



**Invitation Letter to
Annual General Meeting of Shareholders
For 2011**

Advanced Info Service Public Company Limited

On 31 March 2011

At 10.00 Hours

At World Ballroom, 23rd Floor,
Centara Grand & Bangkok Convention Centre at CentralWorld,
999/99 Rama 1 Road, Pathumwan, Bangkok 10330

In order to enhance efficient registration process, please bring along the proxy to the Meeting



Registration No. 0107535000265
(Formerly Bor Mor Jor 59)

CPS 055 / 2011

25 February 2011

Subject : Notice of the 2011 Annual General Meeting of Shareholders

To : Shareholders,
Advanced Info Service Public Company Limited

- Attachment:
1. A copy of Minutes of the 2010 Annual General Meeting of Shareholders held on 8 April 2010;
 2. Annual Report in which Balance Sheets, Statement of Income and Statement of Cash Flow for fiscal year ended 31 December 2010 as well as dividend policy and details of dividend payment are also attached;
 3. Information on Revolving Line for Issuing and Offering Debentures;
 4. Preliminary information on the retiring directors being proposed for re-appointment;
 5. 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 (<http://investor.ais.co.th>));
 6. Definition and Information of the Independent Directors;
 7. The Company's Articles of Association relating to the General Meeting of Shareholders;
 8. Notes on documents and evidence identifying shareholders or proxies eligible to register, attend and vote at the meeting;
 9. Procedures for attending 2011 Annual General Meeting of Shareholders; and
 10. Map of the Meeting's venue.

Whereas, the Board of Directors of Advanced Info Service Public Company Limited (the "Company") No. 2/2010 held on 11 February 2011 has passed a resolution to convene the 2011 Annual General Meeting of Shareholders on Thursday, 31 March 2011 at 10.00 hours at the Centara Grand & Bangkok Convention Centre at CentralWorld at World Ballroom 23th Floor 999/99 Rama 1 Road, Pathumwan, Bangkok 10330 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 2010 Annual General Meeting of Shareholders held on 8 April 2010**

Objective and Rationale: The 2010 Annual General Meeting of Shareholders had been held on 8 April 2010 and the Minutes thereof was prepared and submitted to the Stock Exchange of Thailand, the Ministry of Commerce and published on the Company's website (<http://investor.ais.co.th>) within 14 days as prescribed by law.
(Attachment 1)

Board of Directors' Opinion: The Minutes of 2010 Annual General Meeting of Shareholders held on 8 April 2010 was correctly stated and recommended to be proposed to shareholders for certification. A copy of the said Minutes is attached in *Attachment 1*.

Resolution required: a majority vote of shareholders attending and eligible to vote.

Agenda 3**To acknowledge the results of operation for 2010**

Objective and Rationale: A summary of the Company's performance and material changes in 2010 is prepared by the Board of Directors and shown in the Attachment 2.

Board of Directors' Opinion: The Board recommends the Meeting to acknowledge the Company's results of operations, which have been prepared and shown in the Annual Report. Financial highlights of the year 2010 can be summarized as follows:

Consolidated financial statements

In Million Baht	2010	2009	Variance	Percentage
Assets	97,457	125,026	(27,568)	(22.05%)
Liabilities	55,978	53,215	2,763	5.20%
Revenue	111,280	102,452	8,828	8.62%
Net Profit	20,547	17,055	3,492	20.48%
Net Profit per Share (Baht)	6.93	5.76	1.17	20.31%

Resolution required: As this agenda is for information to shareholders; therefore, a vote is not required.

Agenda 4**To approve the balance sheet, statement of income and statement of cash flow for fiscal year ended 31 December 2010**

Objective and Rationale: In compliance with the Public Company Act, B.E. 2535 the Company shall prepare the balance sheet as well as the statement of income at the end of fiscal year of the Company, which were audited and certified by the Company's auditor and submitted to the shareholders for approval.

Audit Committee's opinion: The Audit Committee concluded that the financial statements accurately depicted the Company's financial status and operating results. Furthermore, it was determined that the financial statements were in accordance with generally accepted accounting principles whereby the external auditor had expressed an unqualified opinion, and were adequately and timely disclosed for the benefit of shareholders, investors, and users of such statements for the purposes of making investment decisions.

Board of Directors' Opinion: the said balance sheet, statement of income and statement of cash flow for the fiscal year 2010 as audited and certified by the auditor of KPMG Phoomchai Audit Ltd., and duly reviewed by the Audit Committee were recommended to be proposed to shareholders for approval. (Attachment 2)

Resolution required: a majority vote of shareholders attending and eligible to vote.

Agenda 5**To approve the dividend payment for the fiscal year 2010**

Objective and Rationale: The Company has adopted a policy to pay dividends to shareholders not less than 100% of net profit after tax as reported in the consolidated financial statement. Dividend payment will depend on the Company's operating performance, financial status, cash flow and investment obligation of the Company and subsidiaries including any necessity and suitability in the future. In 2010, the Company had a net profit on its consolidated financial statement of Baht 20,547 million. Therefore, the Company considered appropriate to declare a dividend payment at the rate of Baht 6.92 per share, of which Baht 3.00 per share was paid as an interim dividend on 3 September 2010. The dividend for 2010 remains at Baht 3.92 per share.

However, the said dividend does not include a special dividend of Baht 6.00 per share payable on 3 December 2010.

Therefore, total dividend payment is approximately Baht 38,363 million. In compliance with the Public Company Act, B.E. 2535 the dividends payment are subject to shareholders' approval.

Dividend Tax Credit

The Company pays an annual dividend at a rate of Baht 6.92 Baht per share of which Baht 3.00 per share was paid as an interim dividend on 3 September 2010, while the remaining amount of Baht 3.92 per share will be paid out of retained earnings taxed at a rate of 30%.

The Book Closing and Dividend Payment Dates

The share registration book closing date to determine the right to receive dividends will be on 8 April 2011 and the dividend payment date will be on 26 April 2011. For more details of dividend policy, please refer to (Attachment 2).

Details of Dividend Payment

According to Public Limited Company Act, B.E. 2535 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	2010 (Proposed year)	2009
1. Net Profit (Baht)	20,547,444,550	17,055,365,616
2. Share Amount		
2.1 Amount of Share for Interim Dividend	2,967,388,159 shares	2,963,291,301 shares
2.2 Amount of Share for Annual Dividend	2,970,305,966 shares* (approximately)	2,966,418,300 shares
2.3 Amount of Shares for Special Dividend	2,969,569,173 shares	2,966,418,300 shares
3. Total Dividend Payment (Baht per Share)	12.92	11.30
3.1 Interim Dividend (Baht per Share)	3.00	3.00
3.2 Annual Dividend (Baht per Share)	3.92	3.30
3.3 Special Dividend (Baht per Share)	6.00	5.00
4. Total Dividend Amount (Baht)	38,363,178,901.72 (approximately)	33,511,145,793.00
5. Dividend Payout Ratio	186.71%	196.48%

* Total shares as of 2 February 2011. The actual numbers shall be confirmed on the book closing date to determine the right to receive dividend on 26 April 2011.

Board of Directors' Opinion : The Board recommends the Meeting to consider and approve the distribution of annual dividend for the fiscal year 2010 at the rate of Baht 6.92 per share, according to the Company's dividend policy on payment of dividend of not less than 100% of its net profit. The Company paid an interim dividend at the rate of Baht 3.00 per share, thus the dividend for the year 2010 remains at Baht 3.92 per share.

Resolution required: a majority vote of shareholders attending and eligible to vote.

Agenda 6

To approve the revolving line for issuing and offering debentures of not more than THB 20,000,000,000 (Baht Twenty Billion)

Objective and Rationale:

The Company would like to prepare a financing source for its working capital and repay the matured debts including network investment. Issuing debentures is an essential financial source which carries attractive cost of fund. In addition, this debenture issuance is to provide the Company flexibility and additional alternatives of financing. Therefore, the Company would like to propose to the Annual General Meeting of Shareholders to approve the revolving line for issuing and offering debentures of not more than THB20,000,000,000 (Baht Twenty billion)

Board of Directors' Opinion:

The Board recommends the meeting of shareholders to approve the revolving line for issuing and offering debentures of not more than THB20,000,000,000 (Baht Twenty billion) (excluding the outstanding debentures as of 31 December 2010 of THB19,500,000,000 (Baht Nineteen thousand five hundred million)). The debentures may be issued and offered in Thailand and/or outside Thailand to public and/or institutional investors and/or specific investors and/or company employees (either in whole or in part). The debentures may be pre-allocated, conditionally allocated or preferentially allotted for offer to each type of investors, amount may be allotted as appropriate, in the same set or several sets, at the same time or several times in accordance with the relevant rules and regulations of the Office of the Securities and Exchange Commission. (Please refer for more details of debentures in *Attachment 3*)

Resolution required:

An affirmative vote of not less than three-fourth of the total number of shareholders attending and eligible to vote.

Agenda 7

To approve the re-appointments of retiring directors

Objective and Rationale: In compliance with the Public Company Act B.E. 2535 and Clause 18 of the Company's Articles of Association, at the Annual General Meeting of Shareholders, one-thirds of directors shall be retired by rotation but they can be re-appointed. In the Company's 2011 Annual General Meeting of Shareholders, 4 directors who will be retired by rotation and are recommended to be re-appointed are:

- | | |
|----------------------------|---|
| 1. Dr. Paiboon Limpaphayom | Chairman of the Board of Directors,
Independent Director |
| 2. Mr. Vikrom Sriprataks | Vice Chairman of the Executive
Committee |
| 3. Mr. Ng Ching Wah | Director |
| 4. Dr. Arnon Tubtieng | Director |

The Company would like to inform that during November 2010 – January 2011, in accordance with the principle of good corporate policy relating to the promoting of shareholders' right, the Company had invited its shareholders to propose agenda at the 2011 Annual General Meeting of Shareholders and to nominate qualified persons to be elected as the Company's director in advance. However, there were no shareholders who proposed a qualified nominee to be elected as the Company's director.

Board of Directors' Opinion: The Board, excluding those having conflicts of interest, considers the qualifications of retiring directors and agrees with the recommendation by the Nomination and Corporate Governance Committee that all 4 retiring directors have the qualifications pursuant to the Public Company Act B.E. 2535 and their respective expertise and experience related to the Company operation. Therefore, the said 4 directors who are retired by rotation should be re-appointed for another term.

Curricula vitae of the nominated directors, numbers of shares held in the Company, position as director of managerial level in the listed company and other businesses and numbers of board meetings in 2010 are shown in the Attachment 4.

However, on 11 February 2011, Dr. Arnon Tubtieng tendered his resignation as a director. In this regard, the Company shall reserve this position for which the Company shall nominate and approve appointment of a qualified and experienced person to fill the vacancy accordingly.

Resolution required: a majority vote of shareholders attending and eligible to vote.

Agenda 8

To approve the directors' remuneration for 2011

Objective and Rationale: In compliance with the Public Company Act B.E. 2535, the General Meeting of Shareholders shall approve the remuneration for the Board of Directors.

Board of Directors' 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, in 2011 the total budget for the directors' remuneration shall not exceed Baht 13,500,000 (Baht Thirteen Million and Five Hundred Thousand) inclusive of monetary remuneration i.e. monthly retainer fee, attendance fee and annual remuneration should be allocated. This amount is the same amount as in 2010. In 2010, the shareholders had approved the directors' remuneration of not exceeding Baht 13,500,000 and total payment was Baht 13,225,000.

Policy on Directors Remuneration for the Year 2010

Director	Monetary Remuneration for 2010 (Baht)		
	Monthly Retainer Fee	Meeting Allowance	Annual Remuneration
Board			
Chairman	200,000	x	✓
Member	50,000	25,000	✓
Audit Committee			
Chairman	25,000	25,000	✓
Member	x	25,000	✓
Nomination and Corporate Governance Committee			
Chairman	10,000	25,000	✓
Member	x	25,000	✓
Remuneration Committee			
Chairman	10,000	25,000	✓
Member	x	25,000	✓
Executive Committee			
Chairman	10,000	25,000	✓
Member	x	25,000	✓

Notes:

- 1) Directors who are executives / employees of the Company / shareholders shall not be entitled to receive such remuneration.
- 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.

Resolution required: an affirmative vote of not less than two-thirds of the total number of shareholders attending.

Agenda 9

To approve the appointment of the Company's auditors and determine the auditors' remuneration for the year 2011

Objective and Rationale: In Compliance with the Public Company Act B.E. 2535, the General Meeting of Shareholders shall approve the appointment of, and fix a fee for the Company's auditor.

Audit Committee's opinion: The Audit Committee took into consideration the nomination and appointment of the external auditor and the annual audit fee for 2011. This process entailed assessing of the current external auditor for its independence, performance from the year 2010, knowledge, competency, experience in the telecommunications industry, supporting units of the audit firm, and also the competitiveness of the audit fee.

The Audit Committee concluded that the external auditors from KPMG Phoomchai Audit Ltd. acted independently and demonstrated a sufficient degree of knowledge and experience required for the purposes of conducting the Company's external audit with a competitive audit fee. The Audit Committee subsequently proposed that the same external auditor, KPMG Phoomchai Audit Ltd., be appointed as the official certified public accountant of the Company for 2011.

Board of Directors' Opinion: the Board agrees with the Audit Committee to select KPMG Phoomchai Audit Ltd. to be the Company's auditor for the fourth year and recommends the Meeting to approve the appointment of the auditors as follows;

Name of auditors:

1. Mr. Supot Singhasaneh Registration No. 2826
(Never signed the Company's audited financial statements)

2. Mr. Winid Silamongkol Registration No. 3378
(Has signed as the Company's auditor in the Company's audited financial statements for 3 years since 2008)

3. Ms. Somboon Supsriripinyo Registration No. 3731
(Never signed the Company's audited financial statements)

4. Mr. Charoen Phosamritlert Registration No. 4068
(Never signed the Company's audited financial statements)

Any of the above auditors can conduct the audit and express an opinion on the Company's financial statements. In the event that none of these auditors is available, KPMG Phoomchai Audit Ltd. is authorized to delegate another one of KPMG Phoomchai Audit Ltd. to conduct the audit. The audit fee and the quarterly review fee of the Company in 2011 is recommended at Baht 3,912,000. This amount excludes the non-audit fee, which the Company will pay based on the actual amount, and the audit fee and the quarterly review fee of subsidiaries in 2011 in the budget approximately Baht 4,885,000.

Comparison of Audit Fee for 2011 (Proposed year) and 2010

	Year 2011 (Proposed year)	Year 2010
Audit fee and quarterly review fee of the Company	Baht 3,912,000	Baht 3,932,000
Decreased	Baht 20,000 or 0.51%	

- In 2010, the Company incurred non-audit fee of Baht 20,000.

KPMG Phoomchai Audit Ltd. and the four auditors mentioned above are completely independent from the Company and have no relation / interest with the Company / subsidiaries / executives / major shareholders or connected persons; as evidenced by their report on securities holding submitted to the Company.

KPMG Phoomchai Audi Ltd. is also appointed to be the external auditor of subsidiaries for year 2011.

Resolution required: a majority vote of shareholders attending and eligible to vote.

Agenda 10 To acknowledge reports on the disputes which have arisen and actions which have been taken by the Board of Directors and management with respect to amendments to the Contract Permitting Mobile Phone Services (the “Concession Contract”) between the Company and TOT Public Company Limited; including to concur with such actions and to approve authorization for the Company to initiate, or defend legal actions and/or negotiate, make a compromise with respect to this matter for the benefits of the Company as the Board of Directors deems appropriate.

Objective and Rationale: The Company received letters from TOT Public Company Limited to demand for payment and performance under the Concession Contract which is critical and might affect the Company negatively and materially.

Board of Directors’ Opinion: It is appropriate that shareholders be reported on progress and background in details rather than from media only; in addition, as further actions to be taken under the situation and facts in a very limited period shall affect the Company, either positively or negatively, shareholders shall have confidence in and authorize the Board of Directors to take further actions for the benefits of the Company as it deems appropriate.

Resolution required: a majority vote of shareholders attending and eligible to vote.

Agenda 11 To consider other matters (if any)

The Record Date on which the shareholders have the right to attend and vote in the Company’s 2011 Annual General Meeting of Shareholders will be on 25 February 2011, and the share registration book closing date for gathering shareholders’ name under the Article 225 of the Securities and Exchange Act B.E. 2535 will be on 28 February 2011.

Should shareholders have any questions concerning the agenda items that may require clarification from our directors or management at the meeting, please submit your questions in advance to the email address companysecretary@ais.co.th or facsimile: +662 299-5108.

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.

You are kindly requested to submit the completed Proxy Form to the Company by Wednesday, 30 March 2011 to the below address:

Company Secretary Office
Advanced Info Service Plc.
414 Shinawatra Tower 1, 21st Floor
Phaholyothin Road, Samsen Nai, Phayathai
Bangkok, 10400
Thailand

For your convenience, shareholders and/or proxies should produce such proxy together with other supporting documents for proper registration. The Company will facilitate in affixing the stamp duty when registering to attend the Meeting.

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

A handwritten signature in black ink, appearing to read 'Somprasong Boonyachai', with a long horizontal stroke extending to the right.

Mr. Somprasong Boonyachai
Vice-Chairman of the Board of Directors

(Translation)

Minutes of the Annual General Meeting of Shareholders for the Year 2010
of
Advanced Info Service Public Company Limited
Held on Wednesday, 8 April 2010 at 10.00 Hrs.
At the Auditorium, 9th Floor Shinawatra Tower III
1010 Vibhavadee Rangsit Road, Chatuchak, Bangkok.

There were 1,427 shareholders present in person and by proxy altogether holding 2,464,201,878 shares from the total of 2,965,898,587 shares equivalent to 83.08 percent of the total number of shares sold.

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

1. To cast vote in each agenda, one share shall have one vote;
2. 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).
3. As regards Agenda 6 re-election of retired directors, all votes shall be cast by every shareholder by using ballots specifying name of shareholder / proxy, number of shares held regardless whether each shareholder agrees, disagrees or abstains the vote; therefore, there will be 3 separate casts of votes for each director.

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

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

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

Directors:

- | | |
|--------------------------------|--|
| 1. Dr. Paiboon Limpaphayom | Chairman of the Board of Directors and Independent Director |
| 2. Mr. Somprasong Boonyachai | Vice-Chairman of the Board of Directors |
| 3. Mr. Aviruth Wongbuddhapitak | Chairman of Audit Committee, Member of Remuneration Committee, and Independent Director |
| 4. Mrs. Tasanee Manorot | Member of Audit Committee, and Independent Director |
| 5. Mr. Surasak Vajasit | Member of Audit Committee, Member of Nomination and Corporate Governance Committee, and Independent Director |
| 6. Mr. Suphadej Poonpipat | Director |
| 7. Mr. Yeo Eng Choon | Director |

8. Mr. Vikrom Sriprataks	Director and Vice-Chairman of the Executive Committee
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Directors Apology:

1. Mr. Allen Lew Yoong Keong	Director and Chairman of the Executive Committee
2. Mr. Ng Ching-Wah	Director
3. Dr. Arnon Tubtiang	Director

Executives:

1. Mr. Wichian Mektrakarn	Chief Executive Officer (CEO)
2. Mr. Pong-amorn Nimpoonsawat	Chief Finance Officer (CFO)

Auditor:

Mr. Winid Silamongkol	KPMG Phoomchai Audit Ltd.
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Legal Counsel:

Ms. Yaowarote Klinboon	Weerawong, Chinnavat & Peangpanor Ltd.
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Mr. Somprasong Boonyachai informed the Meeting that this 2010 Annual General Meeting of Shareholders was convened pursuant to the resolution of the Board of Directors' Meeting No. 2/2010 held on 12 February 2010 to consider the matters as specified in the Notice of Invitation Letter to Shareholders. The Record Date on which shareholders have rights to attend and vote in the Annual General Meeting of Shareholders was on 17 March 2010 and the share registration book for gathering Shareholders' names under the Section 225 of the Securities and Exchange Act. (No.4) B.E. 2551 was on 18 March 2010.

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 32 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.

1) Chairman informed the Meeting that today he had a matter to inform which was about consequences of the Judgment of the Supreme Court Criminal Division for Person Holding Political Position in the Case of former Prime Minister, rendered on 26 February 2010. Such judgment had mentioned to the Company in some cases, which the Company would explain to shareholders today but would like to explain in Agenda 10: Other Matters. Today, the Company had invited Mr. Weerawong Chittmitrapap, legal counsel from Weerawong, Chinnavat & Peangpanor Ltd. to express his legal opinion.

2) Chairman reported in order to be in compliance with good corporate governance as regards general meeting and rights of minority shareholders, the Company had notified the Stock Exchange of Thailand and posted notice on the Company website during November 2009 until January 2010 that shareholders were welcome to propose additional agenda and nominate persons to be elected as directors of the Company for consideration by the Board of Directors in advance. However, there was no such proposal submitted to the Company.

2. To certify the Minutes of the 2009 Annual General Meeting of Shareholders, held on 8 April 2009.

Chairman requested the Meeting to consider and certify the Minutes of the 2009 Annual General Meeting of Shareholders, held on 8 April 2009 as per details in a copy, which had already been distributed to shareholders together with the Notice of Invitation Letter to Shareholders.

Since there was no shareholder raising any question, the Chairman, then, proposed the Meeting to cast their votes. This agenda required a majority vote of shareholders attending and eligible to vote.

After due consideration, the Meeting

RESOLVED THAT The Minutes of the 2009 Annual General Meeting of Shareholders, held on 8 April 2009 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	2,529,378,400	99.85
2. Disagreed	0	0.00
3. Abstained	3,739,902	0.15
Total	2,533,118,302	100.00

3. To consider and certify the results of operation for 2009.

Chairman requested Mr. Vikrom Sriprataks, Director and Vice-Chairman of the Executive Committee, to report the Meeting on summary of operations for the year 2009 as follows:

- AIS is the largest mobile operator with revenue market share of approximately 52%.
- Network coverage : more than 97% of populated area
- As at end of 2009, AIS had total subscribers of 28.8 million, a 5.5% growth from 2008, or 1.5 million net additions.
- In 2009, service revenues excluding interconnection charge (IC) declined 2% y-o-y from economic weakness. Voice revenues, IR and IDD dropped while data revenues grew significantly from sales of Net SIM, Air Card and BlackBerry.
- The Company had EBITDA of over Baht 45 billion and EBITDA margin increased to 45% in 2009 from 42% in 2008 as a result of effective cost control policy.
- Cash OPEX dropped 6% from Prepaid Refill on Mobile (ROM). At present, total e-top up represents 65% of total refill transaction.
- Free cash flow increased 28% y-o-y to Baht 30,998 million from efficient cost and capex management.
- In 2009, total capital expenditure was Baht 9.9 billion.

Strong data growth from mobile internet

- In 2009, data revenue contributed 17% of service revenue excluding interconnection charge (IC), increased from 13% in 2008.
- Mobile social networking trend boosted data user penetration.
- 100,000 BlackBerry subscribers reflected successful launch to mass market.

- Smart phones, more content variety, and well-responded portal help support momentum.

Network Innovation:

- Green network to preserve energy and reduce global warming.
Several types of alternative energies are:
 1. Solar-Power Base Station
 2. Wind-Power Radio Base Station
 3. Bio-diesel Base Station
 4. Low-Power Mobile Telephone Exchange

Service Innovation:

- **GSM e-Statement:** an online e-service for customers who love to use online services. Customers can change package, check balance and promotion via internet.
- **AIS Call Center 1185:** First time in Thailand with Speech Recognition technology on Call Center Service. Customers can order services with their own voices.
- **AIS Call Center Entertainment *888**
- **International Voice SMS:** Customers can leave voice message at international numbers around the world with a flat rate of Baht 9 per message.

Corporate Social Responsibility (CSR)

The Company is committed to take part in developing the sustainable well-being of Thai society, with its responsibilities to all stakeholders, the society and the environment. Examples of CSR activities are:

- **Sarn Rak Kon Keng Hua Jai Krang** features advertorial in television to inspire idea of Thai society member on awareness of love and warm of family members through series “ Sarn Rak Kon Keng Hua Jai Krang” The stories are about Thai youths who face family problems and lack educational funding while making effort to excel in their studies. AIS provides educational scholarship until Bachelor Degree. Over the past 9 years, more than 400 students are under this project and 39 have received the Bachelor degree.
- **AIS Call Center for disabilities:** During the previous 3 years, AIS opened call center for blind & deaf people.
- **AIS Water Shortage Relief Project (2006-2009):** Over the previous 4 years, AIS has delivered 10,000 water tanks to over 800,000 households.
- **Raising the Social Awareness Among AIS Employee:** The Company initiated project to build awareness of its employees to be good citizens and assist the society through several activities which emphasized to promote helpful and friendly mind, to become the giver and create benefit for community and society.

Awards of Pride in 2009

- FinanceAsia – awarded AIS as the top Thai company in area of best managed company, best investor relations, best committed to a dividend policy. AIS was also ranked number 2 for the best Corporate Social Responsibility and ranked number 5 for the best Corporate Governance.
- Finance & Banking – awarded AIS as The Outstanding Company 2009.
- The Wall Street Journal Asia – awarded AIS as the Most Innovative Thai Company among Asia top 200 companies.
- AIS received a Plaque of Appreciation in recognition for its support of career path promotion for the disabled at the International Day Extravaganza 2009 organized by **Life Quality and Social Promotion Committee**, Thai Chamber of Commerce and Thai Business Capital Assembly.

Shareholders raised the following questions:

- Mr. Choke Boonjitpradubsin
Shareholder: How much declining tourists affect to roaming revenues?
- Vice-Chairman of the
Executive Committee: Declining tourists had little impact to the Company's roaming revenues. For more details, CFO please elaborated to shareholders.
- CFO: Roaming revenues in 2009 dropped 23% from that of 2008 or Baht 900 million.
- Mr. Ritthichai Yuucharoenporn
Shareholder: 1) Please explain how AIS expanded non-voice market as voice market was close to a saturation point.

2) As refer to some newspapers, the Company could be classified as foreigner. Would it be a risk for not getting 3G license?
- Chairman: CEO please responses the query.
- CEO: 1) I would like to clarify that voice market was not in a declining trend; however, it might not grow much in the future. For non-voice revenues, there were still a lot growth opportunities. The Company had launched several promotions to support the using of mobile internet with BlackBerry or smartphone through GPRS. This made mobile internet revenue increased up to 30% year-on-year in 2009.

2) The Company remained Thai; therefore, it had right and was qualified to bid 3G license in all respects.
- Shareholder: 1) What was the Company's market share during the previous 3 years? How much the Company loss of its market share?
2) What would be the Company's risks in the next 3 years?
- CEO: Based on the subscriber market shares during the past 3 years, the Company's subscriber market shares were dropping. However, the method of subscribers counting by each operator was different and there was no regulator specified the counting rule. Therefore, it could be concluded that the numbers of subscribers announced in the market were "Claimed numbers". In such case, the Company would like shareholders to focus on revenue market shares instead, which reflected the Company's position in the market. In 2009, AIS remained the number one in Thai telecommunication industry with its revenue market share of 52%.

Chairman:

I would like to answer question number 2 as follows:

The Company placed a high priority over a risk management and effective internal control. The Company established a Risk Management Committee and had the Chairman of Executive Committee as a Chairman. Such Risk Management Committee was responsible to identify the Company's risks, delegated responsibilities to all related executives, and monitored and supervised actions closely. The related parties would have to report to the Risk Management Committee on a regular basis to ensure that the Company had covered all possible risks up to a level that we called "beyond unreasonable doubt."

As this Agenda was for information to shareholders; therefore, there was no cast of votes.

4. To approve the Balance Sheet, Statement of Income and statement of Cash Flow for fiscal year ended 31 December 2009.

Chairman requested Mr. Vikrom Sriprataks, Director and Vice-Chairman of the Executive Committee, to report the Meeting.

Mr. Vikrom Sriprataks proposed the Meeting to consider and approve the balance sheets, Statement of income and statement of cash flow for fiscal year ended 31 December 2009 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.

Balance sheet as at 31 December (Baht million)	2009	2008
Current assets	33,571	26,896
Property, plant and equipment and assets under the Agreements for operation	69,715	81,189
Total assets	125,026	128,081
Total borrowings and debentures*	35,624	34,328
Total liabilities	53,215	54,646
Shareholders' equity	71,811	73,436
Total liabilities and shareholders' equity	125,026	128,081

*Included swap contract

Statement of Income (Baht million)	2009	2008	Variance (%)
Total revenues	102,452	110,792	(7.5)
Total cost	(66,316)	(72,039)	(7.9)
Gross Profit	36,136	38,753	(6.8)
Selling & Administrative expenses	(10,134)	(11,054)	(8.3)
Operating profit	26,002	27,699	(6.1)
Other revenue	687	2,564	(73.2)
Income tax	(7,419)	(8,381)	(11.5)
Net profit	17,005	16,409	3.9

Statement of Cash Flow (Baht Million)	2009	2008
Net cash provided by operating activities	40,913	36,803
Net cash used in investment activities	(12,592)	(12,335)
Net proceeds from loans from financial institutions	1,363	3,891
Dividend payment	(18,709)	(18,681)
Net cash used in other financing	(1,714)	(1,419)
Net increase (decrease) in cash	9,261	8,259

Cash and cash equivalents, beginning of the year	15,009	6,822
Effect of exchange rate on foreign currencies	(9)	(71)
Cash and cash equivalents at the end of the year	24,261	15,009

Shareholders raised the following queries:

Shareholder: It looked like shareholders were poorer. I would like to know what approximate amount of bonus to employees were last year.

Chairman: Before CFO explained a detail of bonus, I would like to clarify a reason of declining of retained earning. In 2009, the retained earning dropped because the Company paid dividends to shareholders in a large amount.

CFO: In 2009, administrative expenses declined year-on-year (y-o-y), while staff expenses dropped 6% y-o-y from 2008, reflected that the Company had successfully controlled expenses in every aspect including staff expenses and bonus.

Shareholder: I would like to know the percentage of bonus as we should know how the Company returned benefits to shareholders, employees and customers.

Chairman: Did CFO have a figure of percentage of bonus to dividends?

CFO: In 2008, bonus expenses were approximately Baht 1,000 million. In 2009, bonus expenses declined to approximately Baht 688 million. If we compared bonus to a dividend payment of approximately Baht 18,500 million, bonus would represent 3.7% of the dividend to shareholders.

Since there was no shareholder raising further question, Chairman, then, proposed the Meeting to cast their votes. This agenda required a majority vote of shareholders attending and eligible to vote.

After due consideration, the Meeting

RESOLVED THAT The Balance Sheets, Statement of Income, and Statement of Cash Flow for fiscal year ended 31 December 2009 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	2,527,329,200	99.71
2. Disagreed	0	0.00
3. Abstained	7,224,602	0.29
Total	2,534,553,802	100.00

5. To approve dividend payment for the fiscal year 2009 and additional dividend.

Chairman requested Mr. Vikrom Sriprataks, Director and Vice-Chairman of Executive Committee, to report the Meeting.

Mr. Vikrom Sriprataks presented to the Meeting as follows:

- In 2009, net profit was Baht 17,055 million.
- In 2009, net cash provided by operating activities was Baht 40,913 million
- Total equity as at end of 2009 was Baht 46,146 million (after paying interim dividend of Baht 3.00 per share)
- Total cash and cash equivalent as at end of 2009 was Baht 24,261 million

The share registration book closing date to determine the right to receive dividends will be on 20 April 2010 and the dividend payment date will be on 30 April 2010.

Therefore, the Company considered appropriate to declare a dividend payment at the rate of Baht 6.30 per share, of which Baht 3.00 per share was paid as an interim dividend on 10 September 2009. The dividend for the second half operating result of 2009 remains Baht 3.30 per share.

In addition, the Company proposed to pay an additional dividend of Baht 5.00 per share due to excess liquidity and no major investment plan is expected in the near future. In compliance with the Public Company Act, B.E. 2535 the dividends payment are subject to shareholders' approval.

Shareholders raised the following queries:

Mr. Anuphoj Thanapornsirikul, Right Protection Volunteer, Thai Investors Association
Shareholder: Did a dividend payment in a large amount will affect to a preparation of 3G bidding? Could you explain how the company projects revenues growth if 3G comes in the future?

Chairman: Before the Company approved a dividend payment this time, the Management had studied in greater details and assessed situations carefully before proposing to the Board of Directors for review. The Board of Directors had reviewed and considered all possible choices and found that a dividend payment was a practical way and would not cause a negative impact in a future. Therefore, the Company confirmed that AIS was always ready for 3G bidding. However, as other factors always changed, the Company could not provide the figures of estimated revenues at the Meeting today.

Mr. Ritthichai Yuucharoenporn
Shareholder: If the Company had to bid 3G license, how could it fund the bidding?

Chairman: The Company had strong balance sheet with solid Debt to Equity ratio. Therefore, the Company could easily find the financing source.

The Board of Directors, excluding those having conflicts of interest, considered the qualifications of retiring directors and agreed with the recommendation by the Nomination and Corporate Governance Committee that all 3 retiring directors had the qualifications pursuant to the Public Company Act B.E. 2535 and their respective expertise and experience related to the Company operation. Therefore, the said 3 directors who are retired by rotation should be re-appointed for another term. Details of age, shares held, and educational qualifications, working experience, attendance record of the Board of Directors and Committees as well as contribution by each of directors are as attached to the Meeting documents delivered to shareholders.

Since there was no shareholder raising any question, Chairman, then, proposed the Meeting to cast their votes, and requested each shareholder to use ballot no matter whether shareholder agrees, disagrees or abstains the vote, for each director.

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	2,526,151,023	99.53
2. Disagreed	11,908,777	0.47
3. Abstained	125,802	0.00
Total	2,538,185,602	100.00

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	2,282,475,823	89.93
2. Disagreed	230,870,877	9.10
3. Abstained	24,838,902	0.98
Total	2,538,185,602	100.00

After due consideration, the Meeting

RESOLVED THAT Mr. Yeo Eng Choon, 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	2,523,490,223	99.42
2. Disagreed	14,550,077	0.57
3. Abstained	145,302	0.01
Total	2,538,185,602	100.00

7. To approve the directors' remuneration for 2010.

Chairman requested Mr. Vikrom Sriprataks, Director and Vice-Chairman of the Executive Committee, to report the Meeting.

Mr. Vikrom Sriprataks stated that 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, in 2010 the total budget for the directors' remuneration shall not exceed Baht 13,500,000 (Baht Thirteen Million and Five Hundred Thousand) inclusive of monetary remuneration i.e. monthly retainer fee, attendance fee and annual remuneration should be allocated. This amount is the same amount as proposed in 2009.

Policy on Remuneration for Directors for the Year 2010

Director	Monetary Remuneration for 2010 (Baht)		
	Monthly Retainer Fee	Attendance Fee	Annual Remuneration
Board of Directors			
Chairman	200,000	x	✓
Member	50,000	25,000	✓
Audit Committee			
Chairman	25,000	25,000	✓
Member	x	25,000	✓
Nomination and Corporate Governance Committee			
Chairman	10,000	25,000	✓
Member	x	25,000	✓
Remuneration Committee			
Chairman	10,000	25,000	✓
Member	x	25,000	✓

Executive Committee			
Chairman	10,000	25,000	✓
Member	x	25,000	✓

- Notes:**
- 1) Directors who are executives / employees of the Company / shareholders shall not be entitled to receive such remuneration.
 - 2) Chairman of the Board is not entitled to an additional monthly retainer or attendance fee if he or she chairs any of the sub-committees.

Shareholders raised the following query:

Ms.Vipha Suwanich
Shareholder:

Please explain how the Company determines directors' remuneration. Did it set as a percentage to the Company's net profit?

Chairman:

Determination of remuneration for directors has been based upon statistical data of listed companies of similar size in comparison of 10 companies, and responsibilities of directors. A general overview has shown that directors' remuneration proposed by the Company was on an average of average weighted salaries of those 10 companies. Therefore, the Board of Directors has considered this proposal and deemed fair and appropriate, even though the Company did not identify the directors' remuneration as a percentage of the Company's net profit.

Since there was no shareholder raising further 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 2010 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	2,513,702,173	99.04
2. Disagreed	20,695,927	0.82
3. Abstained	3,787,502	0.15
Total	2,538,185,602	100.00

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

8. To approve the appointment of the Company's auditors and determine a fee for 2010.

Chairman requested Mr. Vikrom Sriprataks, Director and Vice-Chairman of the Executive Committee, to report the Meeting.

Mr. Vikrom Sriprataks 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 2010, thus proposed the Meeting to consider appointing the Company's auditors from KPMG Phoomchai Audit Ltd namely:

Mr. Supot Singhasaneh	Registration No. 2826
Mr. Winid Silamongkol	Registration No. 3378
Ms. Somboon Suprsiripinyo	Registration No. 3731
Mr. Charoen Phosamritlert	Registration No. 4068

Any of the above auditors can conduct the audit and express an opinion on the Company's financial statements. In the event that none of these auditors is available, KPMG Phoomchai Audit Ltd. is authorized to delegate another one of KPMG Phoomchai Audit Ltd. to conduct the audit. The audit fee and the quarterly review fee of the Company in 2010 is recommended at Baht 3,932,000. This amount excludes the non-audit fee, which the Company will pay based on the actual amount, and the audit fee and the quarterly review fee of subsidiaries in 2010 in the budget approximately Baht 5,625,000.

KPMG Phoomchai Audit Ltd. and the four auditors mentioned above are completely independent from the Company and have no relation / interest with the Company / subsidiaries / executives / major shareholders or connected persons; as evidenced by their report on securities holding submitted to the Company.

This agenda required a majority vote of shareholders attending and eligible to vote.

After due consideration, the Meeting

RESOLVED THAT The appointment 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	2,534,346,200	99.85
2. Disagreed	118,000	0.00
3. Abstained	3,721,402	0.15
Total	2,538,185,602	100.00

9. To approve the allotment of the additional ordinary shares, reserved for exercising the right in pursuance with the ESOP warrants to conform to the terms and conditions of the Prospectus.

Chairman requested Mr. Vikrom Sriprataks, Director and Vice-Chairman of the Executive Committee, to report the Meeting.

Mr. Vikrom Sriprataks stated that The Company made payments of dividend in 2009 at a rate exceeding 50 percent of net profit, this thus fell under conditions prescribed in the Prospectus of the ESOP clause 2.6 (v); 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. Therefore, the Company recommends the Meeting to approve an allotment of 2,000,000 ordinary shares at par value of Baht 1 out of unallotted 2,008,543,609 shares at par value of Baht 1 to executives and employees in ESOP program pursuant to adjustment of right as prescribed in the Prospectus, as per details attached to the Notice of Invitation Letter to shareholders.

Shareholders raised the following query:

Shareholder: How much ESOP represented to the Company's total shares?

CFO: ESOP warrants that the Company proposed this time represented 0.07% of the Company's total shares. However, total ESOP outstanding accounted for 0.58% of total shares. Please be informed that ESOP Grant 4 totaling 10.5 million shares will expire in May 2010 and ESOP Grant 5 totaling 6.7 million shares will expire in May 2011.

Since there was no shareholder raising further 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 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 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	2,413,941,714	95.10
2. Disagreed	120,467,974	4.75
3. Abstained	3,805,902	0.15
Total	2,538,215,590	100.00

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

10. To consider other matters (if any).

Chairman summarized the Judgment of the Supreme Court Criminal Division for Person Holding Political Position in the Case regarding the Seizure of the Assets of Pol. Lt. Col. Thaksin Shinnawatra (the "Judgment") rendered on 26 February 2010 that such Judgment shall not bind the Company ("AIS") and in particular AIS was not a party to the

case. However, AIS was mentioned in the Judgment in three cases; excise tax, reduction of prepaid revenue share and a permission to use a roaming. The Judgment did not consider a result, validity or invalidity of laws, or a Cabinet resolution in the past. Such Judgment limited on an issue that part of assets of the former Prime Minister had derived from an abusing of his authority. On the Judgment, it mentioned to the Company in 3 cases as follows:

1) Excise tax:

The Company deducted some part of excise tax from revenue sharing to pay to Excise Department pursuant to the resolution of the Cabinet on 11 February 2003. Therefore, the Company had correctly and completely complied with the resolution of the Cabinet as was the same standard practice of the telecommunication business industry. In addition, the amount remitted to two state agencies: TOT Plc. (TOT) and Excise Department were the same, and Thai country received the same, not lesser amount in any aspect.

2) Reduction of prepaid revenue shares:

As TOT viewed that there was an intense competition in a mobile industry, TOT thus reduced an access charge to Total Access Communication Plc. (“DTAC”). Therefore, TOT reduced prepaid revenue share to AIS so that the Company could compete in the market respectively, with a condition that such reduction shall be passed as a tariff reduction to customers. This agreement was a bilateral agreement between the Company and TOT. The result was that a mobile tariff was lower, and the Company could generate higher service revenues. Such higher service revenues were subject to higher revenue shares to TOT. In addition, when there were increasing numbers of subscribers, the Company had to expand its network coverage to cover to all customers. All networks were accordingly TOT’s assets as prescribed on the Cellular Mobile Telephone Service Agreement (the “Agreement”). Therefore, we could summarize that a beneficiary in this case was TOT, who received higher revenue shares and larger networks.

3) The permission to use a roaming

In this case shareholders please understand the word “Roaming”. Roaming does not mean a network rental as shown on the newspaper. Roaming is a technology that allows one operator to use network (roam) of another operators. It is similar to have 2 operators providing services to 1 customer. Therefore, revenues are subject to both operators. In fact, each operator, in particular AIS, wish to build sufficient networks to cover to all customers in order to generate revenues. However, network investment is an engineering job, which required statistics for demand calculation. Please note that an engineering calculation will get an overall picture, which means in practice there will be few usages in some areas and high usages in another area. For example: during traffic jam, raining, and etc. When a network capacity is full, some subscribers may not be able to use a mobile phone. If operator has roaming, subscribers can use their mobiles by roaming the services with other operators. This could generate additional revenues to both operators. For revenues, they shall be allocated between 2 operators. Revenues shall be allocated to operator no. 1 first, and the rest will be allocated to operator no. 2. After that, the revenues to operator no. 2 will be subject to revenue shares. This method of charge is an international practice and is used in various countries globally. Therefore, roaming charge to another operator is not a rental charge, but a revenue sharing between operators. TOT understood all these facts and agreed that if there was no roaming service, TOT would not have increasing revenues. On the contrary, roaming services will generate higher revenues to TOT. Therefore, TOT approved an amendment of the Agreement later on. The Company, therefore, would like to clarify that it had complied with the Agreement and had never breached the Agreement in any aspects.

Shareholders raised the following queries:

Shareholder: Has the Company estimated possible loss at present and in the future? If yes, how much will be the loss?

Chairman: Should there be any complaint / lawsuit to the Company, they cannot force the Company immediately. At present, there was only one case that became a legal dispute, which was a case of Excise Tax. This case was during an Arbitration Panel in which TOT calculated an amount that the Company deducted a revenue share to pay as excise tax to Excise Department pursuant to the resolution of the Cabinet. The Company would like to explain that this was the same standard practice of the telecommunication business industry. For the amount of damage, TOT asked for approximately Baht 31,000 million.

Mr. Weerawong Chittmittrapap

Legal Counsel: I would like to explain in legal term that a person can be pleaded guilty in 2 cases:

- 1) He violates the law and causes others damage
- 2) He breaches a contract and causes others damage

In AIS's case, the person who would like to file a lawsuit against the Company had to prove whether the Company violated the law or breached a contract and how much the damages were. Please note that such damages shall not be an estimated amount.

If we considered the Judgment, we would find that the Judgment mentioned only the former Prime Minister had concealed his assets and abused his authority. Therefore, the issues that mentioned to AIS; either excise tax or an amendment of the Agreement, did not contain statements that results of the abusing of his authority caused the validation or invalidation of the law, or damages to the Agreement. In summary, all parties had to comply with the Agreement, which bind all parties all the time. Should there be any damages; a party shall prove how much the damage is. The Company is of an opinion that it is not appropriate to conclude anything at present. According to the Agreement between AIS and TOT, should there be any argument; a party shall bring an issue to an arbitration process. Next step is to go to the Court, which are Court of First Instance and the Supreme Court.

Mr. Woraphot Boonyasiri

Shareholder: Please estimate how long will the case last?

Mr. Weerawong Chittmittrapap
Legal Counsel:

For the Excise Tax case, which is during the Arbitration process, it is expected to final around the end of 2010 to beginning of 2011. As I informed to shareholders, if a party did not agree with the Arbitration judgment, they could bring the case to court. The court process could take approximately 5 years. This is estimated from a general case.

Shareholder:

As of March 2010, Did AIS still pay an excise tax?

Chairman:

No. This was due to government of the former Prime Minister Surayud Chulanont reduction in excise tax to zero and did not allow operators to deduct such amount from revenue shares.

Shareholder:

I would like to ask Mr. Yeo Eng Choon whether a political situation in Thailand affected to a holding or reducing investment decision of SingTel in AIS or not?

Mr. Yeo Eng Choon
Director:

I am afraid I am not in a position to answer this question as an investment decision is decided by the SingTel's Board of Directors. However, from the SingTel management perspective, we remain confident to Thai market.

Since there was no shareholder raising further question, Chairman then thanked all attendees and declared the Meeting adjourned.

The Meeting was adjourned at 12.45 Hrs.

After the Meeting commenced at 10.00 hours, there were additional shareholders registering in person and by proxy, thus the total number was 1,769 holding 2,538,215,590 shares or 85.58 percent of the total number of shares sold.

Signed _____-Signature-_____ Chairman of the Meeting
(Paiboon Limpaphayom, Ph.D)

Signed _____-Signature-_____ Vice-Chairman proceeding the Meeting
(Mr. Somprasong Boonyachai)

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

Dividend Policy

Company aims to pay dividend at least 100% of net profit. Historically, the Company has been paying over 100% during the past four years. In the near future, the industry is going through some structural changes, which will be clearer once the 3G license, if any, and the change in status of the present contracts with TOT/CAT gain more visibility. In the meantime, the company intends to maintain flexibility to preserve long-term growth potential.

Company aims to pay dividend to shareholders twice a year. The first dividend payment shall be paid as an interim dividend, which will be distributed from the operating results of the first half period of the year, subjected to the Board of Directors resolution and shall be reported to the shareholders at the next shareholders meeting. The second dividend payment shall be paid as an annual dividend, which will be distributed from the operating results of the second half period of the year, subjected to shareholders approval.

Each subsidiary shall consider its dividend payment based upon its operating results, financial conditions, and other factors.

The annual and interim dividend payments could be subjected to change, depending on cash flow and investment plan including any other future obligations of Company and subsidiaries. Such dividend payment shall not exceed the retained earnings in the Company Financial Statement nor adversely affect the Company and subsidiaries ongoing operations.

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	2010 (Proposed year)	2009
1. Net Profit (Baht)	20,547,444,550	17,055,365,616
2. Share Amount		
2.1 Amount of Share for Interim Dividend	2,967,388,159 Shares	2,963,291,301 Shares
2.2 Amount of Share for Annual Dividend	2,970,305,966 Shares* (approximately)	2,966,418,300 Shares
2.3 Amount of Share for Special Dividend	2,969,569,173 Shares	2,966,418,300 Shares
3. Total Dividend Payment (Baht per Share)	12.92	11.30
3.1 Interim Dividend (Baht per Share)	3.00	3.00
3.2 Annual Dividend (Baht per Share)	3.92	3.30
3.3 Special Dividend (Baht per Share)	6.00	5.00
4. Total Dividend Amount (Baht)	38,363,178,901.72 (approximately)	33,511,145,793.00
5. Dividend Payout Ratio	186.71%	196.46%

* Total shares as of 2 February 2011. The actual numbers shall be confirmed on the book closing date to determine the right to receive dividend on 8 April 2011.

Revolving line for issuing and offering debentures

Total Amount:	Not exceeding THB20,000,000,000 or equivalent in other currencies (excluding the outstanding debentures as of 31 December 2010 of THB19,500,000,000).
Offering:	The debentures may be offered in Thailand and/or outside Thailand to public and/or institutional investors and/or specific investors and/or Company employees (either in whole or in part). The debentures may be pre-allocated, conditionally allocated or preferentially allotted for offer to each type of investors, amount may be allotted as appropriate, in the same set or several sets, at the same time or several times in accordance with the relevant notifications of the Office of the Securities and Exchange Commission.
Revolving Basis:	In case the debentures that were issued under this revolving line have been redeemed or repurchased, the Company could issue additional debentures to replace them.
Authority:	To empower the Board of Directors ("Attorney") to be the authorized person to proceed with the issuing and offering debentures and to perform other acts relating to the issuing and offering of debentures (including (without limitation) to structure, determine and specify the type and any details of the debentures, allotment mechanism, coupon setting, appointment of arranger/underwriter, registrar and/or representative of the debenture holders (if any) and the arrangement for the listing of debentures 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 debentures) that the Attorney deems necessary or desirable for the purpose of facilitating or implementing the issuing and offering of the debentures (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).


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

Name	Dr. Paiboon Limpaphayom		
Age (year)	69		
Position	Chairman of the Board of Directors, Independent Director, Chairman of the Remuneration Committee, and Chairman of the Nomination and Corporate Governance Committee		
Starting Date of Directorship	18 December 1998		
Tenure	12 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 Position in other companies	<ul style="list-style-type: none"> ▪ Listed Company - None - ▪ Non-listed company - None - ▪ Other company that conflict with the company - None - 		
Attend of meeting in 2010	<ul style="list-style-type: none"> ▪ The Board of Directors Meeting 7/7 times ▪ The Remuneration Committee Meeting 3/3 times ▪ The Nomination and Corporate Governance Committee Meeting 3/3 times ▪ The 2010 Annual General Meeting of Shareholder 1/1 time 		
Illegal Record in past 10 years	- None -		
Relationship with Management	- None -		


Having the following interests in the Company, parent company, subsidiaries, affiliates or any legal entities that have conflicts, at present or in the past 2 years

1. Being a director that take part in managing day-to-day operation, employee, or advisor who receive a regular salary or fee - No -
2. Being a professional service provider (i.e., auditor, lawyer) - No -
3. Having the significant business relations that may affect the ability to perform independently - None -

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

Name	Mr. Vikrom Sriprataks		
Age (year)	58		
Position	Director and Vice-Chairman of the Executive Committee		
Starting Date of Directorship	11 May 2007		
Tenure	3 years and 11 months		
% Shareholding	40,000 shares or 0.0014% of total shares		
Highest Education	Master Degree in Business Administration, Thammasat University		
Governance Training of IOD	- None -		
Working Experiences	2009 – Present	Vice-Chairman of Executive Committee, Advanced Info Service Plc.	
	2007 - Present	Director, Advanced Info Service Plc. Member of the Executive Committee, Shin Corporation Plc.	
	2007 - 2009	Member of the Executive Committee and Chief Executive Officer, Advanced Info Service Plc.	
	2002 - 2009	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. 12 Companies - None - 	
Attend of meeting in 2010	<ul style="list-style-type: none"> ▪ The Board of Directors Meeting ▪ The Executive Committee Meeting ▪ The 2010 Annual General Meeting of Shareholder 	<ul style="list-style-type: none"> 7/7 times 9/10 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. Ng Ching-Wah		
Age (year)	61		
Position	Director and Member of the Executive Committee		
Starting Date of Directorship	10 April 2008		
Tenure	3 years		
% Shareholding	- None -		
Highest Education	Bachelor Degree of Art in Business Administration , Chinese University of Hong Kong		
Governance Training of IOD	- None -		
Working Experiences	2011 – Present	Director, China Digital TV Group Holding Ltd.	
	2008 – Present	Director, Advanced Info Service Plc.	
	2007 - Present	Director, ConvenientPower Hong Kong Independent non-executive director, Pacific Textiles Holdings Ltd.	
	2000 – 2007	CEO, CSL	
Director/Management Position in other companies	▪ Listed Company	- None -	
	▪ Non-listed company	- None -	
	▪ Other company that conflict with the company	- None -	
Attend of meeting in 2010	▪ The Board of Directors Meeting	5/7 times	
	▪ The Executive Committee Meeting	8/10 times	
	▪ The 2010 Annual General Meeting of Shareholder	0/1 time	
Illegal Record in past 10 years	- None -		
Relationship with Management	- None -		

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. holding shares *not* exceeding 0.5 per cent of the total number of voting rights of the Company, its parent company, subsidiary, affiliate or juristic person which may have conflicts of interest, including the shares held by related persons of the independent director;
2. *neither* being *nor* having been an executive director, employee, staff, or advisor who receives salary, or a controlling person of the Company, its parent company, subsidiary, affiliate, same-level subsidiary or juristic person who may have conflicts of interest. Audit Committee Member who shall be appointed on or after 1 July 2010 shall have ended the foregoing relationship *not* less than two years prior to the date of appointment;
3. *not* having a business relationship with the Company, its parent company, subsidiary, affiliate or juristic person who may have conflicts of interest, in the manner which may interfere with his independent judgment, and *neither* being *nor* having been a major shareholder, non-independent director or executive of any person having business relationship with the Company, its parent company, subsidiary, affiliate or juristic person who may have conflicts of interest. Audit Committee Member who shall be appointed on or after 1 July 2010 shall have ended the foregoing relationship *not* less than two years prior to the date of appointment.

The term 'business relationship' aforementioned under paragraph one includes any normal business transaction, rental or lease of immovable property, transaction relating to assets or services or grant or receipt of financial assistance through receiving or extending loans, guarantee, providing assets as collateral, including any other similar actions, which result in the Company or its counterparty being subject to indebtedness payable to the other party in the amount of three percent or more of the net tangible assets of the Company or twenty million Baht or more, whichever is lower. The amount of such indebtedness shall be calculated according to the calculation method for value of connected transactions under the Notification of the Commission of the Stock Exchange of Thailand Re: Disclosure of Information and Act of Listed Companies Concerning the Connected Transactions *mutatis mutandis*. The consideration of such indebtedness shall include indebtedness taking place during the course of one year prior to the date on which the business relationship with the person commences;


4. *not* being a person related by blood or registration under laws, such as in the manner of father, mother, spouse, sibling, and child, including spouse of the children, executives, major shareholders, controlling persons, or persons to be nominated as executive or controlling persons of the Company or its subsidiary;
5. *not* being a director who has been appointed as a representative of the Company's director, major shareholder or shareholders who are related to the Company's major shareholder;
6. *neither* being *nor* having been an auditor of the Company, its parent company, subsidiary, affiliate or juristic person who may have conflicts of interest, and *not* being a major shareholder, non-independent director, executive or partner of an audit firm which employs auditors of the Company, its parent company, subsidiary, affiliate or juristic person who may have conflicts of interest. Audit Committee Member who shall be appointed on or after 1 July 2010 shall have ended the foregoing relationship *not* less than two years prior to the date of appointment.

7. *neither* being *nor* having been any professional advisor including legal advisor or financial advisor who receives an annual service fee exceeding two million Baht from the Company, its parent company, subsidiary, affiliate or juristic person who may have conflicts of interest, and *neither* being *nor* having been a major shareholder, non-independent director, executive or partner of the professional advisor. Audit Committee Member who shall be appointed on or after 1 July 2010 shall have ended the foregoing relationship *not* less than two years prior to the date of appointment.
8. *not* being a director assigned by the Board of Directors to take part in the business decision of the Company, its parent company, subsidiary, affiliate, same-level subsidiary or juristic person who may have conflicts of interest;
9. *not* being a director of other listed companies, which are the parent company, subsidiary or same-level subsidiary.
- 10 being able to perform duties, or express opinions or reports as assigned by the Board of Directors without any characteristics which render him incapable of expressing independent opinions with regard to the Company's business affairs.


**The Information of Independent Director
Advanced Info Service Plc.**

Name	Mr. Aviruth Wongbuddhapitak	
Age (year)	62	
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 The Board's Role in Setting Effective Compensation Policy	
Working Experiences	2010 - Present Independent Director, S&P Syndicate Plc. Independent director and Member of the Audit Committee, 2009 - Present Thai Military Bank Plc. 2008 - Present Advisor, Bureau of the Crown Property 2006 - Present Chairman of the Audit Committee and Director, Advanced Info Service Plc. Advisor, Siam Cement Plc. 2003 - Present Director and Member of the Executive Director, Thai Plastic and Chemicals Plc. Director, CPB Equity Co., Ltd. Director, CPB Property Co., Ltd. 1995 - Present Director and Chairman of the Executive Director, Deves Insurance Plc. 2007 - 2009 Chairman of the Board Of Directors, Marble Co., Ltd. 2006 - 2009 Expert Member of the Board of Directors, Government Pension Fund Expert Member of Investment Committee, Government Pension Fund 2007 - 2008 Director, Thai Airways International Plc. 2005 - 2008 Assistance of Director, Bureau of the Crown Property 2001 - 2008 Chairman of the Board of Director, IT One Co., Ltd.	
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)	65		
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	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 Vajakit		
Age (year)	57		
Address	414 Shinawatra Tower 1, Phahon Yothin Rd., Samsen Nai, Phayathai, Bangkok 10400		
Position	Director, Member of the Audit Committee, Independent Director , and Member of the Nomination and Corporate Governance		
Highest Education	Bachelor Degree at Laws (Honors), London University 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 - 2008	Director, Thai Tollow and Oil Co., Ltd.	
	2004 - 2006	Director and Independent Director, Shin Corporation Plc.	
	2004 - 2005	Director, Coudert Brothers Co., Ltd.	
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 2011 Annual General Meeting of Shareholders on 31 March 2011 at 10.00 hours at World Ballroom, 23rd Floor, Centara Grand & Bangkok Convention Centre at CentralWorld, No.999/99 Rama 1 Road, Pathumwan, Bangkok. 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 <http://investor.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 8.00 hours, on 31 March 2011 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

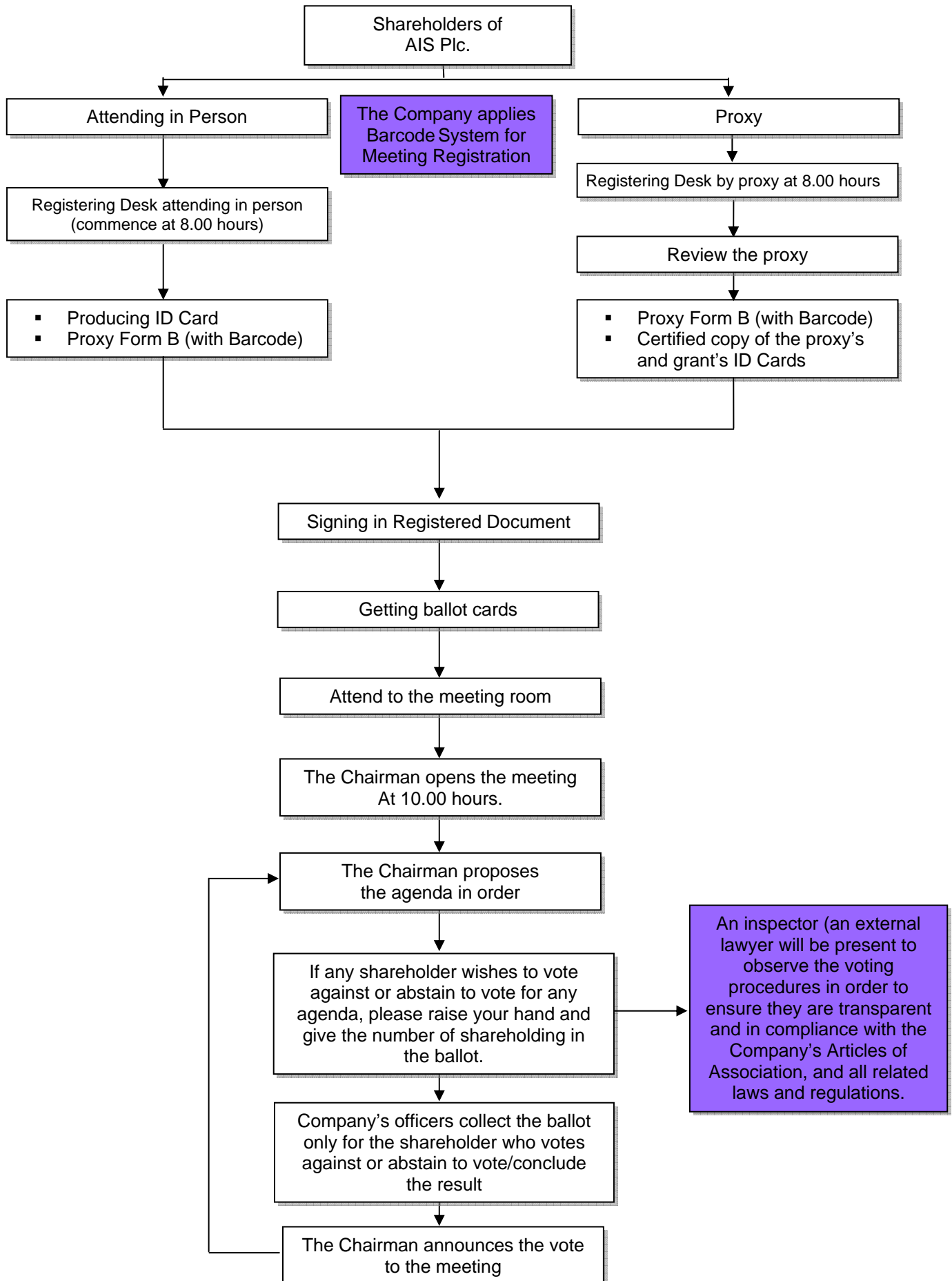
Chairman of the Meeting or officer shall explain casting vote: one share per one vote under the following procedures:

- 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 2011 Annual General Meeting of Shareholders
Advanced Info Service Public Company Limited
On 31 March 2011**



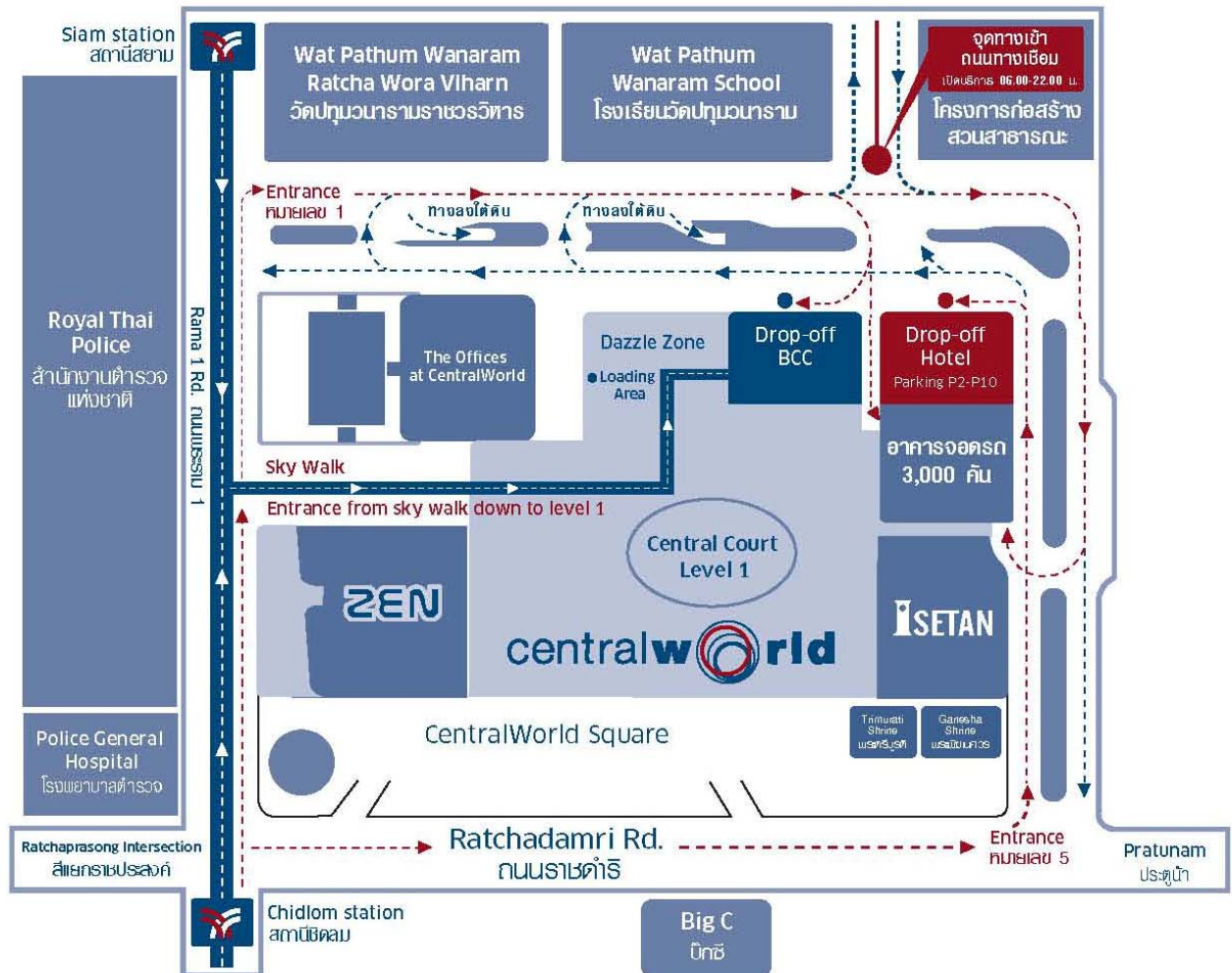
** Please return to the Company's officers the ballot for every agenda when the meeting be completed.*

MAP

Venue:

At World Ballroom, 23rd Floor, Centara Grand & Bangkok Convention Centre at CentralWorld, 999/99 Rama 1 Road, Pathumwan Sub-district, Bangkok TEL: 02-100-1234

เส้นทางเข้าสู่โรงแรมเซ็นทาราแกรนด์ และบางกอกคอนเวนชันเซ็นเตอร์ เซ็นทรัลเวิลด์ จอดรถได้ที่ชั้น P2-P10
Centara Grand & Bangkok Convention Centre at CentralWorld Parking at Floor P2-P10

**For shareholders taking BTS route (during 10.00-22.00 hrs.)**

1. From BTS Siam Station walk straight on skywalk and take the first sky link entrance to Central World complex
2. From BTS Chidlom Station, walk straight on skywalk to the second sky link entrance to CentralWorld complex. (please avoid ZEN entrance)
3. After entering the complex, walk forward and take the first escalator down to Level 1
4. Walk straight to transparent elevators (green and red elevators) at Central Court
5. Turn left to enter DAZZLE ZONE (please notice Mark&Spencer shop)
6. Take the first entrance on the right to enter Centara Grand & Bangkok Convention Lobby.

Bus Transportation

Bus No. 2, 13, 14, 15, 17, 50, 54, 73n, 74, 77, 89, 159, 164, 204

Air-conditioned Bus no. 13, 50, 73, 73kor, 76, 77, 79, 79A, 159, 174,

183, 204, 504, 505, 511, 513, 514

Air-conditioned Van no. 29, 96, 109

For shareholders taking BTS route (before 10.00 and after 22.00 hrs.)

1. From BTS Siam Station, walk straight on skywalk and take the first sky link entrance to CentralWorld complex.
2. From BTS Chidlom Station, walk straight on skywalk and take the second sky link entrance to CentralWorld complex. (please avoid ZEN entrance)
3. After entering the complex, turn left to enter The Offices Tower area and take transparent elevator to Level 1 (The Office Tower)
4. Exit the building by using entrance next to transparent elevator.
5. Turn right and walk along the road about 300 meters.
6. Centara Grand & Bangkok Convention Lobby will be on the right hand side.