

(Translation)

Ref: BorPor 51214 / 143

4 April 2008

Re: Resolutions of the Annual General Meeting of Shareholders for the year 2008

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 2008, which was held on 4 April 2008 from 14.00 – 16.50 hours.

1. The Meeting certified the minutes of the Annual General Meeting of Shareholders for the year 2007 held on 28 March 2007.

The Meeting certified this agenda by simple majority with the voting comprising

approved	145,879,895	votes, equivalent to	98.30 %
objected	-	votes, equivalent to	0.00 %
abstained	2,517,300	votes, equivalent to	1.70 %

of the total votes of shareholders attending the Meeting and entitled to vote.

2. The Meeting acknowledged the performance of the Company for the year 2007 and certified the report of the Board on the performance of the Company ended on 31 December 2007.

The Meeting acknowledged and certified this agenda by simple majority with the voting comprising

approved	145,990,113	votes, equivalent to	98.36 %
objected	-	votes, equivalent to	0.00 %
abstained	2,439,300	votes, equivalent to	1.64 %

of the total votes of shareholders attending the Meeting and entitled to vote.

3. The Meeting approved the audited balance sheet and the profit and loss statements for the year ended on 31 December 2007.

The Meeting approved this agenda by simple majority with the voting comprising

approved	145,990,113	votes, equivalent to	98.36 %
objected	-	votes, equivalent to	0.00 %
abstained	2,439,300	votes, equivalent to	1.64 %

of the total votes of shareholders attending the Meeting and entitled to vote.

4. The Meeting approved the payment of the annual dividend for the period during January 1 to December 31, 2007 at the rate of 8.50 Baht per share, 3.75 Baht of which was paid as interim dividend on September 28, 2007 and the remaining 4.75 Baht of which would be further paid out of the retained earnings and the profits from the operations during the period of July 1, 2007 to December 31, 2007. The dividends would be payable to the shareholders whose names appear on the shareholder register book as of March 17, 2008, which would be appropriated from the corporate income tax – exempted profit on which shareholders are not entitled to tax credits. The dividend payment would be made on April 24, 2008. 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.

The Meeting approved this agenda by simple majority with the voting comprising

approved	145,912,413	votes, equivalent to	98.30 %
objected	-	votes, equivalent to	0.00 %
abstained	2,517,300	votes, equivalent to	1.70 %

of the total votes of shareholders attending the Meeting and entitled to vote.

5. The appointment of directors and fix the remunerations of directors:
 5.1. Approval of the appointment of directors in place of those retiring by rotation. The Meeting reelected the 4 retiring directors to be the directors for another term, namely:

5.1.1. Mr. Montri Mongkolswat Independent Director

The Meeting approved this agenda by simple majority with the voting comprising

approved	145,977,413	votes, equivalent to	98.35 %
objected	-	votes, equivalent to	0.00 %
abstained	2,452,800	votes, equivalent to	1.65 %

of the total votes of shareholders attending the Meeting and entitled to vote.

5.1.2. Mr. Rutt Phanijphand Independent Director

The Meeting approved this agenda by simple majority with the voting comprising

approved	145,900,413	votes, equivalent to	98.30 %
objected	66,000	votes, equivalent to	0.04 %
abstained	2,463,800	votes, equivalent to	1.66 %

of the total votes of shareholders attending the Meeting and entitled to vote.

5.1.3. Mr. Chanin Vongkusolkit Director

The Meeting approved this agenda by simple majority with the voting comprising

approved	145,609,413	votes, equivalent to	98.10 %
objected	368,000	votes, equivalent to	0.25 %
abstained	2,452,800	votes, equivalent to	1.65 %

of the total votes of shareholders attending the Meeting and entitled to vote.

5.1.4. Mr. Metee Auapinyakul

The Meeting approved this agenda by simple majority with the voting comprising

approved	145,977,413	votes, equivalent to	98.35 %
objected	-	votes, equivalent to	0.00 %
abstained	2,452,800	votes, equivalent to	1.65 %

of the total votes of shareholders attending the Meeting and entitled to vote.

5.2 Approval of the appointment of a new director, Mr. Krirk-krai Jirapaet to be an independent director of the Company with a 3-year term starting from April 4, 2008 to the date of Annual General Meeting for the year 2011.

The Meeting approved this agenda by simple majority with the voting comprising

approved	145,911,413	votes, equivalent to	98.30 %
objected	-	votes, equivalent to	0.00 %
abstained	2,518,800	votes, equivalent to	1.70 %

of the total votes of shareholders attending the Meeting and entitled to vote.

5.3. Approval of the directors' remunerations.

5.3.1. Annual remunerations of 24 Million Baht for the year 2007 payable to all directors.

5.3.2. Remunerations to all committees of the Company for the year 2008 remain the same rates as the year 2007:

5.3.2.1. Remunerations to the Board comprising of

(a) monthly compensation payable to the Chairman at the rate of 32,500 Baht/month, Vice- Chairman 28,750 Baht/month and each of other Board members 25,000 Baht/month.

(b) meeting allowances to the Board payable per meeting to the Chairman at the rate of 32,500 Baht, Vice-Chairman 28,750 Baht and each of other Board members 25,000 Baht;

5.3.2.2. Meeting allowances to the Audit Committee payable per meeting to the Chairperson at the rate of 39,000 Baht and each of the other committee members 30,000 Baht;

5.3.2.3. Meeting allowances to the Corporate Governance and Nomination Committee and the Compensation Committee payable per meeting to the Chairpersons at the rate of 32,500 Baht and each of the other committee members 25,000 Baht.

The Meeting approved this agenda by simple majority with the voting comprising

approved	137,558,645	votes, equivalent to	98.26 %
objected	1,500	votes, equivalent to	0.00 %
abstained	2,439,300	votes, equivalent to	1.74 %

of the total votes of shareholders attending the Meeting and entitled to vote.

Remark: The directors holding an aggregate of 8,430,768 votes, were having special interest in this agenda. Thus, the total of eligible shares present in the Meeting for voting on this agenda were 139,999,445 votes.

6. The Meeting approved to appoint the auditors from PricewaterhouseCoopers ABAS (or "PwC") namely;

1. Ms. Nangnoi Charoenthaveesub of C.P.A. No. 3044 and/or
2. Mr. Prasit Yuengsrikul of CPA No. 4174 and/or
3. Mr. Vichien Khingmontri of CPA No. 3977.

to be the auditors of the Company for the accounting year ended on 31 December 2008. The audit remuneration was fixed at 1,968,100 Baht.

The Meeting has approved this agenda by simple majority with the voting comprising

approved	145,990,913	votes, equivalent to	98.36 %
objected	-	votes, equivalent to	0.00 %
abstained	2,439,300	votes, equivalent to	1.64 %

of the total votes of shareholders attending the Meeting and entitled to vote.

7. Other business (if any)
- None -

Please be informed accordingly.

Sincerely yours,

-signature-

(Mr. Chanin Vongkusolkit)
Chief Executive Officer