

Ref: BorPor 49214/253

30 March 2006

Re: Resolutions of the Annual General Meeting of Shareholders for the year 2006

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 Annual General Meeting of Shareholders for the Year 2006, which was held on 30 March 2006 from 14.30 – 16.20 hours.

1. The Meeting certified the minutes of the Extraordinary General Meeting No.1/2005.
2. The Meeting acknowledged the performance of the Company for the year 2005 and approved the report of the Board on the performance of the Company ended 31 December 2005.
3. The Meeting approved the audited balance sheet and the profit and loss statements for the year ended on 31 December 2005.
4. The Meeting approved the payment of the annual dividend of the year 2005 at the rate of 12.50 Baht per share, of which 3.50 Baht was paid as interim dividend and 5.00 Baht was paid as special dividend on 29 September 2005 and 28 October 2005, respectively. The remaining of 4.00 Baht would be further paid out of the retained earnings and profits from the operation during the period of 1 July 2005 – 31 December 2005 to the shareholders whose names appear on the shareholder register book as of 10 March 2006. The 4.00 Baht dividends would be appropriated from the profits derived from the business operation under the BOI privileges at the rate of 1.90 Baht per share and from the non-BOI business operation at the rate of 2.10 Baht per share. The payment would be made on 11 April 2006. No appropriation of the profits to the legal reserve was required since the legal reserve has already reached 10% of the registered capital as stipulated by laws.
5. The appointment of directors in place of those retiring by rotation and fix the remunerations of directors:
  - 5.1 Approval of the appointments of directors in place of those retiring by rotation.
    - 5.1.1 The Meeting reelected the retiring directors, namely, Mr. Soonthorn Vongkusolkrit, Mr. Viton Wongkusolkrit and Mr. Ongart Auapinyakul for another term;
    - 5.1.2 The Meeting elected Mr. Anothai Techamontrikul to be a director of the Company replacing Mr. Manas Leeviraphan. He will hold office for 3 years from 31 March 2006 to the date of Annual General Meeting of Shareholders year 2009.

- 5.2 Approval of the directors' remunerations.
- 5.2.1 The Meeting approved annual remuneration of 27,810,000 Baht for the year 2005 payable to all directors;
- 5.2.2 Remunerations to all committees of the Company for the year 2006 payable as follows
- 5.2.2.1 Monthly compensation, to the Chairman at the rate of 25,000 Baht/month, Vice-Chairman at the rate of 22,000 Baht/month and each of other Board members at the rate of 20,000 Baht/month.
- 5.2.2.2 Meeting allowance to the all committees of the Company payable per meeting as follows
- (a) For the Board of Directors, to the Chairman at the rate of 25,000 Baht, Vice-Chairman 22,000 Baht and each of other Board members 20,000 Baht
- (b) For Audit Committee, to the Chairperson at the rate of 37,500 Baht and each of the other committee members at the rate of 30,000 Baht
- (c) For Corporate Governance and Nomination Committee and the Compensation Committee, to the Chairperson at the rate of 25,000 Baht and each of the other committee members at the rate of 20,000 Baht
6. The Meeting approved to appoint Ms. Anothai Leekijwattana of CPA No. 3442 and/or Ms. Nangnoi Charoentaveesup of CPA No. 3044 and/or Mr. Suchart Luengsuraswat of CPA No. 2807, of PricewaterhouseCoopers ABAS (or "PWC"), to be the auditor of the Company for accounting year ended 31 December 2006. The audit remuneration was fixed at 1,750,000 Baht.

Please be informed accordingly.

Sincerely yours,

-signature-

(Mr. Chanin Vongkusolkit)  
Chief Executive Officer