



*(English Translation)*

16 August 2011

Subject : Change of par value of the Company share as well as split of warrants and notifying date, time, venue and agenda of the Extraordinary Meeting of Shareholder # 1/2011

To : President  
The Stock Exchange of Thailand

The Board of Directors of Sansiri Public Company Limited (“the Company”) in its meeting # 9/2011 held on 15 August 2011 at 16<sup>th</sup> Floor, Siripinyo Building, no. 475 Sri Ayutthaya Road, Thanon Phayathai Subdistrict, Rajthevi District, Bangkok, has approved the following resolutions:

**Item 1.** To propose for approval at the Extraordinary Meeting of Shareholder for the change of par value of the Company share from 4.28 baht per share to 1.07 baht per share. In this event, the amount of the Company’s registered capital remains unchanged, i.e. 11,641,589,650.96 baht, but the value and number of ordinary registered shares of the Company will be split from the existing 2,719,997,582 shares of 4.28 baht per share to 10,879,990,328 shares of 1.07 baht per share.

Additionally, after the Company has completed the registration of the change of par value from 4.28 baht per share to 1.07 baht per share with the Department of Business Development, Ministry of Commerce, the Company will adjust the rights of the warrants issued under the SIRI-W1, ESOP # 5 and ESOP # 6 scheme in order to preserve the interest of the warrant holders in accordance with the terms and conditions of the respective warrant scheme, the details of which are as follows:

The Company will adjust the exercising right of the warrants issued under SIRI-W1, ESOP # 5 and ESOP # 6 scheme according to its terms and conditions and then split the said warrants from 1 existing unit to 4 newly units. In this regard, the exercise ratio would be the same i.e. 1 unit of warrant will be entitled to purchase 1.167 ordinary shares, but the exercise price per one ordinary share will be changed to as follows:

- the exercise price of SIRI-W1 will be changed from 4.457 baht per share to 1.114 baht per share
- the exercise price of ESOP # 5 will be changed from 4.286 baht per share to 1.072 baht per share
- the exercise price of ESOP # 6 will be changed from 4.457 baht per share to 1.114 baht per share

**Item 2.** To propose for approval at the Extraordinary Meeting of Shareholder for the amendment to Clause 4 of the Memorandum of Association of the Company to be accorded with the change of par value of the Company share as follows:



“Clause 4. The registered capital	11,641,589,650.96	Baht
of		
Divided into	10,879,990,328	shares
With the par value of	1.07	Baht
Shares are classified into:-		
Ordinary Shares of	10,879,990,328	shares
Preference Shares	-	shares”

**Item 3.** To set date for an Extraordinary Meeting of Shareholders # 1/2011 will be held on 27 September 2011 at 2.00 p.m., at Infinity Room No. 1-2 (Ballroom), Pullman Bangkok King Power Hotel, No. 8/2 Rangnam Road, Thanon Payathai Sub-district, Rajthevi District, Bangkok 10400 in order to consider the following agenda:

- Agenda Item 1. To consider and certify the Minutes of the Annual General Meeting of the Shareholders # 16/2011 held on 25 April 2011.
- Agenda Item 2. To consider and approve the change of par value of the Company share from 4.28 baht per share to 1.07 baht per share.
- Agenda Item 3. To consider and approve the amendment to Clause 4 of the Memorandum of Association of the Company to be accorded with the change of par value of the Company share.
- Agenda Item 4. To consider and confirm the shares being reserved for the exercising right of the warrant issued pursuant to SIRI-W1, ESOP # 5 and ESOP # 6 scheme as well as the adjustment of exercise ratio and exercise price which are made pursuant to the terms and conditions of the said warrants (SIRI-W1, ESOP # 5 and ESOP # 6)
- Agenda Item 5. Other Business (if any)

**Item 4.** To fixed the Record Date on which shareholders have the right to attend the Extraordinary Meeting of Shareholders # 1/2011 as 1 September 2011 and fixed the share register book closing date as 2 September 2011 for gathering shareholder’s names under the Section 225 of the Securities and Exchange Act B.E. 2535 (amended B.E. 2551).

Please be informed accordingly.

Yours sincerely,

(Mr. Wanchak Buranasiri)  
Director and Chief Operating Officer