

**NOTICE OF
THE 2009 ANNUAL GENERAL MEETING OF
SHAREHOLDERS**

The Post Publishing Public Company Limited

Friday, 10 April 2009

at 11:00 hours

At the Conference Room, Bangkok Post Building – 8th Floor

136 Na Ranong Road, Klongtoey, Bangkok

Thailand

**Shareholders or Proxy should bring the proxy to the meeting
to expedite the registration process at the meeting.**

THE POST PUBLISHING PUBLIC COMPANY LIMITED

Registration No: 0107536001583

Bangkok Post Building, 136 Na Ranong Road, Klongtoey, Bangkok 10110, Thailand

Tel: +66 (0) 2240 3700 Fax: +66 (0) 2240 3679 www.bangkokpost.com , www.posttoday.com

Tuesday, 10 March 2009

Shareholders

The Post Publishing Public Company Limited

Notice of 2009 Annual General Meeting of Shareholders

By order of the Board of Directors, the 2009 Annual General Meeting of Shareholders of the Post Publishing Public Company Limited shall be held on Friday, 10 April 2009 at 11:00 hours at the Conference Room, Bangkok Post Building – 8th Floor, 136 Na Ranong Road, Klongtoey, Bangkok, Thailand with the following agenda:

AGENDA

1. To approve the Minutes of the 2008 Annual General Meeting of Shareholders that was held on Friday, 11 April 2008

Objective and reason: The Company held the 2008 Annual General Meeting of Shareholders on Friday, 11 April 2008. The minutes of the meeting has been submitted to the Stock Exchange of Thailand and the Ministry of Commerce within the period prescribed by laws. It is posted on the Company's website and enclosed in Attachment 1.

Board of Directors' opinion: The Board of Directors recommends shareholders to approve the Minutes of the 2008 Annual General Meeting of Shareholders that was held on Friday, 11 April 2008.

2. To acknowledge the Annual Report of the Company and approve the audited financial statements for the year ended 31 December 2008

Objective and reason: Article 21 of the Company's Articles of Association stipulates that statement of accounts and balance sheet for each fiscal year of the Company shall be prepared by the Board of Directors and audited by the Company's auditor prior to presentation to the Annual General Meeting of Shareholders for approval. The Annual Report and Financial Statements are enclosed in Attachment 2.

Board of Directors' opinion: The Board of Directors recommends shareholders to acknowledge the Annual Report of the Company and approve consolidated balance sheet as at 31 December 2008 and the related consolidated statements of earnings, changes in shareholders' equity and cash flows for the year then ended and the separate financial statements for the same period that have been audited by the auditor.

3. To approve the appropriation of profits as dividends

Objective and reason: Article 19 of the Company's Articles of Association stipulates that dividends shall not be paid other than out of profits. Dividends shall be distributed according to the number of shares, with each share receiving an equal amount. The Company shall allocate not less than five per cent of its annual net profit less the cumulated losses brought forward (if any) to a reserve fund until this fund attains an amount not less than ten per cent of registered capital.

The Company's statutory reserve had already attained the amount of ten per cent of the registered capital. The Company will not make any further appropriation of profits as statutory reserve.

The Company did not pay any interim dividend in 2008.

Unappropriated retained earnings as at 31 December 2007 was 306,286,128 baht. Full-year dividend payment for 2007 was 30,000,000 baht. Net income for the year 2008 was 32,782,143 baht. The Company therefore has appropriated retained earnings as at 31 December 2008 of 309,068,271 baht.

Board of Directors' opinion: The Board of Directors recommends shareholders to approve the full year dividends of 30 million baht or 0.06 baht per share for the year ended 31 December 2008.

Subject to the above-mentioned approval of shareholders, the Company will pay the dividends of 30 million baht or 0.06 baht per share to shareholders whose names appear in the Shareholders' Register on Thursday, 23 April 2009. The Company will make the payment of the dividends on Thursday, 7 May 2009 from net profits that are subject to corporate income tax at the rate of 30 per cent.

4. To elect directors replacing directors who shall retire by rotation and fix the authority of directors (if any)

Objective and reason: Article 7 of the Company's Articles of Association stipulates that at the Annual General Meeting of Shareholders in every year one-third of the directors must retire from office. The directors who have been longest in office shall retire. A retiring director is eligible for reelection.

Directors who shall retire by rotation are Mr. Chavalit Thanachanan, Mr. Ek-Rit Boonpiti, Mr. Chai Nasyvanta, and Mr. Supakorn Vejjajiva.

Mr. Chavalit Thanachanan and Mr. Chai Nasyvanta do not wish to offer themselves for reelection as directors.

Board of Directors' opinion: The Board of Directors with the advice of the Nomination and Remuneration Committee recommends shareholders to reelect Mr. Ek-Rit Boonpiti, and Mr. Supakorn Vejjajiva and elect Mr. Sumeth Damrongchaitham as directors of the Company. Detail of persons nominated directors are enclosed in Attachment 3.

5. To fix director remuneration

Objective and reason: Article 10 of the Company's Articles of Association stipulates that the Company is prohibited from paying money or other assets to the directors except such remuneration pursuant to the Articles of Association being salary, allowance, meeting allowance, travel allowance, award and bonus.

Board of Directors' opinion: The Board of Directors with the advice of the Nomination and Remuneration Committee recommends Shareholders to approve the remuneration of the Board of Directors for the year 2009 of 11,000,000 baht (same as last year) and empower the Board of Directors to consider the allocation of such remuneration, as they deem appropriate.

6. To appoint independent auditor and fix the audit fee

Objective and reason: Article 21 of the Company's Articles of Association stipulates that the Annual General meeting of Shareholders shall appoint an auditor and determine the auditing fee of the Company every year. In appointing the auditor, the former auditor may be re-appointed. The auditor shall not be a director, staff member, employee or person holding any position or having any duty in the Company.

Board of Directors' opinion: The Board of Directors with the advice of the Audit Committee recommends shareholders to appoint Mrs. Saifon Inkaew, Certified Public Accountant Registration No.4434, and/or Mr. Supachai Phanyawattano, Certified Public Accountant Registration No.3930, and/or Miss Siraporn Ouaanunkun, Certified Public Accountant Registration No.3844 of Ernst & Young Office Limited as the auditors of the Company for the year 2009 for a total audit of 1,130,000 baht. In the event those auditors are unable to perform their duties, Ernst & Young Office Limited is

authorized to assign another of its auditors to perform the audit and express an opinion on the company's financial statements in their place.

The audit fee for 2007 and 2008 was 1,050,000 baht per year and the Company paid a non-audit service fee of 294,448 baht to the auditors for their other professional and special audit service last year. Mrs. Saifon Inkaew has been appointed the auditor of the Company for the past three years. Mr. Supachai Phanyawattano and Miss Siraporn Ouaanunkun have been appointed the auditors of the Company for the past two years. Auditors from the same office shall also be appointed auditors of the Company's subsidiaries.

7. To consider other matters (if any)

The Board of Directors advises shareholders that shareholders holding shares amounting to not less than one-third of the total number of shares sold may request the Meeting to consider matters other than those indicated in the Notice calling for the Meeting.

The Board of Directors determines that persons who have the right to vote shall be shareholders whose names are recorded in the Shareholders' Register on Monday, 16 March 2009 and the amount of shares which each shareholder has the right to vote shall be in accordance with the Shareholders' Register as of the same date.

Shareholders who may not be able to attend the Meeting or may not be able to appoint their proxy to attend the Meeting may appoint the following independent directors: Dr. Siri Ganjarerndee, Chairman of the Audit Committee, and/or Mr. John Thompson, a member of the Audit Committee, as their proxy to attend and vote at the Meeting by sending the completed proxy form to the Company not later than one day before the date of the Meeting.

By order of the Board of Directors,



(Puck Bhengui)
Chief Financial Officer and Company Secretary

Attachment

1. Copy of the Minutes of the 2008 Annual General Meeting of Shareholders
2. The annual report of the Company and Financial statements
3. Details of persons nominated directors
4. Details of independent directors who may be appointed as a proxy
5. Proxy and annex to the proxy
6. Documents required by the Company for attending the Shareholders' Meeting
7. Company's Articles of Association relating to the Annual General Meeting of Shareholders
8. Voting and Vote Counting Procedure and Director Election Procedure
9. Map of The Post Publishing Public Company Limited

Attachment 1 The Minutes of the 2008 Annual General Meeting of Shareholders

The Post Publishing Public Company Limited
Registration No. 0107536001583
Minutes of the 2008 Annual General Meeting of Shareholders
Friday, 11 April 2008
Conference Room, Bangkok Post Building – 8th Floor
136 Na Ranong Road, Klongtoey, Bangkok

The Meeting started at 11:00 hours.

Directors Present:

Mr. Chavalit Thanachanan	Chairman
Mr. David John Armstrong	
Mr. Ek-Rit Boonpiti	
Mr. John Thompson	
Ms. Maria Nancy Valiente	
Mr. Pichai Vasnasong	
Dr. Siri Ganjarerndee	
Mr. Supakorn Vejjajiva	
Mr. Suthikiati Chirathivat	
Mr. Worachai Bhicharnchitr	

Directors Absent:

Mr. Chai Nasylvanta
Mr. Chartsiri Sophonpanich
Mr. Kuok Khoon Ean

There were 15 shareholders holding 93,556,626 shares and 50 proxies holding 336,261,173 shares totaling 65 shareholders and proxies holding 429,817,799 shares, equivalent to 85.96 per cent of the Company's issued and fully paid ordinary shares of 500,000,000 shares and the required quorum was met under the Articles of Association of the Company, Article 3.

Mr. Chavalit Thanachanan, Chairman of the Board of Directors, chaired the Meeting.

The Chairman instructed Mr. Puck Bhengsri, Chief Financial Officer and Company Secretary to introduce directors, senior management, the legal adviser, and auditors who was present and to advise the Meeting on the voting and vote counting procedures.

Independent directors:

Mr. Chavalit Thanachanan	• Chairman
Mr. Pichai Vasnasong	• Chairman of the Nomination and Remuneration Committee
	• Member of the Audit Committee

Dr. Siri Ganjarende

- Chairman of the audit Committee
- Member of the Nomination and Remuneration Committee

Non-executive directors:

Mr. Suthikiati Chirathivat

- Chairman of the Executive Committee

Mr. Worachai Bhicharnchitr

- Member of the Executive Committee
- Member of the Nomination and Remuneration Committee

Ms. Marie Nancy Valiente

- Member of the Executive Committee

Mr. Ek-Rit Boonpiti

Executive Directors:

Mr. David John Armstrong

- Member of the Executive Committee
- President & Chief Operating Officer

Mr. Supakorn Vejjajiva

- Deputy Chief Operating Officer

Senior management:

Mr. Pichai Chuensuksawadi

- Editor-in-Chief

Mr. Patnapong Chantranontwong

- Editor, Bangkok Post

Mr. Nha-Kran Loahavilai

- Editor, Post Today

Ms. Chantana Suebsin

- Chief Audit Executive

Mr. Pornchai Saengaroon

- Executive Vice President – Human Resources

Auditors who attended the Meeting to answer questions:

Mrs. Saifon Inkaew

Ernst & Young Office Limited

Mrs. Walailak Vanitchatchavan

Legal Counsel who attended the Meeting to supervise the registration, voting and vote counting process:

Mr. Satit Sensupa

Vickery & Worachai Limited

The voting and vote procedures had already been sent to shareholders, together with the Invitation to attend the 2008 Annual General Meeting of Shareholders.

Details of the voting and voting procedures are as follows:

1. For shareholders who come to the Meeting in person and proxies with the Proxy Form Type A (General and simple format), the Company provides them with vote cards for each agenda item at the registration prior to the Meeting.
2. For proxies with the Proxy Form Type B (Detailed and fixed format) and for foreign shareholders who appointed custodians in Thailand as proxies with the Proxy Form Type C (The form for foreign shareholders who appointed custodian in Thailand), the Company records fixed votes as stated in the proxy forms in our computer at the time of registration. In case that shareholders did not vote on any agenda item or the instruction was not clear, the Company provides them with vote cards for such agenda items only at the registration prior to the Meeting.
3. In voting for each agenda item, the Company will ask the Meeting for any "disapprove" or "abstain". If both the records in our computer and the voting during the Meeting show no "disapprove" or "abstain", it is deemed that the Meeting unanimously approves the matter. If certain shareholders vote "disapprove" or "abstain" in the Meeting, the Company will ask these groups of shareholders to complete the vote cards for record. To calculate the number of "approve" votes, the Company will deduct "disapprove" and "abstain" votes from the total number of shares attending the Meeting. The Company will process the vote counting and disclose the results of the votes in the Meeting.

The Chairman then proceeded with the agenda of the Meeting as follows:

1. To approve the Minutes of the 2007 Annual General Meeting of Shareholders held on Friday, 20 April 2007

The Minutes of the 2007 Annual General Meeting of Shareholders which was held on Friday, 20 April 2007, were sent to shareholders together with the Invitation to Attend the 2008 Annual General Meeting of Shareholders.

The Board of Directors recommended that shareholders approve the Minutes of the 2007 Annual General Meeting of Shareholders which was held on Friday, 20 April 2007.

The Meeting considered and approved the Minutes of the 2007 Annual General Meeting of Shareholders which was held on Friday, 20 April 2007.

(Approve: 429,817,799 votes, disapprove: - votes, and abstain: - votes)

2. To acknowledge the Annual Report of the Company and approve the audited financial statements for the year ended 31 December 2007

The 2007 Annual Report and the audited financial statements for the year ended 31 December 2007 were sent to shareholders together with the Invitation to Attend the 2008 Annual General Meeting of Shareholders.

The Board of Directors recommended that shareholders acknowledge the Annual Report of the Company and approve the consolidated balance sheet as at 31 December 2007 and the related consolidated statements of earnings, changes in shareholders' equity and cash flows for the year then ended and the separate financial statements for the same period that have been audited by the auditor.

Mr. Suthikiati Chirathivat, Chairman of the Executive Committee, informed the Meeting further that there was negative growth last year as a result of local political uncertainties and high oil prices. Advertising revenue declined 6.25 per cent, down to 1,634 million baht.

The Company reported net profits of 32 million baht, and consolidated net income for the year 37 million baht, decreased from last year as a result of lower advertising sale, and commercial printing revenue, higher interest expenses and depreciation after the completion of the new printing plant, as well as a special early retirement scheme.

The year was also important to the Company as Her Royal Highness Princess Maha Chakri Sirindhorn graciously presided over the opening of the Company's new Printing and Distribution Centre on 7 November 2007. We have installed a new KBA Prisma press, which is equipped with full computer control and pre-setting features to ensure the highest efficiency and printing quality, and thus offer a better experience to our readers and a better service to our advertisers.

Mr. Siriwat Voravetvuthikun, shareholder, asked about an increase in interest expenses from 3 to 25 million baht.

Mr. Puck Bhengsri, Chief Financial Officer and Company Secretary, reported to the Meeting that interests during the construction period of the new printing plant were capitalized as a cost of the construction. The new printing plant was completed at the beginning of the 2nd quarter of 2008. Interest incurred after the completion of the new printing plant were therefore recorded as interest expenses in the statement of income. Interest expenses should gradually reduce in line with loan repayments.

Mr. Siriwat Voravetvuthikun, shareholder, asked about corporate income tax. The Company recorded 78 million baht profit and 15 million baht income tax. The income tax payment might be too low, resulting in the Company paying more tax in 2008 when the profits might be lower than 37 million baht.

The Company recognizes deferred tax liabilities and assets for taxable temporarily differences and deductible temporarily differences, respectively, and tax loss carried forward. Adding back 15.7 million baht income tax to 37.0 million baht net income for the year resulted in 52.8 million baht income before tax. The 15.7 million baht income tax was 29.9 per cent, substantially closer to the corporate income tax rate of 30 per cent for the year 2008.

The Chairman clarified further that the 2007 consolidate net income was 37 million baht, compared to the 2006 consolidated net income of 111 million baht. The ratio is about one to three. The 2007 income tax was 15 million baht, compared to the 2006 income tax of 44 million baht. The ratio is also about the same one to three.

Mr. Supot Uhachailertkul, shareholder, recommended that the Company arrange a printing plant visit for shareholders. The Chairman of the Executive Committee then asked the Company to arrange the printing plant visit as per the recommendation of the shareholder.

The Meeting considered and acknowledged the 2007 Annual Report and approved the financial statements for the year ended 31 December 2007 which was audited by the auditor.

(Approve: 429,817,799 votes, disapprove: - votes, and abstain: - votes)

3. To approve the appropriation of profits as dividends

The Company's Statutory Reserve had already attained the amount of ten per cent of the Registered Capital. The Company would not make any further appropriation of profits as Statutory Reserve.

The Company did not pay any interim dividend in 2007.

The Board of Directors advised shareholders that the Meeting of the Board of Directors No. 1/2008 held on Friday, 29 February 2007 approved a full year dividend of 30 million baht or 0.06 baht per share for the year ended 31 December 2007 to shareholders whose names appear in the Shareholder

Register Book at 12:00 hours on Friday, 25 April 2008. Subject to the approval of shareholders, the Company will make the payment of the dividends on Friday, 9 May 2008 from net profits that are subject to corporate income tax at the rate of 30 per cent.

The Chairman of the Executive Committee advised the Meeting further that the Company's policy was to appropriate approximately 60 per cent of its net profits for the payment of dividends each year. The fluctuation of payment would also depend on liquidity and capital spending commitment. For this year the Company proposed full year dividends of 30 million baht or 94 per cent of the net profits of 32 million baht, comparing to last year dividends of 80 million baht or 72 per cent of the 2007 net profits of 111 million baht. The Company maintained a higher dividend pay out than the stated policy and higher than that of last year since the investment in the new printing facilities which would enable us to better serve our readers and advertisers in the future has already completed.

The Meeting considered and approved the full year dividend of 30 million baht or 0.06 baht per share for the year ended 31 December 2007. The Company did not pay any interim dividend in 2007. The Company will pay the full year dividend of 30 million baht or 0.06 baht per share for the year ended 31 December 2007 to shareholders whose names appear in the Shareholder Register Book at 12:00 hours on Friday, 25 April 2008. The Company will make the payment of the dividends on Friday, 9 May 2008 from net profits that are subject to corporate income tax at the rate of 30 per cent.

(Approve: 429,817,799 votes, disapprove: - votes, and abstain: - votes)

4. To elect directors replacing directors who shall retire by rotation and fix the authority of directors (if any)

Mr. Lindley John Holloway and Mr. Johannes Bernardus van der Linden resigned from directors of the Company. The Board of Directors did not appoint any substitute director.

Directors who shall retire by rotation are Mr. John Thompson, Ms. Maria Nancy Valiente, Mr. Pichai Vasnasong, Mr. David John Armstrong, and Mr. Suthikiati Chirathivat.

The Board of Directors with the advice of the Nomination and Remuneration Committee recommended that shareholders re-elect Mr. John Thompson, Ms. Maria Nancy Valiente, Mr. Pichai Vasnasong, Mr. David John Armstrong, and Mr. Suthikiati Chirathivat as directors of the Company.

The Chairman advised the Meeting further that the Company had already disclosed additional information of directors proposed for re-election such as number of years served as director and meeting attendance in the previous year in the 2007 Annual Report and in the Details of Persons Nominated Directors which had been sent to shareholders together with the Invitation to Attend the 2008 Annual General Meeting of Shareholders.

The Chairman then instructed the Chief Financial Officer and Company Secretary to explain the qualification of Mr. John Thompson and Mr. Pichai Vasnasong as independent directors and the director election procedure to the Meeting.

The qualifications of Mr. John Thompson and Mr. Pichai Vasnasong as independent directors:

- They do not hold any share of the Company.
- They are not executives, employees, or advisors who receive compensation from the Company.
- They do not have any family relationship with other directors and senior management of the Company.
- They do not have any business relationship with the Company in such a way that such the independent directors can no longer express an independent opinion.

The Company does not apply a stricter definition of independent directors than the minimum qualification specified by the Office of the Securities and Exchange Commissions and the Stock Exchange of Thailand.

For the election of directors, shareholders and proxies may elect the whole Board or individual directors. Each shareholder shall have one vote for each share for which the shareholder is the registered holder. A shareholder or proxy may vote only for as many persons as there are vacancies on the Board of Directors to be filled. A shareholder or proxy may not cast more than one vote for any person in respect of each share that the shareholder holds or that their proxy represents, and may not allot any portion of their votes to other persons. After the vote, the candidates shall be ranked in descending order from the highest number of votes received to the lowest, and shall be appointed as directors in that order until all of the director positions are filled. Where the votes cast for candidates in descending order are tied in such a way as the number of directors is exceeded, the remaining appointments shall be made by drawing lots.

The Meeting considered and reelected directors who shall retire by rotation as directors of the Company as follows:

1. Mr. John Thompson

(Approve: 417,197,179 votes, disapprove: - votes, and abstain: 12,620,620 votes)

2. Ms. Maria Nancy Valiente

(Approve: 406,332,179 votes, disapprove: 10,865,000 votes, and abstain: 12,620,620 votes)

3. Mr. Pichai Vasnasong

(Approve: 408,482,179 votes, disapprove: 8,715,000 votes, and abstain: 12,620,620 votes)

4. Mr. David John Armstrong

(Approve: 417,197,179 votes, disapprove: - votes, and abstain: 12,620,620 votes)

5. Mr. Suthikiati Chirathivat

(Approve: 417,197,179 votes, disapprove: - votes, and abstain: 12,620,620 votes)

The directors of the Company and their most recent dates of election therefore are as follows:

1. Mr. Chavalit Thanachanan	(21 April 2006)
2. Mr. Ek-Rit Boonpiti	(21 April 2006)
3. Mr. Chai Nasylvanta	(21 April 2006)
4. Mr. Supakorn Vejjajiva	(21 April 2006)
5. Mr. Chartsiri Sophonpanich	(20 April 2007)
6. Mr. Kuok Khoon Ean	(20 April 2007)
7. Dr. Siri Ganjarerndee	(20 April 2007)
8. Mr. Worachai Bhicharnchitr	(20 April 2007)
9. Mr. John Thompson	(11 April 2008)
10. Mr. David John Armstrong	(11 April 2008)
11. Mr. Suthikiati Chirathivat	(11 April 2008)
12. Mr. Pichai Vasnasong	(11 April 2008)
13. Ms. Maria Nancy Valiente	(11 April 2008)

5. To fix director remuneration

The Board of Directors with the advice of the Nomination and Remuneration Committee recommended that shareholders approve the remuneration of the Board of Directors for the year 2008 of 11,000,000 baht which was the same as 2005 - 2007 and empower the Board of Directors to consider the allocation of such remuneration as they deem appropriate.

The Meeting considered and approved the remuneration of the Board of Directors for the year 2008 of 11,000,000 baht and empowered the Board of Directors to consider the allocation of such remuneration as they deem appropriate.

(Approve: 429,817,799 votes, disapprove: - votes, and abstain: - votes)

6. To appoint independent auditor and fix the audit fee

The Board of Directors with the advice of the Audit Committee recommended that shareholders appoint Mrs. Saifon Inkaew, Certified Public Accountant Registration No.4434, and/or Mr. Supachai Phanyawattano, Certified Public Accountant Registration No. 3930, and/or Miss Siraporn Ouaanunkun, Certified Public Accountant Registration No.3844 of Ernst & Young Office Limited as the auditors of the Company for the year 2008 for a total remuneration of 1,050,000 baht. In the event those auditors are unable to perform their duties, Ernst & Young Office Limited is authorized to assign another of its auditors to perform the audit and express an opinion on the company's financial statements in their place.

The audit fee for 2007 was 1,050,000 baht and the Company did not pay any non-audit service fee to the auditors for their other professional and special audit service during the year. Mrs. Saifon Inkaew has been appointed the auditor of the Company for the past two years. Auditors from the same office shall also be appointed auditors of the Company's subsidiaries.

The Meeting considered and appointed Mrs. Saifon Inkaew, Certified Public Accountant Registration No. 4434, and/or Mr. Supachai Phanawattano, Certified Public Accountant Registration No. 3930, and/or Miss Siraporn Ouaanunkun, Certified Public Accountant Registration No. 3844 of Ernst & Young Office Limited as the auditors of the Company for the year 2008 for a total remuneration of 1,050,000 baht. In the event those auditors are unable to perform their duties, Ernst & Young office Limited is authorized to assign another of its auditors to perform the audit and express an opinion on the Company's financial statements in their place.

(Approve: 429,817,799 votes, disapprove: - votes, and abstain: - votes)

7. To consider other matters (if any)

The Board of Directors advised shareholders that shareholders holding shares amounting to not less than one-third of the total number of shares sold may request the Meeting to consider matters other than those indicated in the Notice calling for the Meeting.

There was no other matter. The Chairman then asked if shareholders had any queries or recommendations to the Board of Directors and senior management.

Mr. Siritwat Voravetvuthikun, shareholder, asked about the change of size of the newspapers following the completion of the new printing plant, especially on the saving and the number of circulation.

Mr. Supakorn Vejjajiva, Director and Deputy Chief Operating Officer, responded that the Company saved about 15 per cent or 30 – 40 million baht per year from the reduction in size of Bangkok Post. For Post Today which continues to print some sections on the old press, the saving is lower since we could only reduce the width and not the height of the newspaper. Bangkok Post's circulation is

audited and is currently about 65,000 copies per day. Post Today's circulation is not audited but it should be the largest Thai language business newspaper.

The Chairman of the Executive Committee responded further that our investment in the new printing plant would lead to the change in size and therefore cost saving. Bangkok Post is the only newspaper in Thailand that has its circulation audited and attracts international advertisers.

Mr. Siriwat Voravetvuthikun, shareholder, asked the Company to explain further about the circulation audit.

The Deputy Chief Operating Officer explained that circulation audit is a standard for most of newspapers in Europe. They have their newspapers' circulation audited by the Audit Bureau of Circulation, England. For Thailand, Bangkok Post is the only newspaper that has its circulation audited by the Audit Bureau of Circulation. The benefit of having the audit is for advertisers, especially major international companies, to be certain that our number of circulation is true and correct as claimed.

Mr. Siriwat Voravetvuthikun, shareholder, showed his appreciation on the change of size of the newspapers and his good impression of the new printing plant. He also expressed his concern about the English language newspaper since the economy remains uncertain and there is a limited number of readers of English language newspapers. From now on, the Company should support the Thai language newspaper to be profitable together with the English language newspaper, he said. Shareholders did not have further queries or recommendations to the Board of Directors and senior management.

The Meeting adjourned at 12:00 hours.

(Chavalit Thanachanan)
Chairman of the Board of Directors

Puck Bhengsri

(Puck Bhengsri)
Chief Financial Officer and Company Secretary

Details of persons nominated directors

NAME-SURNAME: Mr. Ek-Rit Boonpiti

NATIONALITY/ AGE: Thai / 47 years

POSITION IN POST: Director

YEAR OF DIRECTORSHIP: 3 years

SHAREHOLDING: 2.01%

RELATIONSHIP: None

EDUCATION:

- MS Marketing, Thammasat University, 1994
- Bachelor of Business (Transport Economics), Royal Melbourne Institute of Technology (RMIT), Australia, 1988

TRAINING:

- Directors Accreditation Program (DAP 66/2007), Thai Institute of Directors Association

POSITIONS:

In other listed companies:

- Since 2005: Executive Director and Senior Executive Vice President, Thai Central Chemical Pcl.

In non-listed companies:

- Since 2004: Executive Director and Managing Partner, Crystal Jade Restaurant Co.,Ltd., Crystal Jade-My Bread Co.,Ltd., Crystal Jade Confectionery Co.,Ltd. and Crystal Jade La Mian Xiao Long Bao Co, Ltd.
- Since 1999: Executive Director, MC Broker Co., Ltd.
- Since 1996: Managing Director, Metro Resources Pcl.

In other companies which materially compete directly or have any related business with the Company (possible conflict of interest): None

CAREER:

- 2004-2005: Senior VP, Corporate Planning & Internal Audit Department, Thai Central Chemical Pcl.
- 1988-2005: Executive Director, Metro Co, Ltd
- 2001-2004: Senior VP, Corporate Planning Department, Thai Central Chemical Pcl.
- 1998-2003: Executive Director and Deputy Chairman, Mayne Transport Co., Ltd., Mayne Logistics Co., Ltd.
- 1999-2001: Advisor to Corporate Planning Office, Thai Central Chemical Pcl.
- 1990-2000: Executive Director and Senior VP, Asia Pacific Potash Corp Ltd.

MEETING ATTENDANCE IN 2008:

- The Board of Directors' Meetings: Attended 4 out of 4
- Shareholders' Meeting: Attended 1 out of 1

Details of persons nominated directors

NAME-SURNAME: Mr. Supakorn Vejjajiva
NATIONALITY/ AGE: Thai / 42 years
POSITION IN POST: Director
Deputy Chief Operating Officer
YEAR OF DIRECTORSHIP: 3 years
SHAREHOLDING: 0.4%
RELATIONSHIP: Wife is daughter of Mr. Suthikiati Chirathivat

EDUCATION:

- BA in International Relations (Honours), Gonville and Caius College, Cambridge University, England, 1988

TRAINING:

- The Characteristics of Effective Directors, Thai Institute of Directors Association
- Directors Accreditation Program (DAP 66/2007), Thai Institute of Directors Association

POSITIONS:

In listed companies: None

In non-listed companies:

- Since 2008: Director, Post International Media Co, Ltd
- Since 2008: Director, Post-ACP Co., Ltd
- Since 2008: Director, Post-IM Plus Co., Ltd
- Since 2007: Director, Flash News Co., Ltd.

In other companies which materially compete directly or have any related business with the Company (possible conflict of interest): None

CAREER:

- 2004-2007: Director, SKFM Securities Co., Ltd
- 2004-2005: Marketing Director, The Post Publishing Pcl.
- 2002-2004: Circulation & Marketing Communications Director, The Post Publishing Pcl.
- 2000-2002: Managing Director, Quamnet (Thailand) Co., Ltd
- 1998-2000: Investment Banking Executive, Lehman Brothers Thailand Co., Ltd
- 1994-1997: Director of Securities Department, SCB Securities Co., Ltd
- 1991-1994: Assistant Vice President of International Equity Sales Department, Phatra Thanakit Co., Ltd
- 1989-1991: Equity Research Analyst, Cazenove & Co., UK

MEETING ATTENDANCE IN 2008:

- The Board of Directors' Meetings: Attended 4 out of 4
- Shareholders' Meeting: Attended 1 out of 1

Details of persons nominated directors

NAME-SURNAME: Mr. Sumeth Damrongchaitham

NATIONALITY/ AGE: Thai / 45 years

POSITION IN POST: None

YEAR OF DIRECTORSHIP: None

SHAREHOLDING: None

RELATIONSHIP: None

EDUCATION:

- MBA Finance, Thammasat University, 1993
- BBA General Management, Ramkhamhaeng University, 1990
- BS Construction Management, King Mongkut's Institute of Technology Ladkrabang, 1988
- Bachelor of Economics, Monetary Theory & Public Finance, Chulalongkorn University, 1987

TRAINING:

- Directors Accreditation Program (DAP), Thai Institute of Directors Association
- Role of The Compensation Committee Program (RCC), Thai Institute of Directors Association
- D&O Insurance: Mitigating Directors Liabilities Risk/ Special Seminar, Thai Institute of Directors Association

POSITIONS:

In listed companies:

GMM Grammy Pcl.

- Since 2008: Company Secretary
- Since 2005: Member of the Nomination and Remuneration Committee and Member of the Risk Management Committee
- Since 2004: Director, Executive Director and Chief Operating Officer- Corporate Support and Business Development

GMM Media Pcl.

- Since 2008: Company Secretary
- Since 2007: Assistant to CEO
- Since 2005: Member of the Nomination and Remuneration Committee and Member of the Risk Management Committee
- Since 2004: Director and Executive Director

SE-ED Education Pcl.

- Since 2006: Member of the Recruitment and Remuneration Committee
- Since 2005: Director

In non-listed companies: None

In other companies which materially compete directly or have any related business with the Company (possible conflict of interest): None

CAREER:

- 2000-2004: First Vice President, National Finance
- 2000: Vice President, National Finance
- 1999-2000: Manager Special Asset Management, National Finance
- 1996-1999: Assistant Vice President, National Securities

Details of independent directors who may be appointed as a proxy

NAME-SURNAME: Dr. Siri Ganjarerndee
NATIONALITY /AGE: Thai / 61 years
ADDRESS: 44/2 moo 6 Bang Waek Road, Bang Phai, Bang Khae, Bangkok 10160
POSITION IN POST: Independent Director*
Chairman of the Audit Committee
Member of the Nomination and Remuneration Committee
YEAR OF DIRECTORSHIP: 10 years
SHAREHOLDING: None
RELATIONSHIP: None

EDUCATION:

- Ph.D. Monetary Economics, Econometrics&Operations Research, Monash University, Australia
- M.Ec. (Economic Statistics and Monetary Economics), University of Sydney, Australia
- B.Ec. (Honours) Economic Statistics, University of Sydney, Australia

TRAINING:

- Audit Committee Program (ACP 6/2005), Thai Institute of Directors Association
- Directors Certification Program (DCP 60/2004), Thai Institute of Directors Association
- Directors Accreditation Program (DAP 4/2003) , Thai Institute of Directors Association

POSITIONS:

In listed companies:

- Since 2007: Director, Audit Committee Member, Member Nomination Committee & Member Compensation Committee, Thoresen Thai Agencies Pcl.
- Since 2005: Vice Chairman & Chairman of the Executive Board, Prasit Patana Pcl.
- Since 2004: Independent Director and Audit Committee Member, Indorama Polymers Pcl.
- Since 2000: Vice Chairman & Audit Committee Member, The Thai Vegetable Oil Pcl.

In non-listed companies:

- Since 2008: Member, Financial Institutions Policy Board, Bank of Thailand
- Since 2003: Director and Audit Committee Member, TRIS Corporation Co., Ltd.
- Since 2003: Performance Assessment Committee, State Enterprise Policy Office, Ministry of Finance
- Since 1999: Independent Director and Audit Committee Member, Bangkok Life Assurances Pcl.

In other companies which materially compete directly or have any related business with the Company (possible conflict of interest): None

CAREER:

- 2006-2007: Director & Chairman of The Finance Committee, Aeronauticalradio of Thailand Ltd.
- 2005-2006: Vice Chairman of The Executive Board, British International School
- 2002-2003: President & Chief Executive Officer, Thai Military Bank Pcl.
- 2001-2008: Independent Director and Audit Committee Member, Land and Houses Pcl.
- 1996-2008: Advisor to the Board, TSFC Securities Ltd.
- 1991-1998: Senior Assistant Governor, Bank of Thailand

MEETING ATTENDANCE IN 2008:

- The Board of Directors' Meetings: Attended 4 out of 4
- Shareholders' Meeting: Attended 1 out of 1
- The Audit Committee's Meetings: Attended 4 out of 4
- The Nomination and Remuneration Committee's Meetings: Attended 1 out of 1

Details of independent directors who may be appointed as a proxy

NAME-SURNAME: Mr. John Thompson
NATIONALITY/ AGE: Thai / 45 years
ADDRESS: 28/8 Pattanawej soi 12, Sukhumvit soi 71, Sukhumvit Road, Prakanong, Bangkok 10110
POSITION IN POST: Independent Director*
Member of the Audit Committee
YEAR OF DIRECTORSHIP: 4 years
SHAREHOLDING: None
RELATIONSHIP: None

EDUCATION:

- BA (Honours), London University, England
- Associate Chartered Accountant (ACA), The Institute of Chartered Accountants in England & Wales (ICAEW), England

TRAINING:

- Directors Accreditation Program (DAP 57/2006), Thai Institute of Directors Association

POSITIONS:

In listed companies: None

In non-listed companies:

- Since 2007: Executive Director, NTAsset (Thailand) Co, Ltd

In other companies which materially compete directly or have any related business with the Company (possible conflict of interest): None

CAREER:

- 2005-2007: Managing Director, TMB Macquarie Securities
- 1999-2005: Head of Equities, ING Securities (Thailand) Co, Ltd;
Managing Director, ING Securities (Thailand) Co, Ltd
- 1997-1999: Head of Equities, ABN Amro Asia Securities Pcl.
- 1996-1997: Head of Sales, Nava Standard Chartered Securities
- 1995-1996: Head of Equities, Seamico Securities Plc
- 1992-1995: Head of Research, Cazenove & Co
- 1988-1992: Chartered Accountant, PriceWaterhouse (UK)

MEETING ATTENDANCE IN 2008:

- The Board of Directors' Meetings: Attended 4 out of 4
- Shareholders' Meeting: Attended 1 out of 1
- The Audit Committee's Meetings: Attended 4 out of 4

*** Qualification of an Independent Director**

1. Holding not more than one per cent of the total voting shares of the Company, a subsidiary, an affiliate, a major shareholder, or a controlling person, including shares held by related persons.
2. Not taking part in management, or being an employee, staff member, advisor receiving a regular salary, or controlling person of the Company, a subsidiary, an affiliate, other associate company, a major shareholder, or a controlling person.
3. Not being a close relative by birth or by legal registration as a parent, a spouse, a brother or sister, a son or daughter, of management, a major shareholder, a controlling person, or a person nominated as management or a controlling person of the Company and a subsidiary.
4. Not involving in a business relationship with the Company, a subsidiary, an affiliate, a major shareholder, or a controlling person in such a way that will obstruct his independent judgment including not being a shareholder holding 10 per cent or more or a controlling person of the person who has a business relationship with the Company, a subsidiary, an affiliate, a major shareholder, or a controlling person. A business relationship includes a normal cause of business transaction, a rent or lease of property, a transaction related to assets, service, providing or receiving financial support such as borrowing, lending, guarantee, or assignment resulting in the Company or other party being in debt obligation of more than three per cent of net tangible assets of the Company or twenty million baht, whichever is lower. The Calculation of debt obligation shall be in accordance with the calculation of value of related party transaction specified by the Capital Market Supervisory Board's Announcement of Related Party Transaction including debt obligation one year prior to the date that business relationship starts.
5. Not being an external auditor of the Company, a subsidiary, an affiliate, a major shareholder, or a controlling person of the Company and not being a shareholder holding 10 per cent or more or a partner in an audit office of an external auditor of the Company, a subsidiary, an affiliate, a major shareholder, or a controlling person.
6. Not being a provider of professional service such as legal or financial services and receives a professional fee of more than two million baht per year from the Company, a subsidiary, an affiliate, a major shareholder, or a controlling person and not being a shareholder holding 10 per cent or more or a partner such a provider of professional service.
7. Not being a director representing another director of the Company, a major shareholder, or a shareholder related to a major shareholder.
8. Not being in a business substantially the same and compete with the Company, or a subsidiary, or not being a principal partner in a business partnership or being a director involving in management, employee, staff member, advisor receiving a regular salary, or holds of shares with voting right more than one per cent of total number of voting right of other company that engages in a business substantially the same and compete with the Company and a subsidiary.
9. Be able to express an independent opinion with respect to the operation of the Company.

After an appointment, an independent director may be assigned by the Board of Directors to make collective decision decisions with respect to the operation of the Company, a subsidiary, an affiliate, other associate company, a major shareholder, or a controlling person of the Company

**Documents or Evidence Showing an Identity of the Shareholder or
a Representative of the Shareholder Entitled to Attend the Meeting**

The policy of the Board of The Stock Exchange of Thailand, dated 19th February 1999, relating to good practices for holding of a shareholders' meeting, aims to establish guidelines for listed companies to follow. This will create confidence to shareholders, investors and all relevant parties. Accordingly, the Company believes that an inspection of documents or evidence showing an identity of the shareholder or a representative of the shareholder entitled to attend the meeting which should be observed by the shareholders, would cause transparency, fair and benefits to the shareholders. However, the Company reserves the right to waive any of these requirements for some of the shareholders on a case by case basis, at the Company's sole discretion.

1. Natural person

1.1 Thai nationality

- (A) Identification card of the shareholder (personal I.D. or identification card of government officer or identification card of state enterprise officer); or
- (B) In case of proxy, identification card of the shareholder and identification card or passport (in case of a foreigner) of the proxy.

1.2 Non-Thai nationality

- (A) Passport of the shareholder; or
- (B) In case of proxy, passport of the shareholder and identification card or passport (in case of a foreigner) of the proxy.

2. Juristic person

2.1 Juristic person registered in Thailand

- (A) Corporate affidavit, issued within 30 days by Commercial Registration Department, Ministry of Commerce; and
- (B) Identification card or passport (in case of a foreigner) of the authorized director(s) who sign(s) the proxy form including identification card or passport (in case of a foreigner) of the proxy.

2.2 Juristic person registered outside of Thailand

- (A) Corporate affidavit; and
- (B) Identification card or passport (in case of a foreigner) of the authorised director(s) who sign(s) the proxy form including identification card or passport (in case of a foreigner) of the proxy.

A copy of the documents must be certified true copy. In case of any documents or evidence produced or executed outside of Thailand, such documents or evidence should be notarised by a notary public.

A shareholder or a proxy may register and submit the required documents or evidence for inspection at the meeting from 09.00 a.m. on 10 April 2009.

**ARTICLES OF ASSOCIATION
Of
THE POST PUBLISHING PUBLIC COMPANY LIMITED**

PART I
Meeting of Shareholders

**Article 1
Annual Ordinary General Meeting**

(A) Holding of Annual Ordinary General Meeting

An Annual Ordinary General Meeting of the Shareholder of the Company shall be held each year not later than on 30th day of April. An Annual Ordinary General Meeting of the Company shall be held at such time, day and place, within Thailand, as may be fixed by the Board of Directors and such meeting shall transact the following business:

1. Receiving the report of the Board of Directors and considering the statement of accounts and balance sheet of the Company for the fiscal year ended on the preceding 31st December, with auditor's report thereon.
2. Considering the payment of dividend.
3. Electing directors in place of those retiring by rotation.
4. Appointing an auditor for the current fiscal year and fixing his or her remuneration.
5. Any other business which may be properly brought before an Annual Ordinary General Meeting.

(B) Notice of Annual Ordinary General Meeting

Written Notice of an Annual Ordinary General Meeting shall be sent by registered mail to all shareholders and to the Registrar at least seven (7) days prior to the date thereof, and shall also be published for at least three (3) consecutive days in a local newspaper at least three (3) days prior to the date thereof. The notice shall specify the place, time and date, agenda, and matters to be proposed for consideration of the meeting, together with details as to which matters are for the information, for authorization, or for deliberation of the meeting. The opinion of the Board of Directors as to such matters shall be attached to the notice. The Board of Directors shall also send to all shareholders with such notice a copy of audited statement of accounts and balance sheet for the preceding fiscal year, a copy of the Board of Directors annual report, and other documents as required by law or deemed appropriate by the Board of Directors.

**Article 3
Quorum**

A meeting of the shareholders of the Company may not transact any business unless at least twenty five (25), or at least one-half (1/2), of the shareholders and proxies (if any) holding in aggregate at least one-third (1/3) of the issued shares of the Company are present at the meeting. If within one (1) hour of the time appointed for the meeting a quorum prescribed

by this Article is not present then the meeting shall be dissolves. Except in the event of a shareholders meeting called by requisition pursuant to the Article 2 (A), another meeting shall be summoned and notice of such meeting shall be sent by mail to all shareholders at least seven (7) days prior to such meeting, at which a quorum shall not be required.

Article 4 Proxies

Any shareholder may be represented and vote by proxy at any General Meeting. The Proxy appointment must be made in writing, signed by the shareholder, and submitted to the Chairman of the Board of Directors or the Chairman of the meeting at the place of the General Meeting prior to attendance by the proxy. The instrument appointing the proxy shall be in the format prescribed by the Registrar and shall contain at least the following:

- (a) Number of shares held by the shareholder appointing the proxy;
- (b) Name of the proxy; and
- (c) Specific meeting at which the proxy has been assigned to attend and to vote.

The proxy shall have the number of votes equal to the aggregate number of votes to which the shareholders appointing the proxy are entitled, unless the proxy shall make a statement in the General Meeting before voting that he or she shall only vote on behalf of certain shareholders whose names and number of shares held are disclosed by the proxy.

Article 5 Voting

At any General Meeting, every shareholder shall have one (1) vote for each share in respect of which he, she or it the registered holder. Adoption of any resolution, except where otherwise required by law, or approval of any other matter at a General Meeting (including election of directors) shall require the affirmative votes of a majority of the total number of shares held by shareholders attending or represented at the meeting and entitled to vote thereat. In the event of a tie vote, the Chairman of the meeting shall have a casting vote. Voting shall be conducted in an open manner, unless not fewer than five (5) shareholders shall have requested to vote by secret ballot and the meeting has so resolved, in which event the voting shall be so prescribed by the Chairman of the meeting. A shareholder who has a vested interest in any matter shall not be entitled to vote thereon, except that said shareholder may vote in connection with the election of directors.

Voting and Vote Counting Procedure

1. For shareholders who come to the Meeting in person and proxies with the Proxy Form Type A (General and simple format), the Company will provide them with vote cards for each agenda item at the registration prior to the Meeting.
2. For proxies with the Proxy Form Type B (Detailed and fixed format) and for foreign shareholders who appointed custodian in Thailand as proxies with the Proxy Form Type C (The form for foreign shareholders who appointed custodian in Thailand), the Company shall record fixed votes as stated in the proxy forms in our computer at the time of registration. In case that shareholders did not vote in any agenda item or the instruction was not clear, the Company will provide them with vote cards for such agenda items only at the registration prior to the Meeting.
3. In voting for each agenda item, the Company will ask the Meeting for any "disapprove" or "abstain". If both the records in our computer and the voting during the Meeting show no "disapprove" or "abstain", it is deemed that the Meeting unanimously approves the matter. If certain shareholders vote "disapprove" or "abstain" in the Meeting, the Company will ask these groups of shareholders to complete the vote cards for record. To calculate number of "approve" votes, the Company will deduct "disapprove" and "abstain" votes from the total number of shares attending the Meeting. The Company will process the vote counting and disclose the results of the votes in the Meeting.

Director Election Procedure

For the election of directors, shareholders and proxies may elect the whole Board or individual director. Each shareholder shall have one vote for each share for which the shareholder is the registered holder. A shareholder or proxy may vote only for as many persons as there are vacancies on the Board of Directors to be filled. A shareholder or proxy may not cast more than one vote for any person in respect of each share that the shareholder holds or that their proxy represents, and may not allot any portion of their votes to other persons. After the vote, the candidates shall be ranked in descending order from the highest number of votes received to the lowest, and shall be appointed as directors in that order until all of the director positions are filled. Where the votes cast for candidates in descending order are tied in such a way as the number of directors is exceeded, the remaining appointments shall be made by drawing lots.

Attachment 9 Map of The Post Publishing Public Company Limited

Map of The Post Publishing Public Company Limited

