



Registration No. 0107535000265
(Formerly Bor Mor Jor 59)

AVP-CI 0093 / 2008

7 March 2008

Subj. : Notice of the 2008 Annual General Meeting of Shareholders

To : Shareholders,
Advanced Info Service Public Company Limited

- Encls.:
1. A copy of Minutes of the 2007 Annual General Meeting of Shareholders held on 25 April 2007;
 2. Annual Report in which Balance Sheets, Statement of Income and Statement of Cash Flow for fiscal year ended December 31, 2007 are also included as well as dividend policy and details of payment;
 3. Preliminary information on the retiring directors being proposed for re-appointment;
 4. Details for consideration on the program for issuing and offering debt instruments of the Company;
 5. Report Form on the allotment of additional ordinary shares reserved for exercising the right in pursuance with the ESOP due to the entering into terms and conditions of the Prospectus;
 6. Proxy Form B. as prescribed by the Department of Business Development, the Ministry of Commerce (Form A and Form C can be downloaded from the Company's Website);
 7. Definition and Information on the Independent Directors;
 8. Articles of Association concerning the shareholders meeting;
 9. Notes on documents and evidence identifying shareholders or proxies eligible to register, attend and vote at the meeting;
 10. Procedures for attending 2008 Annual General Meeting of Shareholders; and
 11. Map of the Meeting's venue.

Whereas, the Board of Directors of Advanced Info Service Public Company Limited (the "Company") No. 2/2008 held on 19 February 2008 has passed a resolution to convene the 2008 Annual General Meeting of Shareholders on 10 April 2008 at 10.00 Hrs. at the Auditorium, 9th Floor Shinawatra Tower III, No. 1010 VibhavadeeRangsit Road, Chatuchak, Bangkok to consider matters, supported by the Board's opinion, subject to the following agenda:

Agenda 1. Matters to be informed.

Agenda 2. To certify the Minutes of the 2007 Annual General Meeting of Shareholders held on 25 April 2007.

Objective and Rationale: The 2007 Annual General Meeting of Shareholders had been held on 25 April 2007 and the Minutes thereof was prepared and submitted to the Stock Exchange of Thailand and the Ministry of Commerce within 14 days as prescribed by law. (*Attachment 1*)

Board's Opinion : the said Minutes was prepared and recorded accurately and recommended to be certified.

Agenda 3. To consider and certify the result of operation for 2007.

Objective and Rationale: A summary of the Company performance and material changes in 2007 has been prepared and included in the Annual Report. (*Attachment 2*)

Board's Opinion : the results of operation should be presented for information and can be summarized as follows:

| In Million Baht | 2007 | 2006 | Variance | Percentage |
|-----------------------------|---------|---------|----------|------------|
| Assets | 128,942 | 134,301 | (5,359) | (4.0) |
| Liabilities | 53,481 | 56,702 | (3,221) | (5.7) |
| Revenue | 108,454 | 91,428 | 17,026 | 18.6 |
| Net Profit | 16,290 | 16,256 | 34 | 0.2 |
| Net Profit per Share (Baht) | 5.51 | 5.50 | 0.01 | 0.2 |

Agenda 4. To approve the Balance Sheet, Statement of Income and Statement of Cash Flow for fiscal year ended December 31, 2007.

Objective and Rationale: According to the public company law, balance sheet and statements of income as at the end of fiscal year shall be prepared by the Company and verified by the auditor for approval by the shareholders' meeting.

Board's Opinion : the said Balance Sheet, Statement of Income and Statement of Cash Flow as examined and verified by the auditor i.e. PricewaterhouseCooper ABAS Co., Ltd., and duly reviewed by the Audit Committee were recommended to be proposed to and approved by the general meeting of shareholders. (*Attachment 2*)

Agenda 5. To approve the program for the issuing and offering of debt instruments by the Company.

Objective and Rationale: The Board of Directors, at its meeting No.2/2008 held on 19 February 2008 resolved to approve the program for issuing and offering debt instruments (including, but not limited to, debentures, short-term debentures and bills of exchange) in the amount of not exceeding Baht 14,000,000,000 (Baht Fourteen Thousand Million) or equivalent in other currencies provided that the issuing and offering of debt instruments as specified above and the total amount of other types of loan procurement (if any) in each year shall not exceed the amount of loan procurement stipulated by the Board of Directors, and that the issuing and offering debt instruments is required to be approved by shareholders' meeting.

Board's Opinion : the meeting of shareholders should approve the program for issuing and offering debt instruments in the amount of not exceeding Baht 14,000,000,000 (Baht Fourteen Thousand Million) or equivalent in other currencies. (*Attachment 4*)

A resolution shall require an affirmative vote of not less than three-fourths of shareholders attending and eligible to vote.

Agenda 6. To approve the dividend payment for the fiscal year 2007.

Objective and Rationale: The Company has possessed retained earnings and considers appropriate to declare dividend payment and the shareholders' meeting shall approve such payment according to the public company law.

Board's Opinion : The Company has net profit after tax of Baht 16,290 Million; according to policy on payment of dividend i.e. not less than 40% of net profit, it was therefore recommended that dividend for fiscal year 2007 be paid to the shareholders at

the rate of Baht 6.30 being 114.3 percent of net profit; interim dividend was made during the first half of the year, at the rate of Baht 3.00, thus the dividend for the second half of the year remains at Baht 3.30 per share; accordingly registration book shall be closed at 12.00 hours of 21 April 2008 so as to designate the shareholders who are entitled to the dividend and payment fixed on 8 May 2008. (*Attachment 2*)

Agenda 7.

To approve the re-appointments of retiring directors, appointment of new director, and designate of authorized signatory.

Objective and Rationale: According to the public company law and the Company's Articles of Association, at the annual ordinary general meeting, one thirds of directors shall be retired by rotation but they can be re-appointed.

Board's Opinion : by recommendation of the Nomination Committee, taking into consideration of qualifications pursuant to the public company law and their respective expertise and experience related to the Company operation, the following 4 directors who are retired by rotation should be re-appointed:

- | | |
|----------------------------|---|
| 1. Dr. Paiboon Limpaphayom | Chairman, Independent Director, Chairman of the Remuneration Committee and Chairman of Nomination Committee |
| 2. Mr. Vasukree Klapairee | Director |
| 3. Mr. Vikrom Sriprataks | Director |

Ms. Nidchanun Santhavesuk expresses her intention not to be re-elected for final approval at the 2008 Annual General Meeting of Shareholders; therefore, the Nomination Committee proposes Mr. Hubert Ng Chiang-Wah to become a director, taking into consideration of qualifications pursuant to the public company law and his expertise and experience which can well support the Company development.

Details of age, shares held, educational qualifications, working experience, attendance record to the Board of Directors and Committees as well as contribution by each of directors are as per (*Attachment 3*)

As Ms. Nidchanun Santhavesuk is one of authorized signatories, the Nomination Committee deems it appropriate therefore that authorized signatory be amended as follows:

"Mr. Somprasong Boonyachai Mr. Vikrom Sriprataks, these two directors signing collectively plus the Company Seal affixed"

According to the Company's Articles of Association, a resolution of appointment of each of directors and designation of authorized signatory shall require a majority vote.

Agenda 8.

To approve the directors' remuneration for 2008.

Objective and Rationale: According to the public company law, a shareholders' general meeting shall approve remuneration for directors.

Board's Opinion : by recommendation of the Remuneration Committee, deliberately taking into consideration of appropriateness by a number of factors compared within the same industry together with business expansion and growth of profit of the Company the total budget not to exceed Baht 15,000,000 (Baht Fifteen Million) inclusive of monetary remuneration i.e. monthly retainer fee, attendance fee and yearly bonus should be allocated; in 2007 total payment was Baht 10,094,789.

Policy on Remuneration for Directors for the Year 2008

| Director | Monetary Remuneration for 2008 (Baht) | | | Monetary Remuneration payable in 2007 (Baht) | | |
|-------------------------------|--|-------------------|-------|---|-------------------|-------|
| | Monthly Retainer Fee | Meeting Allowance | Bonus | Monthly Retainer Fee | Meeting Allowance | Bonus |
| Board | | | | | | |
| Chairman | 200,000 | x | ✓ | 100,000 | x | ✓ |
| Member | 50,000 | 25,000 | ✓ | 50,000 | 25,000 | ✓ |
| Audit Committee | | | | | | |
| Chairman | 25,000 | 25,000 | ✓ | 25,000 | 30,000 | ✓ |
| Member | x | 25,000 | ✓ | x | 25,000 | ✓ |
| Nomination Committee | | | | | | |
| Chairman | 10,000 | 25,000 | ✓ | x | x | ✓ |
| Member | x | 25,000 | ✓ | x | 25,000 | ✓ |
| Remuneration Committee | | | | | | |
| Chairman | 10,000 | 25,000 | ✓ | x | x | ✓ |
| Member | x | 25,000 | ✓ | x | 25,000 | ✓ |
| Executive Committee | | | | | | |
| Chairman | 10,000 | 25,000 | ✓ | x | x | x |
| Member | x | 25,000 | ✓ | x | x | x |

Notes:

- 1) Executive directors and non-executive directors who are representatives of the major shareholders are not eligible to receive any remuneration as member of the Board unless they are outside directors who are not employed by the major shareholders.
- 2) Chairman of the Board is not entitled to an additional monthly retainer or meeting allowance if he or she chairs any of the sub-committees.

A resolution shall require an affirmative vote of not less than two thirds of the total number of shareholders attending and eligible to vote.

Agenda 9.

To approve the appointment of the Company's auditors and determine the auditors' remuneration for year ended 2008.

Objective and Rationale: According to the public company law, the general meeting of shareholders shall approve the appointment of, and fixing a fee for, the auditor.

Board's Opinion : proposals by the auditors have been considered taking into consideration of experience and appropriateness of a fee; a change in auditor be made since expertise and experience of respective auditors are similar but proposal by KPMG Phoomchai Audit Co., Ltd is lowered by 18.56%; appointment of the following auditors from KPMG Phoomchai Audit Co., Ltd for the first year:

| | |
|------------------------------|-----------------------|
| 1. Mr. Supot Singhasaneh | Registration No. 2826 |
| 2. Mr. Winid Silamongkol | Registration No. 3378 |
| 3. Ms. Somboon Supsiripinyo | Registration No. 3731 |
| 4. Mr. Charoen Phosamritlert | Registration No. 4068 |

are recommended to be approved whereby any one of them shall be authorized to conduct the audit and express opinion on financial statements of the Company and other subsidiaries provided however in the absence of the above named auditors, KPMG Phoomchai Audit Co., Ltd. shall be authorized to designate other auditors of it, and a fee for 2008 is recommended to be fixed at Baht 8,622,000 :

Comparison of Audit Fee for 2008 and 2007

| Baht | Year 2008 | Year 2007 |
|--|--------------------------------------|-------------------|
| Balance Sheets of the Company | 2,876,000 | 2,790,000 |
| Quarterly review inclusive of subsidiaries | 2,376,000 | 4,060,000 |
| Balance Sheets of subsidiaries (payable by each of subsidiaries) | 3,370,000 | 3,578,000 |
| Other non-audit fee | None | 159,000 |
| Total | 8,622,000 | 10,587,000 |
| Increase (Decrease) (%) | (1,965,000) (18.56) | |

The above named auditors have no relation / interest with the Company / subsidiaries / executives / major shareholderders or connected persons.

Agenda 10. To approve the allotment of the additional ordinary shares, at par value Baht 1 each, reserved for exercising the right in pursuance with the ESOP warrants due to the entering into terms and conditions of the Prospectus.

Objective and Rationale: The Company made payments of dividend in 2007 at a rate exceeding 50 per cent of net profit, thus fell under conditions prescribed in the Prospectus of the ESOP; it is necessary the Company adjust right of those entitled to such ESOP so that their rights would not be prejudiced, by allotting additional ordinary shares for subscription.

Board's Opinion : the general meeting of shareholders should approve allotting 1,300,000 ordinary shares at par value of Baht 1 out of unallotted 2,010,993,609 shares at par value of Baht 1 to executives and employees in ESOP program pursuant to adjustment of right as prescribed in the Prospectus (Attachment 5).

Agenda 11. To consider other matters (if any).

For the purpose of this Meeting, the shares registration book of the Company shall be closed as from 12.00 hours of 20 March 2008 until the 2008 Annual General Meeting of Shareholders is adjourned.

Please be informed and kindly attend the Meeting at day, time and venue as specified above. Shareholders who cannot attend personally are requested to grant a proxy or any independent director under an enclosed proxy form on which the bar code is properly affixed. For your convenience, shareholders and/or proxies should produce such proxy together with other supporting documents for proper registration.

Yours sincerely,
By order of the Board of Directors
Advanced Info Service Public Company Limited



Mr. Somprasong Boonyachai
Director

**Minutes of the Annual General Meeting of Shareholders for the Year 2007
of
Advanced Info Service Public Company Limited
Held on Wednesday, April 25, 2007 at 10.00 Hrs.
At the Auditorium, 9th Floor Shinawatra Tower III
1010 Vibhavadee Rangsit Road, Chatuchak, Bangkok.**

There were 678 shareholders present in person and by proxy altogether holding 2,619,054,991 shares from the total of 2,955,463,798 shares equivalent to 88.62 percent of the total number of shares issued.

Prior to the Meeting, an officer of the Company explained the procedure for casting votes as follows:

- To cast vote in each agenda, one share shall have one vote;
- To sum up the number of votes in each agenda, only the votes disagreeing or abstaining (from which ballots of the respective purposes have been previously collected from those shareholders) shall be extracted from the total votes attending the Meeting whereas the remaining votes shall be regarded to have agreed with each agenda; a vote shall be cast by shareholder or proxy on one opinion only (except in case of custodian by which Proxy allows).

Dr. Paiboon Limpaphayom, Chairman of the Board of Directors, presided over the Meeting.

He then requested Mr. Somprasong Boonyachai, Executive Chairman and Secretary to the Board of Directors to preside over the Meeting in his behalf.

Chairman of the Meeting first introduced directors, executive, auditor and legal counsel examining the procedure for casting votes, respectively as follows:

Directors:

- | | |
|--------------------------------|--|
| 1. Dr. Paiboon Limpaphayom | Chairman |
| 2. Mr. Somprasong Boonyachai | Executive Chairman and Secretary to the Board |
| 3. Mr. Boonklee Plangsiri | Director |
| 4. Mr. Aviruth Wongbuddhapitak | Director, Independent Director, Chairman of Audit Committee and Remuneration Committee |
| 5. Mrs. Tasanee Manorot | Director, Independent Director and Member of Audit Committee |
| 6. Mr. Surasak Vajasit | Director, Independent Director, Member of Audit Committee and Nomination Committee |
| 7. Mr. Vasukree Klapailee | Director |

Directors' Apology :

- | | |
|------------------------------|----------|
| 1. Mrs. Siripen Sitasuwan | Director |
| 2. Mr. Suphadej Poonpipat | Director |
| 3. Mr. Allen Lew Yoong Keong | Director |
| 4. Ms. Koh Kah Sek | Director |

Executive :

- | | |
|--------------------------------|-----------------------|
| 1. Mr. Pong-amorn Nimpoonsawat | Chief Finance Officer |
|--------------------------------|-----------------------|

Auditor :

- | | |
|------------------------------|---|
| 1. Ms. Varaporn Vorathitikul | Representative from PriceWaterhouse Coopers ABAS Ltd. |
|------------------------------|---|

Legal Counsel :

- | | |
|----------------------------------|------------------------------|
| 1. Ms. Wilairat Srisakornborisut | White & Case (Thailand) Ltd. |
|----------------------------------|------------------------------|

Mr. Somprasong Boonyachai informed the Meeting that this Annual General Meeting of Shareholders was convened on this day pursuant to the resolution of the Board of Directors' Meeting No. 2/2007 held on February 23, 2007 to consider the matters as specified in the notice calling this Meeting dated March 26, 2007. In this regard, the Company's Share Register Book was closed for determining the shareholders' right to attend and vote on this Meeting on April 4, 2007 at 12.00 hours until this Meeting was adjourned.

Since the number of shareholders present in person and by proxy was sufficient to constitute the quorum as required by the Public Company Act B.E. 2535 Section 103 and the Company's Articles of Association Clause 33 i.e. shareholders and proxies amounting to not less than 25 or not less than one half of the total number of shareholders holding not less than one-third of the total number of shares sold of the Company, he thus

requested the Meeting to consider the matters in accordance with the following agenda.

1. Matters to be Informed.

Chairman stated that the Company has considered critical a succession plan for executives. As a result, the Nomination Committee and the Board of Directors agreed and approved such plan proposed by the Executive Chairman i.e. development and designation of a position of Chief Executive Officer (CEO). Mr. Vikrom Sriprataks was proposed to assume such position to oversee operation of the Company and report direct to Executive Chairman, to become effective as from July 1, 2007.

The Meeting acknowledged the report.

2. To consider and certify the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2006, held on August 8, 2006.

The Chairman requested the Meeting to consider and certify the Minutes of the Extraordinary General Meeting of Shareholders No.1/2006 held on August 8, 2006 as per details in a copy, which had already been distributed to shareholders together with the notice calling this Meeting.

Since there was no shareholder raising any further question, the Chairman, then, proposed the Meeting to cast their votes.

After due consideration, the Meeting

RESOLVED THAT The Minutes of Extraordinary General Meeting of Shareholders No.1/2006 held on August 8, 2006 be and hereby was certified with the following votes:

| Resolution | Votes (1 Share = 1 vote) | % of the total shares held by shareholders attending and having right to vote |
|---------------------|--------------------------------------|--|
| 1. Agreed | 2,613,554,491 | 99.79 |
| 2. Disagreed | - | 0.00 |
| 3. Abstained | 5,500,500 | 0.21 |
| Total | 2,619,054,991 | 100 |

3. To consider and certify the results of operation for 2006.

Chairman, in the name of the Board of Directors, summarized the Operation Report of the Company for the year 2006, as follows:

Throughout 2006, the various events that have taken place in Thailand have had a remarkable impact on the industry including a surge in fuel prices, political uncertainty, and a rise in interest rates. All of these have affected consumers' confidence and have forced mobile phone service providers to adjust their business operations in order to survive in the highly competitive market. The Company is able to secure its position as the leader in the business and maintain customers' trust by continuing to provide a high quality network and first class services.

From January to December 2006, the number of customers rose to 3.1 million out of a market capacity of 9.8 million. At the end of 2006, the total number of customers reached 19.5 million, comprising 2.2 million AIS GSM and GSM1800 customers and 17.3 million prepaid AIS One-2 Call! And AIS Sawasdee customers. In 2006, the Company attained total revenue of 91,428 million Baht and 16,256 million Baht net profit, comprising 16.5 percent from supplementary services which accounted for an increase of 12.8 percent in total revenue. As a result of the Company's continual growth, it received a world ranking of 1,338th by Forbes Magazine in 2006 reflecting the Company's strong market value. It is the only Thai owned telecommunications company to be listed amongst the world's 2,000 companies.

In 2006, the Company allocated an investment budget of over 33,000 million Baht for network development to increase its operational capability to meet a rising demand. AIN GlobalComm Company Limited (formerly AIS International Network Company Limited) was established as part of the Company's expansion plan. This subsidiary was certified by the National Telecommunications Commission (NTC) to run a third type of telecommunications business, an International Telephone Service or International Telephone Gateway, with an initial investment of 300 million Baht. This new service offers an alternative callers whilst generating further revenue for the Company.

Creating a Quality Service for Better Life

The Company has dedicated itself to rendering services of professional standard based on good governance principles, sound business ethics, relevant regulations, and responsibility whilst maintaining its status as a

good corporate citizen. Sustainable growth and operational development has always been a top priority for the Company and business expansion is wholly based on quality to meet customers' requirements. Quality must also be tangible, and therefore it has been translated into Network Quality and Service Quality which revolve around customers' needs.

Whilst maximizing network quality, new services have been created and introduced to offer added benefit and alternatives to customers that fit well, enhance the lifestyles of individual customers and improve the operational efficiency of corporate customers and large organizations. The Company has also focused on providing a high quality service to promptly and appropriately accommodate the needs of its customers. With the ability to provide sound advice and prompt solutions to problems, the Company has been successful in establishing good relations and creating confidence amongst customers. This is highlighted by the introduction of exciting new services and activities as well as extra privileges and benefits. It is equally important to ensure positive customer experience at the Company all contact points.

Every operational unit is encouraged to carefully analyze customers' needs in order to gain a better understanding of and to constantly monitor customer requirements so that suitable services can be introduced to meet their needs. Benefits and privileges from the service will help strengthen customers' confidence and establish closer relations between customers and the Company. As a result, the Company all has been able to reach its goal in maintaining sustainable growth of the organization meaning that employees, business partners, and stakeholders will also benefit.

Besides the Company's dedication to operate with professional business standards based on good governance principles, which is the responsibility of a Good Corporate Citizen, the Company has placed an equal emphasis on Corporate Social Responsibility (CSR) as part of its company policy. This concept has been adopted by way of management guidelines and organized activities such as social contribution activities unrelated to business activities. The Company's Sarnrak project was initiated in support of the family establishment in giving recognition to exemplary people, public projects, and charitable activities as well as help to those who enhance public safety and projects to help encourage a better standard of living in the community.

The Company trusts that its social responsibility policy will help bring happiness and a better quality of life to people in the community, which in turn will promote social strength and stability.

Direction of Wireless communication Business

In 2006, the total number of mobile phone users for the entire industry rose by 9.8 million, accounting for 40 percent per capita or 62 million subscribers. Besides improvements in network quality and the development of services, smaller service providers have continued to place a strong focus on price competition.

When each service provider has its own set of responsive guidelines and when price competition is widespread, network problems transpire – the result of increased traffic especially from cross network calls. Service providers thus decided to join together and solve these problems by increasing investment in network connectivity to improve convenience for all users whilst accommodating an Interconnection Charge in accordance with policies set by the NTC. The Interconnection Charge is expected to be implemented in 2007.

The NTC also considered granting 3G licenses to operators, but this currently awaits the appointment of the National Broadcasting Commission (NBC). The selection processes is thus being delayed despite the readiness of mobile phone service providers. In addition, Thailand has experienced immense political change which has affected the telecommunications industry through changes in rules and regulations. Such changes might include telecommunications excise, and an adjustment of revenue portion, concession validity and frequency allocation. These issues will become clearer in 2007, which will help drive change to competition in the mobile phone industry.

On this occasion, the Company would like to thank all stakeholders, customers and business partners for their continual support which is an important part of the Company's development. The Company is confident in its professionalism based on good governance guidelines, constant development of its capabilities, and a social responsibility policy to help enhance the quality of life of Thai society. The Company and its business partners are also satisfied to operate a successful business in a high quality social environment.

Further details appeared in the Annual Report distributed to shareholders together with the notice calling this Meeting.

Since there was no shareholder raising any further question, the Chairman, then, proposed the Meeting to cast their votes.

After due consideration, the Meeting

RESOLVED THAT The The Operation Report of the Company for the year 2006 be and hereby was certified with the following votes:

| Resolution | Votes (1 Share = 1 vote) | % of the total shares held by shareholders attending and having right to vote |
|---------------------|--------------------------------------|--|
| 1. Agreed | 2,610,677,791 | 99.68 |
| 2. Disagreed | - | 0.00 |
| 3. Abstained | 8,377,200 | 0.32 |
| Total | 2,619,054,991 | 100 |

4. To consider and approve the Balance Sheet, Profit and Loss Statements Cash Flow Statements for 2006 ended December 31, 2006.

Chairman proposed the Meeting to consider and approve the Balance Sheets, Profit and Loss Statements, and Cash Flow Statements for 2006 ended December 31, 2006 with auditor's report which had been reviewed by the Audit Committee and approved by the Board of Directors respectively the copies of which were attached to the Notice letter.

Shareholders raised the following queries:

Shareholder : How will introduction of Interconnection Charge affect the Company?

Chairman : The concept is right and has been implemented in developed countries. When the first operator utilizes the second operator's resource, the latter reserves fees in return for its investment in related equipment. It is like revenue sharing. In the meantime, the first operator charges regular fees from its subscribers. As a result, price war should be seen less but rendering rational competition. Quality of service would come in the picture.

Shareholder : Would the situation at iTV occur at the Company?

Chairman : A rough look might be considered similar but the facts at iTV and the Company are completely different. The issue at the Company is focused on extension of validity term under the Contract Permitting Mobile Phone Service (the “Contract”) (not concession as generally called) i.e. whether it should be approved by the Cabinet’s approval which is now under consideration by the Council of State. If it were interpreted that the extension had required the Cabinet’s approval, then the Contract would expire in 2010 (whereas now it has been extended to 2015). Further, similar contract granted to the Company’s one of competitors had already expired back in 2005. The other competitor would be considered as had not existed.

In all cases, public should be aware now that there are 30-40 million subscribers and parties involved in mobile phone services with huge investment. Impact from the interpretation would be in vast areas.

Since there was no shareholder raising any further question, the Chairman, then, proposed the Meeting to cast their votes.

After due consideration, the Meeting

RESOLVED THAT The Balance Sheets, Profit and Loss Statements, and Cash Flow Statements for the year 2006 ended December 31, 2006 be and hereby were approved with the following votes:

| Resolution | Votes (1 Share = 1 vote) | % of the total shares held by shareholders attending and having right to vote |
|---------------------|--------------------------------------|--|
| 1. Agreed | 2,610,677,791 | 99.68 |
| 2. Disagreed | - | 0.00 |
| 3. Abstained | 8,377,200 | 0.32 |
| Total | 2,619,054,991 | 100 |

5. To consider and approve the appointment of the Company's auditors and determine a fee for 2007.

Mr. Somprasong Boonyachai stated to the Meeting that in compliance with the Company's Articles of Association, the Annual General Meeting of Shareholders shall determine to appoint the Company's auditors and to designate auditing fee of the year 2007, thus proposed the Meeting to consider appointing the Company's auditors namely:

| | |
|-------------------------------|--------------|
| Mr. Suchart Luengsurasawat | CPA No. 2807 |
| Miss Nangnoi Charoenthaveesub | CPA No. 3044 |
| Mrs. Suwannee Bhuripanyo | CPA No. 3371 |
| Mr. Prasit Yuengsrikul | CPA No. 4174 |

from PricewaterhouseCoopers ABAS Ltd whereby anyone being authorized to conduct the audit and express the opinion of the financial statement of the Company, provided, in the absence of the above named auditors, PricewaterhouseCoopers ABAS Ltd is authorized to designate one other CPA to carry out the work, and to approve determining auditing fee of the year 2007 the limited amounts of not exceeding 6,850,000 Baht, comprising:

| | |
|--|------------------------|
| Balance Sheets of the Company | Baht 2,790,000 |
| Quarterly review (inclusive of subsidiaries) | Baht <u>4,060,000</u> |
| Total | Baht 6,850,000 |
| Balance Sheets for and payable by each subsidiary | Baht <u>3,428,000</u> |
| Total | Baht 10,278,000 |

Since there was no shareholder raising any question, the Chairman, then, proposed the Meeting to cast their votes.

After due consideration, the Meeting

RESOLVED THAT The appointing of the Company's auditors and determination of fees be and hereby were approved with the following votes :

| Resolution | Votes (1 Share = 1 vote) | % of the total shares held by shareholders attending and having right to vote |
|---------------------|--------------------------------------|--|
| 1. Agreed | 2,590,029,291 | 98.89 |
| 2. Disagreed | 22,232,700 | 0.85 |
| 3. Abstained | 6,793,000 | 0.26 |
| Total | 2,619,054,991 | 100 |

6. To consider and approve dividend payment to the shareholders for fiscal year 2006.

Mr. Somprasong Boonyachai stated to the Meeting that according to the operation results as aforementioned, the management considered appropriate to allocate the net profit for the Annual Dividends Payment of the year 2006 at the rate of 6.30 Baht per share to shareholders. The Company had proceeded to pay out the interim dividends payment during the first half of the year at the rate of 3.00 Baht per share, the management would take thus opportunity to inform of the interim dividends payment to the Shareholders Meeting as required by law, thus the dividends for the second half of the year remained at 3.30 Baht per share. Accordingly, the Company's registration book was closed to designate the right of shareholders who are entitled for Dividends Payment as from 12.00 noon of April 4, 2007 and the date of Dividends Payment was fixed on May 10, 2007.

Shareholders raised the following queries:

Shareholder : In late 2006, there was an interview by executive of the Company (name not known) to the extent that dividend would likely be declared at Baht 6.30 per share?

Mr. Boonklee Plangsiri:

I'm not sure as to whether there was such an interview. However, distribution of dividend by the Company would depend on then liquidity and should not cause problematic liquidity for the Company in future.

Shareholder : Considering from the Balance Sheets (Annual Report pages 102 and 103), what is situation of payment dividend?

Mr. Pong-amorn Nimpoonsawat:

After having taken the liquidity of the Company into consideration, management has considered liquidity can support distribution of dividend.

Since there was no shareholder raising any question, the Chairman, then, proposed the Meeting to cast their votes.

After due consideration, the Meeting

RESOLVED THAT Payment of dividend to Shareholders for year 2006 be and hereby was approved with the following votes :

| Resolution | Votes (1 Share = 1 vote) | % of the total shares held by shareholders attending and having right to vote |
|---------------------|--------------------------------------|--|
| 1. Agreed | 2,612,086,991 | 99.73 |
| 2. Disagreed | 1,468,000 | 0.06 |
| 3. Abstained | 5,500,000 | 0.21 |
| Total | 2,619,054,991 | 100 |

7. To consider and approve the re-appointments of retired directors.

Chairman stated to the Meeting that, according to the Company's Articles of Association, one-third of the Board of Directors shall be retired by rotation at the Annual Ordinary General Meeting of Shareholders provided those retired directors are eligible for re-election. For this Meeting, four directors were to be retired by rotation as follows:

- | | |
|------------------------------|--|
| 1. Mr. Surasak Vajasit | Director, Independent Director, Member of Audit Committee and Nomination Committee |
| 2. Mr. Suphadej Poonpipat | Director |
| 3. Ms. Koh Kah Sek | Director |
| 4. Mr. Allen Lew Yoong Keong | Director |

The Nomination Committee considered and recommended, after review of qualifications and working experience of each of said directors, that they have possessed experience, knowledge and expertise in the Company business, and should be re-elected. Details of their respective qualification and experience were attached to the Notice calling the Meeting.

Mr. Surasak Vajasit, one of directors to be retired by rotation, excused himself from the Meeting.

Shareholders raised the following queries:

Shareholder : How has Mr. Allen Lew Yoong Keong attributed to the Company, has he supported or objected to the Company's operation?

Chairman : Mr. Allen Lew Yoong Keong has worked with the Company for 3 years. He used to be Managing Director at Optus Mobile Australia and now Chief Executive Officer at SingTel Domestic Singapore. He and management have worked together as a team and he himself has regularly expressed opinions and participated in making decisions.

Shareholder : Does this directorship have something to do with "nominee status" and will this affect the Company?

Chairman : SingTel Strategic Investments Pte. Ltd. ("SingTel") became the Company's strategic partner since 1998 holding shares approximately 20 per cent. The transaction of holding shares was disclosed and generally known to public whereas this has benefitted the Company in various fields.

Firstly, SingTel has possessed experience and expertise in mobile phone and has extensive investment of similar nature in other countries thereby the Company can learn from international experience. Secondly, the holding strengthened the Company's financial standing due to premium received and last, but not least, the Company's personnel has a good chance to work in a multi-cultural environment in that related expertise,

knowledge and technology have not been developed in Thailand. In addition, the Company's personnel have been made active to learn those experiences.

Since there was no shareholder raising any question, the Chairman, then, proposed the Meeting to cast their votes for each of retired directors.

After due consideration, the Meeting

RESOLVED THAT Mr. Surasak Vajasit, a director retired by rotation, be and hereby was re-elected with the following votes :

| Resolution | Votes (1 Share = 1 vote) | % of the total shares held by shareholders attending and having right to vote |
|---------------------|--------------------------------------|--|
| 1. Agreed | 2,615,345,091 | 99.86 |
| 2. Disagreed | 2,724,900 | 0.10 |
| 3. Abstained | 985,000 | 0.04 |
| Total | 2,619,054,991 | 100 |

After due consideration, the Meeting

RESOLVED THAT Mr. Suphadej Poonpipat, a director retired by rotation, be and hereby was re-elected with the following votes :

| Resolution | Votes (1 Share = 1 vote) | % of the total shares held by shareholders attending and having right to vote |
|---------------------|--------------------------------------|--|
| 1. Agreed | 2,617,376,891 | 99.94 |
| 2. Disagreed | 693,100 | 0.02 |
| 3. Abstained | 985,000 | 0.04 |
| Total | 2,619,054,991 | 100 |

After due consideration, the Meeting

RESOLVED THAT Ms. Koh Kah Sek, a director retired by rotation, be and hereby was re-elected with the following votes :

| Resolution | Votes (1 Share = 1 vote) | % of the total shares held by shareholders attending and having right to vote |
|---------------------|--------------------------------------|--|
| 1. Agreed | 2,605,161,091 | 99.47 |
| 2. Disagreed | 12,908,900 | 0.49 |
| 3. Abstained | 985,000 | 0.04 |
| Total | 2,619,054,991 | 100 |

After due consideration, the Meeting

RESOLVED THAT Mr. Allen Lew Yoong Keong, a director retired by rotation, be and hereby was re-elected with the following votes :

| Resolution | Votes (1 Share = 1 vote) | % of the total shares held by shareholders attending and having right to vote |
|---------------------|--------------------------------------|--|
| 1. Agreed | 2,617,375,391 | 99.93 |
| 2. Disagreed | 694,600 | 0.03 |
| 3. Abstained | 985,000 | 0.04 |
| Total | 2,619,054,991 | 100 |

After all votes had been casted and counted, Mr. Surasak Vajakit resumed the Meeting.

8. To consider and approve the directors' remuneration for 2007.

Chairman stated to the Meeting that the Remuneration Committee recommended remuneration for directors be determined in an amount of not exceeding Baht 12,000,000 comprising monthly retainer fee, attendance fee and bonus as per the following details:

Policy on Remuneration for Directors for the Year 2007

| Director | Monetary Remuneration | | |
|----------------------------------|-----------------------|----------------|-------|
| | Monthly Retainer Fee | Attendance Fee | Bonus |
| Chairman | ✓ | ✗ | ✓ |
| Independent / Outside | ✓ | ✓ | ✓ |
| Representative Under Contract | ✓ | ✓ | ✓ |
| Representative from Shareholders | ✗ | ✗ | ✗ |
| Executive | ✗ | ✗ | ✗ |

- Remark :**
- 1) Attendance fee – Baht 25,000
 - 2) Chairman is remunerated monthly at Baht 100,000
 - 3) Monthly Retainer Fee for Chairman of Audit Committee – Baht 75,000, independent / outside directors and representative under contract – Baht 50,000
 - 4) This policy excludes executive directors who are given monthly salary and yearly bonus

Shareholders raised the following queries:

Shareholder : Will remuneration for directors include shares being allocated?

Chairman : Remuneration policy does not include shares allocation which is separately arranged.

Since there was no shareholder raising any question, the Chairman, then, proposed the Meeting to cast their votes. In addition, shareholders were advised a resolution shall require an affirmative vote of not less than two-thirds of the total number of shareholders attending and eligible to vote.

After due consideration, the Meeting

RESOLVED THAT Directors' remuneration for the year 2007 be and hereby was approved with the following votes :

| Resolution | Votes (1 Share = 1 vote) | % of the total shares held by shareholders attending and having right to vote |
|---------------------|--------------------------------------|--|
| 1. Agreed | 2,609,487,491 | 99.63 |
| 2. Disagreed | 1,789,500 | 0.07 |
| 3. Abstained | 7,778,000 | 0.30 |
| Total | 2,619,054,991 | 100 |

The votes were of not less than two-thirds of the total number of shareholders attending and eligible to vote.

9. To consider and approve the loan procurement by the Company.

Chairman stated to the Meeting that the Board of Directors approved the plan to procure funds for the Company to provide capital for investment in expansion of the network system, repay debentures, which are due to be redeemed and being working capital of the Company. The Company will procure funds by borrowing money and/or public issuing and offering debt instruments in an amount not more than Baht 12,000,000,000 or equivalent in other currencies. In order to consider for the method for the procurement of funds, the Board of Directors approved the empowerment of the executive committee or person who is empowered by the Board of Directors or the executive committee ("**Attorney**") to be the authorized person to make a decision on whether the Company shall procure funds for the Company by means of borrowing money or issuing and offering debt instruments or a combination of both.

(a) Approved the total credit amount in aggregate of the borrowed money and/or issuing and offering debt instruments pursuant to the details specified in (b) and (c) shall not exceed Baht 12,000,000,000 or equivalent in other currencies.

(b) Approved the Company to borrow money from both domestic and/or overseas sources in an amount of no more than Baht 12,000,000,000 or equivalent in other currencies.

The Board of Directors approved the borrowing in an amount of no more than Baht 12,000,000,000 or equivalent in other currencies from domestic and/or overseas sources, and the empowerment of the Attorney to be the authorized person to make a decision on borrowing money including carrying out other acts relating to the borrowing of money such as structure credit amount, tenor, conditions and details of borrowing including negotiate, prepare, agree, execute and deliver any agreement and other documents with respect to the borrowing including appointing an underwriter and agent and do all other acts that the Attorney deems necessary or desirable for the purpose of facilitating or implementing of such borrowing.

(c) Approved the Company to issue and offer the debt instruments both short and/or long tenor in an amount of no more than Baht 12,000,000,000 or equivalent in other currencies

The Board of Directors approved the issue and offer of debt instruments to the public in an amount of no more than Baht 12,000,000,000 or equivalent in other currencies. The debt instruments may be offered to the public and/or institutional investors and/or specific investors in Thailand and/or outside Thailand both short and/or long tenor in accordance with the relevant notifications of the Office of the Securities and Exchange Commission. The debt instruments may be offered in the same set or several sets at the same time or several times. If the Company issues and offers debt instruments on a public offering basis, the Board of Directors approved the allotment of debt instruments to the existing debt instruments' holders of the Company and/or management of the Company before offering to general investors without waiting to see if there are any debt instruments remaining from the subscription by other general investors.

The Board of Directors also approved the empowerment of the Attorney to be the authorized person to issue and offer debt instruments including operating other acts relating to the issue and offer of debt instruments such as structure, determine, specify and adjust any details of the debt instruments, for example, terms and conditions of issuer and debentureholders, amount of the debt instruments offered in each time, par value, interest rate, interest payment method, term, redemption period, subscription period, offering/allocation method including (but not

limited to) amount and ratio for debt instruments allotment, appointment of arranger/underwriter, register and/or debentureholders' representative (if any) and the arrangement for the listing of debt instruments on the secondary market; negotiate, prepare, agree, execute and deliver any agreement and other documents with respect to the issue and offer of the debt instruments; and do all such other acts and things that the Attorney deems necessary or desirable for the purpose of facilitating or implementing the issue and offer of the debt instruments.

(d) Approved the empowerment of the Attorney to be the authorized person to make decisions and carry out necessary acts relating to hedging transactions (whether in whole or in part) in order to protect any risk arising from fluctuation of interest rate and/or currency exchange rate.

Shareholders raised the following queries:

Shareholder : By issuing and offering debt instrument, how about coupon rate?

Chairman : Management requests approval in principle for credit limit and therefore has no details at the moment as nature of debt instruments and their coupon rates would, depend on circumstances.

Shareholder : How does the Company forecast to utilize the proceeds and what kind of investment to be made?

Mr. Pong-amorn Nimpoonsawat:

The Company forecasts to invest in network and equipment of not exceeding Baht 20,000 million. A proceed of Baht 7,000 million shall be applied to redeem matured debentures while the remaining part to fund investments including distribution of dividend.

Shareholder : To include distribution of dividend, what does it mean?

Chairman : Further clarified distribution of dividend would depend on a number of factors such as assets, operation results, shareholders' equity which can be reviewed by balance sheets, profit and loss statements, and cash flow statements. With respect to cash flow, the Company shall take into consideration cycle of payment as can be compared to "financial drawer". Sometimes, it will be necessary to borrow money so as to fill in this financial drawer.

Since there was no shareholder raising any question, the Chairman, then, proposed the Meeting to cast their votes. In addition, shareholders were advised a resolution shall require an affirmative vote of not less than three-fourths of the total number of shareholders attending and eligible to vote.

After due consideration, the Meeting

RESOLVED THAT Issuing and offering debt instruments for investors in and/or outside Thailand be and hereby was approved with the following votes :

| Resolution | Votes (1 Share = 1 vote) | % of the total shares held by shareholders attending and having right to vote |
|---------------------|--------------------------------------|--|
| 1. Agreed | 2,609,948,391 | 99.65 |
| 2. Disagreed | 645,900 | 0.02 |
| 3. Abstained | 8,460,700 | 0.33 |
| Total | 2,619,054,991 | 100 |

The vote were of not less than three-fourths of the total number of shareholders attending and eligible to vote.

10. To consider and approve the allotment of the additional ordinary shares reserved for exercising the right in pursuance with the ESOP warrants due to the entering into terms and conditions of the Prospectus.

Chairman stated that the Company distributed dividend for the year 2006 at a rate exceeding 50 per cent of net profit, thus fell under conditions prescribed in the Prospectus of the ESOP; it becomes necessary therefore the Company adjust right of those entitled to such ESOP so that their right would not be prejudiced; adjustment will be allotting additional 1,245,000 ordinary shares for subscription at par value of Baht 1 out of unallotted 2,010,993,609 shares at par value of Baht 1 to executives and employees in ESOP program as prescribed in the Prospectus, as per details attached to the Notice calling for the Meeting.

Shareholders raised the following queries:

Shareholder : What is the price for exercising the right now?

Chairman : Management has reviewed and confirmed to be Baht 87.328.

Since there was no shareholder raising any question, the Chairman, thus, proposed the Meeting to cast their votes. In addition, shareholders were advised a resolution shall require an affirmative vote of not less than three-fourths of the total number of shareholders attending and eligible to vote.

After due consideration, the Meeting

RESOLVED THAT The allotment of the additional ordinary shares reserved for exercising the right in pursuance with the ESOP warrants due to the entering into terms and conditions of the Prospectus with the following votes :

| Resolution | Votes (1 Share = 1 vote) | % of the total shares held by shareholders attending and having right to vote |
|---------------------|--------------------------------------|--|
| 1. Agreed | 2,609,653,191 | 99.64 |
| 2. Disagreed | 3,900,800 | 0.15 |
| 3. Abstained | 5,501,000 | 0.21 |
| Total | 2,619,054,991 | 100 |

The vote were of not less than three-fourths of the total number of shareholders attending and eligible to vote.

11. To consider other matters (if any).

Shareholders raised the following queries:

Shareholder : If Kularbkaew were considered an alien, what would be the result?

Chairman : Shin Corporation Public Co., Ltd. (“Shin”) would then be considered alien; thereby it might render the Company not being able to apply for certain licenses in future. However, there is no impact now due to the fact the Contract was entered into with TOT Public Co., Ltd. (formerly Telephone Organization of Thailand) under which the Company shall comply with the terms and conditions, including revenue sharing. All these transactions have nothing to do with Shin.

Shareholder : What would be the so-called Telecom Network Pool?

Chairman : Certain board members in TOT Public Co., Ltd. might have confused public as member to the Cabinet mentioned this should be a personal opinion of those board members. The idea was not Cabinet or TOT resolution. In addition, how to implement the pool is uncertain for the time being while some academics do not seem to agree with the idea.

Shareholder : How about proposal on adjustment in rate of revenue sharing on an equal basis?

Chairman : This is also a personal opinion without further operation. We should be aware contracts granted to mobile phone operators were entered on separate occasions. Pro and con matters should also be considered. In addition, this adjustment should require consideration of, among others, validity terms of each contract, assigning of frequencies and other related issues at the same time.

Shareholder : Has the Contract fallen under joint investment law? Would there be other penalties?

Chairman : Such law is called the Act Allowing Private Investment in State Undertakings B.E. 2535. But such Act should not be concerned with the Company as the Contract was entered on March 27, B.E. 2533. Any sanction or penalty shall be considered under the Contract, no other punishment.

There being no further queries as raised by shareholders, Dr.Paiboon Limpaphayom then thanked all shareholders and declared the Meeting adjourned.

The Meeting was adjourned at 12.00 Hrs.

Signed P. Limpaphayom Chairman of the Meeting
(Dr. Paiboon Limpaphayom Ph.D)

Signed Somprasong Boonyachai Secretary to the Meeting
(Mr. Somprasong Boonyachai)

Dividend Policy and Details of Dividend Payment of Advanced Info Service Plc.

Dividend Policy

The Company can pay dividends to shareholders over 40% of net profit, on the condition that the Company must receive at least an “AA” rating from a credit rating agency that has been approved by the Office of the Securities and Exchange Commission. This rating must be received within a period of 45 days before the approval of the dividend payment by the board of directors.

In the event that the Company is in default of principal or interest payment under the debentures in any installment, the Company shall not pay dividends in any form whatsoever to the shareholders of the Company.

The Company (and its subsidiaries) intends to pay dividends to shareholders not less than 40% of net profit after tax reported in the Consolidated Financial Statement. In the event that the Company is in default of principal or interest payment under the debentures in any installment, the Company shall not pay dividends in any form whatsoever to the shareholders of the Company. Dividend payment will depend on cash flow and investment obligation of Company and subsidiaries including any necessity and suitability in the future. And it shall not exceed the retained earnings which indicated in Company Financial Statement.

Details of Dividend Payment

According to Public Limited Company Act, the Company shall allocate not less than five percent of its annual net profit less the accumulated losses brought forward (if any) to legal reserve until this reserve attains an amount not less than ten percent of the registered capital. This has been already performed by the Company.

| Details of Dividend Payment | 2008 | 2007 |
|--|--|----------------------|
| 1. Net Profit (Baht) | 16,290,466,659 | 16,256,015,494 |
| 2. Share Amount | | |
| 2.1 Amount of Share for Interim Dividend | 2,957,155,719 Shares | 2,952,548,589 Shares |
| 2.2 Amount of Share for Annual Dividend | 2,960,310,791 Shares* (approximately) | 2,955,463,798 Shares |
| 3. Total Dividend Payment (Baht per Share) | 6.30 | 6.30 |
| 3.1 Interim Dividend (Baht per Share) | 3.00 | 3.00 |
| 3.2 Annual Dividend (Baht per Share) | 3.30 | 3.30 |
| 4. Total Dividend Amount (Baht) | 18,640,492,767.30 (approximately) | 18,610,676,300.40 |
| 5. Dividend Payout Ratio (Percent) | 114.32 | 114.45 |

* Total shares as of March 4, 2008. Company will know the absolute shares on April 21, 2008, the closing date of register book determine the right to receive dividends.

Preliminary info of the retired Directors being proposed for re-election

| | | | |
|---------------------------------|--|--|---|
| Name | Dr. Paiboon Limpaphayom | |  |
| Age (year) | 66 | | |
| Position | Chairman of the Board of Directors | | |
| Starting Date of Directorship | December 18, 1998 | | |
| Tenure | 10 years and 4 months | | |
| % Shareholding | - None - | | |
| Highest Education | Doctorate Degree in Electrical Engineering, Iowa State University, USA | | |
| Governance Training of IOD | - None - | | |
| Working Experiences | 1998 - Present | Chairman of the Board of Director and Independent Director , Advanced Info Service Plc. | |
| | 2000 - 2005 | Director and Executive Director, Thai Military Bank Plc. | |
| | 1999 - 2002 | Vice Chairman of the Board of Directors, Shin Corporation Plc. | |
| | 1993 - 1998 | Director and Member of the Executive Committee, Shin Corporation Group | |
| | 1992 - 1993 | Advisor, Telephone Organization of Thailand | |
| | 1988 - 1992 | Managing Director, Telephone Organization of Thailand | |
| Director/Management | <ul style="list-style-type: none"> ▪ Listed Company | - None - | |
| Position in other companies | <ul style="list-style-type: none"> ▪ Non-listed company ▪ Other company that conflict with the company | - None - | |
| Attend of meeting in 2007 | Appointed as a director since December 18, 1998. | | |
| | <ul style="list-style-type: none"> ▪ The Board of Directors Meeting ▪ The 2007 Annual General Meeting of Shareholder | 10/10 times 1/1 time | |
| Illegal Record in past 10 years | - None - | | |
| Relationship with Management | - None - | | |

Preliminary info of the retired Directors being proposed for re-election

| | | | |
|---------------------------------|--|---|---|
| Name | Mr. Vasukree Klapairee | |  |
| Age (year) | 60 | | |
| Position | Director | | |
| Starting Date of Directorship | November 11, 2005 | | |
| Tenure | 2 years and 5 months | | |
| % Shareholding | - None - | | |
| Highest Education | Bachelor Degree in Engineering, Chulalongkorn University | | |
| Governance Training of IOD | - None - | | |
| Working Experiences | 2007 - Present | Senior Executive Vice President (Special Project), TOT Plc. | |
| | 2005 - Present | Director, Advance Info Service Plc. Director, Thai Amadeus South East Asia Co., Ltd. Director, ACT Mobile Co., Ltd | |
| | 2005 - 2007 | Senior Executive Vice President , (Regional Sale and Customer Service), TOT Plc. | |
| | 2004 - 2005 | Senior Executive Vice President (Wireless Communications), TOT Plc. | |
| | 2003 - 2004 | Executive Vice President (Central Region Operations), TOT Plc. | |
| | 1999 - 2003 | Vice President (Central Region Telephone Services Department), Telephone Organization of Thailand | |
| | 1997 - 1998 | Assistant Vice President (Metropolitan Telephone Services Department), Telephone Organization of Thailand | |
| | 1993 - 1995 | Senior Director (Corporate Administration Sector, Corporate Activity Department) Telephone Organization of Thailand | |
| | 1990 - 1992 | Acting Head of Commercial Centre (Customer Service Department), Telephone Organization of Thailand | |
| Director/Management | <ul style="list-style-type: none"> ▪ Listed Company | - None - | |
| Position in other companies | <ul style="list-style-type: none"> ▪ Non-listed company ▪ Other company that conflict with the company | 3 Company - Director, ACT Mobile Co., Ltd. Telecommunications business - Senior Executive Vice President (Special Project), TOT Plc. Provide telecommunications service | |
| Attend of meeting in 2007 | Appointed as a director since March 7, 2007. | | |
| | <ul style="list-style-type: none"> ▪ The Board of Directors Meeting ▪ The 2007 Annual General Meeting of Shareholder | 8/10 times 1/1 time | |
| Illegal Record in past 10 years | - None - | | |
| Relationship with Management | - None - | | |

Preliminary info of the retired Directors being proposed for re-election

| | | | |
|--|--|---|---|
| Name | Mr. Vikrom Sriprataks | |  |
| Age (year) | 56 | | |
| Position | Director, Member of the Executive Committee, Chief Executive Officer and (Acting) Chief Technology Officer | | |
| Starting Date of Directorship | May 11, 2007 | | |
| Tenure | 1 year | | |
| % Shareholding | 70,000 shares or 0.0024% of total shares | | |
| Highest Education | Master Degree in Business Administration, Thammasat University | | |
| Governance Training of IOD | - None - | | |
| Working Experiences | 2007 - Present | Director, Member of the Executive Committee and Chief Technology Officer, Advanced Info Service Plc. Member of the Executive Committee, Shin Corporation Plc. | |
| | 2002 - Present | Chief Technology Officer, Advanced Info Service Plc. | |
| | 2000 - 2007 | President, Digital Phone Co., Ltd. | |
| | 1998 - 2000 | Senior Executive President Engineering, Advanced Info Service Plc. | |
| | 1995 - 1998 | Executive Vice President, Shinawatra International Co., Ltd. | |
| Director/Management Position in other companies | <ul style="list-style-type: none"> ▪ Listed Company ▪ Non-listed company ▪ Other company that conflict with the company | <ul style="list-style-type: none"> Member of the Executive Committee, Shin Corporation Plc. 10 Companies - None - | |
| Attend of meeting in 2007 | Appointed as a director since May 11, 2007. | | |
| | <ul style="list-style-type: none"> ▪ The Board of Directors Meeting ▪ The 2007 Annual General Meeting of Shareholder | <ul style="list-style-type: none"> 5/5 times - | |
| Illegal Record in past 10 years | - None - | | |
| Relationship with Management | - None - | | |

| |
|---|
| Preliminary info of the person being proposed to be director |
|---|

| | | |
|---|--|---|
| Name | Mr. Hubert Ng Ching-Wah | |
| Age (year) | 59 | |
| Type of director which proposing to be | Director | |
| % Shareholding | - None - | |
| Highest Education | Bachelor Degree of Art in Business Administration , Chinese University of Hong Kong | |
| Governance Training of IOD | - None - | |
| Working Experiences | Present | Director, ConvencientPower Hong Kong |
| | 2000 – 2007 | CEO, CSL |
| | 1999 - 2000 | Managing Director, PCCW Mobile |
| | 1996 – 1999 | CEO, Smartone Mobile Communications Ltd. |
| | 1996 – 1996 | CEO, Mobile One Singapore |
| | 1993 – 1996 | Managing Director, Hong Telecom Mobile |
| | 1984 – 1993 | Business Unit Director, Hong Kong Telecom |
| | 1975 – 1983 | Sales manager, NCR (Hong Kong) |
| Director/Management | <ul style="list-style-type: none"> ▪ Listed Company | - None - |
| Position in other companies | <ul style="list-style-type: none"> ▪ Non-listed company ▪ Other company that conflict with the company | - None - |
| Illegal Record in past 10 years | - None - | |
| Relationship with Management | - None - | |



(Translation)

The Program for the Issuing and Offering of Debt Instruments

The Board of Directors has approved the Program for the Issuing and Offering of Debt Instruments of the Company which includes (without limitation) debentures, short term debentures and bills of exchange etc. for investment, repayment of the matured debt and for working capital of the Company. The details of which are as follows:

| | |
|--|--|
| Total Amount: | shall not exceeding Baht 14,000,000,000 or equivalent in other currencies provided that the issuing and offering of debt instruments as specified above and the total amount of other types of loan procurement (if any) in each year shall not exceed the amount of loan procurement stipulated by the Board of Directors in each year. |
| Offering: | the debt instruments may be offered to public and/or institutional investors and/or specific investors in Thailand (either in whole or in part) and/or outside Thailand in accordance with the relevant notifications of the Office of the Securities and Exchange Commission and may be offered in the same set or several sets at the same time or several times. |
| Revolving Basis: | the Company may issue additional debt instruments in an amount equal to the debt instruments which have been redeemed or repurchased by the Company. |
| Authority: | to empower the board of executive committee or person who is empowered by the board of directors and/or the board of executive committee (" Attorney ") to be the authorized person to proceed with the issuing and offering debt instruments and to perform other acts relating to the issuing and offering of debt instruments (including (without limitation) to structure, determine and specify the type and any details of the debt instruments, appointment of arranger/underwriter, registrar and/or representative of the debt instrument holders (if any) and the arrangement for the listing of debt instruments on the secondary market, to negotiate, prepare, agree, execute and deliver any agreement and other documents with respect to the issuing and offering of the debt instruments) that the Attorney deems necessary or desirable for the purpose of facilitating or implementing the issuing and offering of the debt instruments (including but not limited to making decisions and carrying out other acts relating to hedging transactions (whether in whole or in part) in order to protect any risk arising from fluctuation of interest rate and/or currency exchange rate). |
| Approval by Shareholders of the Company: | as the issuing and offering of the debt instruments is required to be approved by the shareholders of the Company pursuant to the Public Company Act B.E. 2535 (as amended), it is proposed that the Meeting consider and approve the issuing and offering of the debt instruments to be proposed to the shareholders' meeting of the Company accordingly. |

(Translation)

Capital Increase Report Form
Advanced Info Service Public Company Limited
February 19, 2008

We, Advanced Info Service Public Company Limited (the “**Company**”), hereby report on the resolution of the Board of Directors No. 2/2008, held on February 19, 2008 in respect of a share allotment as follows:

1. Capital increase

The Board of Directors has approved the allotment of 1,300,000 unissued ordinary shares, at the par value of Baht 1 each, totaling Baht 1,300,000, to reserve for the exercise of warrants to be issued to the Company’s directors and employees under ESOP Programs to conform to the adjustment as specified in the Prospectus.

2. Allotment of new shares

The Board of Directors has resolved to allocate 1,300,000 unissued ordinary shares, at the par value of 1 Baht each, totaling 1,300,000 Baht, to reserve for the exercise of warrants to be issued to the Company’s directors and employees under ESOP Programs. The allotments will be proposed to the shareholders for consideration and approval, details as follows:

2.1 The details of the allotment

| Allotted to | Number (shares) | Ratio (old : new) | Exercise price per share (Baht) | Subscription and payment period | Note |
|--|-----------------|-------------------|---------------------------------|---------------------------------|------|
| Existing Shareholders | - | - | - | - | - |
| General public | - | - | - | - | - |
| Other persons (<i>specify</i>) | - | - | - | - | - |
| To reserve for the exercise of the warrant (ESOP Programs), due to the adjustment as specified in the Prospectus, totaling 1,300,000 shares. | 1,300,000 | - | - | - | - |

2.2 The Company’s plan in case there is a fraction of shares remaining

-None-

2.3 The remaining unallocated shares

The remaining unissued shares are 2,009,693,609 shares with par value of 1 Baht each, totaling 2,009,693,609 Baht.

3. Schedule for Shareholders Meeting to approve the capital increase/ allotment

The 2008 Annual General Meeting of Shareholders will be held on April 10, 2008, at 10.00 a.m. at the Auditorium Room, 9th Floor, Shinawatra Tower 3, Viphavadee Rangsit Road, Chatuchak, Bangkok. The Company will close the share register book from March 20, 2008 at 12.00 noon in order to determine the rights of shareholders to attend and vote, until adjournment of the meeting.

4. Approval of the capital increase/ share allotment by relevant governmental agency and conditions thereto (if any)

The Company will register the increase of paid-up capital at the Ministry of Commerce when the warrants are exercised to ordinary shares and seek approvals from the Stock Exchange of Thailand to list such newly issued ordinary shares as listed securities and trading in the Stock Exchange of Thailand.

5. Objectives of the capital increase and plans for utilizing proceeds received from the capital increase

The Company will use the proceeds from exercise of warrants as its working capital.

6. Benefit to the Company from the capital increase/ share allotment:

To allot the additional shares to reserve for the adjustment of exercise ratio of ESOP warrants adequately due to the entering into terms and conditions of the Prospectus. The Company should maintain the right of ESOP holders' right as specified in the Prospectus.

7. Benefit to the shareholders from the capital increase/share allotment:

The objective of the ESOP is to compensate and motivate the directors and employees to perform their duties in the best interests of the Company. This should in turn bring about long-term benefit to the Company, as well as retain them with the Company, resulting in improvement of the Company's performance.

The newly issued shares from exercise of warrants will have the same rights as that of the increased shares, previously issued, and be entitled to receive dividends from the date that their name are listed in the share register book submitted to the Ministry of Commerce.

8. Other details necessary for shareholders to approve the capital increase/share allotment:

Regarding the dividends payments of the company for 2007, the Company has approved dividends payments in excess of 50% of net profit after income tax. This has affected the exercise price and exercise ratio of warrants to purchase the Company's ordinary shares, which were offered to directors and employees of the Company (ESOP), as stated in the Prospectus. The ESOP warrant holders' rights shall not be decreased.

The Company, therefore, will allot additional shares to be reserved for the new exercise ratio of ESOP adequately.

9. Action plan after the Board of Directors of the Company passed a resolution approving the capital increase or allotment of new shares:

| Date | Actions |
|-------------------|--|
| February 19, 2008 | Board of Director's Meeting has resolved to allot additional shares for supporting the exercise of the warrants to purchase the ordinary shares and notified the Stock Exchange of Thailand. |
| March 20, 2008 | Close the shareholder register book for suspension of share transfer for the right to attend the Annual General Meeting of Shareholders for 2008 |
| April 10, 2008 | The holding of the Annual General Meeting of Shareholder for 2008 |

The Company hereby certifies that the information contained in this report form is true and complete in all respects.

Signed _____ *-Signed-* _____ authorized director
(Mr. Somprasong Boonyachai)
Director

Signed _____ *-Signed-* _____ authorized director
(Mr. Vikrom Sriprataks)
Director


Definition of Independent Director of Advanced Info Service Plc.

An Independent Director is a qualified individual and possesses an independency according to the Company's Corporate Governance Policy established by the Board, and the criteria established by the Stock Exchange of Thailand, which have been defined more restrictively than the criteria established by the Stock Exchange of Thailand. An Independent Director must:

1. hold shares of not more than 0.5% of the paid-up capital of the Company, affiliates, connected companies or related companies. Such shares shall include those held by related persons.
2. have no participation in management of the Company, an affiliate, a connected company, a related company or a major shareholder of the Company, and not an employee, an officer or a consultant earning a monthly salary from the Company, a connected company, a related company or a major shareholder of the Company.
3. be director who has no direct or indirect interest in terms of finance and management of the company, an affiliate, a connected company, a related company or a major shareholder of the Company, or a director having had no direct or indirect interest as stated earlier for a period of one year preceding nomination as an Independent Director, except in the case where the Board of Directors, after deliberate consideration, is of the opinion that such previous interest does not affect performance and capacity to express independent opinions.
4. be a director who is not a related person to or a close relative of management or a major shareholder of the Company.
5. not be nominated to protect the interests of director, a major shareholder, or any shareholder who is related to major shareholder.
6. be able to perform duties, or express opinions or reports as assigned by the Board of Directors without any influence from executives or major shareholders including related persons or close relatives of such persons.


The Information of Independent Director

Advanced Info Service Plc.

| | | | |
|---------------------------------|---|--|---|
| Name | Mr. Aviruth Wongbuddhapitak | |  |
| Age (year) | 60 | | |
| Address | 414 Shinawatra Tower 1, Phahon Yothin Rd., Samsen Nai, Phayathai, Bangkok 10400 | | |
| Position | Director, Chairman of the Audit Committee, Independent Director and Member of the Remuneration Committee | | |
| Highest Education | Master Degree in Business Administration, New York University, USA | | |
| Governance Training of IOD | DCP : Director Certification Program 8/2001 | | |
| Working Experiences | 2007 - Present | Chairman of the Board of Director, Marble Co., Ltd. | |
| | 2006 - Present | Chairman of the Audit Committee and Independent Director, Advanced Info Service Plc. Veteran, Investment Management Sub-Committee, Government Pension Fund Advisor, Siam Cement Plc. | |
| | 2003 - Present | Director and Member of the Executive Director, Thai Plastic and Chemicals Plc. Director and Member of the Executive Director, CPB Equity Co., Ltd. Director, CPB Property Co., Ltd. | |
| | 2001 - Present | Director and Chairman of the Board of Director, IT One Co., Ltd. | |
| | 1995 - Present | Director and Chairman of the Executive Director, Deves Insurance Plc. | |
| | 2003 - 2005 | President, Cementhai Property Plc. | |
| | 1995 - 2003 | Vice President & CFO, Siam Cement Plc. | |
| | 1990 - 1995 | President, TileCera Inc., USA | |
| | 1980 - 1990 | Managing Director of Thai Ceramics, Sanitary Wares & Ceramic Tiles, COTTO | |
| | 1977 - 1980 | Finance Manager of Siam Kraft Co., Ltd. | |
| | 1969 - 1977 | Finance & Accounting Officer, Siam Cement Group | |
| Illegal Record in past 10 years | - None - | | |
| Relationship with Management | - None - | | |
| Conflict of Interest | - None - | | |

The Information of Independent Director

Advanced Info Service Plc.

| | | | |
|---------------------------------|--|--|---|
| Name | Mrs. Tasanee Manorot | |  |
| Age (year) | 63 | | |
| Address | 414 Shinawatra Tower 1, Phahon Yothin Rd., Samsen Nai, Phayathai, Bangkok 10400 | | |
| Position | Director, Member of the Audit Committee and Independent Director | | |
| Highest Education | Bachelor Degree in Commerce and Accountancy, Chulalongkorn University | | |
| Governance Training of IOD | Advanced Management Program, Harvard Business School. USA. DCP : Director Certification Program 32/2003 | | |
| Working Experiences | 2006 - Present | Director and Member of the Audit Committee, Advanced Info Service Plc. | |
| | 2002 - 2005 | Senior Executive Vice President, TOT Corporation Plc. | |
| | 2001 - 2005 | Director, Advanced Info Service Plc. | |
| | 2000 - 2002 | Senior Executive Vice President, Telephone Organization of Thailand | |
| | 1999 - 2000 | Executive Vice President, Telephone Organization of Thailand | |
| | 1996 - 1999 | Vice President of Finance Department, Telephone Organization of Thailand | |
| Illegal Record in past 10 years | - None - | | |
| Relationship with Management | - None - | | |
| Conflict of Interest | - None - | | |

The Information of Independent Director

Advanced Info Service Plc.

| | | | |
|---------------------------------|--|---|---|
| Name | Mr. Surasak Vajasit | |  |
| Age (year) | 55 | | |
| Address | 414 Shinawatra Tower 1, Phahon Yothin Rd., Samsen Nai, Phayathai, Bangkok 10400 | | |
| Position | Director, Member of the Audit Committee and Independent Director | | |
| Highest Education | Barrister-at-law, Lincoln's Inn | | |
| Governance Training of IOD | DAP : Director Accreditation Program 29/2004 | | |
| Working Experiences | 2006 - Present | Director and Member of the Audit Committee, Advanced Info Service Plc. | |
| | 2005 - Present | Partner, Hunton & Williams (Thailand) Limited | |
| | 1997 - Present | Director, Thai Tollow and Oil Company Limited | |
| | 2004 - 2006 | Director and Independent Director, Shin Corporation Plc. | |
| | 2004 - 2005 | Director, Coudert Brothers Company Limited | |
| | 1981 - 1988 | Judge The Buri Ram, Phetchabun and Bangkok Province Course | |
| Illegal Record in past 10 years | - None - | | |
| Relationship with Management | - None - | | |
| Conflict of Interest | - None - | | |

Company's Articles of Association concerning the Shareholders Meeting

1. Closing of Share Registration Book

Article 15 In the course of 21 days prior to each meeting of the shareholders, the Company may suspend the registration of share and notify the shareholders in advance by placing the notice at the head office and its branch office not less than 14 days before the date commencing the suspension of share transfer.

2. Rule and procedure to elect the Board of Directors

Article 17 The meeting of shareholders shall elect the Board of Directors in accordance with the rules and procedures as follows:

- (1) every shareholder shall have one vote for each share of which he is the holder;
- (2) each shareholder may exercise all the votes he has under the (1) above to elect one or several director(s). In the event of electing several directors, he may not allot his votes to each unequally.
- (3) the persons receiving the highest votes in their respective order of the votes shall be elected as directors at the number equal to the number of directors required at that time. In the event of an equality of votes among the persons elected in order of respective high numbers of votes, which number exceeds the required number of directors of the Company at that time, the chairman of the meeting shall be entitled to a second or casting vote.

3. Calling of Shareholders Meeting

Article 30 The Board of Directors shall arrange for an Annual General Meeting of Shareholders within 4 months from the last day of the fiscal year of the Company.

The meeting of shareholders other than that in the first paragraph shall be called the Extraordinary General Meetings of Shareholders.

The Board of Directors may summon an Extraordinary General Meeting of Shareholders whenever the Board thinks appropriate. The shareholders holding shares altogether at not less than one-fifth of the total number of shares sold or not less than 25 shareholders holding shares altogether at not less than one-tenth of the total number of shares sold may submit their names in a letter requesting the Board of Directors to summon an Extraordinary General Meeting of Shareholders at any time but they shall give express reasons for such request in the said letter. In such case, the Board of Directors shall arrange for the meeting of shareholders to be held within one month from the date of receipt of such request from the shareholders.

Article 31 In summoning for any meeting of shareholders, the Board of Directors shall send notice of the meeting specifying the place, date, time, agenda of the meeting and the subject matter to be submitted to the meeting together with reasonable details and shall deliver the same to the shareholders and the Registrar for reference not less than 7 days prior to the meeting. Besides, the notice of the meeting shall also be announced in a newspaper for not less than three days before the meeting.

4. The Quorum

Article 32 The meeting of shareholders must be attended by not less than 25 shareholders or proxy (if any) or not less than a half of total number of shareholders holding an aggregate number of shares not less than one-third of all shares sold in number to constitute a quorum.

In the event at any meeting of shareholders, after one hour from the time fixed for the meeting commencement, the number of shareholders present is still not enough to form a quorum as required, if such meeting of shareholders was requested for by the shareholders, such meeting shall be revoked. If such meeting of shareholders was not called for by the shareholders, the meeting shall be called for again and in the latter case notice of the meeting shall be delivered to shareholders not less than 7 days before the meeting. In the subsequent meeting no quorum is required.

5. Granting Proxy

Article 33 At a meeting of shareholders, shareholders may appoint any other person who is sui juris as proxy present and voting on his behalf. The proxy form must be dated and signed by the principal and according to the form as prescribed by the Registrar.

The proxy form must submitted to the Chairman of the Board or other person designated by the Chairman of the Board at the meeting venue before the proxy attending the meeting.

6. Voting

Article 34. The resolution of the meeting of shareholders shall be supported by the following votes:

(1) in a normal case, by the majority vote of the shareholders who attend the meeting and have the right to vote. In case of an equality of vote, the chairman of the meeting shall be entitled to a casting vote.

(2) in the following cases, by a vote of not less than three-fourths of the total number of shareholders present at the meeting and entitled to vote:

- a the sale or transfer of whole or essential parts of business of the Company to other persons.
- b the purchase or acceptance of transfer of businesses of other companies or private companies to the Company's own.
- c entering into, amending or terminating the contract relating to the leasing out of business of the Company in whole or in essential parts; the assignment to anyone else to manage the businesses of the Company or the amalgamation of the businesses with other persons with an objective to share profit and loss.
- d amendment of the Memorandum of Association or Articles of Association of the Company.
- e increase or decrease of the capital of the Company or the issuance of debentures.
- f the amalgamation or liquidation of the Company.

Notes on documents and evidence identifying shareholders and proxies eligible to register, attend and vote at the Meeting

The Company shall convene the 2008 Annual General Meeting of Shareholders on April 10, 2008 at 10.00 hours at Auditorium, 9th Floor, Shinawatra 3, 1010 Viphavadee-Rangsit Road, Chatuchak, Bangkok 10900. In this connection, the Company shall proceed with a Barcode system so as to promote transparency, fairness and benefits for shareholders. The Company considers appropriate to impose procedures on review of documents and evidence identifying shareholders and proxies eligible to register, attend and vote at the Meeting as follows:

1. Proxy Form

The Department of Business Development, the Ministry of Commerce issued a notification re: Prescription of a Proxy Form (No. 5) B.E. 2550; the Company has therefore prepared a proxy form for shareholders who cannot attend the Meeting. A proxy may be any independent director.

1.1 The Company attaches to the Notice a Proxy Form B. which prescribes certain particulars.

1.2 In the event shareholders wish to apply a Proxy Form A. being a simple proxy form, or Proxy Form C. for foreign investors appointing custodians as depositary, both Forms can be downloaded from the Company Website www.investorrelations.ais.co.th. In all cases, please produce the Proxy Form B. on which a Barcode is affixed on the date of Meeting.

Shareholders may apply either Form A or B while foreign investors appointing custodians as depositary in Thailand can select Form A, B or C.

2. Documents to be produced prior to the Meeting

Person

1. Personal attendance: ID Card, Civil Servant Card, or Driving License supported by any documents in case of change thereto; please produce the Proxy Form B as well.

2. Proxy:

- any Proxy Form duly filled in and signed by shareholder and proxy;
- copies of ID Card, Civil Servant or Driving License duly certified by shareholder and proxy;
- copy of ID Card, Civil Servant or Driving License duly certified by proxy at point of registration.

In the event shareholder wishes to apply Proxy Form A, please also produce Proxy Form A on which a Barcode has been affixed on the date of the Meeting.

Juristic Entity

1. Personal attendance by director

- any Proxy Form duly filled in and signed by shareholder and proxy;
- copy of a company certificate duly certified by authorized director(s) containing particulars that director(s) attending the Meeting is(are) duly authorized;
- copy(ies) of ID Card or others issued by competent authorities duly certified by such director(s).

In the event shareholder wishes to apply Proxy Form A, please also produce Proxy Form B on which a Barcode has been affixed on the date of the Meeting.

2. Proxy:

- any Proxy Form duly filled in and signed by authorized director(s) of shareholder and proxy;
- copy of a company certificate duly certified by authorized director(s) containing particulars that director(s) affixing signature(s) on the Proxy Form is(are) duly authorized;
- copy(ies) of ID Card or others issued by competent authorities to director(s) who is(are) director(s) duly certified by him/her/them;
- copies of ID Card or others issued by competent authorities to proxy duly certified together with originals thereof at point of registration.

In the event shareholder wishes to apply Proxy Form A, please also produce Proxy Form B on which a Barcode has been affixed on the date of the Meeting.

3. Custodian appointed as depositary by foreign investors

3.1 documents as under juristic entity 1 and 2 shall be prepared;

3.2 in the event custodian has been authorized to sign on proxy, the following documents shall be produced:

- a power of attorney appointing such custodian to sign on proxy;
- a confirmation letter that signatory has been licensed to engage in custodian business.

In the event shareholder wishes to apply Proxy A or C, please also produce Proxy Form B on which a Barcode has been affixed on the date of the Meeting. If an original document is not made in English, please attach the English translation duly certified by director(s) of such juristic entity.

3. Registration

The Company shall proceed with registration not less than two hours prior to the Meeting or from 08.00 hours, Thursday, April 10, 2008 at the venue with a map attached to the Notice.

4. Casting Votes Criteria

General agenda

1. A vote in each agenda shall be one share one vote. Shareholders shall only vote for: agree, disagree or abstain while splitting of votes is not allowed, except in the case of custodian.

2. Proxy:
 - 2.1 Proxy shall cast a vote only as specified in the Proxy; non-compliance shall not constitute a valid vote by shareholders.
 - 2.2 In the event no instruction has been specified, or instruction is not clear on the Proxy on each agenda, or the Meeting considers or votes on any issue other than those specified on the Proxy, or there would be any amendment to or change in facts, then proxy shall have discretion to consider and vote as appropriate.

Director agenda

According to Article 17 of the Company's Articles of Association, the Meeting of shareholders shall elect directors in accordance with the rules and procedures as follows:

1. Every shareholder shall have one vote for each share of which he is the holder;
2. Each shareholder may exercise all the votes he has under 1. above to elect one or several director(s). In the event of electing several directors, he may not allot his votes to each unequally.
3. The persons receiving the highest votes in their respective order of the votes shall be elected as directors at the number equal to the number of directors required at that time. In the event of an equality of votes among the persons elected in order of respective high numbers of votes, which number exceeds the required number of directors of the Company at that time, the Chairman of the Meeting shall be entitled to a second or casting vote.

5. Procedures on Casting Votes

Chairman of the Meeting or officer shall explain casting vote: one share per one vote under the following procedures:

- 5.1 Chairman shall ask the Meeting to cast vote on each agenda as to agreement, disagreement or abstention. A vote shall be cast by shareholder or proxy on one opinion only (except in case of custodian by which Proxy allows).
- 5.2 Votes shall be counted only by shareholders who disagree or abstain from votes as specified in the ballots distributed by officers of the Company at time of registration so that such ballots shall be summed up and deducted from all votes by shareholders attending the Meeting, and that the remainder counted as agreement on such agenda.

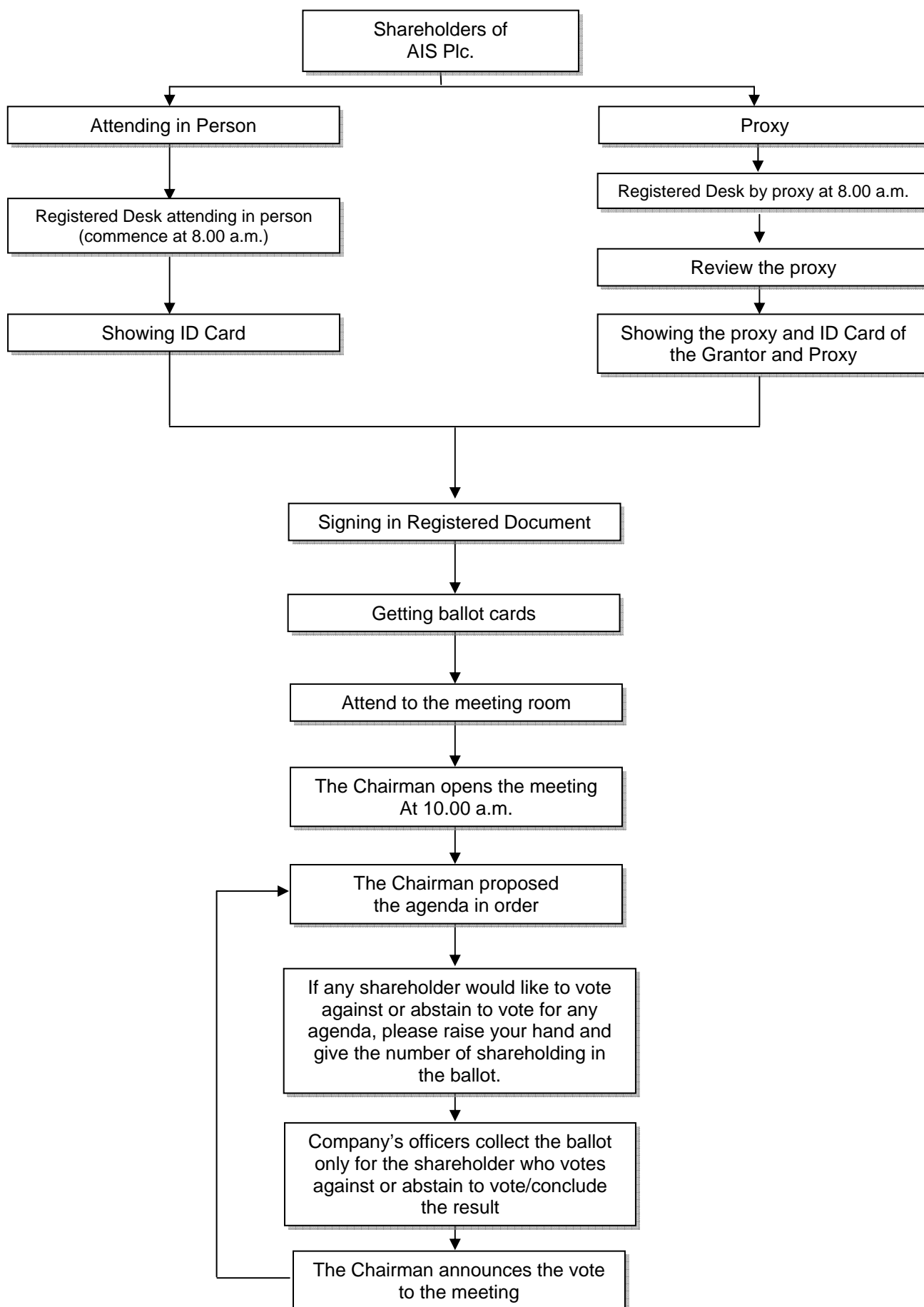
6. Counting and Announcing the Votes

Officers of the Company shall count and sum up votes on each agenda based on a Barcode duly affixed on the ballots received and marked with disagreement or abstention, as the case may be, then deduct same from all votes by shareholders attending the Meeting. Results shall be announced for each agenda.

Procedures for attending of 2008 Annual General Meeting of Shareholders

Advanced Info Service Public Company Limited

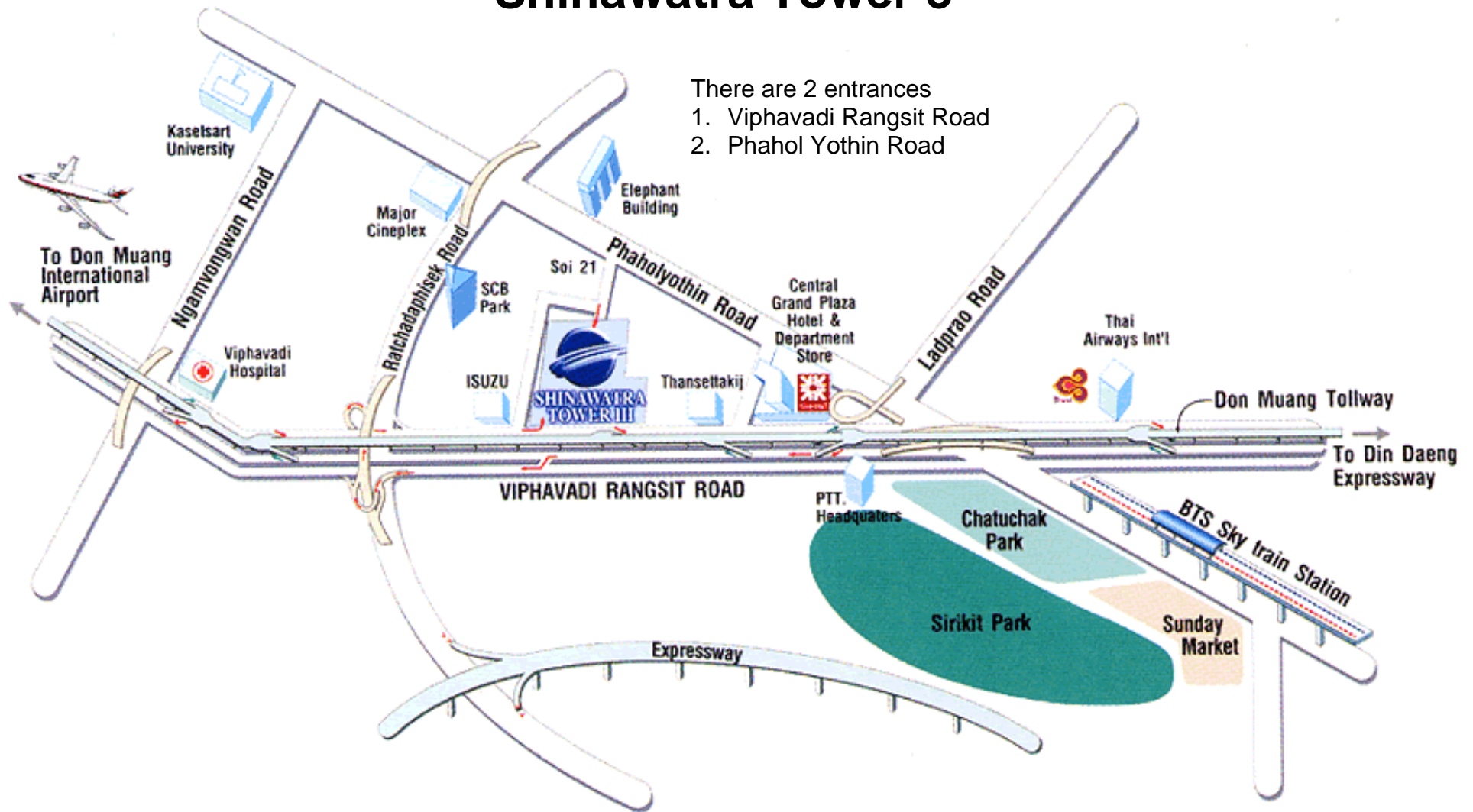
On April 10, 2008



*** Please return to the Company's officers the ballot for every agenda when the meeting be completed.**

Shinawatra Tower 3

There are 2 entrances
1. Viphavadi Rangsit Road
2. Phahol Yothin Road



Auditorium Room, 9th Floor, Shinawatra Tower 3
1010 Viphavadi Rangsit Road, Jatujak, Bangkok
Tel. 02-949-2000

Viphavadi Rangsit Road : Bus no. 3, 29, 52 Air condition bus no. 10, 29
Phahol Yothin Road : Bus no. 27, 39, 59 Air condition bus no. 39