

Importance Disclaimers

*By accepting delivery of this notification (the “**Notice of Subscription Rights**”) of rights to subscribe for newly issued ordinary shares (the “**New Shares**”) together with warrants representing the right to purchase the newly issued ordinary shares no. 3 (“**Warrants BANPU-W3**”) of Banpu Public Company Limited (the “**Company**”), shareholders acknowledge and agree to the disclaimers and conditions set forth below.*

*This offering of the New Shares together with Warrants BANPU-W3 to existing shareholders of the Company in proportion to their respective shareholdings is an offering of securities in Thailand pursuant to Section 33 of the Securities and Exchange Act B.E. 2535 (as amended) and will only take place in Thailand. These New Shares and Warrants BANPU-W3 (i) have not been and will not be registered with the U.S. Securities and Exchange Commission or any other securities regulatory authority, or under the U.S. Securities Act of 1933 (the “**Securities Act**”) or the laws of any other jurisdiction, and (ii) unless registered under the Securities Act or pursuant to an exemption from such registration, may not be offered or sold in the United States of America (the “**U.S.**”). The Company does not intend to register these New Shares or Warrants BANPU-W3 under the Securities Act or conduct any offering of securities in the U.S.*

The shareholders are prohibited to disclose, publish or distribute the Notice of Subscription Rights, whether in whole or in part. This Notice of Subscription Rights does not constitute an offering to sell or a solicitation of an offering to subscribe for or to buy any securities of the Company in the U.S. or any other country. No money, securities or other consideration is being solicited by this Notice of Subscription Rights or the information contained herein. Any delivery of money, securities or other consideration in response to this Notice of Subscription Rights or the information contained herein will not be accepted. The Company urges that the shareholders who accept delivery of this Notice of Subscriptions Rights must rely upon their own examination of the restrictions regarding investment in the securities and offering to sell the securities in the countries of their domicile or nationality. The Company will not be responsible for any violation of any of these restrictions by any person. The shareholders warrant that they are not restricted under any law of any jurisdiction to subscribe for the New Shares and Warrants BANPU W-3 and the subscription by the shareholders of the New Shares and Warrants BANPU W-3 will not be a violation of any applicable law of the relevant jurisdiction.

24 April 2016

Subject: Notification of the Right to Subscribe Newly Issued Ordinary Shares in Combination with Warrants Representing the Right to Purchase Newly Issued Ordinary Shares of Banpu Public Company Limited No.3 (BANPU-W3)

Attention: Shareholders of Banpu Public Company Limited

- Enclosures:
1. Notification on allocation of newly issued ordinary shares in combination with warrants
 2. Subscription form for newly issued ordinary shares in combination with warrants
 3. Additional document for securities subscription specifically for those who intend to deposit securities into the Issuer Account
 4. Certificate of Subscription Entitlement
 5. Bill Payment Slip
 6. Instruction for completion of Bill Payment Slip
 7. Terms and Conditions Governing the Rights and Obligations of the Warrant Issuer and Warrant Holders of the Warrants Representing the Right to Purchase Newly Issued Ordinary Shares of Banpu Public Company Limited No.3 (BANPU-W3)

The Annual General Meeting of the Shareholders for the year 2016 of Banpu Public Company Limited (the “**Company**”) held on 19 April 2016 has passed the resolutions approving the offering of not exceeding 1,290,939,275 newly issued ordinary shares at Bath 1.00 par value per share to the existing shareholders of the Company in proportion to their respective shareholdings (Rights Offering) at the ratio of 2 existing ordinary shares to 1 newly issued ordinary share together with the allocation of the warrants to purchase newly issued ordinary shares of the Company No.3 (“**Warrants BANPU-W3**”) in the amount not exceeding 1,290,939,275 units to the existing shareholders of the Company who subscribe for and are allocated with new ordinary shares offered to them in proportion to their respective shareholdings (Rights Offering) at the ratio of 1 newly issued ordinary share to 1 unit of

In this regard, shareholders who are entitled to subscribe the newly issued ordinary shares shall be those whose names are recorded in the share register on 27 April 2016 (Record Date) and collected pursuant to Section 225 of the Securities and Exchange Act B.E. 2535 (as amended) by closing of the share register book on 28 April 2016, and subscription and payment period for newly issued ordinary shares allotted and offered to the existing shareholders in proportion to their respective shareholdings shall be 23 to 31 May 2016, totaling seven business days, during the period from 9.00 to 16.00 hrs.

The Company hereby notify you of your entitlement to subscribe newly issued ordinary shares in combination with warrants of the Company at the amount stipulated in the Certificate of Subscription Entitlement issued by Thailand Securities Depository Company Limited (Enclosure No.4) subscription details as set out in the notification on allocation of newly issued ordinary shares in combination with warrants (Enclosure No.1)

and terms and conditions governing the rights and obligations of the warrant issuer and warrant holders of the warrants representing the right to purchase newly issued ordinary shares of Banpu Public Company Limited No.3 (BANPU-W3) (Enclosure No.7).

In this regard, if you have any queries in respect of the allocation, procedure and method of the subscription of newly issued ordinary shares, please contact our subscription agent at Bualuang Securities Public Company Limited only at their head office located at 29th Floor, Silom Complex Office Building, 191 Silom Road, Silom, Bangrak, Bangkok 10500. Telephone 0-2618-1147, 0-26181141 to 02-618-1143

Please be informed accordingly,

Sincerely yours,

(Mrs. Somruedee Chaimongkol)
Director / Chief Executive Officer