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No. TTW/0293/09

16 July 2009

Subject: Invitation to Attend the Extraordinary General Meeting of Shareholders No. 1/2552

Attention: Shareholders of Thai Tap Water Supply Public Company Limited

- Attachments:
1. Matters of Facts and Reasons Support to the Meeting Document;
 2. Minutes of the Extraordinary General Meeting of Shareholders No. 1/2551;
 3. Information Memorandum on Connected Transaction;
 4. Opinion of the Independent Financial Advisor;
 5. Opinion of the Audit Committee regarding to connected transaction of Thai Tap Water Supply Public Company Limited;
 6. The Company's Articles of Association Regarding Shareholders' Meeting and Voting;
 7. Information on Audit Committee Member as Proxy to Attend the Meeting;
 8. Proxy Forms (Form B);
 9. Map of the Meeting Place

The Board of Directors of Thai Tap Water Supply Public Company Limited (“the Company”) has passed a resolution in its Meeting No. 5/2552, held on Friday, 29 May 2009, to summon the Extraordinary General Meeting of Shareholders No. 1/2552 to be held on Friday, 31 July 2009 at 3:00 p.m. at the Lotus Room, Queen Sirikit National Convention Center, No. 60 New Rachadapisek Road, Klongtoey, Bangkok, to consider the related transaction. Moreover, the Meeting of the Board of Directors of the Company No. 6/2552, held on Friday, 10 July 2009, has passed a resolution to issue and offering for sale of debt instruments in form of bills and/or debentures. The Company has attached the matters of facts and reasons support to the meeting document as per Attachment 1 for considerations and approval the matters as per the following agenda:

Item 1 To consider and approve the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2551

Opinion of the Board: It was of the view that the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2551 as per Attachment 2. were correct and complete. It was deemed appropriate to approve such Minutes of the Meeting.

Item 2 To consider and approve the Acquisition of Rights to Operate Tap Water and Waste Water Services at Bangpa-In Industrial Estate from Bangpa-In Land Development Company Limited.

Opinion of the Board: The Board, except for the interested directors, deemed it appropriate to propose the matter to the Shareholders' Meeting for consideration and approval the acquisition of rights to operate tap water and waste water services at Bangpa-In Industrial

(Translation)

Estate from Bangpa-In Land Development Company Limited (BLDC) at Baht 1,400 million is an appropriate price and the purchase will benefit the Company compared to an entry into a transaction with an independent third party. The benefits to the Company after the conclusion of the transaction of water supply business outside the area presently served by the Company and expansion of waste water treatment service business. The company will purchase operating rights from BLDC only after 1) approval of the shareholders in the execution of the transaction 2) subject to conclusion of details of the agreement on production, distribution and service rights between the Company and BLDC which is expected to be finalized by September 2009, by granting approval for the BOD or the Managing Director or the person designated by the Board of Directors to have the person to consider and take any actions relating to this transaction as necessary and appropriate. The details of the information memorandum on connected transaction, opinion of the independent financial advisor, and opinion of the Audit Committee on such connected transaction appeared in Attachments 3, 4 and 5.

In this regard, such connected transaction would be required to be approved by the Shareholders' Meeting of the Company with the votes of not less than three-fourths of the total votes of the shareholders attending the Meeting and having the right to vote, excluding votes of the interested persons.

The number of votes of the interested persons without the right to vote on this item totaled 1,788,244,700 votes, representing 44.82 percent of all shares sold of the Company, as per the list of names and amount of shares as of 16 June 2009 as the closing date of the share register book for suspension of share transfer for the right to attend this Extraordinary General Meeting of Shareholders as follows:

| Name | Amount of Shares | Percentage |
|---|------------------|------------|
| 1. CH. Karnchang Public Company Limited | 1,408,777,400 | 35.308 |
| 2. Bangkok Metro Public Company Limited | 368,750,000 | 9.242 |
| 3. Mr. Plew Trivisvavet | 2,997,000 | 0.075 |
| 4. Mr. Narong Sangsuriya | 2,000,100 | 0.050 |
| 5. Mr. Prasert Marittanaporn | 2,000,100 | 0.050 |
| 6. Dr. Sombat Kitjalaksana | 3,000,100 | 0.075 |
| 7. Mr. Prasert Trivisvavet | 700,000 | 0.018 |
| 8. Mr. Kamthorn Trivisvavet | 20,000 | 0.001 |

(Translation)

Item 3 To consider and approve the issuance and offering for sale of debt instruments in the form of bills and/or debentures

Opinion of the Board: Resolved to approve and propose to the Extraordinary Meeting of Shareholders to consider and approve the Company's additional Baht 2,600 million issuance and offering for sale of debt instruments in form of bills and/or debentures from the previously approved amount by the Extraordinary General Meeting of Shareholders No. 1/2551, held on 17 December 2008, which would increase the total amount of debt instruments to a total of up to Baht 10,100 million. Such bills and/or debentures maturity date shall not be exceeded 10 years from the date of issuance of the bills and/or debentures. The debentures may be offered for sale in Thailand and/or abroad, to the public and/or institutional investors and/or high net worth investors and/or specific investors and/or any other persons in accordance with the Notification of the Securities and Exchange Commission (the "Notification of the SEC") and/or the Notification of the Office of the Securities and Exchange Commission (the "Notification of the Office of the SEC") and/or the Notification of the Capital Market Supervisory Board and/or other relevant laws in force at the time the bills and/or debentures are issued and offered for sale, which may be offered once or several times and/or on a revolving basis or in any other manner. The debentures may be issued and offered for sale separately from, in combination of, or together with other type of securities. Bills and/or debentures may have or may not have put option for the holders or call option for the Company to redeem any issued bills and/or debentures prior to the maturity. This must be subject to the conditions at the time when the bills and/or debentures are issued. In the case where the Company redeems or repays the bills and/or debentures issued under the above total authorized offering amount, the Company will be able to issue and offer for sale new bills and/or debentures on a revolving basis within the amount not exceeding Baht 10,100 million. By granting approval for the Board of Directors or the Managing Director or the person designated by the Board of Directors or the Managing Director to have the power to consider and determine criteria, conditions and other details relating to the issuance and offering for sale of bills and/or debentures which have not yet been determined as necessary and appropriate according to the laws, such as, name and characteristics, type of offering, amount of bills and/or debentures to be issued and offered for sale each time, type of bills and/or debentures, guarantee, collateral, offering price per unit, term, maturity, early redemption right, other rights and duties according to the bills and/or debentures to be issued at such time, interest rates, principal and interest payment method, allocation method and details of offering, etc. In addition, it includes the listing of bills and/or debentures on the Stock Exchange of Thailand, securities dealing center or any other secondary markets including organizations. The above persons also have the power to apply for approval from, make disclosure to, and proceed any and all relevant acts with the relevant regulatory agencies, appoint advisors or relevant persons with respect to the issuance and

(Translation)

offering of bills and/or debentures as well as contact, negotiate, enter into, execute and amend relevant documents and contracts, and take any action relating to the issuance and offering of bills and/or debentures as necessary and appropriate.

Item 4 To consider other matters (if any)

The Company will arrange for registration and examination of documents of the attendees of the Meeting at the Meeting Place during 1.30 p.m. to 3.00 p.m., and the Company will proceed with the Meeting in accordance with its Articles of Association regarding Shareholders' Meeting and voting as per Attachment 6.

The shareholders are invited to attend the Meeting on such date, and at the time and place as mentioned above. In case you are unable to attend the Meeting by yourself, you may appoint Mr. Techapit Sangsingkeo, member of the Audit Committee, who has no interest on the matter to be proposed to the Meeting for consideration and approval, as per the details of profile of the member of the Audit Committee in Attachment 7, or another person to act as proxy holder to attend the Meeting and vote on your behalf. Please kindly fill in the details and sign, as well as affixing Baht 20 stamp duty on the Proxy Form as per Attachment 8. To ensure that the Meeting would be conducted conveniently and orderly, in case of proxy, please send the Proxy Form to the Company via facsimile No. 0-2811-7687 by Monday, 27 July 2009, or submit such Proxy Form to the Chairman of the Board of Directors or the person designated by the Chairman at the Meeting Place before attending the Meeting. The shareholders or proxy holders are requested to bring and present the documents and evidence as per the list in Attachment 8 for registration on the Meeting date. Map of the meeting place as per in Attachment 9.

In this regard, the Record Date that the Company specifies the list of shareholders entitled to attend the Meeting and vote in the Extraordinary General Meeting of Shareholders No. 1/2552 on Monday, 15 June 2009. The list of shareholders shall be collected pursuant to Section 225 of the Securities and Exchange Act by closing the share register book for suspension of share transfer on Tuesday, 16 June 2009.

Very truly yours,

(Dr.Thanong Bidaya)

Chairman of the Board of Directors