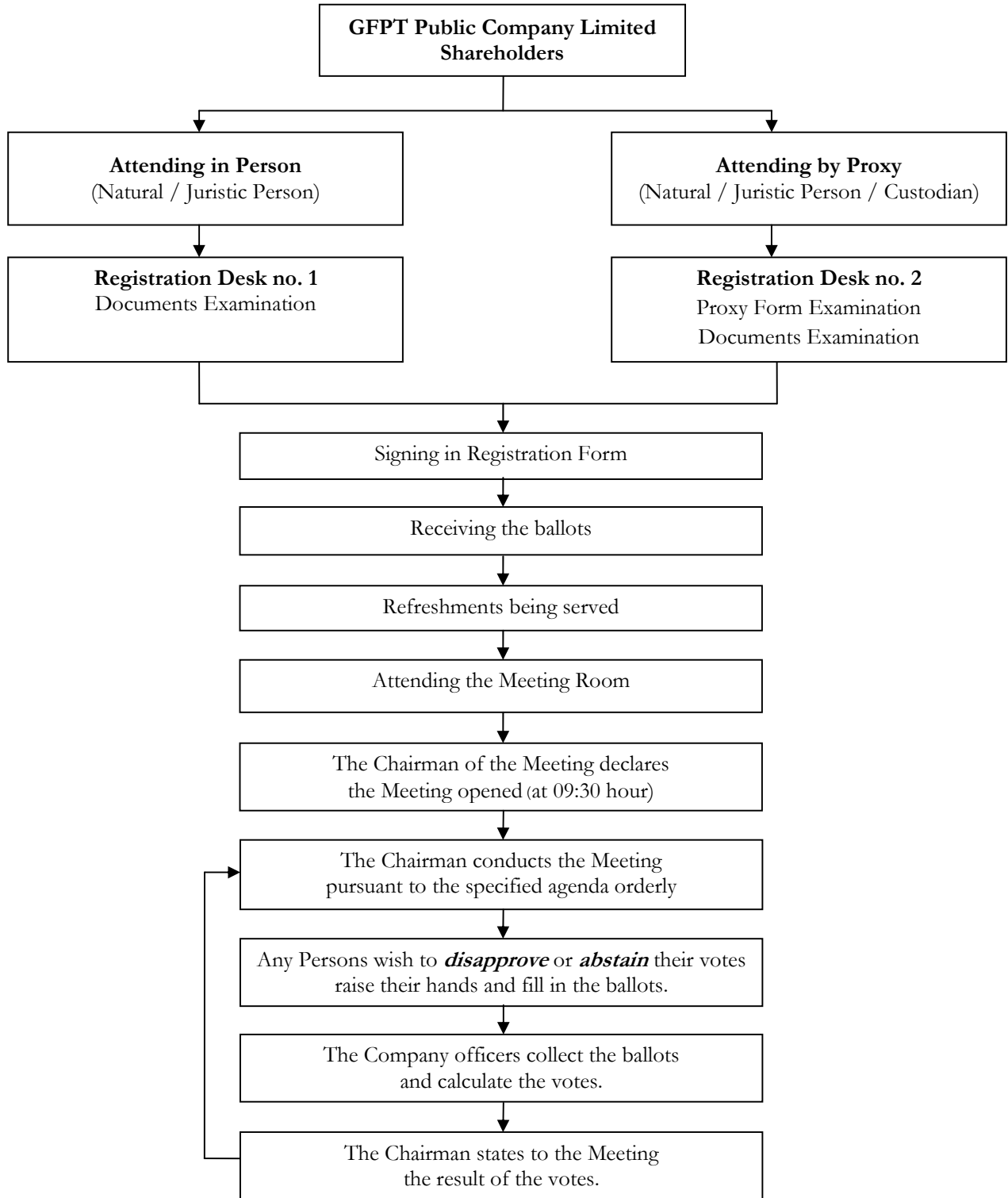


**Steps for Attending the Annual General Meeting of Shareholders 2011
GFPT Public Company Limited**



**Guidelines for Vote Casting and Counting in the Annual General Meeting of Shareholders
GFPT Public Company Limited**

Vote Casting and Counting

The Chairman of the meeting or any other person assigned by the Chairman will inform the meeting about the procedure of vote casting and vote counting prior to start the meeting agenda.

1. Vote Casting

1.1. In order to cast the votes in each agenda, the Chairman will ask shareholders and Proxies in the meeting who wish to vote disapprove or abstain their votes to raise their hands:

- If there is any shareholder or proxy showing his/her hand for disapproval or abstain votes, such shareholder or proxy must mark his/her votes for disapproval or abstain votes in the ballot given to the shareholders before the meeting starts, and handover the ballot to the Company's officer(s). Any shareholder or proxy who fails to deliver the ballots to the Company's officer(s) shall be deemed as a shareholder or proxy who approves such item of agenda.
- If there is no shareholder showing his/her hand for disapproval or abstain votes, it shall be deemed that the meeting unanimously resolves to approve such agenda as proposed by the Chairman.

1.2. In the event where a shareholder appoints a proxy to attend and vote on its behalf pursuant to its intention to vote for approval, disapproval, or abstain vote (as the case may be) as marked in the proxy form for the relevant agenda item in compliance with the regulations, the Company will record such votes as marked or specified by the shareholder in the proxy form in the vote-counting system in advance. The Company will not hand over the ballots to the proxy in respect of the agenda item.

2 Vote Counting

2.1 A barcode system will be applied by the Company for counting votes.

2.2 One share shall be counted as one vote.

2.3 The vote counting in each agenda item will be divided into 3 categories as follows:

- In the event of the agenda item for which a simple majority vote of the shareholders who attend and cast their votes is required (according to Section 107 (1) of the Public Limited Companies Act, B.E. 2535 (A.D. 1992), only the number of approval and disapproval votes casted by the shareholders will be applied as the base number of votes for calculation purpose exclusive of the number of abstain votes.

- In the event of the agenda item for which a vote of not less than three-quarters of the total number of votes of shareholders who attend and are entitled to vote is required (according to Section 107 (2) of the Public Limited Companies Act, B.E. 2535 (A.D. 1992), the total number of votes of the shareholders who attend and are entitled to vote will be applied as the base number of votes for calculation purpose in where all of the approval, disapproval and abstain votes will be included.
 - In the event of the agenda item for which a vote of not less than two-thirds of the total number of votes of shareholders who attend the meeting is required (according to the second paragraph of Section 90 of the Public Limited Companies Act, B.E. 2535 (A.D. 1992), the total number of votes of the shareholders who attend the meeting will be applied as the base number of votes for calculation purpose in where all of the approval, disapproval and abstain votes will be included.
- 2.4 If a proxy marks his/her vote in the ballot not consistent with that specified in the proxy form, the vote specified in the proxy form will be applied and counted by the Company.
- 2.5 Any vote casting in the manner stated below shall be deemed as the vote casted by “the person not entitled to vote”:
- 2.5.1 Shareholders present in person
- There is no vote casting specified in the ballot; or
 - There is more than 1 type of vote casting in the ballot.
- 2.5.2 Proxy
- There is a vote casting by the proxy grantor appearing in the proxy form and there is also an amendment to such vote casting without the proxy grantor’s signature on the place of amendment; or
 - If there is no vote casting by the proxy grantor appearing in the proxy form for where the proxy is entitled to cast the vote in the meeting and:
 - There is no vote casting specified in the ballot;
 - There is more than one type of vote casting in the ballot (other than in case of vote casting by custodian); or
 - The number of votes casted in the ballot is more than the number of shares entitled to vote (in case of custodian).
- 2.6 The Chairman of the meeting or any other person assigned by the Chairman will announce the vote casting result in each agenda item after the vote casting in respect of such agenda item is ended.