



# ASIA FIBER PUBLIC COMPANY LIMITED

September 30, 2009

Subject : Invitation to the 2009 Ordinary Shareholders' Meeting  
To: Shareholders  
Attach: 1) Minutes of The Ordinary Shareholders' Meeting of 2008  
2) CD-ROM 2009 Annual Report.  
3) Guidelines for proxy holder appointment, registration and documents required in order to attend the shareholders meeting  
4) Articles of Association relating to the meeting of shareholders  
5) Information of the directors retiring by rotation and proposed to be re-elected  
6) Directors' remuneration  
7) Appointment and remuneration of auditors for 2009/2010  
8) Information of the independent director for consideration regarding the appointment of proxy holder  
9) Proxy  
10) Map of Asia Fiber Public Company Limited

By the resolution of the Board of Directors of Asia Fiber Public Company Limited, the 2009 Ordinary Shareholders' Meeting will be held on October 12 2009, 2:00 p.m. at the Corporate Meeting Room, 33/133-136 Surawongse Road, Suriyawong Sub-District, Bangrak, Bangkok 10500 (27th Floor, Wall Street Tower) during which the following agenda will be discussed:

**1) To approve the minutes of the Ordinary Shareholders' Meeting of 2008 (Enclosure 1)**

Board's opinion : This is to review the minutes of the Ordinary Shareholders' Meeting of 2008. The Board's opinion is for the approval of the minutes.

**2) To report the 2008/2009 results.**

Board's opinion : This is to report to the shareholders the result of the 2008/2009 operation.

**3) To approve the financial statements ending June 30, 2009. (Enclosure 2)**

Board's opinion : This is to report the audited financial statements of the year ending June 30, 2009 to the shareholders. Board's opinion is for the approval of the statements.

**4) To allocate the earnings.**

Board's opinion : The company has a dividend pay-out of approximately 70% of net profit after tax and reserves, with considerations to economic conditions, business environments, liquidity, and investment required. The results for the fiscal year 2007/2008 shows a net loss of 43,332,228 Baht, and the fiscal year 2008/2009 shows a net profit of 3,040,162 Baht.

with a deficit of 185,830,666 carried over, the total deficit to be carried forward to next year is 182,790,504 Baht. Dividend payment is omitted for this year due to the accumulated loss.

5) To appoint directors in replacement of those retired by rotation. (Enclosure 5)

Board's opinion : To announce that 6 members of the Board of Directors are due for stepping down.

- |                             |                                |
|-----------------------------|--------------------------------|
| 1. Mr. Piphat Sirikietsoong | 2. Mr. Chen Namchaisiri        |
| 3. Mr. Vira Sirikietsoong   | 4. Mr. Nipon Leelasithorn      |
| 5. Mr. Tanace Kuvnichkul    | 6. Mr. Sathaporn Kotheeranurak |

To appoint the 6 outgoing directors to serve another term.

6) To approve the Board of Directors' remuneration. (Enclosure 6)

The directors' remuneration in meeting allowance and travel fee according to responsibility under the principles of good corporate governance are as follow:

- |  |             |
|--|-------------|
| 1. Remuneration of Chairman/person/month                 | 6,600 Baht  |
| 2. Remuneration of Executive Directors 10 persons/month  | 4,400 Baht  |
| 3. Remuneration of Independent Directors 7 persons/month | 2,200 Baht  |
| 4. Remuneration of Chairman of Audit Committee/meeting   | 20,000 Baht |
| 5. Remuneration of Audit Committee 2 persons/meeting     | 10,000 Baht |

Boards' opinion : The Board of Directors proposes that the existing remuneration of directors be maintained and resolve to forfeit directors' bonus for this year due to accumulated loss.

7) To appoint financial auditor and to consider the audit fee. (Enclosure 7)

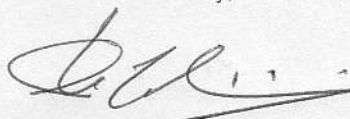
The Audit Committee appoint Miss Jintana Mahavanich C.P.A.Reg. No.4687 and/or Mrs. Chintana Techamontrikul C.P.A.Reg.No.5131 of C & A Accounting Firm be appointed as the company's certified public auditor for the fiscal year 2008/2009 with a proposed audit fee, including 3 quarterly reviews, of 460,000 Baht.

Board's opinion : To appoint financial auditor and to consider the audit fee according to the resolution of the Audit Committee.

8) Other business. (If any)

The company has distributed documents pertaining to the Shareholder Meeting for year 2009 together with meeting agenda through our company website [www.asiafiber.com](http://www.asiafiber.com) from September 11, 2009 onwards.

Yours faithfully,



(Chen Namchaisiri)

Executive Director & President