(Translation)

Ref: BorPor 0360/079

4 April 2017

Re: Resolutions of the Annual General Meeting of Shareholders for the year 2017

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 2017, which was held on 4 April 2017 from 13.00 – 16.30hours.

1. The Meeting acknowledged the minutes of the Annual General Meeting of Shareholders for the year 2016

2. To acknowledge the performance of the Company for the year 2016 and adopt the directors' report for the performance of the Company for the year ended on December 31, 2016.

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

Approved	2,699,661,788.00	votes	equivalent to	99.9974%
Objected	71,300	votes	equivalent to	0.0026%
Abstained	4,254,226	votes		

   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 2016.

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

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

Approved	2,700,523,750	votes	equivalent to	99.9972%
Objected	74,850	votes	equivalent to	0.0028%
Abstained	4,141,776	votes		

4. The Meeting approved the additional legally reserves in the amount of Baht 72,731,610 which not less than 5% of Company's net profit and the distribution of annual profits and annual dividend payment at the rate of 0.50 Baht per share, which consists of the annual dividend for the period during January 1 to December 31, 2016, of which 0.25 Baht was paid as interim dividend on September 23,2016. Thus, the remaining 0.25 Baht dividend for 2016 performance would be further paid out of the retained earnings and the profits from the operations during the period of July 1, 2016 to December 31,2016. The dividends would be payable to the shareholders on Apr 28, 2017.

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

Approved	2,703,957,803	votes	equivalent to	99.9936%
Objected	172,550	votes	equivalent to	0.0064%
Abstained	610,026	votes		

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

5. The appointment of director,

   5.1 Approved the appointment of 4 directors retiring by rotation, namely Mr. Rutt Phanijphand , Mr.Suthad Setboonsarng, Mr. Anon Sirisaengtaksin and Mr.Metee Auapinyakulto be the directors for another term.

   5.1.1 Mr. Rutt Phanijphand Independent Director

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

Approved 2,611,026,171 votes equivalent to 96.5816%

Objected 92,414,472 votes equivalent to 3.4184%

Abstained 1,301,236 votes

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

5.1.2 Mr. Mr.Suthad Setboonsarng Independent Director

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

Approved 2,703,305,631 votes equivalent to 99.9996%

Objected 10,012 votes equivalent to 0.0004%

Abstained 1,426,236 votes

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

5.1.3 Mr. Anon Sirisaengtaksin Director

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

Approved 2,695,357,395 votes equivalent to 99.7058%

Objected 7,952,748 votes equivalent to 0.2942%

Abstained 1,431,736 votes

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

5.1.4 Mr.Metee Auapinyakulto Director

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

Approved 2,672,562,412 votes equivalent to 98.8626%

Objected 30,747,731 votes equivalent to 1.1374%

Abstained 1,431,736 votes

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

6. Approval of the directors' remunerations.

1. Annual remunerations of 25 Million Baht for the year 2016 payable to all directors.

2. Remunerations to all committees of the Company for the year 2017 would be increased for 11% from the year 2016 with the following details:

2.1. Remunerations to the Board comprising of

2.1.1. monthly compensation payable to the Chairman at the rate of 52,000 Baht/month, Vice- Chairman 46,000 Baht/month and each of other Board members 40,000 Baht/month.

2.1.2.meeting allowances to the Board payable only attending the meeting in person per meeting to the Chairman at the rate of 26,000 Baht, Vice-Chairman 23,000 Baht and each of other Non Executive Board members 20,000 Baht.

2.2. Meeting allowances to the Audit Committee payable only attending the meeting in person per meeting to the Chairperson at the rate of 31,200 Baht and each of the other committee members 24,000 Baht.

2.3. Meeting allowances to the Corporate Governance and Nomination Committee and the Compensation Committee payable only attending the meeting in person per meeting to the Chairperson at the rate of 26,000 Baht and each of the other committee members 20,000 Baht.

The Meeting approved this agenda by votes not less than two-thirds with the voting comprising:

Approved	2,609,993,061	votes	equivalent to	98.5897%
Objected	35,977,172	votes	equivalent to	1.3590%
Abstained	1,357,136	votes	equivalent to	0.0513%

of the total votes of shareholders attending the Meeting.

Remark: The directors holding an aggregate of 57,422,510 votes, were having special interest in this agenda. Thus, the total of eligible shares present in the Meeting for voting on this agenda were 2,647,327,369 votes.

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

   1. Ms. Amornrat Pearmpoonvatanasuk C.P.A. (Thailand) No. 4599 and/or

   2. Ms. Sukhumaporn Wong-ariyaporn C.P.A. (Thailand) No. 4843 and/or

   3. Mr. Vichien Khingmontri C.P.A. (Thailand) No. 3977

   to be the auditors of the Company for the accounting year ended on 31 December 2016. The audit remuneration was fixed at 2,317,000 Baht.

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

Approved	2,683,644,179	votes	equivalent to	99.2751%
Objected	19,596,812	votes	equivalent to	0.7249%
Abstained	1,508,888	votes		

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

8. Approve the amendment of Articles of Association of the Company relating to Board of Director Meeting teleconference through electronic devices (article 24,25,26). According to the announcement by the National Council for Peace and Order No. 74/2557 announced that the any meeting by laws can be conducted via electronic media (an Electronic Meeting).

   The Meeting approved this agenda by votes not less than three-forth with the voting comprising:

Approved	2,703,659,834	votes	equivalent to	99.9597%
Objected	238,962	votes	equivalent to	0.0088%
Abstained	851,772	votes	equivalent to	0.0315%

   of the total votes of shareholders attending the Meeting.

9. Approved the issuance and sale of debentures in the aggregate principal amount not exceeding Baht 20,000 Million.

The Meeting approved this agenda by votes not less than three-forth with the voting comprising:

Approved	2,659,170,586	votes	equivalent to	98.3147%
Objected	45,055,066	votes	equivalent to	1.6658%
Abstained	527,166	votes	equivalent to	0.0195%

of the total votes of shareholders attending the Meeting.

10. Approve the increase of the Company's registered capital of from Baht 5,163,757,100 to Baht 5,165,257,100 by issuing 1,500,000 new shares at Baht 1 par value per share as well as the amendment to Article 4 of the Company's Memorandum of Association to reflect the increase of the registered capital as follow:

Clause. 4	Registered capital	Baht 5,165,257,100	(Five thousand one hundred and sixty-five million, two hundred and fifty-seven thousand and one hundred Baht)
	Divided into	5,165,257,100 shares	(Five thousand one hundred and sixty-five million, two hundred and fifty-seven thousand and one hundred shares)
	With Par value of	Baht 1.00	(One Baht)
Divided into			
	Ordinary shares	5,165,257,100 shares	(Five thousand one hundred and sixty-five million, two hundred and fifty-seven thousand and one hundred shares)
	Preferred shares	-	(-)"

The Meeting approved this agenda by votes not less than three-forth with the voting comprising:

Approved	2,703,781,734	votes	equivalent to	99.9641%
Objected	257,562	votes	equivalent to	0.0095%
Abstained	712,322	votes	equivalent to	0.0263%
Void Ballot	1,200			

of the total votes of shareholders attending the Meeting.

11. Approved the allocation distribution of the Company's newly issued 1,500,000 New Shares at Baht 1 par value per share to be reserved for the adjustment of exercise ratio of BANPU-W3

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

Approved	2,703,667,158	votes	equivalent to	99.9809%
Objected	517,112	votes	equivalent to	0.0191%
Abstained	568,550	votes		

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

12. Other businesses (if any).

Please be informed accordingly. Sincerely yours,

-Signature-

(Mrs. Somruedee Chaimongkol)

Chief Executive Office

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