

No. BorPor. 46214/852

30 October 2003

Re: Resolutions of the Extraordinary General Meeting of Shareholders No. 1/2003

To: President of the Stock Exchange of Thailand

Banpu Public Company Limited would like to inform the Stock Exchange of Thailand of the following resolutions passed by the Extraordinary General Meeting of Shareholders No. 1/2003, which was held on 30 October 2003 at 2.30-3.30 p.m. as follows:

1. The Meeting approved the minutes of the Annual General Meeting of Shareholders for the year 2003.
2. The Meeting approved the sale of all investment in Tri Energy Company Limited (“TECO”) to Ratchburi Electricity Generating Holding Public Company Limited (“RATCH”) whereby RATCH will purchase all ordinary shares in Banpu Gas Power Limited and extend the loan to Banpu Gas Power Limited to repay the loan from Banpu Power Company Limited. The aggregate sum to be received from the sales of all ordinary shares in Banpu Gas Power Limited and the repayment of the loan is Baht 2,100,000,000 (Baht Twenty One Hundred Million). (Please note that Banpu Gas Power Limited holds 37.5% of all issued shares of TECO.)

The Company would like to inform further that the Company and RATCH are presently in the final negotiation process in relation to the sale of the shares, and that the parties have yet to execute any share sale and purchase agreement. After the execution of the share sale and purchase agreement, there will be several terms and conditions therein that must occur or be complied with by the parties in order to complete such share purchase and sale, including the following material conditions:

- (a) The Board of Directors and shareholders of RATCH shall give approval for RATCH to purchase the shares in Banpu Gas Power Limited from the Company through its subsidiaries;
- (b) The Company shall have obtained consents from other shareholders in TECO, and from the lenders of TECO, for the sale of shares in Banpu Gas Power Limited to RATCH; and
- (c) The Electricity Generating of Thailand, as the party to the power purchase agreement with TECO, shall have been notified of the Transaction in writing.