

(Translation)

**Minutes of the the 1/2008 Extraordinary General Meeting of Shareholder
Eastern Water Resources Development and Management Public Company Limited
held at 9.00 hours on Monday, May 12, 2008, at Makawan Rangsan Room, 3rd floor, the Army Club, located at
195 Vipavadeerangsit Road, Samsaen Nai, Phayathai, Bangkok 10400.**

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Mr.Utid Tamvatin Chairman of the Meeting informed the Meeting that there were 2,295 shareholders and 1,663,725,149 shares respectively. The quorum for the Shareholders' Meeting consisted of 216 shareholders present in persons and by proxies, holding altogether 1,429,958,243 shares or 85.95 % of all paid-up ordinary shares, thereby forming the quorum required under the Articles of Association of the Company. The 1/2008 Extraordinary General Meeting of Shareholder (EGM) was thus declared open.

The Board of Directors who attended the Meeting were:

1. Mr.Utid Tamvatin Director , Member of Risk Management Committee, and Member of Executive Committee
2. Mrs.Monta Pranootnorapal Director

Executives Management of East Water who attended the Meeting were:

1. Mr.Praphant Asava-Aree President&CEO
2. Mrs.Namphon Rassadanukul Senior Vice President, Department of CEO office and Corporate Secretary
3. Mrs.Thidarut Kraiprasit Senior Vice President, Finance and Accounting Department
4. Mr.Cherdchai Pitiwacharakul Vice President , Special Project Department
5. Mr.Potjana Bunsiri Vice President, Operation Department
6. Ms.Fuangfa Nimcharoen Vice President , Information Technology Department
7. Mr.Jaroensuk Worapansopak Vice President , Project Planning Department
8. Mr.Namsak Wannavisute Vice President, General Affairs Department
9. Mrs. Wirawan Tharanont Vice President , Internal Audit Department
10. Ms.Kanyanart Viraphandu Assistant Vice President, Marketing Communication Department

Executives Management of Universal Utilities Co.,Ltd. (UU) who attended the Meeting were:

1. Mr .Pairoj Sattayasansakul Managing Director
2. Mr.Pitipong Cheeranont Deputy Managing Director (Operations)
3. Mr. Weerawat Tachasuntarowart Deputy Managing Director (Administration)
4. Mr.Chatree Phuttaraksa Service Manager (Area 1)
5. Mr. Chumphon Chankhum Service Manager (Area 2)
6. Mrs.Sasithorn Suriyachan Finance and Accounting

(Translation)

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| 7. | Mr.Krisda | Mahasandana | Engineering Manager |
| 8. | Mrs.Chumsai | Punyaratabandhu | Administrative Manager |

The Meeting commenced at 9.00 hrs.

Mr.Utid Tamvatin Chairman of the Meeting informed the Meeting as follows:

1. Voting

The resolution of shareholders meeting should be made by voting, and one share should be counted as one vote. For each agenda item shareholders who had voted for 3 cases ; approve or against or abstained In the event of a tie vote, the chairman of the Meeting should have a casting vote. Decisions at the Meeting should be made by majority vote. There are 2 events for voting ;

1. Attendance in person : The Chairman asked the shareholders who wished disapprove or abstained their voting to raise their hands. The ballots would be collected by the officers from shareholder . If there was no shareholder disapproved or abstained, it should be deemed that the Meetings had approved such agenda.

2 Attendance by proxy : In the event where a shareholders had appointed a proxy to attend and voted on its behalf pursuant to its intention of voting already been specified in the proxy form, such vote would be counted and recorded by the Company at the time of registration for attending the Meeting.

The Chairman asked the shareholders in every agenda for the shareholders who would not approve or abstain. If there was no shareholder disapproved or abstained, it should be deemed that the Meetings had approved such agenda. Agenda 1 is a matter to inform to the Meeting. The Meeting should not vote in such agenda. The shareholders would be requested to exercise their votes on ballots for disapproval and abstention only. Exception for the voting in agenda 3 to consider the election of new directors in replacement of the resigned directors which the shareholders would be requested to cast their votes on the ballots for approval, or disapproval or abstention. All proxies should vote in accordance with the intent of shareholders.

Invalid votes:

1. The vote cast in the ballots do not correspond to an agenda proposed for voting.
2. The ballots were so damaged that voters' intention could not be determined.
3. The Company found out later that the proxy failed to vote according to the shareholder's intention

2. Vote counting and announcement of voting results:

In order to comply with the shareholder meeting practices pursuant to the AGM Checklist from The Office of Securities of Exchange Commission .Thailand Securities Depository Co.,Ltd (TSD) provided electronic services to help facilitate the Meeting for barcode registration , counting and reporting. Shareholders had finished voting, TSD had counted and reported.After the last agenda had been finished the summary votes in each agenda would be announced.

On this occasion there should be the external legal advisor to provide legal advice in the Meeting, 3 representatives of the Company, 3 representatives of shareholders and representative of Thai Investors Association, by Mr.Hakchai Akkawatkul.

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Mr.Hangchai Akkawatkul , Representative of Thai Investors Association thanked the Company to good arrangement in this EGM. He also thanked for all shareholders to propose him for voting witness but he would like to be a witness for asking the questions in the Meeting room.

Mr.Utid Tamvatin Chairman of the Meeting then assigned Mr.Praphant Asava-aree President and CEO to propose details of each agenda

Agenda 1. To inform the meeting

Chairman informed the Meeting that reference to the resolution of the Board of Directors' Meeting of Eastern Water Resources Development and Management Public Company Limited No.6/2551, held on March 25, 2008 had approved sale of common share in Eastern Hobas Pipe Company Limited (EHP), a CC-GRP pipe manufacture and distribution company which EASTW hold 50 % of the registered shares . The shares sold under this transaction had reduced the total EASTW's shareholding proportion in EHP and it relieved the company's impairment expense on investment in the subsidiary company , including tax benefit from loss on investment amounting to Baht 68 million baht.

The Board of Directors' Meeting of Eastern Water Resources Development and Management Public Company Limited (EASTW) No.7/2008, held on April 4, 2008 has resolved to acknowledge the resignation of 6 directors, which will be effective from May 9, 2008 onwards, one director who would be effective from May 10, 2008 onwards. There were 4 directors which less than the number that shall constitute a quorum. In accordance with Article 83 of Public Limited Companies Act BE 2535 “ In case of vacancies in the board of directors resulting in the number of directors being less than the number required for a quorum. Therefore, it was the duty of the remaining directors to arrange a Meeting of Shareholders to elect directors in replacement of all vacant director positions.

The Company had resolved to acknowledge the resignation 2 directors, Mr.Siwa Sangmanee which was effective from May 1, 2008 onwards and Pol.General Sujate Wattanasook was effective from May 6,2008 onwards. Therefore there were 9 resignation directors from 11 directors. The number of directors remained 2 directors.

Resolution: The Meeting acknowledged the information from Chairman of the Meeting.

Agenda 2. To adopt the Minutes of the 2006 Annual General Shareholders' Meeting

President and CEO proposed to the Meeting to consider and approve the Minutes of the 2007 Annual General Shareholders' Meeting held on Thursday, 24 January 2007 as per the document earlier sent to shareholders along with the notice of the Meeting

Mr. Pornchai Thoranatham ,shareholder suggested that

1. The chairman asked the shareholders whether there was a recommendation and informed shareholders asked the questions before concluding to the meeting vote in each agenda.
2. Mr. Pornchai Thoranatham, shareholder proposed to the meeting that and referred to minutes of the 2007 the Annual General Shareholders' Meeting, on page 7, item 2, from the original statement of “Mr. Pornchai Laoseththanant” to “Mr. Pornchai Thoranatham”

(Translation)

3. Referred to the Minutes of the 2007 the Annual General Shareholders' Meeting, page 11, item 3, from the "the minority shareholders who are not name informed that..." corrected to "Mr. Pornchai Thoranatham informed that according to Mr. Borwornsak Uwanno ,the director, stated that the Company allowed the shareholders to read the information which related to minute of director meeting , which must inform by letter to the Company in advance, therefore, the company should record in the Minutes of Meeting"
4. Referred to Minutes of the 2007 the Annual General Shareholders' Meeting, page 26, He would like to add a recommendation that the nomination directors should nominated the directors' expertise in water supply management and would like to know the directors nomination process.
5. Mr. Chockboon Kitpradubsil, shareholder, had observed and asked the cause of director's resignation

Mr. Pitak Somphong, shareholder, proposed that the shareholders should not spend a long time in the Meeting, therefore, the shareholders should ask or recommended only the issues concerning to the agenda, in case of the recommendation which not related to the agenda, the chairman should conduct the Meeting in the relevant agenda.

Miss Pensri Sriboonyarit requested to corrected the Minutes, page 11, item 2, from "Miss Pensri Kuiysuwan" to "Miss Pensri Sriboonyarit"

The chairman thanked all shareholders and apologized in mistakes because the recording of the Minutes of shareholder meeting for shareholders' name and surname recording and should add the details in the above issues followed by shareholder's recommendations.

By this, the resignation of directors was the right independently and had already sent the resignation letters to the company. For the question in case of there was 3 policemen who were presented the name to be directors and the shareholders observed that they were not involved with the company enterprise. this agenda was approval of the Minutes of Meeting of 2007 Annual General Shareholders' Meeting, therefore, the chairman would answered the questions in the agenda 3 to consider the election of new directors in replacement of the resigned directors.

The Board of Directors informed that the 2007 the Annual General Shareholders' Meeting, there was a voice recording, therefore, the shareholders could inform the staffs to check and explained to the shareholders in additional information in the above issue.

Resolution there was the resolution for approval to the 2007 the Annual General Shareholders' Meeting with the votes as follows:

approve	759,563,314 votes	with percentage of	53.1134
Disapprove	670,278,840 votes	with percentage of	46.8701
Abstain	236,549 votes	with percentage of	0.0165

Agenda 3: To consider the election of new directors in replacement of the resigned directors.

Before starting the consideration in this agenda the chairman informed to the Meeting that the consideration in appointed the director honestly, therefore, he invited the stakeholder to allow Mr. Praphant Asava-aree, President &CEO did not in the Meeting for consideration in agenda 3.

The chairman informed to the Meeting that due to the Board of Directors in the 7/2008 Meeting had the resolution acknowledged the resignation of 6 directors, which was effective by 9 May 2008 and 1 director asked for resigning, which was effective by 10 May 2008. The directors who had the resignation letter form the director, the detail appeared in the copy of the resignation letter of the Board of Directors, which was distributed to the shareholders together with the Meeting invitation letter, the total was 7 directors and the Board of Directors remained only 4 directors were;

1. Mr. Utid Tamvatin
2. Pol.General Sujate Wattanasook
3. Mr. Siwa Sangmanee
4. Mrs. Monta Pranootnorapal

Therefore, in accordance with the Article 83 ,The Public Company Act B.E 2535, stated that in case of vacancies in the board of directors resulting in the number of directors being less than the numbers required for a quorum, the remaining directors may perform any act in the name of the board of directors only in matters relating to the calling of a shareholders meeting to elect directors to replace all the vacancies and on 2 May 2008 the company has acknowledged the resignation from the director of Mr. Siwa Sangmanee, which was effective from 1 May 2008 and on 6 May 2008, the company has acknowledged the resignation from the directors of Pol.General Sujate Wattanasook, which was effective from 6 May 2008. The resignation of both, the company had revealed in Electronic Company Information Disclosure on the Stock Exchange of Thailand on 2 and 6 May 2008. Therefore, in the third agenda was to elect the 9 new directors.

The Board of Directors had a resolution to present the names and resumes of the qualified candidates to the shareholders for consideration the election as the detail on the website for the shareholders to pre-considerate before appointing the directors. The company had presented to shareholders as followed:

1. Mr. Rasada Pongpaew
2. Mr. Praphant Asava-Aree
3. Pol. Gen. Ajirivid Subanbhesaj
4. Mr. Chanchai Tontisirin

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| 5. | Mr. Kanoksakdi | Bhinsaeng |
| 6. | Pol. Maj.Gen. Pimol | Sinthunava |
| 7. | Pol. Lt.Gen. Somyot | Poompanmoung |
| 8. | Mr. Nattachak | Pattamasingh Na Ayuttaya |
| 9. | Mr. Chakarn | Saengruksawong |

This agenda had separated the ballots, which had to vote in the ballots individually both agree and disagree as well as abstention by submitting the ballots to the staff, therefore, to be fair in voting, we invited the 2 volunteers from the shareholders, Right Protection Volunteer Association and Legal Advisor observed in counting votes, which was elected from the first person to the ninth person.

The chairman asked the opinion and recommendation from the quorum.

Mr. Pornchai Thoranatham, the minority shareholder had a recommendation and asked the question as follows:

1. The nomination process to select the qualified candidates to be the Board of Directors.
2. The presentation the list of directors was to present to the shareholder elect or approve
3. The company should prepare the profile of the candidates to the shareholders for approval because every shareholder would not access to the website, therefore, should submit the document together with the Meeting invitation letter.
4. The shareholder had observed that the cause of directors' resignation that they had many missions and did not enough time to perform directors but the company still proposed the same director to the shareholders for selecting.

Mr. Pitak Somphong, the minority shareholder, expressed that the public company limited, which managed and was in the Stock Exchange of Thailand needed to consider the qualification of directors to comply with the law. Due to the public company limited wanted the person who had the management knowledge in many fields and must have the relationship to make the business run smoothly and gain a profit. The objective of the company was to gain the profit and share the dividend to the shareholders, therefore, person who expertise in water supply was not needed.

Mr. Pongphat Pattanaudomsuk proposed that there were mostly nominated directors are policemen.

The chairman thanked the shareholders who gave the recommendation and asked the questions. The chairman informed that the some shareholder's expression was clear from Mr. Pitak Somphongs' opinion, the chairman informed about the selecting criteria that normally the public company limited in the Stock Exchange of Thailand had the nomination committee, and they conducted according to the criteria to select the qualified person and had an experience in various fields and named in the quorum for electing. In selecting of the nomination committee complied with the Stock Exchange regulations and believed that the nomination committee had considered the qualified nominate directors.

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For the cause of directors' resignation because of many missions, the chairman informed that the resignation was the individual right, the resignation was effective from the date of letters. The nomination committee had considered the person who was suitable for the company management.

The chairman had the additional opinion that everyone was the qualified persons, most of them were the senior government officials who experienced in various fields. Therefore, the nominated directors would assist the business run equitably. Most of them were the senior government officials and successful businessmen.

Mr. Pitak Somphong proposed that the shareholders should not concern about the policemen in the negative way if they were able to give the opinion or manage the company to gain a profit.

Mr. Sakchai Sakulrimontri would like to know whether today the directors those were presented to be the candidates attended the Meeting and the directors who were the policemen would have a time to attend the Meeting, especially Pol. Gen. Ajiravid Subanbhesaj who worked as the Commander-in-Chief of the Police. Another point was the director's salary and bonus, which was not considered in the Meeting.

The chairman informed that today was the Shareholders' Meeting, which had Mr. Chakarn Saengruksawong, Mr. Nattachak Pattamasingh Na Ayuttaya who attended the Meeting and Mr. Praphant Asava-aree as the President & CEO. For the other people who were not the shareholders were not allow to attend the Meeting. Moreover, the directors who were appointed must attend the Meeting. For Pol. Gen. Achirawit Suphanphesat, now he was retired. In addition, the issue of salary and bonus were not defined in the agenda, therefore, it was as previously and he would conduct the Meeting followed by the defined agenda.

Mr. Pitak Somphong gave the opinion that salary and bonus were for the appointed directors and would be given followed by the position, not individually. For the candidates who did not attend the Meeting today was correct. Because today was the Shareholders' Meeting, the candidates were not selected.

The legal consultant mentioned to the Meeting concerning the directors' remuneration that it was the definition of remuneration in the director position, not individually. No needed to consider when appointing them. In this case was the election of the directors instead of the resigned directors as well.

Miss Malinee Vetch-urai opposed to the Meeting that she disagreed with the new directors would earn the bonus because they did not yet perform their duties.

The chairman informed concerning the bonus payment that the company conducted followed by the procedure and method. The new directors would not earn the bonus all year round, but they earn in proportion of the occupancy a position period by the calculation of the company when they had the net profit in each year, which complied to the Stock Exchange of Thailand regulations.

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The chairman proposed the shareholders to consider and vote for the directors' election individually as followed:

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| 1. Mr. Rasada | Pongpaew |
| 2. Mr. Praphant | Asava-Aree |
| 3. Pol. Gen. Ajiravid | Subanbhesaj |
| 4. Mr. Chanchai | Tontisirin |
| 5. Mr. Kanoksakdi | Bhinsaeng |
| 6. Pol. Maj.Gen. Pimol | Sinthunava |
| 7. Pol. Lt.Gen. Somyot | Poompanmoung |
| 8. Mr. Nattachak | Pattamasingh Na Ayuttaya |
| 9. Mr. Chakarn | Saengruksawong |

The chairman concluded the result of the election followed by the unanimous resolution, which had 9 people instead of the resigned directors as followed:

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| 1. Mr. Rasada | Pongpaew |
| approve | 1,412,364,033 votes with percentage of 98.7613 |
| Disapprove | 15,269,480 votes with percentage of 1.0677 |
| Abstain | 2,445,210 votes with percentage of 0.1710 |
| 2. Mr. Praphant | Asava-aree |
| approve | 1,410,514,074 votes with percentage of 98.6319 |
| Disapprove | 17,061,190 votes with percentage of 1.1930 |
| Abstain | 2,503,459 votes with percentage of 0.1751 |
| 3. Pol. Gen. Ajiravid | Subanbhesaj |
| approve | 1,394,609,689votes with percentage of 97.5198 |
| Disapprove | 32,946,274 votes with percentage of 2.3038 |
| Abstain | 2,522,760 votes with percentage of 0.1764 |
| 4. Mr. Chanchai | Tontisirin |
| approve | 1,410,516,614 votes with percentage of 98.6321 |
| Disapprove | 15,580,380 votes with percentage of 1.0895 |
| Abstain | 3,981,729 votes with percentage of 0.2784 |
| 5. Mr. Kanoksakdi | Bhinsaeng |
| approve | 1,393,135,354 votes with percentage of 97.4167 |
| Disapprove | 32,770,680 votes with percentage of 2.2915 |
| Abstain | 4,172,689 votes with percentage of 0.2918 |
| 6. Pol. Maj.Gen. Pimol | Sinthunava |
| approve | 1,392,847,899 votes with percentage of 97.3966 |
| Disapprove | 32,972,814 votes with percentage of 2.3057 |

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Abstain	4,258,010 votes	with percentage of 0.2977
7. Pol. Lt.Gen. Somyot Poompanmoung		
approve	1,394,461,959 votes	with percentage of 97.5095
Disapprove	32,856,174 votes	with percentage of 2.2975
Abstain	2,760,090 votes	with percentage of 0.1930
8. Mr. Nattachak Pattamasingsh Na Ayuttaya		
Approve	1,412,403,823 votes	with percentage of 98.7641
Disapprove	15,222,590 votes	with percentage of 1.0645
Abstain	2,452,310 votes	with percentage of 0.1715
9. Mr. Chakarn Seangruksawong		
approve	1,412,046,243 votes	with percentage of 98.7391
Disapprove	15,325,270 votes	with percentage of 1.0716
Abstain	2,707,210 votes	with percentage of 0.1893

Mr. Worawat Siripanich, a representative of Social Security Office, who held 9,897,800 shares. He opposed concerning the counting of the points because Social Security Office has authorized in voting in pattern B abstention. In contrast, when concluded the result of voting, it seemed to be error in counting the points.

The chairman informed that the company assigned Thailand Securities Depository Co., Ltd. (TSD) to implement the counting of the points honestly. There were also many volunteers from many organizations, consisted of external legal consultant, 3 company representatives. 3 shareholders who was in the Meeting entered to observe for this election. For the shareholders objection had to be verified by our staff.

Mr. Sakchai Sakulsrimontri asked the company expense about TSD service in this meeting. He proposed that if the expense was too expensive, the company's staff should manage the meeting.

The chairman informed that TSD was the neutral person, which was not a stakeholder in counting votes, therefore, many public companies registered in the Stock Exchange of Thailand had to assign TSD to conduct the counting votes as well.

Mrs. Namphon Rassadanukul, the corporate secretary, informed that it was the first time of the company to assigned TSD which used E-Voting system by using Bar-code., which verify and provide the accurate shares and shareholder voting rapidly and correctly. Previously the company might be inconvenient and risk to be dishonest in the counting votes, therefore, the company conducted the counting conformable to the other public companies. Therefore, the names, surnames and number of shares were consistent with TSD.

Mr. Hangchai Akkawatkul supported the counting votes by TSD because the management of TSD was standard and confirmable. Therefore, the company should continue to be provided e-voting by TSD.

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Miss Manasicha Pitchayasattaporn, a TSD representative, informed that Social Security Office prepared the proxy form B to Social Security Office representatives, which took the proxy to TSD staff. TSD staff understood that he attended the Meeting in person and TSD staff was not count the voted by appointed proxy and gave the ballots to the Social Security Office representative to attend the Meeting the same as the person who attended the Meeting. Therefore, the Social Security Office's proxy had not yet vote in abstention 9,897,800 shares, the TSD staff would adjust the points to be correct, and apologized in the above mistake, and thanked the shareholders for informing.

Resolution: The chairman concluded the result of the election of 9 new directors in place of the resigned directors as followed:

1. Mr. Rasada	Pongpaew
Approve	1,402,466,233 votes with percentage of 98.0692
Disapprove	15,269,480 votes with percentage of 1.0677
Abstain	12,343,010 votes with percentage of 0.8631
2. Mr. Praphant	Asava-Aree
Approve	1,400,616,274 votes with percentage of 97.9398
Disapprove	17,061,190 votes with percentage of 1.1930
Abstain	12,401,259 votes with percentage of 0.8672
3. Pol. Gen. Ajiravid	Subanbhesaj
Approve	1,384,711,889 votes with percentage of 96.8277
Disapprove	32,946,274 votes with percentage of 2.3038
Abstain	12,420,560 votes with percentage of 0.8685
4. Mr. Chanchai	Tontisirin
Approve	1,400,618,814 votes with percentage of 97.9400
Disapprove	15,580,380 votes with percentage of 1.0895
Abstain	13,879,529 votes with percentage of 0.9705
5. Mr. Kanoksakdi	Bhinsaeng
Approve	1,383,237,554 votes with percentage of 96.7246
Disapprove	32,770,680 votes with percentage of 2.2915
Abstain	14,070,489 votes with percentage of 0.9839
6. Pol. Maj.Gen. Pimol	Sinthunava
Approve	1,382,950,099 votes with percentage of 96.7045
Disapprove	32,972,814 votes with percentage of 2.3057
Abstain	14,155,810 votes with percentage of 0.9899
7. Pol. Lt.Gen. Somyot	Poompanmoung
Approve	1,384,564,159 votes with percentage of 96.8173
Disapprove	32,856,674 votes with percentage of 2.2975

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Abstain	12,657,890 votes	with percentage of 0.8851
8. Mr. Nattachak	Pattamasingh Na Ayuttaya	
Approve	1,402,506,023 votes	with percentage of 98.0719
Disapprove	15,222,590 votes	with percentage of 1.0645
Abstain	12,350,110 votes	with percentage of 0.8636
9. Mr. Chakarn	Saengruksawong	
Approve	1,402,148,443 votes	with percentage of 98.0469
Disapprove	15,325,270 votes	with percentage of 1.0716
Abstain	12,605,010 votes	with percentage of 0.8814

Therefore, the Board of Directors consisted of 11 directors as follows:

1. Mr. Utid	Tammavatin	Director
2. Mrs. Montha	Pranootnorapal	Director
3. Mr. Rasada	Pongpaew	Director
4. Pol. Gen. Ajiravid	Subanbhesaj	Director
5. Mr. Chanchai	Tontisirin	Director
6. Mr. Kanoksakdi	Bhinsaeng	Director
7. Pol. Maj.Gen. Pimol	Sinthunava	Director
8. Pol. Lt.Gen. Somyot	Poompanmoung	Director
9. Mr. Nattachak	Pattamasingh Na Ayuttaya	Director
10. Mr. Chakarn	Saengruksawong	Director
11. Mr. Praphant	Asava-Aree	Director

Agenda 4: To consider the appointment of directors who are authorized to sign in binding the Company.

The chairman asked the shareholders to consider and determine the authority of the directors who was authorized to sign in binding the company in order to conform with the change of directors for the convenience of the company's operation.

“Any two directors can jointly sign in binding the Company, totaling two persons and affixed the Company's seal.”

Mr. Hangchai Akkawatkul, Right Protection Volunteer Association representative, asked if 2 directors who were authorized to sign in binding the company are chairman of the board. Previously, how the company identified concerning the directors who were authorized to sign in binding the company.

The chairman informed that the definition of the directors who were authorized to sign in binding the company had complied with the company regulations. It was identified that two directors jointly sign with in binding the Company, totaling two persons and affixed the Company's seal, and the Board of Directors defined the list of directors

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who were authorized to sign in binding the company. Therefore, the Board of Director meeting shall define the name of directors who has authorized to sign in binding the company.

After that, the chairman asked for the quorum to consider the definition of directors who were authorized to sign in binding the company according to the above. In this agenda, would keep only the disapproved and abstention ballots.

Resolution: The quorum considered and agreed to define the authority of directors who were authorized to sign in binding the company followed by the presentation as follows:

Approve	1,408,559,084 votes	with percentage of 98.4952
Disapprove	20,558,760 votes	with percentage of 1.4376
Abstain	960,879 votes	with percentage of 0.0672

Agenda 5: Other Business (if any)

The chairman informed that the proposed agenda had already considered. In accordance with the Article 105 ,The Public Company Act B.E stated that the shareholders require the quorum to consider any other matters, they would hold the total shares not less than one third of the wholly sold shares. They would be able to ask the quorum to consider any other matters.

Nobody proposed any other matters to consider.

Mrs. Prapaporn Khanwong, the grantee from Lucky Star Weaving Co., Ltd. questioned as follows:

1. How about the description concerning the revision of water tariffs because she got the news concerning the increasing of the water tariffs in mid-year of 2008?
2. How about the progress concerning the power plant construction?
3. How about the progress of the affiliated company that was Universal Utilities Co., Ltd.(UU), which was the subsidiary registered to Stock Exchange of Thailand?

The Chairman of the Board assigned Mr. Jaroensuk Worapansopak, Director of Project Planning Department, and Mr. Agkarat Limwattana, Marketing Manager of Marketing Communication Department to inform as follows:

1. The company increased raw water price, which was effective by April 2008. However, the beginning period of the increasing the raw water price would not be equal because the condition of period that identified in the purchase contract of raw water in each company. At present, Marketing Communication Department was under negotiation concerning the increasing of raw water pricing with the customers. The increasing of raw water pricing in 2008, the company negotiated and concluded with the customers were mini power plant group such as Thai National Power Co., Ltd., Independent Power (Thailand) Co., Ltd. and Sahacogen (Chonburi) PLC., which are the affiliated company of Sahapathanapibul PLC., including the several detail customers who approved to the increasing of raw water pricing.

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For the Provincial Waterworks Authority (PWA) was under proposing to the Board of Directors to consider the raw water pricing which was followed by PWA negotiation. The decreasing of raw water for the PWA was a consequence of impact to the PWA annual budget.

For the increasing of raw water price in 2008 would impact directly at Chonburi province because the existing raw water price was cheaper than the announcement of raw water structure. In Chonburi province, the raw water price increased approximately 3.00 Baht. To mitigate the capital obligation, the company would increase gradually in proportion of the existing price and price increasing approximately 0.25 or 0.50 Baht per times as far as it equaled to the announced structure.

The President and CEO added that In this year raw water pricing will increase at Laem Chabang or in Chonburi mainly. The cause of the increasing was in Chonburi had the water using demand of approximately 10 million cu.m3, which was able to transmit water from the Nong Kho reservoir adequately. For a few years ago, the water using was increasing. Nowadays, Chonburi had the water using demand of approximately 76 million cu.m3. The company must transmit water increasingly from Chachoengsao and Rayong province to serve to the water users at Laem Chabang. Therefore, the company increased the raw water pricing in Chonburi to be the same standard in 3 areas and conformed with the capital of the water transmission completely.

2. Mr. Cherdchai Pitiwacharakul, Director for Special Project Department, informed concerning the power plant construction that the fuel oil price was very expensive. It caused the main capital of electricity tariffs was increasing. To use the electricity from the capital price with no add the profit, the company studied on small power plant construction, which expense cost is lower than the gas and fuel power plant construction. It was also the large power plant, but the company was not the expertise. Therefore, the company was not suitable for constructing the large power plant. To save the company capital, the company studied on alternative energy i.e. solar energy, biomass, solid waste and hydro-turbine, especially the mini hydropower plant. The company outstanding is water management, which is able to take the hydro pressure or water current to transform to be energy. The 500-600 kW power plant, which was located at Nong Kho reservoir, was under construction. It would be expected completed in 2009 and be the part of company's income.

The Chairman of the Board informed concerning the power plant construction that the previous Board of Directors thought of taking the existing energy to use for the most useful, therefore, there was no the policy in construction of the large power plant, which was not the main business of the company.

3. The President informed concerning Universal Utilities Co., Ltd. (UU), the subsidiary company, that nowadays the company considered in the Return on equity (ROE), it seemed that it was not suitable yet. According to the sales of UU fiscal year 2007 was approximately 700 million Baht, sharing benefit was approximately 80 million Baht. the size of business was not suitable for registration to Stock Exchange of Thailand yet. However, the company still supported in development of subsidiaries until the company has the suitable quantity and ROE to the shareholders, then would present to the shareholders to consider.

(Translation)

After that, the chairman informed if there was not any other matters to consider and the proposed agenda was considered completely. He, representative of the Board of Directors, would like to thank all shareholders, executives, TSD officer, representatives of Stock Exchange of Thailand and observers. The company would like to confirm that the directors who were selected had the intention to contribute company to achieve the successful under good corporate governance.

The meeting adjourned at 11.20 a.m.

Certified Verification

Certified Verification

Mr. Utid Tamvatin

Mr. Praphant Asava-Aree

Chairman of the Meeting

President&CEO