

Ref. EW 01/5663

26th January 2007

Dear President , The Stock Exchange of Thailand

Subject: Resolution of the 2006 Annual General Shareholders' Meeting.

Eastern Water Resources Development and Management Public Company Limited held the 2006 Annual General Shareholders' Meeting on 26 January 2007, at 14.00 hours, at the Tulip room, Rama Gardens Hotel, as mentioned in the invitation letter. The quorum for the Shareholders' Meeting consisted of 60 shareholders attending the meeting representing 1,118,994,625 shares or 84.51% of all paid-up ordinary shares. The Shareholders had considered and made the resolutions as follows:

1. To adopt the Minutes of the 2005 Annual General Shareholders' Meeting.

Resolution: Upon a motion duly made, seconded and carried, the minutes was adopted by

approval	1,118,994,625	votes, or	100.00 %
disapproval	-	votes, or	0.00 %
abstention	-	votes, or	0.00 %

2. To consider the Board of Directors' report on the 2006 Company's Performance.

Resolution: Upon a motion duly made, seconded and carried, the report was acknowledged by

approval	1,118,994,625	votes, or	100.00 %
disapproval	-	votes, or	0.00 %
abstention	-	votes, or	0.00 %

3. To acknowledge the report of the Audit Committee for the year 2006.

Resolution : Upon a motion duly made, seconded and carried, the report was acknowledged by

approval	1,118,994,625	votes, or	100.00 %
disapproval	-	votes, or	0.00 %
abstention	-	votes, or	0.00 %

4. To consider and approve the Balance Sheet and Income Statements for the year ended 30 September 2006.

Resolution: Upon a motion duly made, seconded and carried, the Balance Sheet and Income Statements for the year ended 30 September 2006, which have been audited by the Auditor, were approved as below:

approval	1,118,994,625	votes, or	100.00 %
disapproval	-	votes, or	0.00 %
abstention	-	votes, or	0.00 %

5. To consider and approve the appropriation annual profit allocation.

Resolution: Upon a motion duly made, seconded and carried, it was resolved that the 2006 net profit was appropriated as the legal reserve of Baht 166,500,000 according to the Public Company Act B.E 2535 and as the dividend payment of Baht 0.25 per share to the Company's shareholders whose names appeared on the Registration Book on 12th February 2007, and the payment will be made on 26th February 2007. The resolution was adopted by

approval	1,118,994,625	votes, or	100.00 %
disapproval	-	votes, or	0.00 %
abstention	-	votes, or	0.00 %

6. To approve the Director's remuneration for the year 2007.

Resolution : Upon a motion duly made, seconded and carried, the director's remuneration was granted as below:

1. To maintain Board of Directors' and the sub-committee's monthly remuneration as granted in year 2006. However the remuneration of the Board of Directors which is equal to Baht 43,800 per person per month will be paid $\frac{1}{4}$ of the

monthly remuneration in term of director's fee and another $\frac{3}{4}$ in term of monthly salary.

2. To maintain bonus of directors and advisories to the board granted in year 2005 which is equal to Baht 460,000 per person.
3. Regard to above 1 and 2 statements, whilst the remuneration and bonus of chairman and vice chairman would be increased by 25% and 12.5% of the above mentioned respectively. The bonus rate will be proportioned by the duration of the board's occupation in year 2006.

approval	1,118,888,171	votes, or	99.99 %
disapproval	101,000	votes, or	0.01 %
abstention	5,454.	votes, or	0.00 %

7. To consider appointment of new Board of Directors

Resolution: On 28th December 2006, the Board of Directors acknowledged the resignation of being board's member and chairman from Mr. Sujarit Patchimnun. and on 25th January 2007, the Board of Directors acknowledged the resignation of being board's members from Mr. Anucha Mookhavesa and Mr. Somnuk Kyavatanakij.

According to the Company's Articles of Association, at the Annual Ordinary Shareholders' Meeting, 1/3 of directors whose names appear below shall retire.

1. M.R. Tongnoi Tongyai
2. Pol. Gen. Visut Kittivatana
3. Mr. Prasert Chuaphanich
4. Mr. Uthai Juntima

Therefore, the four remaining directors are below the number of board's member as mentioned in the Articles of Association, which affected to invalid status of the board's members' element. Thus, the company proposed to revise the agenda to consider appointment of new Board of Directors.

Therefore, upon a motion duly made, seconded and carried, it was resolved to appoint the new Board of Directors whose names appear below:

1. Pol .It.Gen. Jaruk Saengtaweeep Chairman
2. Mr. Rungsun Sriworrasart Vice Chairman
3. Lt. Gen. Chayuth Suwanamas Director
4. Mr. Borwornsak Uwanno Director

5. Mr. Praphant	Asava-aree	Director
6. Mr. Chavalit	Sarun	Director
7. Mr. Uthai	Juntima	Director
8. Mr. Anucha	Mokkhavesa	Director
9. Mr. Somchai	Boonnamsiri	Director
10. Mr. Somnuk	Kyavatanakij	Director
11. Mr. Wanchai	Lawatanatrakul	Director and President & CEO.

approval	1,097,816,325	votes, or 98.11 %
disapproval	7,150,000	votes, or 0.64 %
abstention	14,028,300	votes, or 1.25 %

8. To consider appointment of Directors who are authorized to sign in binding the Company.

Resolution : Upon a motion duly made, seconded and carried, it was resolved the power of the Directors that

(1) Pol. Lt. Gen. Jaruk Saengtaweeep can jointly sign with either Mr. Wanchai Lawatanatrakul, or Mr. Chavalit Sarun or Mr. Praphant Asava-aree, totaling two persons and affix the company's seal.

(2) Mr. Wanchai Lawatanatrakul can jointly sign with either Mr. Chavalit Sarun or Mr. Praphant Asava-aree, totaling two persons and affix the company's seal.

(3) Except for the case that the company has to contact with civil services, state organization and the opening of company's account with the Bank, Mr. Wanchai Lawatanatrakul can sign and affix the company's seal.

approval	1,110,983,025	votes, or 99.28 %
disapproval	7,130,000	votes, or 0.64 %
abstention	881,600	votes, or 0.08 %

9. To appoint the external auditors and fix their remuneration for the year 2007.

Resolution : Upon a motion duly made, seconded and carried, it was resolved that either Mrs. Saifon Inkaew C.P.A. License No.4434, or Ms. Ratana Jala C.P.A. License No.3734, or Mr. Narong Puntwong C.P.A. License No.3315 of Ernst & Young Office Limited are appointed as the auditors of the company for the fiscal year 2007, anyone being authorized to conduct the audit and express an opinion on the annual financial statements of the Company, with the remuneration of Baht 792,000 per annum by

approval	1,118,994,625	votes, or	100.00 %
disapproval	-	votes, or	0.00 %
abstention	-	votes, or	0.00 %

10. Other business (if any)

There was no other business being raised up into discussion; the meeting then, adjourned at 15.30 hours.

Please kindly be informed accordingly.

Yours sincerely,

Wanchai Lawatanatrakul
President & CEO

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