



## PTT Public Company Limited

Public Company Registration No.671

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No. 500/02/410

27 August 2007

Subject: Notice of the Extraordinary General Meeting of Shareholders No. 1/2007

To : Shareholders

- Attachments:
1. Copy of the minutes of Ordinary General Meeting of Shareholders for the year 2007, held on April 30, 2007
  2. Terms and conditions of purchase of ordinary shares of The Aromatics (Thailand) Plc. from shareholders who object to the amalgamation
  3. Terms and conditions of purchase of ordinary shares of Rayong Refinery Plc. from shareholders who object to the amalgamation
  4. Record of independent directors proposed to act as proxies for shareholders
  5. Proxy Form, and Registration and Voting Form
  6. Registration procedure
  7. Articles of Association of PTT Plc. regarding shareholders meeting
  8. Definition of Independent Director
  9. Map of the meeting venue

The Board of Directors meeting of PTT Public Company Limited ("PTT") No. 7/2007, convened on July 20, 2007, has adopted a resolution to call the Extraordinary General Meeting of Shareholders No. 1/2007 on September 13, 2007 at 09.30 a.m. at the Auditorium, PTT head office, 555 Vibhavadi Rangsit Road, Chatuchak, Bangkok 10900, Thailand. The agenda is as follows:

**Agenda no. 1 :** **To approve the minutes of the Ordinary General Meeting of Shareholders for the year 2007**

PTT convened the Ordinary General Meeting of Shareholders for the year 2007 on April 30, 2007. Due notice was given and the meeting conducted in accordance with the Articles of Association and in order of the agenda stated in the notice of the meeting. Shareholders' questions and the corresponding answers as well as resolutions adopted by the shareholders were accurately and completely documented in the minutes. PTT has sent the minutes to the Stock Exchange of Thailand within 14 days and to the Ministry of Commerce as required by law, and also published the same on PTT website. The minutes of the Ordinary General Meeting of Shareholders for the year 2007 are set forth in Attachment 1.

**The Board's Opinion:** The minutes of the Ordinary General Meeting of Shareholders for the year 2007 should be approved as they were accurately prepared.

**Agenda no. 2 :** **To approve the purchase of ordinary shares from the shareholders of The Aromatics (Thailand) Plc. ("ATC") and of Rayong Refinery Plc. ("RRC") who object to the amalgamation**

The Board of Directors of ATC and of RRC respectively adopted a resolution on July 20, 2007 approving an amalgamation between ATC and RRC. Under the Public Limited Companies Act B.E. 2535 (1992) ("PLCA"), there must be certain party to purchase shares from ATC and RRC shareholders who object to the amalgamation. In this connection, PTT has proposed to purchase those shares so as to achieve the amalgamation and comply with the requirements of law.

PTT presently holds shares in ATC and RRC by approximately 49.67% and 48.75% respectively. The proposed purchase of shares by PTT from ATC and RRC shareholders who object to the amalgamation may result in PTT's shareholding in ATC and RRC to exceed 50% of shares of each company, and to exceed 50% of shares of the new company formed by operation of law as a result of the amalgamation between ATC and RRC. This may be considered as a purchase or acceptance of transfer of business of another company, which requires approval of the shareholders meeting under Section 107 of the PLCA and PTT's Articles of Association.

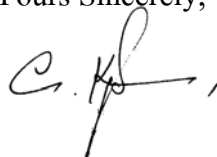
**The Board's Opinion:** The purchase of shares of ATC and RRC from ATC and RRC shareholders who object to the amalgamation, resulting in a purchase or acceptance of transfer of business of another company under Section 107 of the PLCA and PTT's Articles of Association, should be approved.

The close of share register book to suspend share transfers to determine the right to attend the meeting is scheduled to commence on August 24, 2007 at 12.00 a.m. until completion of the Extraordinary General Meeting of Shareholders No. 1/2007.

You are cordially invited to attend the Extraordinary General Meeting of Shareholders No. 1/2007 on Thursday, September 13, 2007 at 09.30 a.m. at the Auditorium, PTT head office, 555 Vibhavadi Rangsit Road, Chatuchak, Bangkok 10900, Thailand. The registration for attending the meeting will commence at 07.30 a.m. Any shareholders wishing to appoint a proxy to attend and vote at the meeting may do so using the proxy form in Attachment 5, and submit it to the Company prior to attending the meeting. A PTT independent director named in the list in Attachment 4 may also be appointed as a proxy to attend and vote at the meeting for a shareholder. Shareholders or their proxies should present the document in Attachment 5 for registration on the date of the meeting. PTT will conduct the meeting in accordance with its Articles of Association per Attachment 7.

In order to obtain the full benefit from the meeting and to protect your own interest, should you have any queries requiring PTT to provide explanations on the agenda, please direct your questions in advance to [corporatesecretary@pttplc.com](mailto:corporatesecretary@pttplc.com) or by fax No. 0 2537 3887.

Yours Sincerely,



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