	Khun Vilasinee Puddhikarant	25,100	6.19
7.	Khun Weerawat Kiattipongthaworn	25,100	6.19
8.	Khun Issara Dejakaisaya	25,100	6.19

The Remuneration Committee considered and submitted the allocation of more than five (5) per cent of the Warrants to each of the eight directors and employees named above to the Board of Directors, which has agreed with the proposal and accordingly proposed to the Meeting for approval, details were in the Attachment 5(c) attached to the Invitation.

Khun Somprasong Boonyachai then requested the Meeting to approved the allocation of more than five (5) per cent of the Warrants to each of the eight directors and employees named above. The resolution shall be passed by the Meeting with not less than three-quarters of all the votes cast by shareholders attending the Meeting and having right to vote, and must not be opposed by shareholders with an aggregate number of shares exceeding five (5) per cent of all eligible votes. A separate vote must be held for each director and employee to be offered more than five (5) per cent of the Warrants.

Shareholders raised the following queries:

Shareholder :

As there are only 8 directors and employees who will be allocated the Warrants and when the number is summed it is not the one being requested for approval, why it is so, and what is any mechanism to control that those directors and employees are not allowed to dispose of those shares. Finally, is it correct that the average price is more than Baht 5 million that each director and employee will have to pay.

Khun Somprasong Boonyachai

The number of the Warrants to be allocated to directors and employees is more than 8 persons. Only 8 directors and employees who will be allocated more than 5 per cent shall be proposed to the Meeting for approval.

The allocation shall be considered and based on individual performance upon receipt of the Warrants and shares, they can retain or dispose according to their respective intention. Upon completion of the goal, the Company shall pay bonus to each of them and require them to pay for the Warrants that shall be converted into ordinary shares.

Since there was no shareholders raising further questions, Khun Somprasong Boonyachai, then, proposed the Meeting to cast their votes separately for each of the eight persons named above.

RESOLVED THAT Allocation of not more than **Khun Wichian Mektrakarn** Warrants to 29,900, representing 7.37 per cent of the Warrants under the Plan be and hereby was approved with the following votes:

Resolution	Votes (1 Share = 1 vote)	% of the total shares held by shareholders attending the Meeting and having right to vote
1. Approved	2,448,556,970	99.6713
2. Disapproved	7,800,503	0.3175
3. Abstained	272,110	0.0110
4. No right to vote	15,025	Not constituted as votes

The votes were of not less than three-quarters of all the votes cast by shareholders attending the Meeting and having right to vote, and not opposed by shareholders with an aggregate number of shares exceeding five (5) per cent of all eligible votes.

Khun Wichian Mektrakarn has interest on this Item i.e. holding 15,025 shares and therefore has no right

RESOLVED THAT Allocation of not more than **Khun Suwimol Kaewkoon** Warrants to 26,200, representing 6.46 per cent of the Warrants under the Plan be and hereby was approved with the following votes:

Resolution	Votes (1 Share = 1 vote)	% of the total shares held by shareholders attending the Meeting and having right to vote
1. Approved	2,448,527,392	99.6709
2. Disapproved	7,801,503	0.3175
3. Abstained	282,010	0.0114
4. No right to vote	33,703	Not constituted as votes

The votes were of not less than three-quarters of all the votes cast by shareholders attending the Meeting and having right to vote, and not opposed by shareholders with an aggregate number of shares exceeding five (5) per cent of all eligible votes.

Khun Suwimol Kaewkoon has interest on this Item i.e. holding 33,703 shares and therefore has no right to vote.

RESOLVED THAT Allocation of not more than **Khun Pong-amorn Nimpoonsawat** Warrants to 26,200, representing 6.46 per cent of the Warrants under the Plan be and hereby was approved with the following votes:

Resolution	Votes (1 Share = 1 vote)	% of the total shares held by shareholders attending the Meeting and having right to vote
1. Approved	2,448,524,795	99.6708
2. Disapproved	7,809,603	0.3179
3. Abstained	275,210	0.0112
4. No right to vote	35,000	Not constituted as votes

The votes were of not less than three-quarters of all the votes cast by shareholders attending the Meeting and having right to vote, and not opposed by shareholders with an aggregate number of shares exceeding five (5) per cent of all eligible votes.

Khun Pong-amorn Nimpoonsawat has interest on this Item i.e. holding 35,000 shares and therefore has no right to vote.

RESOLVED THAT Allocation of not more than **Khun Somchai Lertsutiwong** Warrants to 26,200, representing 6.46 per cent of the Warrants under the Plan be and hereby was approved with the following votes:

Resolution	Votes (1 Share = 1 vote)	% of the total shares held by shareholders attending the Meeting and having right to vote
1. Approved	2,448,482,569	99.6710
2. Disapproved	7,806,803	0.3177
3. Abstained	275,110	0.0111
4. No right to vote	80,126	Not constituted as votes

The votes were of not less than three-quarters of all the votes cast by shareholders attending the Meeting and having right to vote, and not opposed by shareholders with an aggregate number of shares exceeding five (5) per cent of all eligible votes.

Khun Somchai Lertsutiwong has interest on this Item i.e. holding 80,126 shares and therefore has no right to vote.

RESOLVED THAT

Allocation of not more than **Khun Walan Norasetpakdi** Warrants to 26,200, representing 6.46 per cent of the Warrants under the Plan be and hereby was approved with the following votes:

Resolution	Votes (1 Share = 1 vote)	% of the total shares held by shareholders attending the Meeting and having right to vote
1. Approved	2,448,560,595	99.6709
2. Disapproved	7,808,403	0.3178
3. Abstained	275,610	0.0112

The votes were of not less than three-quarters of all the votes cast by shareholders attending the Meeting and having right to vote, and not opposed by shareholders with an aggregate number of shares exceeding five (5) per cent of all eligible votes.

Khun Walan Norasetpakdi does not hold shares of the Company.

RESOLVED THAT

Allocation of not more than **Khun Vilasinee Puddhikarant** Warrants to 25,100, representing 6.19 per cent of the Warrants under the Plan be and hereby was approved with the following votes:

Resolution	Votes (1 Share = 1 vote)	% of the total shares held by shareholders attending the Meeting and having right to vote
1. Approved	2,448,559,368	99.6710
2. Disapproved	7,809,503	0.3178
3. Abstained	272,410	0.0110
4. No right to vote	3,327	Not constituted as votes

The votes were of not less than three-quarters of all the votes cast by shareholders attending the Meeting and having right to vote, and not opposed by shareholders with an aggregate number of shares exceeding five (5) per cent of all eligible votes.

Khun Vilasinee Puddhikarant has interest on this Item i.e. holding 3,327 shares and therefore has no right to vote.

RESOLVED THAT

Allocation of not more than **Khun Weerawat Kiattipongthaworn** Warrants to 25,100, representing 6.19 per cent of the Warrants under the Plan be and hereby was approved with the following votes:

Resolution	Votes (1 Share = 1 vote)	% of the total shares held by shareholders attending the Meeting and having right to vote
1. Approved	2,448,564,495	99.6711
2. Disapproved	7,423,103	0.3021
3. Abstained	656,610	0.0267
4. Void	6,500	0.0003

The votes were of not less than three-quarters of all the votes cast by shareholders attending the Meeting and having right to vote, and not opposed by shareholders with an aggregate number of shares exceeding five (5) per cent of all eligible votes.

Khun Weerawat Kiattipongthaworn does not hold shares of the Company.

RESOLVED THAT

Allocation of not more than **Khun Issara Dejakaisaya** Warrants to 25,100, representing 6.19 per cent of the Warrants under the Plan be and hereby was approved with the following votes:

Resolution	Votes (1 Share = 1 vote)	% of the total shares held by shareholders attending the Meeting and having right to vote
1. Approved	2,448,578,573	99.6716
2. Disapproved	7,408,803	0.3015
3. Abstained	656,810	0.0267
4. No right to vote	22	Not constituted as votes

The votes were of not less than three-quarters of all the votes cast by shareholders attending the Meeting and having right to vote, and not opposed by shareholders with an aggregate number of shares exceeding five (5) per cent of all eligible votes.

Khun Issara Dejakaisaya has interest on this Item i.e. holding 22 shares and therefore has no right

13. Other business (if any)

Khun Somprasong Boonyachai stated this Item is designated so that shareholders can raise query and/or give comments to the Board and/or request the Board to give explanation. If there were no other businesses proposed under the law, there would be no voting on the Item.

Khun Somprasong Boonyachai further stated according to the Public Limited Companies Act B.E. 2535, Article 105, paragraph two, shareholders holding an aggregate shares of not less than one-third of the total number of shares sold may request the Meeting to consider matters/items other than those designated in the Invitation. As a result, any shareholder who wishes to do so shall demonstrate that they have held an aggregate shares of not less than 991,031,777 shares out of 2,973,095,330 shares sold so as to propose additional matters/items for consideration by the Meeting.

There were no shareholding who have held an aggregate shares of not less than one-third of the total number of shares sold proposing other matters/items for consideration.

Shareholders raised following queries:

- | | |
|------------------------------------|---|
| Shareholder : | What is the current market share of data service, and what is the trend of this service, increase or decline. |
| Khun Wichian Mektrakarn | Market share of non-voice service is 52% The Company expects to launch 3G service in this May although installation of equipment may be a bit slower than competitors' that have commenced for 2 years earlier, However, before the end 2013, number of installation should be close to those of competitors and service provided in Bangkok and major cities. Trend of competition is likely intense. |
| Shareholder : | Shareholder has been a customer for 18 years and given Serenade privileges consistently. Lately, a notice was given that if such privileges could be maintained, then promotion package would need to be changed, resulting in extra expenses, shareholder requests that the Company review this policy. |
| Khun Vilasinee Buddhikarant | The Company has laid down general criteria so that customers can enjoy these privileges under Serenade program and added additional privileges on a consistent basis. |
| Shareholder : | It has been reported competitors have launched 4G, how will the company handle this situation. |
| Khun Wichian Mektrakarn | The frequency of 2100 MHz as put on auction last year carries no restriction as to this shall be applied together with 3G or 4G. It depends on business plan. The Company views that 4G technology should not be applied to its maximum of utilization for the time being. In addition, there are restricted models of 4G handsets to support this technology until a few years ahead. By that time, the Company may have had another frequencies such as 1800 or 2300 MHz for business operation either through auction or business partnership. |

Shareholder :	Currently, calling in high rises is not efficient, if possible, the Company should co-ordinate with such high rises management to ensure development and improvement of calling.
Khun Wichian Mektrakarn	Under current 2G technology, huge towers need be constructed, thus it may not be reaching break-even points in all cases. However, 3G technology can render smaller towers which can be installed in many area which could not be done in the past. This includes high rises that can improve efficiency for certain provided broadband Internet shall also be utilized.
Shareholder :	Please advise a migration plan of customer base; how many of customers who have 3G handsets and how will the Company encourage customers to change handsets
Khun Wichian Mektrakarn	Whether or not customers will change service from 2G to 3G will depend on customers' need. There are a number of 3G handsets as many as 6-7 million units, or 20-30% of customer base. However, a new SIM must be replaced to support 3G technology. When 3G service is launched, the Company plans to offer promotion packages to encourage customers to change SIM. In 2013, the Company anticipate customers under new technology shall be 8 million numbers. Change of handsets plan can be carried on via many channels either by the Company or by dealers.
Shareholder :	What is the object of CLOUD technology?
Khun Wichian Mektrakarn	The Company will provide service like bulk of data for corporates to enable them to work virtually as if they were working in their offices.
Shareholder :	When the Concession expires, can the Company retain its customers base?
Khun Wichian Mektrakarn	It could not be estimated for the time being. This depends on how regulator shall have policy towards this issue. If relevant frequencies were to be put on auction after expiry, then customers might need to change providers. The matter should become clearer when a concession of 1800 MHz frequency will expire this coming September.
Shareholder :	Will it be true that customers in 1800 MHz and 900 MHz frequency shall no longer call after expiry of concessions.
Khun Wichian Mektrakarn	This depends on NBTC policy of how to proceed further as to if current operators should be allowed to continue their services as a remedy during migration period.
Shareholder :	Will 3G2100 service rates be increased, and when in use, will all service difficulties be resolved.
Khun Wichian Mektrakarn	There are a number of issues either from the Company side i.e. a lot of customers using limited frequency. However, this should be resolved when 3G 2100MHz service is launched. Other external factors such as handsets, RFID system, or jammer used by prison have attributed to the practical difficulties.

- Shareholder :** Why has the Company remained the service of Net SIM at Baht 1.50 per minute, which exceeds that designated by NBTC
- Khun Wichian Mektrakarn** A rate of Baht 1.50 includes GPRS which, if deducted, can render calling rate to be well under Baht 0.99 per minute. Alternatively, customers may change promotion package to Baht 0.99 per minute.
- Shareholder :** Will AEC affect the Company operation.
- Khun Wichian Mektrakarn** The Company should likely have more choices in hiring employees and may see foreign investment insofar as relevant criteria have been amended to suit with AEC changing context.
- Shareholder :** How will the Company utilize the declared capital expenditure of Baht 70,000 million. In addition to current revenue base, can the Company growth be from other services
- Khun Wichian Mektrakarn** This expenditure shall be utilized within the first three years. If it was not sufficient, additional expenditure would be sought. With respect to revenue, when speed is faster, customers may call together and do other transactions such as paying toll fees, MRT/BTS, other miscellaneous expenses, education, entertainment such as reading, health care for rural doctors, all these will depend on content application.

Since there was no shareholder raising further question, Khun Somprasong Boonyachai then, on behalf of Chairman, thanked all shareholders and declared the Meeting adjourned.

The Meeting was adjourned at 17.00 Hrs.

Signed _____ -Signature- _____ Chairman of the Meeting
(Paiboon Limpaphayom, Ph.D)

Signed _____ -Signature- _____ Company Secretary
(Khun Chavin Chaivatcharaporn)

<p>Preliminary Information of the retired directors being proposed for re-election</p>



Preliminary Information of the retired directors being proposed for re-election

Name	Mr. Ng Ching-Wah		
Age (year)	65		
Position	Director and Member of the Executive Committee		
Starting Date of Directorship	10 April 2008		
Tenure	5 years 10 months		
% Shareholding	- None -		
Highest Education	Bachelor Degree of Art in Business Administration , Chinese University of Hong Kong		
Governance Training of IOD	- None -		
Working Experiences	2012 – Present Member of the Communication Authority, Communication Authority (CA)		
	2008 – Present Director and Member of the Executive Committee, Advanced Info Service Plc.		
	2007 - Present Director, ConvenientPower Hong Kong		
	Independent non-executive director, Pacific Textiles Holdings Ltd.		
	2011 - 2012 Director, China Digital TV Group Holding Ltd.		
	2007 - 2010 Non-executive director, HKC International Holdings Ltd.		
Director/Management Position in other companies	▪ Listed Company - None -		
	▪ Non-listed company 2 companies		
	▪ Other company that conflict with the company - None -		
Attend of meeting in 2013	▪ The Board of Directors Meeting 8/8 times		
	▪ The Executive Committee Meeting 9/10 times		
	▪ The 2013 Annual General Meeting of Shareholder 1/1 time		
Illegal Record in past 10 years	- None -		
Relationship with Management	- None -		

Preliminary Information of the retired directors being proposed for re-election
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A portrait of Mrs. Yoon Suk-yeon, President of the Korea Women's Business Association. She is a middle-aged woman with short, dark, wavy hair, smiling warmly at the camera. She is wearing a dark brown blazer over a light-colored, possibly white, button-down shirt. A small, circular pin is visible on her left lapel. The background is a blurred indoor setting with warm, ambient lighting.

Having the following interests in the Company, parent company, subsidiaries, affiliates or any legal entities that have Conflicts, at present or in the past 2 years

- | | |
|---|---------|
| 1. Being a director that take part in managing day-to-day operation, employee, or Advisor who receive a regular salary or fee | - No - |
| 2. Being a professional service provider (i.e., auditor, lawyer) | - No - |
| 3. Having the significant business relations that may affect the ability to perform independently | -None - |

Preliminary Information of the director being proposed for election

Name	Krairit Euchukanonchai	
Age (year)	59	
Position	Director	
% Shareholding	-None-	
Highest Education	MBA, North Texas State University, USA	
Governance Training of IOD	[xx]	
Working Experiences	1998 - Present	Chairman of Board, V. Group Honda Cars
	2013	Advisor and Chairman of Risk Management Committee, Krungthai Asset Management PLC
	2006 - 2012	Chairman of Board and Chairman of Risk Management Committee Krungthai Asset Management PLC
	2011 - 2012	Director and Member of Audit Committee, PTT PLC
	2011 - 2012	Director, PTT Exploration and Production PLC
Director/Management Position in other companies	▪ Listed Company	- None -
	▪ Non-listed company	1 company
	▪ Other company that compete with/relate to the company	- None -
Illegal Record in past 10 years	- None -	
Relationship with Management	- None -	



The Prohibitions of Business Domination by Foreigner

XX XXX 2014

We, Advanced Info Service Public Company Limited (**the “Company”**), hereby certify that the Company has not performed any acts which are contrary to the prohibitions of business domination by foreigner according to the definitions of Business Domination and the guidelines specified in the List of the Prohibitions of Business Domination by Foreigner attached to the Notification of the National Broadcasting and Telecommunications Commission On Determination of the Prohibitions of the Business Domination by Foreigner B.E. 2555 (**the “Notification”**) as follows:

1. The domination in business by allowing Foreigner, its agent or puppet to hold shares, either directly or indirectly, in order to avoid the Notification.

2. The domination in business through shareholding by Foreigner, or his agent or proxy, where such shares have voting privilege in the shareholders meeting in the proportion of more than the actual number of shares held, or are the shares that have privilege above the shares held by Thai shareholders.

3. The domination in business through the fact that the Foreigner has controlling power or influences either directly or indirectly on policy determination, management, operation or appointing directors, or senior executives.

Senior executives means chairman of the board, managing director, manager, director, chief procurement executive, chief financial executive, or any other persons who has controlling power or influence on business administration, or the operation of telecom business of the Company.

4. The domination in business through legal relationship with the source of investment or loan from Foreigner, or affiliated juristic person such as a loan guarantee, a loan at the interest rate lower than the market rate, business risk assurance, or a credit in discriminatory manner.

5. The domination in business through an agreement relating to intellectual property, franchise, or exclusive right with Foreigner, or affiliated juristic person, and such agreement results in the transfer of expenses and return to Foreigner.

6. The domination in business through a procurement agreement, or management agreement with Foreigner, or affiliated juristic person, or employees, or staffs of Foreigner, or affiliated juristic person, and such agreement results in the transfer of expenses and return to Foreigner.

7. The domination in business through a joint operation of business with Foreigner, or affiliated juristic person by allocating, or dividing operating cost in the manner that results in the transfer of expenses and return to Foreigner.

8. The domination in business through transaction in the manner of transfer pricing, or price fixing with Foreigner, or affiliated juristic person

Signed Authorized Signatory (First Person)

()

Dated

Signed Authorized Signatory (Second Person)

()

Dated

Advanced Info Service Public Company Limited

Details and conditions of the Warrants to purchase the ordinary shares of the Company and its reserved shares in the number of not exceeding 680,000 shares to employees of the Company and/or its subsidiaries

1. Definition

Company	means	Advanced Info Service Public Company Limited
Employees	means	Employees of the Company or its subsidiaries who are employed by the Company or its subsidiaries and receives salary, wage or other types of compensation for work
Program	means	Program regarding the issuance and offering of Warrants to purchase ordinary shares to employees of the Company or its subsidiaries
Warrants	means	Warrants to purchase the Company's ordinary shares
Reserved Shares	means	newly issued shares reserved for the exercise of Warrants

2. Objectives and necessities

The objective of the Program is to retain the qualified Employees and to create the best interests of the Company and its subsidiaries in the long term. In addition, the Program motivates and rewards the performance of the Employees of the Company and its subsidiaries by providing additional benefits with mutual interests between the Company, shareholders and employees.

To motivate the Employees to work with the Company and its subsidiaries in the long term, the terms of Warrants issued will not exceed 5 years from the date of issuance. In 2014, the Company will issue and offer Warrants in an amount of not exceeding 680,000 units, and allocate ordinary shares of not exceeding 680,000 shares (at Baht 1 par value) to reserve for the exercise of Warrants, which is equivalent to approximately 0.02 percent of the total paid-up capital of the Company.

Details of the Warrants under the Program will be proposed to the shareholders' meeting as set out below.

3. Details of the offered securities

3.1. Important Characteristics of the Warrants

Securities Type	Warrants to purchase the ordinary shares of Advanced Info Service Company Limited
Type of Warrants	Warrants to purchase the Company's ordinary shares with specified name and non-transferable unless as provided under Clause 5.2.3 herein of this conditions
Term	Not exceeding 5 years from the date of issuance and offering
Number of Warrants to be Offered	Not exceeding 680,000 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	<p>The weighted average of the market price of the Company's ordinary 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 Baht 211.816 per share, unless there is an adjustment to the exercise price as prescribed under the terms and conditions of the Warrants.</p> <p>Such exercise price is not lower than 90 percent of market price according to the Notification of the Office of the Securities and Exchange Commission No. SorJor 39/2551 Re: Calculation of Offering Share Price and Determination of Market Price for Consideration of offering of New Ordinary Share at Discount dated December 24, 2008.</p>
Number of Reserved Shares	Not exceeding 680,000 shares (at the par value of Baht 1), or 0.02 percent of the total paid-up shares.
Offer Period	The offer shall be completed within one year from the date on which the issuance and offer of the Warrants under the Program is approved by the 2014 Annual General Meeting of Shareholders.
Issue Date	The Board of Directors of the Company or the authorized person of the Board of Directors of the Company will determine the date of issuance and offer of the Warrants after it has been approved by the shareholders' meeting.
Offer Method	The Warrants shall be offered directly to the Employees and shall not be offered through representative or secondary purchaser. The Company's Board of Directors or the authorized person of the Company's Board of Directors shall determine the number of Warrants to be allocated to each Employee by considering scope of work, duties, responsibilities, potential, performance and benefits brought to the Company and/or its subsidiaries according to the Company's criteria.
Secondary Market for the Warrants	None

4. Terms and Conditions of the Warrants

4.1 Exercise Date of the Warrants

4.1.1 (Except clause 4.1.2 and 4.1.3) the Warrant holders are entitled to exercise their rights to purchase the newly issued ordinary shares of the Company on the exercise date. The conditions for each exercise are stipulated as follows:

4.1.1.1 Exercise Date No. 1 on June 1, 2017

The Warrant holders are entitled to exercise not more than one-third of the total number of Warrants allocated to the Warrant holder.

4.1.1.2 Exercise Date No. 2 on June 1, 2018

The Warrant holders are entitled to additionally exercise not more than one-third of the total number of Warrants allocated to the Warrant holder or in case the Warrant holder has not exercised the rights to purchase ordinary shares on the Exercise Date No. 1, the Warrant holder is entitled to exercise not more than two-thirds of the total number of Warrants allocated to the Warrant holder.

4.1.1.3 Exercise Date No. 3 (Last Period) any day during the period of May 25 – 31, 2019

The Warrant holders are entitled to additionally exercise not more than one-third of the total number of Warrants allocated to the Warrant holder. If the Warrant holder has not exercised the rights to purchase ordinary shares on the Exercise Date No. 1 and on the Exercise Date No. 2, the Warrant holder is entitled to exercise the total number of Warrants allocated to him/her. If the Warrant holder has not exercised the rights to purchase ordinary shares on the Exercise Date No. 2, the Warrant holder is entitled to exercise not more than two-thirds of the total number of Warrants allocated to the Warrant holder.

If the aforementioned exercise dates are not a business day, the exercise date shall be the last business day prior to such exercise date of the Warrants.

All warrants which have not been exercised by the last Exercise Date No. 3 shall be terminated and no longer exercisable and it shall be deemed that the Warrant holder has waived his or her right to exercise the outstanding Warrants without making any claims to the Company.

4.1.2 Exercise date and conditions if there are the occurrence of specific events

4.1.2.1 During the first three years after the date of issuance and offering the Warrants, if there is any of the following events occurred; the conditions for exercise of the Warrants shall be as stipulated under this clause 4.1.2

- (1) The Company acquires or disposes an asset (or assets) representing more than 50% of the Company's net tangible assets. The meaning and calculation method of the net tangible asset are in accordance with the Notification of the Board of governors of the Stock Exchange of Thailand *Re: disclosure of Information and Other Acts of Listed Companies Concerning the Acquisition and Disposition of Assets, 2004* (including the amendment in the future, if any).
- (2) Any shareholder, who has largest shareholding in the Company transfers or disposes its shares in the Company to any other person (other than a subsidiary or associated company of the said shareholder) which result in such person acquires shares in the Company, or becomes the Company's shareholder, which shareholding of such person reach or exceeding 25% of the total issued and paid-up shares of the Company

4.1.2.2 When the event under 4.1.2.1 occurred, the Company will inform the Warrant holders within 3 business days after the occurrence of the event (the date that the Company completely and legally transfers or owns the asset, as the case maybe, for event under 4.1.2.1 (1) or the date that the Company is formally informed or formally known the event under 4.1.2.1 (2)). The Warrant holders are entitled to exercise their right to purchase the newly issued ordinary shares of the Company under the conditions stipulated as follows:

- (1) Exercise Date No.1 on the seventh business day after the occurrence of event

The Warrant holders are entitled to exercise not more than one-third of the total number of Warrants allocated to the Warrant holder.

- (2) Exercise Date No.2 on the first anniversary day of the Exercise Date No. 1

The Warrant holders are entitled to additionally exercise not more than one-third of the total number of Warrants allocated to the Warrant holder or in case the Warrant holder has not exercised the rights to purchase ordinary shares on the Exercise Date No. 1, the Warrant holder is entitled to exercise not more than two-thirds of the total number of Warrants allocated to the Warrant holder.

(3) Exercise Date No.3 on the second anniversary day of the Exercise Date No.1

The Warrant holders are entitled to additionally exercise not more than one-third of the total number of Warrants allocated to the Warrant holder. If the Warrant holder has not exercised the rights to purchase ordinary shares on the Exercise Date No. 1 and on the Exercise Date No. 2, the Warrant holder is entitled to exercise the total number of Warrants allocated to him/her. If the Warrant holder has not exercised the rights to purchase ordinary shares on the Exercise Date No. 2, the Warrant holder is entitled to exercise not more than two-thirds of the total number of Warrants allocated to the Warrant holder.

If the aforementioned exercise dates are not a business day, the exercise date shall be the last business day prior to such exercise date of the Warrants.

All warrants which have not been exercised by the last Exercise Date No. 3 of this clause 4.1.2.2 shall be terminated and no longer exercisable and it shall be deemed that the Warrant holder has waived his or her right to exercise the outstanding Warrants without making any claims to the Company.

4.1.3 Exercise date and condition in case the Company wishes to delist its shares

During the term of the Warrants (not exceeding 5 year from the date of issuance and offering of the Warrants), if the Company wishes to delist its shares from the Stock Exchange of Thailand, the Warrant holders are entitled to exercise all of number of Warrants allocated to the Warrant holder within 15 business days after the date of which the Company notify to the Warrant holders on the resolution of the shareholders' meeting of the Company to approve the delisting the shares. The Company shall notify to the Warrant holders on such resolution of the shareholders' meeting of the Company within 3 business days after such shareholders' meeting date.

All warrants which have not been exercised under the date and conditions stipulated under this clause 4.1.3 shall be terminated and no longer exercisable and it shall be deemed that the Warrant holder has waived his or her right to exercise the outstanding Warrants without making any claims to the Company.

4.1.4 If there is the occurrence of events under clause 4.1.2 or 4.1.3, the exercise date and conditions as stipulated in clause 4.1.2 and 4.1.3, as the case may be, shall apply and the exercise date and conditions as provided in clause 4.1.1 shall become cancelled or invalid.

4.2 Exercise Period

The Warrant holders are required to submit an exercise notice to the Company between 9.00 a.m. and 4.00 p.m. within three business days prior to each exercise date as stipulated under Clause 4.1.1 and 4.1.2 except for the exercise date as stipulated under 4.1.3 and the exercise during the last exercise period under Clause 4.1.1.3 and 4.1.2.2 (3), the Warrant holders shall submit the notification of intention to exercise the right to purchase ordinary shares 15 days prior to the exercise date.

4.3 Exercise Procedures

4.3.1 The Warrant holder, who wishes to exercise his or her right is required to submit the following documents to the registrar of the Warrants during the exercise period:

- 4.3.1.1 The notification of intention to exercise the right to purchase ordinary shares form which has been accurately and completely filled in (the notification of intention to exercise form can be obtained at Human Resources Department of the Company). In case of Employee's executor, statutory heir, legatee, curator or guardian under the law pursuant to Clause 5.2.3 herein is the person notifying such intention, notification of intention to exercise the right to purchase ordinary shares which has been accurately and completely filled in together with complete and accurate evidence demonstrating his or her accession as the transferee of the right pursuant to the laws and conditions of Clause 5.2.3 of this conditions.
- 4.3.1.2 The Warrants in the number as specified under the notification of intention to exercise the right to purchase the Company's ordinary shares.
- 4.3.1.3 Payment for shares in the amount as specified in the notification of intention to exercise the right to purchase the Company's ordinary shares.
- 4.3.1.4 Withholding tax payment from exercising the rights to purchase ordinary shares for which the Company has an obligation to make the payment to the Revenue Department in accordance with the laws.
- 4.3.2 The Warrant holders are liable to pay its own personal income taxes incurred from exercising the rights to purchase ordinary shares.
- 4.3.3 In the case that the Warrant holders are unable to pay taxes to the Company according to Clause 4.3.1.4 in full within specific date for any reasons and the Company has to pay such taxes in advance for the Warrant holders, it is deemed that those Warrant holders give the irrevocable rights to the Company to deduct any amount of taxes paid in advance for the participating employees of the Program from wage, bonus or other benefits to be paid by the Company which can be set off according to the laws and give the rights to the Company to use such money to pay or set-off with the amount of withholding taxes owed to the Company.
- 4.3.4 The Warrant holders are liable to stamp duty or other taxes (if any) pursuant to the Revenue Code or rules or relevant laws governing the exercise of rights to purchase the Company's ordinary shares.
- 4.3.5. After the Warrant holder has fully complied with the terms and conditions for the exercise of rights to purchase ordinary shares, the Company will issue the underlying shares under the names of Warrant holder or Employee's executor, statutory heir, legatee, curator or guardian under the law (in case of Clause 5.2.3) and will deliver the Share Certificate via registered mail to the address stated in the notification of intention of exercise the right to purchase ordinary shares within 30 days from each exercise date. However, the Company may agree in advance with the Warrant holder to keep the Share Certificate at the Company so the Warrant holder can obtain the certificate by themselves or deliver to the Warrant holder's department. Alternatively, the Warrant holders may wish to use scripless system of the securities depository which will not lower their exercise rights.
- 4.3.6 After the Warrant holder has submitted his intention to exercise the right to purchase ordinary shares according to Clause 4.3.1, such intention to exercise the right may not be cancelled nor revocable, unless a written consent is provided by the Company.
- 4.3.7 The Company shall notify the list of Warrant holders who have exercised their rights to Thailand Securities Depository Company Limited, as a registrar of the Warrants, to proceed to register such Warrant holders as ordinary shareholders in the register of shareholders according to the number of ordinary shares from such exercise and the Company shall register the change of its issued and paid up capital with the Ministry of Commerce within 14 days from the end of each exercise period.

- 4.3.8 If, after the last exercise date, the rights pursuant to the Warrants have not been exercised, the outstanding Warrants shall be deemed terminated and no longer exercisable.

4.4 Adjustment to the Exercise Price and the Exercise Ratio

The Company shall adjust the Exercise Price and the Exercise Ratio in order to protect the Warrant holders from losing their rights and benefits in the following events:

- 4.4.1 In case where the Company changes the par value of its ordinary shares as a result of split or consolidation of its issued shares. The adjustment to Exercise price and Exercise Ratio shall be immediately effective after the par value of the Company's shares has been changed.

Exercise Price shall be adjusted in accordance with the following formula;

$$\text{Price 1} = \frac{\text{Price 0} \times (\text{Par 1})}{(\text{Par 0})}$$

Exercise Ratio shall be adjusted in accordance with the following formula;

$$\text{Ratio 1} = \frac{\text{Ratio 0} \times (\text{Par 0})}{(\text{Par 1})}$$

Where:

Price 1	=	new Exercise Price after the change
Price 0	=	old Exercise Price before the change
Ratio 1	=	new Exercise Ratio after the change
Ratio 0	=	old Exercise Ratio before the change
Par 1	=	par value after the change
Par 0	=	par value before the change

- 4.4.2 In case where the Company offers for sale of its ordinary shares to the existing shareholders according to their rights and/or the public and/or private placement and the net price of the newly issued shares is lower than 90% of "the market price of the Company's ordinary shares".

The adjustment in the Exercise Price and the Exercise Ratio shall be immediately effective from the first day on which the purchasers of the Company's shares are not entitled to subscribe newly issued shares (the first day on which the SET posts the XR sign) in case of newly issued shares are being offered to the existing shareholders (Right Issue) and/or the first day on which newly issued shares are offered to the public and/or private placement, as the case may be.

"Net price of the newly issued ordinary shares" is calculated by the whole amount of money for which the Company obtained from the offer of the new shares after deducting expenses incurred from the offer of such securities and divided by the total number of newly issued ordinary shares.

"Market price of the Company's ordinary shares" means the weighted average of the market price of the Company's ordinary shares traded on the SET during the 7 consecutive business days (days on which the Company's ordinary shares are traded on the SET) before the Calculation Date. Weighted average of the market price of the Company's ordinary shares means the total trading value of the Company's ordinary shares divided by the total number of the Company's ordinary shares traded on the SET.

"Calculation Date" means the first day on which the purchasers of ordinary shares are not entitled to subscribe the newly issued ordinary shares in case of the shares are being offered to the existing shareholders (the first day on which the SET posts the XR sign)

and/or the first day on which the newly issued shares are offered to the public for the case of public offering and/or the private placement.

In the case that an offer of newly issued ordinary shares at the same time provides more than one offer price and with the condition that such shall be subscribed together, the average of all offer prices shall be used to calculate the net price of the newly issued ordinary shares. If the offer is not subject to the conditions that must be subscribed together, only the offer price which is lower than 90 percent of “the market price of the Company’s ordinary shares” shall be used for the calculation of change.

Exercise Price shall be adjusted in accordance with the following formula;

$$\text{Price 1} = \frac{\text{Price 0} \times [(A \times \text{MP}) + \text{BX}]}{[\text{MP} (A + B)]}$$

Exercise Ratio shall be adjusted in accordance with the following formula;

$$\text{Ratio 1} = \frac{\text{Ratio 0} \times [\text{MP} (A + B)]}{[(A \times \text{MP}) + \text{BX}]}$$

Where:

Price 1	=	new Exercise Price after the change
Price 0	=	old Exercise Price before the change
Ratio 1	=	new Exercise Ratio after the change
Ratio 0	=	old Exercise Ratio before the change
MP	=	the market price of the company’s ordinary shares
A	=	the number of fully paid ordinary shares as at the date before the closing of share register book date for the offer of newly issued ordinary shares to the existing shareholders and/or before the first day of the public offering and/or the private placement of the new shares, as the case may be.
B	=	the number of newly issued ordinary shares offered to the existing shareholders and/or the public and/or the private placement
BX	=	the net amount of money, after deducting expenses incurred (if any), received from the offer of newly issued shares to the existing shareholders and/or the public and/or the private placement as the case may be

- 4.4.3 In case where the Company offers to the existing shareholders and/or the public and/or the private placement any newly issued securities with the right to convert to ordinary shares or the right to subscribe ordinary shares (e.g. convertible debentures or warrants to purchase ordinary shares) and the net price of the newly issued ordinary shares to accommodate the exercise of rights is lower than 90% of the market price of the Company’s ordinary shares.

The adjustment of the Exercise Price and the Exercise Ratio shall be immediately effective from the first day on which the purchasers of the Company’s shares are not entitled to subscribe the newly issued securities (the first day the SET posts the XR sign), in case that the newly issued securities are offered to the existing shareholders (Rights Issue) and/or the first day on which such newly issued convertible securities are offered to the public and/or private placement (as the case may be).

Exercise Price shall be adjusted in accordance with the following formula;

$$\text{Price 1} = \frac{\text{Price 0} \times [(A \times \text{MP}) + \text{BX}]}{[\text{MP} (A + B)]}$$

Exercise Ratio shall be adjusted in accordance with the following formula;

$$\text{Ratio 1} = \frac{\text{Ratio 0} \times [\text{MP} (A + B)]}{[(A \times \text{MP}) + \text{BX}]}$$

Where:

Price 1	=	new Exercise Price after the change
Price 0	=	old Exercise Price before the change
Ratio 1	=	new Exercise Ratio after the change
Ratio 0	=	old Exercise Ratio before the change
MP	=	the Market price of the Company's ordinary shares
A	=	the number of fully paid ordinary shares as at the date before the closing of share register book date for the offer of newly issued convertible securities to the existing shareholders and/or before the first day of the public offering and/or private placement of the newly issued convertible securities, as the case maybe
B	=	the number of newly issued ordinary shares to accommodate the conversion of the new securities offered to existing shareholders and/or the public and/or the private placement
BX	=	the net amount of money received, after deducting expenses incurred (if any), from the issuance of the convertible securities offered to the existing shareholders and/or the public and/or the private placement, plus the money received from the conversion or the exercise of right to purchase the ordinary shares

"Market price of the Company's ordinary shares" means the weighted average of the market price of the Company's ordinary shares traded on the SET during the 7 consecutive business days (days on which the Company's ordinary shares are traded on the SET) prior to the Calculation Date. Weighted average of the market price of the Company's ordinary shares means the total trading value of the Company's ordinary shares divided by the total number of the Company's ordinary shares traded on the SET.

"Calculation Date" means the first day on which the purchasers of ordinary shares are not entitled to subscribe any of the newly issued convertible securities in case of offer to the existing shareholders (the first day on which the SET posts the XR sign) and/or the first day on which the newly issued convertible securities are offered to any person to subscribe ordinary shares as the case may be.

- 4.4.4 In case where the Company pays out all or parts of its dividends in the form of its ordinary shares to its shareholders, the adjustment of the Exercise Price and the Exercise Ratio shall be immediately effective from the first day on which the purchasers of the Company's shares are not entitled to such stock dividends (the first day on which the SET posts the XD sign).

Exercise Price shall be adjusted in accordance with the following formula;

$$\text{Price 1} = \frac{\text{Price 0} \times (A)}{(A + B)}$$

Exercise Ratio shall be adjusted in accordance with the following formula;

$$\text{Ratio 1} = \frac{\text{Ratio 0} \times (A + B)}{A}$$

Where:

Price 1	=	new Exercise Price after the change
Price 0	=	old Exercise Price before the change
Ratio 1	=	new Exercise Ratio after the change
Ratio 0	=	old Exercise Ratio before the change
A	=	the number of fully paid ordinary shares as at the date before the closing of share register book date to determine the entitlement of stock dividends
B	=	the number of newly issued shares as stock dividends

- 4.4.5 In case where the Company pays out dividend more than 120% of its net profits after tax in any accounting period during the term of the Warrants, the adjustment of the Exercise Price and the Exercise Ratio shall be immediately effective from the first day on which the purchasers of the Company's shares are not entitled to the dividends (the first day on which the SET posts the XD sign).

The dividend payout ratio paid to shareholders is calculated by dividing all actual dividends paid for each accounting period by the net profits after tax of the same period. The actual dividends paid shall include the interim dividend paid during such accounting period.

For the calculation of adjustment to the Exercise Price and the Exercise Ratio, the Company shall include only the actual dividend paid to the shareholders in the same accounting period.

In the case that the Company makes the interim dividend payment and the Company is not required to adjust the rights of the Warrant holders as the dividend payout ratio is lower than 120%, however, if the Company subsequently pays another dividend, the Company shall include the interim dividend paid earlier in the same accounting period to consider the adjustment of rights of the Warrants.

In the event that the Company already calculated the adjustment to Exercise Price and the Exercise Ratio from the interim dividend in any accounting period and later pays another dividend in the same accounting period, the earlier interim dividend shall not be included again in the adjustment as the Warrant holders have been compensated by the adjustment of rights resulting from the payment of interim dividend.

"Market price of the Company's ordinary shares" means the weighted average of the market price of all of the Company's ordinary shares traded on the SET during the 7 consecutive business days (days on which the Company's ordinary shares are traded on the SET) before the Calculation Date. Weighted average of the market price of the Company's ordinary shares means the total trading value of the Company's ordinary shares divided by the total number of the Company's ordinary shares traded on the SET.

"Calculation Date" is the first day on which the purchasers of ordinary shares are not entitled to the dividends (the first day on which the SET posts the XD sign).

Exercise Price shall be adjusted in accordance with the following formula;

$$\text{Price 1} = \frac{\text{Price 0} \times [\text{MP} - (\text{D} - \text{R})]}{\text{MP}}$$

Exercise Ratio shall be adjusted in accordance with the following formula;

$$\text{Ratio 1} = \frac{\text{Ratio 0} \times (\text{MP})}{[\text{MP} - (\text{D} - \text{R})]}$$

Where:

Price 1	=	new Exercise Price after the change
Price 0	=	old Exercise Price before the change
Ratio 1	=	new Exercise Ratio after the change
Ratio 0	=	old Exercise Ratio before the change
MP	=	the Market price of the Company's shares
D	=	actual dividends per share paid to the shareholders
R	=	dividends per share paid, by taking into the calculation the net profit after tax at the rate of 120% and the total number of shares with entitlements to dividends.

- 4.4.6 In case that there is any event which causes the Warrant holder to lose his/her right and benefit and such event is not stipulated under Clauses 4.4.1 to 4.4.5, the Company shall determine the adjustment to the Exercise Price and/or the Exercise Ratio without undermining the rights of the Warrant holder. Such consideration by the Company shall be deemed final and shall be notified to the SEC Office within 15 days from the date on which the event causing the adjustment of rights occurs.
- 4.4.7 The calculation of the adjustment to the Exercise Price and the Exercise Ratio in accordance with Clauses 4.4.1 through 4.4.6 are independent with each other and shall be calculated in order compared to the market price of the Company's ordinary shares. In cases where these events simultaneously occur, the calculation shall be conducted in the ascending order from 4.4.1 \Rightarrow 4.4.5 \Rightarrow 4.4.4 \Rightarrow 4.4.2 \Rightarrow 4.4.3 \Rightarrow 4.4.6 which the decimals for the Exercise Price shall be maintained at 3 decimals and the decimals for Exercise Ratio shall be maintained at 5 decimals.
- 4.4.8 The calculation of the adjustment to the Exercise Price and the Exercise Ratio in accordance with Clauses 4.4.1 through 4.4.6 shall not cause the increase of the Exercise Price and/or decrease of the Exercise Ratio, except in the case of the share consolidation and the new Exercise Price is used after the adjustment (in 3 decimals) multiplying by the number of ordinary shares (The number of ordinary shares shall be calculated from the new Exercise Ratio multiplied by the number of Warrants stated under the notification of intention to exercise the right. If such calculation results in a fraction of share, such fraction shall be cancelled.) If the money calculated from the exercise is a fraction of Baht, such fraction shall be cancelled. If the adjustment results in the new Exercise Price being lower than the par value of the Company's ordinary shares, the par value of the Company's ordinary shares shall be used as the new Exercise Price. The Exercise Ratio calculated from Clauses 4.4.1 to 4.4.6 shall be used as the new Exercise Ratio.
- 4.4.9 In case of the adjustment of the Exercise Price and/or the Exercise Ratio as mentioned in Clauses 4.4.1 through 4.4.6, the Company shall notify to the Warrant holders the results of the adjustment including the methods of calculation, reasons for the adjustment to the SEC Office and the Stock Exchange of Thailand in order to notify the new Exercise Price, the new Exercise Ratio, and the effective date of the new Exercise Price and the new Exercise Ratio. The Company shall inform the details of the adjustment to the Exercise Price and/or the Exercise Ratio to the Warrant holders via the disclosure system of the Stock Exchange of Thailand and shall post an announcement at the Company's office within 15 days from the date on which such adjustment to the Exercise Price and the Exercise Ratio becomes in effect.

4.5 Status of the Warrants during the notification of intention to exercise

The status of the Warrants while notifying the intention to exercise shall be equivalent to and have the same rights as the Warrants that have not been notified the intention to exercise. In the event where the Company has adjusted the Exercise Price and/or the Exercise Ratio pursuant to Clause 4.4 during the period of notifying intention to exercise or while the Company has not yet registered the ordinary shares derived from the exercise of Warrants with the Ministry of Commerce, such adjustment to the Exercise Price and/or the Exercise Ratio shall apply to the Warrants of which the notification to exercise has been

submitted and the Company has not yet registered with the Ministry of Commerce in order to prevent the rights of the Warrant holders who have exercised their rights from being impaired.

4.6 Status of the new shares derived from the exercise of the Warrants

The new shares derived from the exercise of the Warrants shall have the same rights and benefits as the existing issued and fully paid-up shares. Any entitlement from being the ordinary shareholder from the exercise of right pursuant to the Warrants shall commence from the date on which the Ministry of Commerce accepts the registration of new shareholders as appeared on the list of new ordinary shareholders from the exercise of rights of the Warrant holders. In addition, the Company shall register the ordinary shares derived from the exercise of the Warrants to be listed on the Stock Exchange of Thailand within 30 days from each exercise date.

4.7 Compensation in cases where the Company cannot arrange sufficient shares to accommodate the exercise of the Warrants.

The Company shall compensate only to the Warrant holder who notify his/her intention to exercise within each exercise period and the Company cannot provide shares to fully accommodate the exercise of his/her Warrants. The compensation shall be calculated in the following formula;

$$\text{Compensation per 1 unit of Warrants} = B \times (MP - EP)$$

Where:

B	=	the number of shares which cannot be provided and/or increased in accordance with the Exercise Ratio that increases per 1 unit.
MP	=	the weighted average price of the Company's ordinary shares on each exercise date for which the Warrant holder notify his/her intention to exercise
EP	=	the Exercise Price or the Exercise Price which has been adjusted

Such compensation shall be made payable by the Company via crossed cheque and sent by registered mail or submitted to the department of the Employees within 30 business days from the date on which the Warrant holders notify the intention to exercise the right.

5. Warrant Allocation

5.1 Qualifications of Employees Eligible for Warrant and Allocation Method

The Company shall allocate the Warrants to the full-time employees of the Company and its subsidiaries who participate in the Performance share plan. The list of eligible employees and the number of Warrants, including the adjustment of the number of Warrants which has been allocated to each employee shall be determined by the Company's Board of Directors or the authorized person of the Company's Board of Directors (the adjustment shall not result in any employee being entitled to more than 5 percent of the total number of Warrants being issued and offered). The number of Warrants allocated to the respective employees will be varied based on scope of work, duties, responsibilities, potential, performance and benefits brought to the Company and/or its subsidiaries according to the Company's criteria.

5.2 Obligations between the Company and Employees in respect of Allocation of Warrants

- 5.2.1 If any person who is entitled to the Warrants retires from the Company and/or its subsidiaries pursuant to the Company's work rules or his/her term in the position has expired, as the case may be, such employee of the Company and/or its subsidiaries shall be entitled to exercise their Warrants during the term of the Warrants, subject to terms and conditions of the Warrants and other relevant agreements between the Company and each relevant employee.

- 5.2.2 If any person who is entitled to the Warrants is no longer an employee of the Company and/or its subsidiaries due to the instruction of the Company and/or its subsidiaries to transfer such employee, such employee shall be entitled to exercise their Warrants during the term of the Warrants, subject to terms and conditions of the Warrants and other relevant agreements between the Company and each relevant employee.
- 5.2.3 If any person who is entitled to the Warrants is no longer an employee of the Company and/or its subsidiaries by reason of being deceased, disappeared, infirmity (quasi-incompetent), or incompetent, such Warrants can be exercised by the Employee's executor, statutory heir, legatee, curator or guardian under the law, as the case may be, according to the conditions for the term of the Warrants being allocated. Such executor, statutory heir, legatee, curator or guardian under the law, as the case may be, shall notify such reason to the Company and submit relevant documents and evidence as requested by the Company and agrees to be bound by the terms and conditions of the Warrants, including other agreements between the Company and each relevant Employee.
- 5.2.4 If any person who is entitled to the Warrants is no longer an employee of the Company for any reason other than as specified in Clauses 5.2.1, 5.2.2, or 5.2.3 above, such person shall have no right to exercise the Warrants and the Board of Directors or any person appointed by the Board of Directors shall be able to re-allocate the Warrants to other eligible employees according to the Notification of the Capital Market Supervisory Board No. TorJor. 32/2008 Re: Issuance and Offering of Securities to Directors and Employees.
- 5.2.5 The case other than as specified in Clauses 5.2.1 to 5.2.4 shall be subject to the discretion of the Board of Directors or any person appointed by the Board of Directors.
- 5.2.6 The Warrants which have not been exercised due to any reasons apart from the reasons which have been specified in Clause 5, such Employee shall deliver such Warrants to the Company for cancellation. The Company can re-allocate the Warrants pursuant to Clause 5.2.4.

5.3 In case the Rights of the Warrants have not been fully exercised

If the Warrant holders do not exercise or do not fully exercise the rights to purchase ordinary shares pursuant to the Warrants and the term of the Warrants has expired, it shall be deemed that the Employee waives their rights pursuant to such un-exercised Warrants. In this respect, such Employee shall not be entitled to claim any compensation from the Company.

5.4 The list of all Directors (of the Company and its subsidiaries) entitled to receive Warrants and Employees to receive Warrants at the Rate Exceeding 5 Percent of the Warrants to be Issued and Offered.

5.4.1 Name and number of Warrants

	Director/Employee	Number of Allocated Warrants (Units)	Percentage of Total Allocated Warrants (percent)
1.	Mr. Wichian Mektrakarn Chief Executive Officer and Director of the subsidiaries	Not exceeding 42,700 unit	Not exceeding 6.28%
2.	Mrs. Suwimol Kaewkoon Chief Organization Development Officer and Director of the subsidiaries	Not exceeding 37,700 unit	Not exceeding 5.54%
3.	Mr. Pong-amorn Nimpoonsawat Chief Financial Officer and Director of the subsidiaries	Not exceeding 37,700 unit	Not exceeding 5.54%
4.	Mr. Somchai Lertsutiwong Chief Marketing Officer and Director of the subsidiaries	Not exceeding 37,700 unit	Not exceeding 5.54%

	Director/Employee	Number of Allocated Warrants (Units)	Percentage of Total Allocated Warrants (percent)
5.	Mrs. Vilasinee Puddhikarant Chief Customer Officer and Director of the subsidiaries	Not exceeding 37,700 unit	Not exceeding 5.54%
6.	Mr. Kriengsak Wanichnatee Chief Technology Officer	Not exceeding 37,700 unit	Not exceeding 5.54%
7.	Mr. Walan Norasetpakdi Senior Executive Vice President-Service Operations and Director of the subsidiaries	Not exceeding 37,700 unit	Not exceeding 5.54%
8.	Mr. Weerawat Kiattipongthaworn Senior Executive Vice President-Operations and Director of the subsidiaries	Not exceeding 37,700 unit	Not exceeding 5.54%
9.	Mr. Issara Dejakaisaya Executive Vice President-Solutions and Director of the subsidiaries	Not exceeding 37,700 unit	Not exceeding 5.54%
10.	Ms. Sunitaya Shinawatra Senior Vice President-Finance and Director of the subsidiaries	Not exceeding 15,500 unit	Not exceeding 2.28%
11.	Mr. Prattana Leelapanang Senior Vice President-Digital Products & Services and Director of the subsidiaries	Not exceeding 15,500 unit	Not exceeding 2.28%
12.	Mr. Waroonthep Watcharaporn Vice President –VCHB Executive Office and Director of the subsidiaries	Not exceeding 5,300 unit	Not exceeding 0.78%
13.	Mr. Supreecha Limpikanjanakowit Vice President-Fixed Broadband Business Management and Director of the subsidiaries	Not exceeding 5,300 unit	Not exceeding 0.78%
14.	Mr. Uthai Penrat Vice President-Legal and Director of the subsidiaries	Not exceeding 5,300 unit	Not exceeding 0.78%
15.	Mr. Sutisak Kundhikanjana Vice President-International Operations & Support and Director of the subsidiaries	Not exceeding 5,300 unit	Not exceeding 0.78%

- 5.4.2 The Exercise Price is determined by 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 which is the market price according to the Notification of the Office of the Securities and Exchange Commission. Therefore, there is no benefit from the different between the Exercise Price and the market price to each director and employee who receive Warrants at the rate exceeding 5 percent of the Warrants to be issued and offered.

6. Transfer Restrictions

The Warrants are non-transferable, unless the person who is entitled to the Warrants is no longer an Employee of the Company and/or its subsidiaries due to being deceased, disappeared, infirmity (quasi-incompetent) or incompetent according to terms and conditions under Clause 5.2.3.

7. Effects upon Shareholders from Issuance of Warrants and Offer to Employees of the Company

7.1 Price Dilution Effect due to the Exercise of Rights to Purchase Shares by Employees

Exercise Price	=	The weighted average market price of the Company's share traded on the Stock Exchange of Thailand during the 7 consecutive business days prior to the date on which the Board of Directors resolves to propose the shareholders' meeting to approve the offer of the Reserved Shares by the Company.
Market Price	=	The weighted average market price of the Company's share traded on the Stock Exchange of Thailand during the 7 consecutive business days prior to the date on which the Board of Directors resolves to propose the shareholders' meeting to approve the offer of the Reserved Shares by the Company.

The Exercise Price of the Warrants allocated to Employees = Baht 211.816 per share, which is the Market Price. Thus, the issuance and offer of Warrants will not create price dilution.

7.2 Effects upon Existing Shareholders due to Dilution of Ownership or Control Dilution in case Warrants are exercised by All Employees as Calculated from the Current Paid-up Capital

Number of the total paid-up shares	=	2,973,095,330 shares (at a par value of Baht 1 each)
Number of shares or Reserved Shares for this offer	=	Not exceeding 680,000 shares (at a par value of Baht 1 each)
Control Dilution	=	$\frac{\text{Number of Shares reserved for this offer}}{\text{Number of paid-up shares} + \text{Number of shares reserved for this offer}}$
Control Dilution	=	$\frac{680,000}{2,973,095,330 + 680,000}$
	=	0.02 percent

In case that all Warrants allocated to the Employees in the number of not exceeding 680,000 units have been exercised, the control of the existing shareholders of the Company shall be diluted by 0.02 percent of the existing voting rights, where the rights of the existing shareholders after the exercise shall be equivalent to 99.98 percent.

8. Rights of Shareholders in Opposing the Offer of Warrants

Pursuant to the Notification of the Capital Market Supervisory Board No. *TorJor. 32/2551 Re: Issuance and Offering of Securities to Directors or Employees dated December 15, 2008 (as amended)*, the rights of shareholders in opposing the offer of Warrants are as follows:

8.1 The issuance and offer of Warrants to the Employees shall be approved by the shareholders' meeting with the votes of not less than three quarters of all votes of the shareholders attending the meeting and having the rights to vote and must not be opposed by shareholders with an aggregate number of shares exceeding 10 percent of all votes of the shareholders attending the meeting.

8.2 The issuance and offer of Warrants to an Employee in the number exceeding five percent of the total Warrants being offered, shall be approved by the shareholders' meeting on individual basis with the votes of not less than three quarters of all votes of shareholders attending the meeting and having the rights to vote and must not be opposed by shareholders with an aggregate number of shares exceeding five percent of all votes of shareholders attending the meeting.

(Translation)

Capital Increase / Share Allotment Report Form
Advanced Info Service Plc.
11 February 2014

Advanced Info Service Plc. ("the Company") hereby reports that Board of Directors Meeting No. 2/2014, held on 11 February 2014 at 2.00 p.m., passed a resolution concerning the following share allotment.

1. Allotment of shares

The Company's registered share capital is currently 4,997,459,800 baht. There are 2,973,095,330 paid-up shares at par value 1 (one) baht and 2,024,364,470 unpaid shares.

The Board of Directors has approved the allotment of 680,000 unissued ordinary shares, at a par value of 1 (one) baht, totaling 680,000 baht or 0.023 percent of the total paid-up capital shares, for the exercise of warrants to be issued to the Company's employees subject to the shareholders' approval. The details of the allotment are shown in the table below.

1.1 The details of the allotment

Allotted to	Number (shares)	Ratio (old: new)	Exercise Price (baht/share)	Subscription and payment period	Notes
Reserved for the exercise of warrants issued to employees (the Warrants)	680,000 shares	1 : 1	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 this matter to the shareholders' meeting. (211.816 baht/share)	-	-

Note: The details of the Warrants are shown in Attachment 6 (a)

1.1.1 The Company's plan in case there is a fraction of shares remaining

-None-

2. Schedule for shareholders' meeting to approve the capital increase/share allotment

The Annual General Meeting of Shareholders for the year 2014 will be held on 26 March 2014 at 2.00 p.m. at Vibhavadee Ballroom, Lobby Level of Centara Grand at Central Plaza Ladprao Bangkok, 1695 Phaholyothin Road, Chatuchak, Bangkok. The Record Date, to determine the shareholders who have the right to attend the meeting and vote, will be on 25 February 2014, and the share registration book (under Section 225 of the *Securities and Exchange Act B.E. 2535*) will be closed on 26 February 2014.

3. Approval of the capital increase/share allotment by relevant governmental agencies and conditions thereto (if any)

The Company will register the increase of paid-up capital at the Department of Business Development, Ministry of Commerce when the Warrants are exercised and seek approval from the Stock Exchange of Thailand to list the newly issued ordinary shares as securities that can be publically traded.

4. Objectives of the capital increase and plans for utilizing the proceeds received

Reserved for the exercise of Warrants issued to the employees. The Company will use the proceeds from the exercise of Warrants as its working capital.

5. Benefits which the Company will receive from the capital increase/share allotment

The objective of issuing these warrants is to retain, motivate and compensate key employees of the Company and its subsidiaries in order to improve their long-term performance and the Company's competitiveness.

6. Benefits which the shareholders will receive from the capital increase/share allotment

6.1 Dividend policy

The Company has a policy of paying dividends of not less than 100 percent of net profits.

6.2 Rights to receive dividends from the Company

Holders of newly issued shares from the exercise of these warrants will have the same rights as holders of previously issued shares for capital increases. They will also be entitled to receive dividends from the date their names are listed in the share registration book submitted to the Department of Business Development, Ministry of Commerce.

7. Other details necessary for shareholders to approve the capital increase/share allotment

-None-

8. Schedule of action where the Company's board of directors passes a resolution approving a capital increase or allotment of new shares

No.	Procedures for the Capital Increase	Date / Month / Year
1	Board of Directors' resolution to issue warrants to the Company's employees and allot new ordinary shares for the exercise of these warrants.	11 February 2014
2	Notify Stock Exchange of Thailand re Board of Directors' resolution.	11 February 2014
3	Determine the shareholders who have the right to attend the Annual General Meeting of Shareholders for 2014. (Record Date)	25 February 2014
4	Close share registration book in accordance with Section 225 of the <i>Securities and Exchange Act, B.E. 2535</i> .	26 February 2014
5	Hold Annual General Meeting of Shareholders for 2014	26 March 2014

The Company hereby certifies that the information provided in this report form is accurate and complete in all respects.

Signed _____ Authorized director
 (Mr. Somprasong Boonyachai)
 Director

Signed _____ Authorized director
(Mr.Wichian Mektrakarn)
Director

(Translation)

Opinion of the Leadership Development and Compensation Committee

11 February 2014

To: The Board of Directors
Advanced Info Service Plc.

The Leadership Development and Compensation Committee (“the Committee”) of Advanced Info Service Plc. (“the Company”) is appointed by the Board of Directors and comprises Mr. Vithit Leenutaphong as the Chairman, with Mr. Aviruth Wongbuddhapitak, Mr. Somprasong Boonyachai and Mr. Allen Lew Yoong Keong as members. The Committee has considered and approved the allocation of the Warrants to employees of the Company and its subsidiaries. Some of these people will be entitled to receive an amount of more than 5 (five) percent of the total warrants so in order to comply with the *Notification of the Capital Market Supervisory Board No. TorChor 32/2551, Re: Offer for Sale of Newly Issued Securities to Directors and Employees*, dated 15 December 2008, they have been named in the table below.

According to the Committee’s resolution, the following people will be entitled to receive more than 5 (five) percent of the total warrants under this scheme.

No.	Name	No. of the Warrants allocated (Units)	% of the Warrants
1.	Mr. Wichian Mektrakarn	Not exceeding 42,700 Units	Not exceeding 6.28%
2.	Mrs. Suwimol Kaewkoon	Not exceeding 37,700 Units	Not exceeding 5.54%
3.	Mr. Pong-amorn Nimpoonsawat	Not exceeding 37,700 Units	Not exceeding 5.54%
4.	Mr. Somchai Lertsutiwong	Not exceeding 37,700 Units	Not exceeding 5.54%
5.	Mrs. Vilasinee Puddhikarant	Not exceeding 37,700 Units	Not exceeding 5.54%
6.	Mr. Kriengsak Wanichnatee	Not exceeding 37,700 Units	Not exceeding 5.54%
7.	Mr. Walan Norasetpakdi	Not exceeding 37,700 Units	Not exceeding 5.54%
8.	Mr. Weerawat Kiattipongthaworn	Not exceeding 37,700 Units	Not exceeding 5.54%
9.	Mr. Issara Dejakaisaya	Not exceeding 37,700 Units	Not exceeding 5.54%

Rationale, needs and potential benefits to the Company

In order to retain valuable employees and to show gratitude for their devotion at work which contribute greatly to growth and prosperity of the company, the Committee considered and approved the allocation of the Warrants to 9 (nine) employees of the Company and its subsidiaries who possess high level of expertise and well-rounded experience in the business. These people represent not only a great leader who demonstrated honestly loyalty, accountability and dedication in driving success of the Company and its subsidiaries, but also play a significant role in strengthening future business success and a role model to the next generation leaders. This allocation of warrants will contribute more benefit to the organization through sustainable leadership.

Yours faithfully,

-Signed-

Mr. Vithit Leenutaphong
Chairman of the Leadership Development and Compensation Committee
Advanced Info Service Plc.

Details of the directors and employees of the Company and its subsidiaries entitled to the allotment of more than five (5) percent of the total number of warrants

No.	Directors/Employees	No. of Warrants Allocated (Units)	Percentage of the Program	Rationale, needs and potential benefits to the Company
1.	Mr. Wichian Mektrakarn	Not exceeding 42,700 units	Not exceeding 6.28%	<ul style="list-style-type: none"> Chief Executive Officer. His main responsibilities are leading the senior management team, defining the Company's vision and direction, and providing guidance on business operations and strategic management in order to create a strong and stable organization of AIS and its subsidiaries. He also oversees the technology and the services to enhance the business competitiveness of the group and create sustainable growth. To retain a valuable employee in the organization and show gratitude for his dedication to the job and significant contribution to the Company's culture, sustainable growth, prosperity and obvious achievements. Mr. Wichian has played an important and key role in driving AIS forward to be recognized by our customers as the leading telecom operator in Thailand. Not only is he an excellent leader who has demonstrated honesty, loyalty, accountability and commitment to the Company and its subsidiaries, he also plays a substantial part in creating future business success and is a role model for the next generation of leaders.
2.	Mrs. Suwimol Kaewkoon	Not exceeding 37,700 units	Not exceeding 5.54%	<ul style="list-style-type: none"> Chief Organization Development Officer. Her main responsibilities are directing the design, planning, and implementation of corporate organizational development programs, policies, and all procedures to enhance the business competitiveness of AIS and its subsidiaries and create sustainable growth. To retain a valuable employee in the organization and show gratitude for her dedication to the job and significant contribution to the Company's ongoing growth, prosperity and obvious achievements. Not only is she a professional leader who has demonstrated trustworthiness, dependability, accountability and dedication to the Company and its subsidiaries, she also plays a significant part while driving change for future sustainable growth.

No.	Directors/Employees	No. of Warrants Allocated (Units)	Percentage of the Program	Rationale, needs and potential benefits to the Company
3.	Mr. Pong-amorn Nimpoonsawat	Not exceeding 37,700 units	Not exceeding 5.54%	<ul style="list-style-type: none"> Chief Finance Officer. His main responsibilities are directing effective corporate finance and accounting, cost management, benefit maximization and appropriate risk management in all business matters, providing a high degree of investor relations, ensuring strict corporate governance procedures and full compliance with SET or SEC regulations, To retain a valuable employee in the organization and show gratitude for his professional commitment continuous contribution and dedication to the company over many years. 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.
4.	Mr. Somchai Lertsutiwong	Not exceeding 37,700 units	Not exceeding 5.54%	<ul style="list-style-type: none"> Chief Marketing Officer. His main responsibilities are directing customer focused research, innovative marketing and sales strategies and channels for all AIS business concerns. To retain a valuable employee in the organization and show gratitude for his professional commitment continuous contribution and dedication to the company over many years. 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.	Mrs. Vilasinee Puddhikarant	Not exceeding 37,700 units	Not exceeding 5.54%	<ul style="list-style-type: none"> Chief Customer Officer. Her main responsibilities are directing the Customer Service Team, and monitoring the service delivery processes and standards across the customer relations management program, creating and sustain high technology innovation sensitive to the customers' requirements and lifestyle expectations. To retain a valuable employee in the organization and show gratitude for his professional commitment continuous contribution and dedication to the company over many years. 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

No.	Directors/Employees	No. of Warrants Allocated (Units)	Percentage of the Program	Rationale, needs and potential benefits to the Company
6.	Mr. Kriengsak Wanichnatee	Not exceeding 37,700 units	Not exceeding 5.54%	<ul style="list-style-type: none"> Chief Technology Officer. His main responsibilities are directing and planning the development of Technology development, according to its strategic direction and growth objectives. To retain a valuable employee in the organization and show gratitude for his professional commitment continuous contribution and dedication to the company over many years. 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
7.	Mr. Walan Norasetpakdi	Not exceeding 37,700 units	Not exceeding 5.54%	<ul style="list-style-type: none"> Senior Executive Vice President - Service Operations. His main responsibilities are planning and directing the service operations across the country. To retain a valuable employee in the organization and show gratitude for his professional commitment continuous contribution and dedication to the company over many years. 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
8.	Mr. Weerawat Kiattipongthaworn	Not exceeding 37,700 units	Not exceeding 5.54%	<ul style="list-style-type: none"> Senior Executive Vice President – Operations. His main responsibilities are planning and directing activities related to the network and IT infrastructure. To retain a valuable employee in the organization and show gratitude for his professional commitment continuous contribution and dedication to the company over many years. 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
9.	Mr. Issara Dejakaisaya	Not exceeding 37,700 units	Not exceeding 5.54%	<ul style="list-style-type: none"> Executive Vice President – Solutions. His main responsibilities are directing and planning the development of Telecom & IT Applications and business systems in order to support customer services and achieve the highest level of operational efficiency. To retain a valuable employee in the organization and show gratitude for his professional commitment continuous contribution and dedication to the company over many years. 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

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กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุมนั้น ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ
Any acts performed by the proxy in this meeting. It shall be deemed to be the actions performed by myself/ourselves.

ลงนาม/Signed _____ ผู้มอบฉันทะ/Grantor
()

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
()

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
()

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
()

หมายเหตุ / Remark

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of shares to many proxies for splitting votes.
2. ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระ/กรรมการตรวจสอบของบริษัทดังต่อไปนี้ คนใดคนหนึ่งเพียงคนเดียว เป็นผู้รับมอบฉันทะแทนผู้ถือหุ้น (รายละเอียดประวัติกรรมการปรากฏตามสิ่งที่ส่งมาด้วย)
The shareholder may appoint Independent Director/Audit Committee of the Company to be the proxy as follow; (details of directors as shown in the Attachment 8)

- (1) นายอวิรุทธ์ วงศ์พุทฺธิพิทักษ์ หรือ / Mr. Aviruth Wongbuddhapitak; or
- (2) นายสุรศักดิ์ วาจาสิทธิ หรือ / Mr. Surasak Vajasit

หนังสือมอบฉันทะ (แบบ ข.)

Proxy (Form B)

เลขทะเบียนผู้ถือหุ้น
Shareholders' Registration No.

เขียนที่ _____
Issued at
วันที่ _____ เดือน _____ พ.ศ. _____
Date Month Year

(1) ข้าพเจ้า _____ สัญชาติ _____
I/We _____
nationality
อยู่บ้านเลขที่ _____
Address

(2) เป็นผู้ถือหุ้นของ บริษัท แอดวานซ์ อินโฟร์ เซอร์วิส จำกัด (มหาชน) (บริษัท)
being a shareholder of Advanced Info Service Public Company Limited (The Company)

โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
holding the total amount of _____ shares and have the rights to vote equal to _____ votes as follows:
☐ หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
ordinary share _____ shares and have the right to vote equal to _____ votes
☐ หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
preference share _____ shares and have the right to vote equal to _____ votes

(3) ขอมอบฉันทะให้ (ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระ/กรรมการตรวจสอบของบริษัทก็ได้ โปรดใช้ข้อมูลตามหมายเหตุข้อ 6)
Hereby appoint (The shareholder may appoint the Independent Director/Audit Committee of the Company to be the proxy, please refer to details in Remark No.6)

☐ 1. ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
Name age years, residing at
ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
Road Tambol/Khwaeng Amphur/Khet
จังหวัด _____ รหัสไปรษณีย์ _____ หรือ
Province Postal Code or

☐ 2. ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
Name age years, residing at
ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
Road Tambol/Khwaeng Amphur/Khet
จังหวัด _____ รหัสไปรษณีย์ _____ หรือ
Province Postal Code or

☐ 3. ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
Name age years, residing at
ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
Road Tambol/Khwaeng Amphur/Khet
จังหวัด _____ รหัสไปรษณีย์ _____ หรือ
Province Postal Code or

คนใดคนหนึ่งเพียงคนเดียว เป็นผู้แทนของข้าพเจ้า เพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้า ในการประชุมสามัญผู้ถือหุ้นประจำปี 2557
ในวันพุธที่ 26 มีนาคม 2557 เวลา 14.00 น. ณ ห้องวิภาวดีบอลรูม ชั้นล็อบบี้ โรงแรม เซ็นทารา แกรนด์ เซ็นทรัล พลาซ่า ลาดพร้าว เลขที่ 1695 ถนนพหลโยธิน
แขวงจตุจักร เขตจตุจักร กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Only one of them as my/our proxy to attend and vote on my/our behalf at the 2014 Annual General Meeting of Shareholders (the Meeting)
on Wednesday 26 March 2014 at 14.00 hours at Vibhavadee Ballroom, Lobby level, Centara Grand Central Plaza Ladprao Bangkok, No.1695
Phaholyothin Road, Chatuchak, Bangkok or such other date, time and place as the Meeting may be adjourned.

- (4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้
In this Meeting, I/we grant my/our proxy to vote on my/our behalf as follows:

วาระที่ 1 เรื่องแจ้งเพื่อทราบ

Item No. 1 Matters to be informed

เนื่องจากวาระนี้เป็นวาระแจ้งเพื่อทราบ จึงไม่มีการออกเสียงลงคะแนน
As this item is for information to shareholders, there will be no voting.

วาระที่ 2 รับรองรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2556 ซึ่งประชุมเมื่อวันที่ 27 มีนาคม 2556

Item No. 2 To adopt the Minutes of the Annual General Meeting of Shareholders for 2013, held on 27 March 2013

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ 3 รับทราบรายงานของคณะกรรมการบริษัทเกี่ยวกับผลการดำเนินงานของบริษัท ประจำปี 2556

Item No. 3 To acknowledge the Board of Directors' report on the Company's operating results for 2013

เนื่องจากวาระนี้เป็นวาระแจ้งเพื่อทราบ จึงไม่มีการออกเสียงลงคะแนน
As this item is for information to shareholders, there will be no voting.

วาระที่ 4 พิจารณานุมัติงบแสดงฐานะการเงิน และบัญชีกำไรขาดทุนประจำปี 2556

Item No. 4 To approve the Statements of Financial Position and Statements of Income for the year ended 31 December 2013

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ 5 พิจารณานุมัติจัดสรรกำไรสุทธิเป็นเงินปันผล

Item No. 5 To approve appropriation of the net profit for the dividend payments

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ 6 พิจารณานุมัติแต่งตั้งผู้สอบบัญชีและกำหนดค่าสอบบัญชี ประจำปี 2557

Item No. 6 To approve the appointment of the Company's external auditors and fix their remuneration for 2014

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ 7

Item No. 7

พิจารณาอนุมัติแต่งตั้งกรรมการแทนกรรมการที่พ้นจากตำแหน่งตามวาระ ประจำปี 2557

To approve the appointment of directors to replace those who will retire by rotation in 2014

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- ☐ เห็นด้วยกับการแต่งตั้งกรรมการทั้งหมด
Approve the appointment of all directors
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐งดออกเสียง
Approve Disapprove Abstain
- ☐ เห็นด้วยกับการแต่งตั้งกรรมการเป็นรายบุคคล
Approve the appointment of certain directors as follows:

1 นายสมประสงค์ บุญยะชัย

Mr. Somprasong Boonyachai

- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐งดออกเสียง
Approve Disapprove Abstain

2 นายอึ้ง ชิง-วาท

Mr. Ng Ching-Wah

- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐งดออกเสียง
Approve Disapprove Abstain

3 นางทัศนีย์ มโนรช

Mrs. Tasanee Manerot

- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐งดออกเสียง
Approve Disapprove Abstain

วาระที่ 8

Item No. 8

พิจารณาอนุมัติแต่งตั้งกรรมการใหม่แทนกรรมการที่ลาออก

To approve the appointment of director to replace the resigned director

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐งดออกเสียง
Approve Disapprove Abstain

วาระที่ 9

Item No. 9

พิจารณาอนุมัติกำหนดค่าตอบแทนกรรมการ ประจำปี 2557

To approve the remuneration of the Company's Board of Directors for 2014

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐งดออกเสียง
Approve Disapprove Abstain

วาระที่ 10

Item No. 10

พิจารณาอนุมัติหนังสือกำหนดข้อห้ามการกระทำที่มีลักษณะครอบงำกิจการ

To approve a letter to conform with the prohibitive characters in connection with foreign dominance

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐งดออกเสียง
Approve Disapprove Abstain

วาระที่ 11 พิจารณานุมัติการออกและเสนอขายใบสำคัญแสดงสิทธิที่จะซื้อหุ้นสามัญให้แก่กรรมการและพนักงานของบริษัทและบริษัทย่อย จำนวนไม่เกิน 680,000 หน่วย

Item No. 11 To approve the issuance and offering of warrants not exceeding 680,000 units (the "Warrants") to the directors and employees of the Company and its subsidiaries to purchase the Company's ordinary shares

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
Approve Disapprove Abstain

วาระที่ 12 พิจารณานุมัติการจัดสรรหุ้นสามัญจำนวนไม่เกิน 680,000 หุ้น มูลค่าที่ตราไว้หุ้นละ 1 บาท เพื่อรองรับการใช้สิทธิของใบสำคัญแสดงสิทธิซึ่งออกและเสนอขายแก่กรรมการและพนักงานของบริษัทและบริษัทย่อย

Item No. 12 To approve the issuance and allotment of not more than 680,000 new ordinary shares at a par value of one (1) Baht each to be reserved for the exercise of the Warrants

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
Approve Disapprove Abstain

วาระที่ 13 พิจารณานุมัติการจัดสรรใบสำคัญแสดงสิทธิให้แก่กรรมการ และพนักงานของบริษัท และบริษัทย่อย ที่มีสิทธิจะได้รับจัดสรรใบสำคัญแสดงสิทธิเกินกว่าร้อยละ 5 ของโครงการ

Item No. 13 To approve the allocation of the Warrants exceeding five (5) per cent of the Warrants issued to eligible directors and employees of the Company and its subsidiaries

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

อนุมัติการจัดสรรเป็นรายบุคคล ดังนี้

Approve the allocation of warrants to each person listed follows:

	กรรมการ/พนักงาน Directors/Employees	จำนวนใบสำคัญแสดงสิทธิที่ได้รับจัดสรร No. of the Warrants allocated	คิดเป็นร้อยละ (ของโครงการ) % of the Warrants
1	นายวิเชียร เมฆตระการ Mr. Wichian Mektrakarn	ไม่เกิน 42,700 หน่วย Not exceeding 42,700 units	ไม่เกินร้อยละ 6.28 Not exceeding 6.28%
	<input type="checkbox"/> เห็นด้วย Approve	<input type="checkbox"/> ไม่เห็นด้วย Disapprove	<input type="checkbox"/> งดออกเสียง Abstain
2	นางสุวิมล แก้วคุณ Mrs. Suwimol Kaewkoon	ไม่เกิน 37,700 หน่วย Not exceeding 37,700 units	ไม่เกินร้อยละ 5.54 Not exceeding 5.54%
	<input type="checkbox"/> เห็นด้วย Approve	<input type="checkbox"/> ไม่เห็นด้วย Disapprove	<input type="checkbox"/> งดออกเสียง Abstain
3	นายพงษ์อมร นิมพูลสวัสดิ์ Mr. Pong-amorn Nimpoonsawat	ไม่เกิน 37,700 หน่วย Not exceeding 37,700 units	ไม่เกินร้อยละ 5.54 Not exceeding 5.54%
	<input type="checkbox"/> เห็นด้วย Approve	<input type="checkbox"/> ไม่เห็นด้วย Disapprove	<input type="checkbox"/> งดออกเสียง Abstain

	กรรมการ/พนักงาน Directors/Employees	จำนวนใบสำคัญแสดงสิทธิที่ได้รับจัดสรร No. of the Warrants allocated	คิดเป็นร้อยละ (ของโครงการ) % of the Warrants
4	นายสมชัย เลิศสุทิววงศ์ Ms. Somchai Lertsutiwong <input type="checkbox"/> เห็นด้วย Approve	ไม่เกิน 37,700 หน่วย Not exceeding 37,700 units <input type="checkbox"/> ไม่เห็นด้วย Disapprove	ไม่เกินร้อยละ 5.54 Not exceeding 5.54% <input type="checkbox"/> งดออกเสียง Abstain
5	นางวิลาสินี พุทธิการันต์ Mrs. Vilasinee Puddhikarant <input type="checkbox"/> เห็นด้วย Approve	ไม่เกิน 37,700 หน่วย Not exceeding 37,700 units <input type="checkbox"/> ไม่เห็นด้วย Disapprove	ไม่เกินร้อยละ 5.54 Not exceeding 5.54% <input type="checkbox"/> งดออกเสียง Abstain
6	นายเกรียงศักดิ์ วาณิชยน์ทิ Mr. Kriengsak Wanichnatee <input type="checkbox"/> เห็นด้วย Approve	ไม่เกิน 37,700 หน่วย Not exceeding 37,700 units <input type="checkbox"/> ไม่เห็นด้วย Disapprove	ไม่เกินร้อยละ 5.54 Not exceeding 5.54% <input type="checkbox"/> งดออกเสียง Abstain
7	นายวัลลภ นรเศรษฐักดิ์ Mr. Walan Norasetpakdi <input type="checkbox"/> เห็นด้วย Approve	ไม่เกิน 37,700 หน่วย Not exceeding 37,700 units <input type="checkbox"/> ไม่เห็นด้วย Disapprove	ไม่เกินร้อยละ 5.54 Not exceeding 5.54% <input type="checkbox"/> งดออกเสียง Abstain
8	นายวีรวัฒน์ เกียรติพงษ์ถาวร Mr. Weerawat Kiattipongthaworn <input type="checkbox"/> เห็นด้วย Approve	ไม่เกิน 37,700 หน่วย Not exceeding 37,700 units <input type="checkbox"/> ไม่เห็นด้วย Disapprove	ไม่เกินร้อยละ 5.54 Not exceeding 5.54% <input type="checkbox"/> งดออกเสียง Abstain
9	นายอิสระ เดชะโกศยะ Ms. Issara Dejakaisaya <input type="checkbox"/> เห็นด้วย Approve	ไม่เกิน 37,700 หน่วย Not exceeding 37,700 units <input type="checkbox"/> ไม่เห็นด้วย Disapprove	ไม่เกินร้อยละ 5.54 Not exceeding 5.54% <input type="checkbox"/> งดออกเสียง Abstain

วาระที่ 14
Item No. 14

พิจารณาเรื่องอื่น ๆ (ถ้ามี)

Other business (if any)

- ☐ (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
Approve Disapprove Abstain

- (5) คำแถลงหรือเอกสารหลักฐานอื่น ๆ (ถ้ามี) ของผู้รับมอบอำนาจ _____
Other statements or evidences (if any) of the proxy
- (6) การลงคะแนนเสียงของผู้รับมอบอำนาจในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบอำนาจนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น
If voting in any agenda of my/our proxy hasn't followed this proxy, it shall be deemed such voting is incorrect and isn't my/our voting.
- (7) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
In case I/we have not specified my/our voting intention in any item or not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- กิจการใดที่ผู้รับมอบอำนาจได้กระทำไปในการประชุมนั้น เว้นแต่กรณีที่ผู้รับมอบอำนาจไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบอำนาจให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ
Any acts performed by the proxy in this Meeting except my/our proxy hasn't voted as I/we specified shall be deemed to be the actions performed by myself/ourselves.

ลงนาม/Signed _____ ผู้มอบอำนาจ/Grantor
()

ลงนาม/Signed _____ ผู้รับมอบอำนาจ/Proxy
()

ลงนาม/Signed _____ ผู้รับมอบอำนาจ/Proxy

()
ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
()

หมายเหตุ / Remark

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
The shareholder appointing the proxy must authorize only one proxy to attend and vote at the Meeting and may not split the number of shares to many proxies for splitting votes.
2. ผู้ถือหุ้นจะมอบฉันทะเท่ากับจำนวนหุ้นที่ระบุไว้ในข้อ (2) โดยไม่สามารถจะมอบฉันทะเพียงบางส่วนน้อยกว่าจำนวนที่ระบุไว้ในข้อ (2) ได้ เว้นแต่กรณีผู้รับมอบฉันทะตามแบบ ค.
The shareholder may grant the power to the proxy for all of the shares specified in Clause (2) and may not grant only a portion of the shares less than those specified in Clause (2) to the proxy except the proxy as form C.
3. ในกรณีที่วาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้นผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะตามแบบ
In this regard, if the content is too long, it can be specified in the attached supplemental proxy form.
4. กรณีหากมีข้อกำหนดหรือข้อบังคับใดกำหนดให้ผู้รับมอบฉันทะต้องแถลงหรือแสดงเอกสารหลักฐานอื่นใด เช่น กรณีผู้รับมอบฉันทะเป็นผู้มีส่วนได้เสียในกิจการเรื่องใดที่ได้เข้าร่วมประชุมและออกเสียงลงคะแนน ก็สามารถแถลงหรือแสดงเอกสารหลักฐานโดยระบุไว้ในข้อ (5)
If there is any rule or regulation requiring the proxy to make any statement or provide any evidence, such as the case that the proxy has interest in any matter which he/she attends and votes at the Meeting, he/she may mark the statement or provide evidence by specifying in Clause (5).
5. วาระเลือกตั้งกรรมการ สามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล
The shareholder can vote the appointment of directors either all directors or individual director in such item.
6. ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระ/กรรมการตรวจสอบของบริษัทดังต่อไปนี้ คนใดคนหนึ่งเพียงคนเดียว เป็นผู้รับมอบฉันทะแทนผู้ถือหุ้น (รายละเอียดประวัติกรรมการปรากฏตามเอกสารแนบ 8)
The shareholder may appoint only one Independent Director/Audit Committee of the Company to be the proxy as follows: (details of directors as shown in the Attachment 8)

- (1) นายอวิรุทธ์ วงศ์พุทธพิทักษ์ หรือ / Mr. Aviruth Wongbuddhapitak; or
- (2) นายสุรศักดิ์ วาจาสิทธิ์ หรือ / Mr. Surasak Vajasit

ใบประจำต่อแบบหนังสือมอบฉันทะ
Supplemental Proxy Form

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท แอดวานซ์ อินโฟร์ เซอร์วิส จำกัด (มหาชน)
The proxy is granted by a shareholder of Advanced Info Service Public Company Limited.

ในการประชุมสามัญผู้ถือหุ้นประจำปี 2557 ในวันพุธที่ 26 มีนาคม 2557 เวลา 14.00 น. ณ ห้องวิภาวดีบอลรูม ชั้นล็อบบี้ โรงแรม เซ็นทารา แกรนด์ เซ็นทรัล พลาซ่า ลาดพร้าว เลขที่ 1695 ถนนพหลโยธิน เขตจตุจักร กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และ สถานที่อื่นด้วย

For the 2014 Annual General Meeting of Shareholders shall be held on Wednesday 26 March 2014 at 14.00 hours, at Vibhavadee Ballroom, lobby level, Centara Grand at Central Plaza Ladprao Bangkok, No.1695 Phaholyothin Road, Chatuchak, Bangkok or such other date, time and place as the meeting may be adjourned.

วาระที่ _____ เรื่อง _____
Item Re :

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ _____ เรื่อง _____
Item Re :

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ _____ เรื่อง _____
Item Re :

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ _____ เรื่อง _____
Item Re :

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ _____ เรื่อง _____
Item Re :

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
Approve	Disapprove	Abstain

วาระที่ _____ เรื่อง _____
Item Re :

☐ ชื่อกรรมการ _____

<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
Approve	Disapprove	Abstain

☐ ชื่อกรรมการ _____

<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
Approve	Disapprove	Abstain

☐ ชื่อกรรมการ _____

<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
Approve	Disapprove	Abstain

☐ ชื่อกรรมการ _____

<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
Approve	Disapprove	Abstain

☐ ชื่อกรรมการ _____

<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
Approve	Disapprove	Abstain

ข้าพเจ้าขอรับรองว่า รายการในใบประจำต่อนี้ลงนามมอบฉันทะถูกต้องบริบูรณ์และเป็นความจริงทุกประการ
I/We certify that the statements in this Supplemental Proxy Form are correct, complete and true in all respects.

ลงชื่อ/ Signed _____ ผู้มอบฉันทะ/ Grantor
(_____)

วันที่/ Date _____

ลงชื่อ/ Signed _____ ผู้รับมอบฉันทะ/ Proxy
(_____)

วันที่/ Date _____

ลงชื่อ/ Signed _____ ผู้รับมอบฉันทะ/ Proxy
(_____)

วันที่/ Date _____

ลงชื่อ/ Signed _____ ผู้รับมอบฉันทะ/ Proxy
(_____)

วันที่/ Date _____

หนังสือมอบฉันทะ (แบบ ค.)

Proxy (Form C)

เลขทะเบียนผู้ถือหุ้น
Shareholders' Registration No.

เขียนที่ _____
Issued at
วันที่ _____ เดือน _____ พ.ศ. _____
Date Month Year

(1) ข้าพเจ้า _____ สัญชาติ _____
I/We _____
nationality
อยู่บ้านเลขที่ _____
Address

(2) เป็นผู้ถือหุ้นของ บริษัท แอดวานซ์ อินโฟร์ เซอร์วิส จำกัด (มหาชน) (บริษัท)
being a shareholder of Advanced Info Service Public Company Limited (The Company)

โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
holding the total amount of _____ shares and have the rights to vote equal to _____ votes as follows:
☐ หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
ordinary share _____ shares and have the right to vote equal to _____ votes
☐ หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
preference share _____ shares and have the right to vote equal to _____ votes

(3) ขอมอบฉันทะให้ (ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระ/กรรมการตรวจสอบของบริษัทก็ได้ โปรดใช้ข้อมูลตามหมายเหตุข้อ 7)
Hereby appoint (The shareholder may appoint the Independent Director/Audit Committee of the Company to be the proxy, please refer to details in Remark No.7)

☐ 1. ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
Name age years, residing at
ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
Road Tambol/Khwaeng Amphur/Khet
จังหวัด _____ รหัสไปรษณีย์ _____ หรือ
Province Postal Code or

☐ 2. ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
Name age years, residing at
ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
Road Tambol/Khwaeng Amphur/Khet
จังหวัด _____ รหัสไปรษณีย์ _____ หรือ
Province Postal Code or

☐ 3. ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
Name age years, residing at
ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
Road Tambol/Khwaeng Amphur/Khet
จังหวัด _____ รหัสไปรษณีย์ _____ หรือ
Province Postal Code or

คนใดคนหนึ่งเพียงคนเดียว เป็นผู้แทนของข้าพเจ้า เพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้า ในการประชุมสามัญผู้ถือหุ้นประจำปี 2557 ในวันพุธที่ 26 มีนาคม 2557 เวลา 14.00 น. ณ ห้องวิภาวดีบอลรูม ชั้นล็อบบี้ โรงแรม เซ็นทารา แกรนด์ เซ็นทรัล พลาซ่า ลาดพร้าว เลขที่ 1695 ถนนพหลโยธิน แขวงจตุจักร เขตจตุจักร กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Only one of them as my/our proxy to attend and vote on my/our behalf at the 2014 Annual General Meeting of Shareholders (the Meeting) on Wednesday 26 March 2014 at 14.00 hours at Vibhavadee Ballroom, Lobby level, Centara Grand Central Plaza Ladprao Bangkok, No.1695 Phaholyothin Road, Chatuchak, Bangkok or such other date, time and place as the Meeting may be adjourned.

- (4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้
In this Meeting, I/we grant my/our proxy to vote on my/our behalf as follows:

<input type="checkbox"/>	(ก)	มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนได้	
	(a)	To grant equally all of the number of shares held by me/our and have the rights to vote.	
<input type="checkbox"/>	(ข)	มอบฉันทะบางส่วน คือ	
	(b)	To grant a part of	
<input type="checkbox"/>	หุ้นสามัญ	..... หุ้น	และมีสิทธิออกเสียงลงคะแนนได้..... เสียง
	ordinary share	shares	and have the rights to vote equal to votes
<input type="checkbox"/>	หุ้นบุริมสิทธิ	..... หุ้น	และมีสิทธิออกเสียงลงคะแนนได้..... เสียง
	preference share	shares	and have the rights to vote equal to votes
	รวมสิทธิออกเสียงลงคะแนนได้ทั้งหมด	.....	เสียง
	Total rights to vote equal to	.....	votes

- (5) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้
In this Meeting, I/we grant my/our proxy to vote on my/our behalf as follows:

วาระที่ 1 เรื่องแจ้งเพื่อทราบ

Item No. 1 Matters to be informed

เนื่องจากวาระนี้เป็นวาระแจ้งเพื่อทราบ จึงไม่มีการออกเสียงลงคะแนน
As this item is for information to shareholders, there will be no voting.

วาระที่ 2 รับรองรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2556 ซึ่งประชุมเมื่อวันที่ 27 มีนาคม 2556

Item No. 2 To adopt the Minutes of the Annual General Meeting of Shareholders for 2013, held on 27 March 2013

<input type="checkbox"/>	(ก)	ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร	
	(a)	To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.	
<input type="checkbox"/>	(ข)	ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้	
	(b)	To grant my/our proxy to vote at my/our desire as follows:	
<input type="checkbox"/>	เห็นด้วย	.....เสียง	<input type="checkbox"/> ไม่เห็นด้วย.....เสียง
	Approve	votes	Disapprove votes
<input type="checkbox"/>	งดออกเสียง	.....เสียง	
	Abstain	votes	

วาระที่ 3 รับทราบรายงานของคณะกรรมการบริษัทเกี่ยวกับผลการดำเนินงานของบริษัท ประจำปี 2556

Item No. 3 To acknowledge the Board of Directors' report on the Company's operating results for 2013

เนื่องจากวาระนี้เป็นวาระแจ้งเพื่อทราบ จึงไม่มีการออกเสียงลงคะแนน
As this item is for information to shareholders, there will be no voting.

วาระที่ 4 พิจารณานุมัติงบแสดงฐานะการเงิน และบัญชีกำไรขาดทุนประจำปี 2556

Item No. 4 To approve the Statements of Financial Position and Statements of Income for the year ended 31 December 2013

<input type="checkbox"/>	(ก)	ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร	
	(a)	To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.	
<input type="checkbox"/>	(ข)	ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้	
	(b)	To grant my/our proxy to vote at my/our desire as follows:	
<input type="checkbox"/>	เห็นด้วย	.....เสียง	<input type="checkbox"/> ไม่เห็นด้วย.....เสียง
	Approve	votes	Disapprove votes
<input type="checkbox"/>	งดออกเสียง	.....เสียง	
	Abstain	votes	

วาระที่ 5

พิจารณาอนุมัติจัดสรรกำไรสุทธิเป็นเงินปันผล

Item No. 5

To approve appropriation of the net profit for the dividend payments

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) To grant my/our proxy to vote at my/our desire as follows:
- | | | | | | |
|---|--|---|-------|---------|-------|
| <input type="checkbox"/> เห็นด้วย.....เสียง | <input type="checkbox"/> ไม่เห็นด้วย.....เสียง | <input type="checkbox"/> งดออกเสียง.....เสียง | | | |
| Approve | votes | Disapprove | votes | Abstain | votes |

วาระที่ 6

พิจารณาอนุมัติแต่งตั้งผู้สอบบัญชีและกำหนดค่าสอบบัญชี ประจำปี 2557

Item No. 6

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

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) To grant my/our proxy to vote at my/our desire as follows:
- | | | | | | |
|---|--|---|-------|---------|-------|
| <input type="checkbox"/> เห็นด้วย.....เสียง | <input type="checkbox"/> ไม่เห็นด้วย.....เสียง | <input type="checkbox"/> งดออกเสียง.....เสียง | | | |
| Approve | votes | Disapprove | votes | Abstain | votes |

วาระที่ 7

พิจารณาอนุมัติแต่งตั้งกรรมการแทนกรรมการที่พ้นจากตำแหน่งตามวาระ ประจำปี 2557

Item No. 7

To approve the appointment of directors to replace those who will retire by rotation in 2014

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) To grant my/our proxy to vote at my/our desire as follows:
- ☐ เห็นด้วยกับการแต่งตั้งกรรมการทั้งหมด
- Approve the appointment of all directors:
- | | | | | | |
|---|--|---|-------|---------|-------|
| <input type="checkbox"/> เห็นด้วย.....เสียง | <input type="checkbox"/> ไม่เห็นด้วย.....เสียง | <input type="checkbox"/> งดออกเสียง.....เสียง | | | |
| Approve | votes | Disapprove | votes | Abstain | votes |
- ☐ เห็นด้วยกับการแต่งตั้งกรรมการเป็นรายบุคคล
- Approve the appointment of certain directors as follows:
- 1 **นายสมประสงค์ บุญยะชัย**
- Mr. Somprasong Boonyachai
- | | | | | | |
|---|--|---|-------|---------|-------|
| <input type="checkbox"/> เห็นด้วย.....เสียง | <input type="checkbox"/> ไม่เห็นด้วย.....เสียง | <input type="checkbox"/> งดออกเสียง.....เสียง | | | |
| Approve | votes | Disapprove | votes | Abstain | votes |
- 2 **นายอึ้ง ชิง-วาท**
- Mr. Ng Ching-Wah
- | | | | | | |
|---|--|---|-------|---------|-------|
| <input type="checkbox"/> เห็นด้วย.....เสียง | <input type="checkbox"/> ไม่เห็นด้วย.....เสียง | <input type="checkbox"/> งดออกเสียง.....เสียง | | | |
| Approve | votes | Disapprove | votes | Abstain | votes |
- 3 **นางทัศนีย์ มโนรท**
- Mrs. Tassanee Manorot
- | | | | | | |
|---|--|---|-------|---------|-------|
| <input type="checkbox"/> เห็นด้วย.....เสียง | <input type="checkbox"/> ไม่เห็นด้วย.....เสียง | <input type="checkbox"/> งดออกเสียง.....เสียง | | | |
| Approve | votes | Disapprove | votes | Abstain | votes |

วาระที่ 8

Item No. 8

พิจารณาอนุมัติแต่งตั้งกรรมการใหม่แทนกรรมการที่ลาออก

To approve the appointment of director to replace the resigned director

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a)

To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b)

To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

วาระที่ 9

Item No. 9

พิจารณาอนุมัติกำหนดค่าตอบแทนกรรมการ ประจำปี 2557

To approve the remuneration of the Company's Board of Directors for 2014

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a)

To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b)

To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย.....เสียง

Approve

☐ ไม่เห็นด้วย.....เสียง

Disapprove

☐ งดออกเสียง.....เสียง

Abstain

วาระที่ 10

Item No. 10

พิจารณาอนุมัติหนังสือกำหนดข้อห้ามการกระทำที่มีลักษณะครอบงำกิจการ

To approve a letter to conform with the prohibitive characters in connection with foreign dominance

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a)

To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b)

To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย.....เสียง

Approve

☐ ไม่เห็นด้วย.....เสียง

Disapprove

☐ งดออกเสียง.....เสียง

Abstain

วาระที่ 11

Item No. 11

พิจารณาอนุมัติการออกและเสนอขายใบสำคัญแสดงสิทธิที่จะซื้อหุ้นสามัญให้แก่กรรมการและพนักงานของบริษัทและบริษัทย่อย จำนวนไม่เกิน 680,000 หน่วย

To approve the issuance and offering of warrants not exceeding 680,000 units (the "Warrants") to the directors and employees of the Company and its subsidiaries to purchase the Company's ordinary shares

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a)

To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b)

To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย.....เสียง

Approve

☐ ไม่เห็นด้วย.....เสียง

Disapprove

☐ งดออกเสียง.....เสียง

Abstain

วาระที่ 12

Item No. 12

พิจารณาอนุมัติการจัดสรรหุ้นสามัญจำนวนไม่เกิน 680,000 หุ้น มูลค่าที่ตราไว้หุ้นละ 1 บาท เพื่อรองรับการใช้สิทธิของใบสำคัญแสดงสิทธิซึ่งออกและเสนอขายแก่กรรมการและพนักงานของบริษัทและบริษัทย่อย

To approve the issuance and allotment of not more than 680,000 new ordinary shares at a par value of one (1) Baht each to be reserved for the exercise of the Warrants

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a)

To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b)

To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย.....เสียง

Approve

☐ ไม่เห็นด้วย.....เสียง

Disapprove

☐ งดออกเสียง.....เสียง

Abstain

4/9

To approve the allocation of the Warrants exceeding five (5) per cent of the Warrants issued to eligible directors and employees of the Company and its subsidiaries

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

อนุมัติการจัดสรรเป็นรายบุคคล ดังนี้

Approve the allocation of warrants to each person listed follows:

	<u>กรรมการ/พนักงาน</u> <u>Directors/Employees</u>	<u>จำนวนใบสำคัญแสดงสิทธิที่ได้รับจัดสรร</u> <u>No. of the Warrants allocated</u>	<u>คิดเป็นร้อยละ (ของโครงการ)</u> <u>% of the Warrants</u>
1	นายวิเชียร เมฆตระการ Mr. Wichian Mektrakarn	ไม่เกิน 42,700 หน่วย Not exceeding 42,700 units	ไม่เกินร้อยละ 6.28 Not exceeding 6.28%
	<input type="checkbox"/> เห็นด้วย.....เสียง Approve votes	<input type="checkbox"/> ไม่เห็นด้วย.....เสียง Disapprove votes	<input type="checkbox"/> จดออกเสียง.....เสียง Abstain votes
2	นางสุวิมล แก้วคุณ Mrs. Suwimol Kaewkoon	ไม่เกิน 37,700 หน่วย Not exceeding 37,700 units	ไม่เกินร้อยละ 5.54 Not exceeding 5.54%
	<input type="checkbox"/> เห็นด้วย.....เสียง Approve votes	<input type="checkbox"/> ไม่เห็นด้วย.....เสียง Disapprove votes	<input type="checkbox"/> จดออกเสียง.....เสียง Abstain votes
3	นายพงษ์อมร นิมปูลสวัสดิ์ Mr. Pong-amorn Nimpoonsawat	ไม่เกิน 37,700 หน่วย Not exceeding 37,700 units	ไม่เกินร้อยละ 5.54 Not exceeding 5.54%
	<input type="checkbox"/> เห็นด้วย.....เสียง Approve votes	<input type="checkbox"/> ไม่เห็นด้วย.....เสียง Disapprove votes	<input type="checkbox"/> จดออกเสียง.....เสียง Abstain votes
4	นายสมชัย เลิศสุทธิวงศ์ Ms. Somchai Lertsutiwong	ไม่เกิน 37,700 หน่วย Not exceeding 37,700 units	ไม่เกินร้อยละ 5.54 Not exceeding 5.54%
	<input type="checkbox"/> เห็นด้วย.....เสียง Approve votes	<input type="checkbox"/> ไม่เห็นด้วย.....เสียง Disapprove votes	<input type="checkbox"/> จดออกเสียง.....เสียง Abstain votes
5	นางวิลาสินี พุทธิธารันต์ Mrs. Vilasinee Puddhikarant	ไม่เกิน 37,700 หน่วย Not exceeding 37,700 units	ไม่เกินร้อยละ 5.54 Not exceeding 5.54%
	<input type="checkbox"/> เห็นด้วย Approve	<input type="checkbox"/> ไม่เห็นด้วย Disapprove	<input type="checkbox"/> จดออกเสียง .....เสียง Abstain votes
6	นายเกรียงศักดิ์ วาณิชยน์ที Mr. Kriengsak Wanichnatee	ไม่เกิน 37,700 หน่วย Not exceeding 37,700 units	ไม่เกินร้อยละ 5.54 Not exceeding 5.54%
	<input type="checkbox"/> เห็นด้วย Approve	<input type="checkbox"/> ไม่เห็นด้วย Disapprove	<input type="checkbox"/> จดออกเสียง .....เสียง Abstain votes
7	นายวัลลภ นรเศรษฐ์ภักดิ์ Mr. Walan Norasetpakdi	ไม่เกิน 37,700 หน่วย Not exceeding 37,700 units	ไม่เกินร้อยละ 5.54 Not exceeding 5.54%
	<input type="checkbox"/> เห็นด้วย.....เสียง Approve votes	<input type="checkbox"/> ไม่เห็นด้วย.....เสียง Disapprove votes	<input type="checkbox"/> จดออกเสียง.....เสียง Abstain votes
8	นายวีรวัฒน์ เกียรติพงษ์ถาวร Mr. Weerawat Kiattipongthaworn	ไม่เกิน 37,700 หน่วย Not exceeding 37,700 units	ไม่เกินร้อยละ 5.54 Not exceeding 5.54%
	<input type="checkbox"/> เห็นด้วย.....เสียง Approve votes	<input type="checkbox"/> ไม่เห็นด้วย.....เสียง Disapprove votes	<input type="checkbox"/> จดออกเสียง.....เสียง Abstain votes
9	นายอิสระ เดชะโกศยะ Ms. Issara Dejakaisaya	ไม่เกิน 37,700 หน่วย Not exceeding 37,700 units	ไม่เกินร้อยละ 5.54 Not exceeding 5.54%
	<input type="checkbox"/> เห็นด้วย.....เสียง Approve votes	<input type="checkbox"/> ไม่เห็นด้วย.....เสียง Disapprove votes	<input type="checkbox"/> จดออกเสียง.....เสียง Abstain votes

Approve

votes

Disapprove

votes

Abstain

votes

วาระที่ 14

พิจารณาเรื่องอื่นๆ (ถ้ามี)

Item No. 14

Other business (if any)

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐ งดออกเสียง.....เสียง
 Approve votes Disapprove votes Abstain votes

(6) คำแถลงหรือเอกสารหลักฐานอื่น ๆ (ถ้ามี) ของผู้รับมอบฉันทะ _____
 Other statements or evidences (if any) of the proxy

(7) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่า การลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น
 If voting in any agenda of my/our proxy hasn't followed this proxy, it shall be deemed such voting is incorrect and isn't my/our voting.

(8) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I/we have not specified my/our voting intention in any item or not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุมนี้ เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts performed by the proxy in this Meeting except my/our proxy hasn't voted as I/we specified shall be deemed to be the actions performed by myself/ourselves.

ลงนาม/Signed _____ ผู้มอบฉันทะ/Grantor
 ()

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
 ()

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
 ()

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
 ()

หมายเหตุ / Remark

1. หนังสือมอบฉันทะแบบ ค. นี้ ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น
This Proxy Form is only used by foreign shareholder who has appointed Thai Custodian to be his/her/its trustee.
2. หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะ คือ
Evidences showing with Proxy Form are
 - (1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน
Letter of Attorney from shareholder empowering custodian to sign in Proxy Form.
 - (2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจ คัสโตเดียน (Custodian)
Confirmation Letter that person signing in the proxy is granted permission to operate the custodian business.
3. ผู้ถือหุ้นที่มอบฉันทะจะต้องให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
The shareholder appointing the proxy must authorize only one proxy to attend and vote at the Meeting and may not split the number of shares to many proxies for splitting votes.
4. ในกรณีที่เนื้อหาที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะตามแบบ
In this regard, if the content is too long, it can be specified in the attached supplemental proxy form.
5. กรณีหากมีข้อกำหนดหรือข้อบังคับใดกำหนดให้ผู้รับมอบฉันทะต้องแถลงหรือแสดงเอกสารหลักฐานอื่นใด เช่น กรณีผู้รับมอบฉันทะเป็นผู้มีส่วนได้เสียในกิจการเรื่องใดที่ได้เข้าร่วมประชุมและออกเสียงลงคะแนนก็สามารถแถลงหรือแสดงเอกสารหลักฐานโดยระบุไว้ในข้อ (6)
If there is any rule or regulation requiring the proxy to make any statement or provide any evidence, such as the case that the proxy has interest in any matter which he/she attends and votes at the Meeting, he/she may mark the statement or provide evidence by specifying in Clause (6).
6. วาระเลือกตั้งกรรมการ สามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล
The shareholder can vote the appointment of directors either all directors or individual director in such item.
7. ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระ/กรรมการตรวจสอบของบริษัท คนใดคนหนึ่งเพียงคนเดียว ดังต่อไปนี้เป็นผู้รับมอบฉันทะแทนผู้ถือหุ้น (รายละเอียดประวัติกรรมการปรากฏตามเอกสารแนบ 8)
The shareholder may appoint Independent Director/Audit Committee of the Company to be the proxy as follow; (details of directors as shown in the Attachment 8)
 - (1) นายอวิรุทธ์ วงศ์พุทธพิทักษ์ หรือ / Mr. Aviruth Wongbuddhapitak; or
 - (2) นางทัศนีย์ มโนโรต หรือ / Mrs. Tasanee Manorot

ใบประจำต่อแบบหนังสือมอบฉันทะ
Supplemental Proxy Form

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท แอดวานซ์ อินโฟร์ เซอร์วิส จำกัด (มหาชน)
The proxy is granted by a shareholder of Advanced Info Service Public Company Limited.

ในการประชุมสามัญผู้ถือหุ้นประจำปี 2557 ในวันพุธที่ 26 มีนาคม 2557 เวลา 14.00 น. ณ ห้องวิภาวดีบอลรูม ชั้นล็อบบี้ โรงแรม เซ็นทารา แกรนด์ เซ็นทรัล พลาซ่า ลาดพร้าว เลขที่ 1695 ถนนพหลโยธิน เขตจตุจักร กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และ สถานที่อื่นด้วย

For the 2014 Annual General Meeting of Shareholders shall be held on Wednesday 26 March 2014 at 14.00 hours, at Vibhavadee Ballroom, lobby level, Centara Grand at Central Plaza Ladprao Bangkok, No.1695 Phaholyothin Road, Chatuchak, Bangkok or such other date, time and place as the meeting may be adjourned.

วาระที่ _____ เรื่อง _____
Item Re :

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|---|--|---|
| <input type="checkbox"/> เห็นด้วย.....เสียง | <input type="checkbox"/> ไม่เห็นด้วย.....เสียง | <input type="checkbox"/> งดออกเสียง.....เสียง |
| Approve votes | Disapprove votes | Abstain votes |

วาระที่ _____ เรื่อง _____
Item Re :

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|---|--|---|
| <input type="checkbox"/> เห็นด้วย.....เสียง | <input type="checkbox"/> ไม่เห็นด้วย.....เสียง | <input type="checkbox"/> งดออกเสียง.....เสียง |
| Approve votes | Disapprove votes | Abstain votes |

วาระที่ _____ เรื่อง _____
Item Re :

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|---|--|---|
| <input type="checkbox"/> เห็นด้วย.....เสียง | <input type="checkbox"/> ไม่เห็นด้วย.....เสียง | <input type="checkbox"/> งดออกเสียง.....เสียง |
| Approve votes | Disapprove votes | Abstain votes |

วาระที่ _____ เรื่อง _____
Item Re :

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|---|--|---|
| <input type="checkbox"/> เห็นด้วย.....เสียง | <input type="checkbox"/> ไม่เห็นด้วย.....เสียง | <input type="checkbox"/> งดออกเสียง.....เสียง |
| Approve votes | Disapprove votes | Abstain votes |

วาระที่ _____ เรื่อง _____
Item Re :

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐ งดออกเสียง.....เสียง
Approve votes Disapprove votes Abstain votes

วาระที่ _____ เรื่อง _____
Item Re :

- ☐ ชื่อกรรมการ _____
☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐ งดออกเสียง.....เสียง
Approve votes Disapprove votes Abstain votes
- ☐ ชื่อกรรมการ _____
☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐ งดออกเสียง.....เสียง
Approve votes Disapprove votes Abstain votes
- ☐ ชื่อกรรมการ _____
☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐ งดออกเสียง.....เสียง
Approve votes Disapprove votes Abstain votes
- ☐ ชื่อกรรมการ _____
☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐ งดออกเสียง.....เสียง
Approve votes Disapprove votes Abstain votes
- ☐ ชื่อกรรมการ _____
☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐ งดออกเสียง.....เสียง
Approve votes Disapprove votes Abstain votes

ข้าพเจ้าขอรับรองว่า รายการในใบประจำต่อนี้ถูกต้องบริบูรณ์และเป็นความจริงทุกประการ
I/We certify that the statements in this Supplemental Proxy Form are correct, complete and true in all respects.

ลงชื่อ/ Signed _____ ผู้มอบฉันทะ/ Grantor
()
วันที่/ Date _____

ลงชื่อ/ Signed _____ ผู้รับมอบฉันทะ/ Proxy
()
วันที่/ Date _____

ลงชื่อ/ Signed _____ ผู้รับมอบฉันทะ/ Proxy
()
วันที่/ Date _____

ลงชื่อ/ Signed _____ ผู้รับมอบฉันทะ/ Proxy
()
วันที่/ Date _____

Definition of Independent Director of Advanced Info Service Plc.

An Independent Director is a qualified individual and possesses an independency according to the Company's Corporate Governance Policy established by the Board, and the criteria established by the Stock Exchange of Thailand, which have been defined more restrictively than the criteria established by the Stock Exchange of Thailand. An Independent Director must:

1. hold shares *not* exceeding 0.5 per cent of the total number of voting rights of the Company, its parent company, subsidiary, affiliate or juristic person which may have conflict of interest, including the shares held by related persons of the independent director;
2. *neither* be *nor* having been an executive director, employee, staff, or advisor who receives salary, or a controlling person of the Company, its parent company, subsidiaries, affiliates, same-level subsidiaries or juristic persons which may have any conflict of interest. Any audit committee member who may be appointed on or after 1 July 2010, shall have ended the foregoing relationship *not* less than two years prior to the date of appointment;
3. *not* have a business relationship with the Company, its parent company, subsidiaries, affiliates or juristic persons which may have any conflict of interest, in any manner that may interfere with his or her independent judgment, and not be, or used to be, a substantial shareholder or controlling person in its parent company, subsidiaries, affiliates or juristic persons that may have any conflict of interest. Any audit committee member who may be appointed on or after 1 July 2010, shall have ended the foregoing relationship not less than two years prior to the date of appointment.

The term 'business relationship' aforementioned under paragraph one includes any normal business transaction, rental or lease of immovable property, transaction relating to assets or services or grant or receipt of financial assistance through receiving or extending loans, guarantee, providing assets as collateral, including any other similar actions, which result in the Company or its counterparty being subject to indebtedness payable to the other party in the amount of three percent or more of the net tangible assets of the Company or twenty million Baht or more, whichever is lower. The amount of such indebtedness shall be calculated according to the calculation method for value of connected transactions under the Notification of the Capital Market Supervisory Board Re: Rules on Connected Transactions *mutatis mutandis*. The consideration of such indebtedness shall include indebtedness taking place during the course of one year prior to the date on which the business relationship with the person commences;

4. *not* be a person related by blood or registration under laws, such as in the manner of father, mother, spouse, sibling, and child, including spouse of the children, executives, major shareholders, controlling persons, or persons to be nominated as executive or controlling persons of the Company or its subsidiary;
5. *not* be a director who has been appointed as a representative of the Company's director, major shareholder or shareholders who are related to the Company's major shareholder;
6. *neither* be *nor* having been an auditor of the Company, its parent company, subsidiaries, affiliates or juristic persons which may have any conflict of interest, and not having been a substantial shareholder, controlling person or partner of an audit firm which employs auditors of the Company, its parent company, subsidiaries, affiliates or juristic person who may have any conflict of interest. Any audit committee member who may be appointed on or after 1 July 2010, shall have ended the foregoing relationship not less than two years prior to the date of appointment;
7. *neither* be *nor* having been any professional advisor including legal advisor or financial advisor who receives an annual service fee exceeding two million Baht from the Company, its parent company, subsidiaries, affiliates or juristic persons which may have any conflict of interest, and not having been a substantial shareholder, controlling person or partner of the professional advisor. Any audit committee member who may be appointed on or after 1 July 2010, shall have ended the foregoing relationship not less than two years prior to the date of appointment;

8. *not* conduct any business of the same nature as the Company's or its subsidiaries and is in competition with them in any material respect, nor being a substantial partner, shareholder holding more than one (1) per cent of the voting shares, director (having management role), employee, officer or advisor (obtaining a regular salary) of any company whose business is of the same nature as the Company's or its subsidiaries' business, and is in competition with them in any material respect;
9. *not* have any other manners, which may render him or her incapable of expressing independent opinions with regard to the Company's business affairs.

After having been appointed as an independent director with qualifications complying with the criteria under items 1 to 9 above, the independent director may be assigned by the Board to take part in the business decisions of the Company, its parent company, subsidiaries, affiliates, same level subsidiaries or juristic persons which may have any conflict of interest, on condition that these decisions must be collective ones.

The Company may appoint a person who has a business relation or provides a professional service described in item No. 3 or 7 above if the Board carefully considers the business relationship of service provided and concludes that the appointment will not interfere with the exercise of independent judgment in the independent director's responsibilities. The Company must disclose the following information in the items regarding the appointment of independent directors on the agenda of the shareholders' meeting:

- a) The nature of the business relationship or professional service that excludes the nominated independent director from the standard requirements;
- b) The reason or need to retain or appoint this person as an independent director;
- c) The Board's opinion on proposing the appointment of this person as an independent director.

The Information of Independent Director to present as proxy

Name	Mr. Aviruth Wongbuddhapitak	
Age (year)	66	
Address	414 Phahon Yothin Rd., Samsen Nai, Phayathai, Bangkok 10400	
Position	Director, Chairman of the Audit Committee, Member of the Leadership Development & Compensation Committee and Independent Director	
Highest Education	Master Degree in Business Administration, New York University, USA	
Director training	DCP : Director Certification Program 8/2001 The Board's Role in Setting Effective Compensation Policy	
Working Experiences	2010 - Present	Independent Director, S&P Syndicate Plc.
	2008 - Present	Advisor, Bureau of the Crown Property
	2006 - Present	Director, Chairman of the Audit Committee, Member of the Leadership Development & Compensation Committee, and Independent Director, Advanced Info Service Plc.
	2003 - Present	Director, Thai Plastic and Chemicals Plc. Director, CPB Equity Co., Ltd. Director, CPB Property Co., Ltd.
	1995 - Present	Director and Chairman of the Executive Director, Deves Insurance Plc.
	2009 - 2011	Independent director and Member of the Audit Committee, Thai Military Bank Plc.
	2007 - 2009	Chairman of the Board Of Directors, Marble Co., Ltd.
	2006 - 2009	Expert Member of the Board of Directors, Government Pension Fund Expert Member of Investment Committee, Government Pension Fund
	2005 - 2008	Assistance of Director, Bureau of the Crown Property
	2001 - 2008	Chairman of the Board of Director, IT One Co., Ltd.



Illegal Record in past 10 year - None -


Relationship with Management - None -

Conflict of Interest - None -

Having the following interests in the Company, parent company, subsidiaries, affiliates or any legal entities that have conflicts, at present or in the past 2 years

1. Being a director that take part in managing day-to-day operation, employee, or Advisor who receive a regular salary or fee - No -
2. Being a professional service provider (i.e., auditor, lawyer) - No -
3. Having the significant business relations that may affect the ability to perform independently - None -

The Information of Independent Director to present as proxy

Name	Mr. Surasak Vajasit		
Age (year)	61		
Address	414 Phahon Yothin Rd., Samsen Nai, Phayathai, Bangkok 10400		
Position	Director, Member of the Audit Committee, Member of the Nomination and Corporate Governance Committee, and Independent Director		
Highest Education	Bachelor Degree at the laws (Honors), London University Barrister-at-law Lincoln’s Inn		
Director training	DAP : Director Accreditation Program Class 29/2004		
Working Experiences	2008 - Present	Member of Audit Committee. Member of the Nomination and Corporate Governance Committee, and Independent Director Advanced Info Service Plc.	
	2006 - 2007	Member of the Audit Committee and Independent Director Advanced Info Service Plc.	
	2006 - Present	Director, Member of the Audit Committee, and Independent Director Advanced Info Service Plc.	
	2005 - Present	Partner, Hunton & Williams (Thailand) Limited	
	2007 - 2008	Member of the Nomination Committee, Advanced Info Service Plc.	
	1997 - 2008	Director, Thai Tollow and Oil Co., Ltd.	
Illegal Record in past 10 year	- None -		
Relationship with Management	- None -		
Conflict of Interest	- None -		
Having the following interests in the Company, parent company, subsidiaries, affiliates or any legal entities that have conflicts, at present or in the past 2 years			
1. Being a director that take part in managing day-to-day operation, employee, or Advisor who receive a regular salary or fee		- No -	
2. Being a professional service provider (i.e., auditor, lawyer)		- No -	
3. Having the significant business relations that may affect the ability to perform independently		- None -	

Company's Articles of Association concerning the Shareholders Meeting

1. Closing of Share Registration Book

Article 15 In the course of 21 days prior to each meeting of the shareholders, the Company may suspend the registration of share and notify the shareholders in advance by placing the notice at the head office and its branch office not less than 14 days before the date commencing the suspension of share transfer.

2. Rule and procedure to elect the Board of Directors

Article 17 The meeting of shareholders shall elect the Board of Directors in accordance with the rules and procedures as follows:

- (1) every shareholder shall have one vote for each share of which he is the holder;
- (2) each shareholder may exercise all the votes he has under the (1) above to elect one or several director(s). In the event of electing several directors, he may not allot his votes to each unequally.
- (3) the persons receiving the highest votes in their respective order of the votes shall be elected as directors at the number equal to the number of directors required at that time. In the event of an equality of votes among the persons elected in order of respective high numbers of votes, which number exceeds the required number of directors of the Company at that time, the chairman of the meeting shall be entitled to a second or casting vote.

3. Calling of Shareholders Meeting

Article 30 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 General Meetings of Shareholders.

The Board of Directors may summon an Extraordinary General 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 not less than 25 shareholders 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 General 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.

Article 31 In summoning for any meeting of shareholders, the Board of Directors shall send notice of the meeting specifying the place, date, time, agenda of the meeting and the subject matter to be submitted to the meeting together with reasonable details and shall deliver the same to the shareholders and the Registrar for reference not less than 7 days prior to the meeting. Besides, the notice of the meeting shall also be announced in a newspaper for not less than 3 days before the meeting.

4. The Quorum

Article 32 The meeting of shareholders must be attended by not less than 25 shareholders or proxy (if any) or not less than a half of total number of shareholders holding an aggregate number of shares not less than one-third of all shares sold in number to constitute a quorum.

In the event at any meeting of shareholders, after one hour from the time fixed for the meeting commencement, the number of shareholders present is still not enough to form a quorum as required, if such meeting of shareholders was requested for by the shareholders, such meeting shall be revoked. If such meeting of shareholders was not called for by the shareholders, the meeting shall be called for again and in the latter case notice of the meeting shall be delivered to shareholders not less than 7 days before the meeting. In the subsequent meeting no quorum is required.

5. Granting Proxy

Article 33 At a meeting of shareholders, shareholders may appoint any other person who is sui juris as proxy present and voting on his behalf. The proxy form must be dated and signed by the principal and according to the form as prescribed by the Registrar.

The proxy form must be submitted to the Chairman of the Board or other person designated by the Chairman of the Board at the meeting venue before the proxy attending the meeting.

6. Voting

Article 34. The resolution of the meeting of shareholders shall be supported by the following votes:

(1) in a normal case, by the majority vote of the shareholders who attend the meeting and cast their votes. In case of an equality of vote, the chairman of the meeting shall be entitled to a casting vote.

(2) in the following cases, by a vote of not less than three-fourths of the total number of shareholders present at the meeting and entitled to vote:

- a the sale or transfer of whole or essential parts of business of the Company to other persons.
- b the purchase or acceptance of transfer of businesses of other companies or private companies to the Company's own.
- c entering into, amending or terminating the contract relating to the leasing out of business of the Company in whole or in essential parts; the assignment to anyone else to manage the businesses of the Company or the amalgamation of the businesses with other persons with an objective to share profit and loss.
- d amendment of the Memorandum of Association or Articles of Association of the Company.
- e increase or decrease of the capital of the Company or the issuance of debentures.
- f the amalgamation or liquidation of the Company.

Notes on documents and evidence identifying shareholders and proxies eligible to register, attend and vote at the Meeting

The Company shall convene the 2014 Annual General Meeting of Shareholders on 26 March 2014 at 14.00 hours at Vibhavadee Ballroom, lobby level, Centara Grand at Central Plaza Ladprao Bangkok, No.1695 Phaholyothin Road, Chatuchak, Bangkok. In this connection, the Company shall proceed with a Barcode system so as to promote transparency, fairness and benefits for shareholders. The Company considers appropriate to impose procedures on review of documents and evidence identifying shareholders and proxies eligible to register, attend and vote at the Meeting as follows:

1. Proxy Form

The Department of Business Development, the Ministry of Commerce issued a notification Re: Prescription of a Proxy Form (No. 5) B.E. 2550; the Company has therefore prepared a proxy form for shareholders who cannot attend the Meeting. A proxy may be any independent director.

1.1 The Company attaches to the Notice a Proxy Form B. which prescribes certain particulars.

1.2 In the event shareholders wish to apply a Proxy Form A. being a simple proxy form, or Proxy Form C. for foreign investors appointing custodians as depositary, both Forms can be downloaded from the Company Website <http://investor.ais.co.th>. In all cases, please produce the Registration Form or Proxy Form B. on which a Barcode is affixed on the date of Meeting.

Shareholders may apply either Form A or B while foreign investors appointing custodians as depositary in Thailand can select Form A, B or C.

2. Documents to be produced prior to the Meeting

Person

1. Personal attendance: ID Card, Civil Servant Card, or Driving License supported by any documents in case of change thereto; please produce the Registration Form as well.

2. Proxy:

- Any Proxy Form duly filled in and signed by shareholder and proxy;
- Copy of ID Card, Civil Servant or Driving License duly certified by shareholder and proxy;
- Copy of ID Card, Civil Servant or Driving License duly certified by proxy at point of registration.

In the event shareholder wishes to apply Proxy Form A, please also produce the Registration Form or Proxy Form A on which a Barcode has been affixed on the date of the Meeting.

Juristic Entity

1. Personal attendance by director

- Any Proxy Form duly filled in and signed by shareholder and proxy;
- Copy of a company certificate duly certified by authorized director(s) containing particulars that director(s) attending the Meeting is(are) duly authorized;
- Copy (ies) of ID Card or others issued by competent authorities duly certified by such director(s).

In the event shareholder wishes to apply Proxy Form A, please also produce the Registration Form or Proxy Form B on which a Barcode has been affixed on the date of the Meeting.

2. Proxy:
- Any Proxy Form duly filled in and signed by authorized director(s) of shareholder and proxy;
 - copy of a company certificate duly certified by authorized director(s) containing particulars that director(s) affixing signature(s) on the Proxy Form is(are) duly authorized;
 - Copy (ies) of ID Card or others issued by competent authorities to director(s) who is(are) director(s) duly certified by him/her/them;
 - Copies of ID Card or others issued by competent authorities to proxy duly certified together with originals thereof at point of registration.

In the event shareholder wishes to apply Proxy Form A, please also produce the Registration Form or Proxy Form B on which a Barcode has been affixed on the date of the Meeting.

3. Custodian appointed as depositary by foreign investors
- 3.1 documents as under juristic entity 1 and 2 shall be prepared;
- 3.2 in the event custodian has been authorized to sign on proxy, the following documents shall be produced:
- A power of attorney appointing such custodian to sign on proxy;
 - A confirmation letter that signatory has been licensed to engage in custodian business.

In the event shareholder wishes to apply Proxy A or C, please also produce the Registration Form or Proxy Form B on which a Barcode has been affixed on the date of the Meeting. If an original document is not made in English, please attach the English translation duly certified by director(s) of such juristic entity.

3. Registration

The Company shall proceed with registration not less than two hours prior to the Meeting or from 12.00 hours, on 26 March 2014 at the venue with a map attached to the Notice.

4. Casting Votes Criteria

General agenda

1. A vote in each agenda shall be one share one vote. Shareholders shall only vote for: agree, disagree or abstain while splitting of votes is not allowed, except in the case of custodian.
2. Proxy:
 - 2.1 Proxy shall cast a vote only as specified in the Proxy; non-compliance shall not constitute a valid vote by shareholders.
 - 2.2 In the event no instruction has been specified, or instruction is not clear on the Proxy on each agenda, or the Meeting considers or votes on any issue other than those specified on the Proxy, or there would be any amendment to or change in facts, then proxy shall have discretion to consider and vote as appropriate.

Director agenda

According to Article 17 of the Company's Articles of Association, the Meeting of shareholders shall elect directors in accordance with the rules and procedures as follows:

1. Every shareholder shall have one vote for each share of which he is the holder;
2. Each shareholder may exercise all the votes he has under 1. above to elect one or several director(s). In the event of electing several directors, he may not allot his votes to each unequally.

3. The persons receiving the highest votes in their respective order of the votes shall be elected as directors at the number equal to the number of directors required at that time. In the event of an equality of votes among the persons elected in order of respective high numbers of votes, which number exceeds the required number of directors of the Company at that time, the Chairman of the Meeting shall be entitled to a second or casting vote.

5. Procedures on Casting Votes

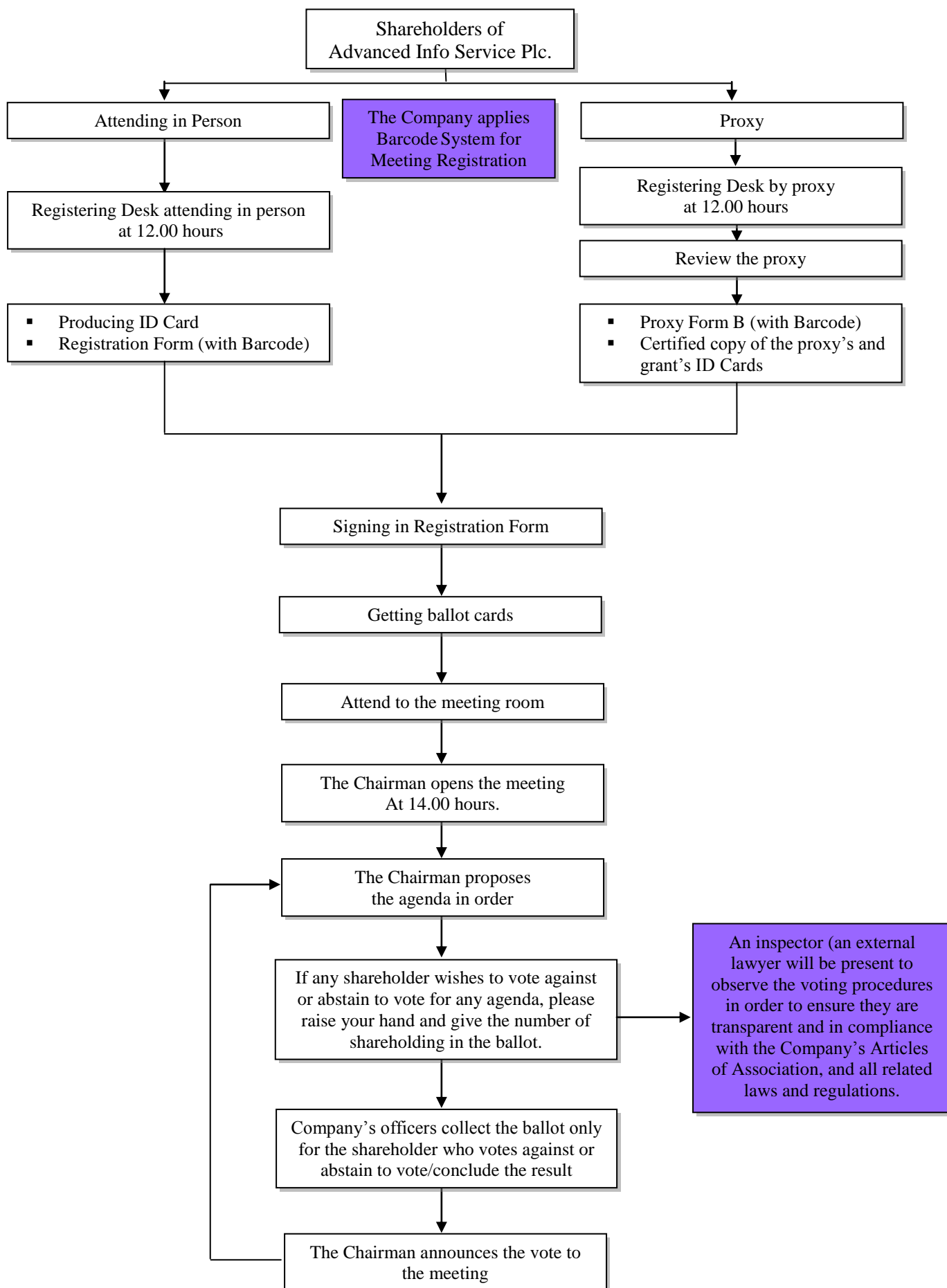
Chairman of the Meeting or officer shall explain casting vote: one share per one vote under the following procedures:

- 5.1 Chairman shall ask the Meeting to cast vote on each agenda as to agreement, disagreement or abstention. A vote shall be cast by shareholder or proxy on one opinion only (except in case of custodian by which Proxy allows).
- 5.2 Votes shall be counted only by shareholders who disagree or abstain from votes as specified in the ballots distributed by officers of the Company at time of registration so that such ballots shall be summed up and deducted from all votes by shareholders attending the Meeting, and that the remainder counted as agreement on such agenda.

6. Counting and Announcing the Votes

Officers of the Company shall count and sum up votes on each agenda based on a Barcode duly affixed on the ballots received and marked with disagreement or abstention, as the case may be, then deduct same from all votes by shareholders attending the Meeting. Results shall be announced for each agenda.

**Procedures for attending of 2014 Annual General Meeting of Shareholders
Advanced Info Service Public Company Limited
On 26 March 2014**



** Please return to the Company's officers the ballot for every agenda when the meeting is adjourned.*

Procedures for sending any query in advance

The Company has considered appropriate that any query or comment in relation to general meeting can be sent to the Board in advance via the following channels:

1. Shareholder who wishes to raise any query or comment should provide his/her information:
 - Name, address, telephone, facsimile or e-mail with which the Company can contact;
 - Query raised or comment proposed with documents or accompanying information (if any).
2. Channels:
 - Facsimile No. (66) 2299 5108
 - E-mail: companysecretary@ais.co.th
3. Time to send query
 - The Company requests that any query and/comment may be sent now until 10 days prior to the Meeting i.e 15 March 2014
4. Company Secretary shall gather all query/comment for consideration by Chief Executive Officer and answer in the day of Meeting.

Map to Centara Grand at Central Plaza Ladprao Bangkok



Vibhavadee Ballroom, Lobby Level, Centara Grand at Central Plaza Ladprao Bangkok
 No. 1695 Phaholyothin Road, Chatuchak, Bangkok 10900 Thailand
Tel: (66) 2541 1234 **Fax:** (66) 2541 1089