

(Translation)

**Details of the Nominees Proposed for
Election of the Directors Retiring by Rotation**

Name	:	Mr. Dhanin Chearavanont
Position	:	Chairman
Type of Director to be elected	:	Director
Nomination Criteria and Procedure	:	Being an existing director of the Company whose qualifications are reviewed by the Compensation and Nominating Committee that he is qualified according to the applicable laws and he has broad knowledge and experiences, which are beneficial to the Company.
Family relationship to the Management or major shareholders of the Company or its subsidiaries	:	Father of Mr. Soopakij Chearavanont, Mr. Narong Chearavanont and Mr. Suphachai Chearavanont
Period of directorship	:	16 consecutive years
Age (years)	:	69
Nationality	:	Thai
Education	:	- Commercial School, Hong Kong - Shantou Secondary School The People's Republic of China - The National Defence College of Thailand
Director training programs held by the Thai Institute of Directors Association (IOD)	:	Director Accreditation Program (DAP)
Position in other organization	:	
• Listed Company	:	3 companies - Chairman, Charoen Pokphand Foods Public Company Limited - Chairman, CP All Public Company Limited - Honorary Chairman, Siam Makro Public Company Limited
• Non-listed Company	:	3 group of companies - Honorary Chairman, True Move Company Limited - Director, Bangkok Inter Teletech Public Company Limited - Chairman and Chief Executive Officer, Charoen Pokphand Group Company Limited and its subsidiaries
• Other organizations that may cause conflict of interests to the Company	:	None
Ownership in securities issued by True (as of December 31, 2008)	:	None
Board Meeting Attendance in Year 2008	:	3 times from 6 times

(Translation)

**Details of the Nominees Proposed for
Election of the Directors Retiring by Rotation**

Name	:	Mr. Vitthya Vejjajiva
Position	:	Independent Director and Chairman of the Audit Committee
Type of Director to be elected	:	Independent Director
Nomination Criteria and Procedure	:	Being an existing director of the Company whose qualifications are reviewed by the Compensation and Nominating Committee that he is qualified according to the applicable laws and he has broad knowledge and experiences, which are beneficial to the Company. Furthermore, he is independent director who is qualified according to the Capital Market Supervisory Board and the Company's criteria.
Family relationship to the Management or major shareholders of the Company or its subsidiaries	:	None
Period of directorship	:	10 consecutive years
Age (years)	:	72
Nationality	:	Thai
Education	:	- Master Degree of Laws Harvard University, USA - Master Degree of Arts, University of Cambridge, England - Bachelor of Laws, University of Cambridge, England - Barrister-at-law, Gray's Inn
Director training programs held by the Thai Institute of Directors Association (IOD)	:	- Director Accreditation Program (DAP) - Audit Committee Program (ACP) - Chairman 2000
Position in other organization		
• Listed Company	:	None
• Non-listed Company	:	1 group of company - Chairman, K Line (Thailand) Company Limited and its subsidiaries
• Other organizations that may cause conflict of interests to the Company	:	None

Major work experiences	: - Permanent Secretary of the Ministry of Foreign Affairs - Ambassador Extraordinary and Plenipotentiary of the United States of America - Ambassador Extraordinary and Plenipotentiary of Belgium and the European Community - Ambassador Extraordinary and Plenipotentiary of Canada - Director, General of Department of Economic Affairs
Ownership in securities issued by True (as of December 31, 2008)	: None
Board Meeting Attendance in Year 2008	: 6 times from 6 times
Audit Committee Meeting Attendance in Year 2008	: 8 times from 8 times
Corporate Governance Committee Meeting Attendance in Year 2008	: 4 times from 4 times

(Translation)

**Details of the Nominees Proposed for
Election of the Directors Retiring by Rotation**

Name	:	Dr. Kosol Petchsuwan
Position	:	Independent Director and Member of the Audit Committee
Type of Director to be elected	:	Independent Director
Nomination Criteria and Procedure	:	Being an existing director of the Company whose qualifications are reviewed by the Compensation and Nominating Committee that he is qualified according to the applicable laws and he has broad knowledge and experiences, which are beneficial to the Company. Furthermore, he is independent director who is qualified according to the Capital Market Supervisory Board and the Company's criteria.
Family relationship to the Management or major shareholders of the Company or its subsidiaries	:	None
Period of directorship	:	16 consecutive years
Age (years)	:	69
Nationality	:	Thai
Education	:	- Doctor of Philosophy (Engineering), Imperial College London - Bachelor of Engineering, Imperial College London
Director training programs held by the Thai Institute of Directors Association (IOD)	:	- Director Accreditation Program (DAP) - Director Certification Program (DCP) - Audit Committee Program (ACP) - Chairman 2000
Position in other organization	:	
• Listed Company	:	1 company - Independent Director and Chairman of the Audit Committee, ACL Bank Public Company Limited
• Non-listed Company	:	1 academic institute - Director, Mahidol Wittayanusorn School (Public Organization)
• Other organizations that may cause conflict of interests to the Company	:	None
Major work experiences	:	- President, The Telecommunications Association of Thailand under Royal Patronage - Chairman, The Aeronautical Radio of Thailand Limited - Rector, King Mongkut's Institute of Technology Ladkrabang

Ownership in securities issued by True (as of December 31, 2008)	: None
Board Meeting Attendance in Year 2008	: 6 times from 6 times
Audit Committee Meeting Attendance in Year 2008	: 8 times from 8 times
Corporate Governance Committee Meeting Attendance in Year 2008	: 3 times from 4 times

(Translation)

**Details of the Nominees Proposed for
Election of the Directors Retiring by Rotation**

Name	:	Mr. Joti Bhokavanij
Position	:	Independent Director and Member of the Audit Committee
Type of Director to be elected	:	Independent Director
Nomination Criteria and Procedure	:	Being an existing director of the Company whose qualifications are reviewed by the Compensation and Nominating Committee that he is qualified according to the applicable laws and he has broad knowledge and experiences, which are beneficial to the Company. Furthermore, he is independent director who is qualified according to the Capital Market Supervisory Board and the Company's criteria.
Family relationship to the Management or major shareholders of the Company or its subsidiaries	:	None
Period of directorship	:	9 consecutive years
Age (years)	:	66
Nationality	:	Thai
Education	:	- Fellow of the Association of Chartered Certified Accountants, England - Programme for Management Development, Harvard Business School, USA - Marketing Management Programme, Stanford University, Graduate School of Business, USA
Director training programs held by the Thai Institute of Directors Association (IOD)	:	- Director Accreditation Program (DAP) - Chairman 2000
Position in other organization	:	
• Listed Company	:	None
• Non-listed Company	:	3 companies - Director, True Move Company Limited - Director, Bangkok Inter Teletech Public Company Limited - Director, Kingfisher Holdings Limited
• Other organizations that may cause conflict of interests to the Company	:	None

Major work experiences	: - Chief Executive Officer, ACL Bank Public Company Limited - Executive Chairman, TISCO Finance Public Company Limited - President & CEO, Thai Wah Group of Companies - Managing Director and Consul-General of Denmark for Bangkok, The East Asiatic (Thailand) Public Company Limited
Ownership in securities issued by True (as of December 31, 2008)	: None
Board Meeting Attendance in Year 2008	: 6 times from 6 times
Audit Committee Meeting Attendance in Year 2008	: 8 times from 8 times
Corporate Governance Committee Meeting Attendance in Year 2008	: 4 times from 4 times

(Translation)

**Details of the Nominees Proposed for
Election of the Directors Retiring by Rotation**

Name	:	Mr. Suphachai Chearavanont
Position	:	Director, President and Chief Executive Officer
Type of Director to be elected	:	Director
Nomination Criteria and Procedure	:	Being an existing director of the Company whose qualifications are reviewed by the Compensation and Nominating Committee that he is qualified according to the applicable laws and he has broad knowledge and experiences, which are beneficial to the Company.
Family relationship to the Management or major shareholders of the Company or its subsidiaries	:	Son of Mr. Dhanin Chearavanont Younger brother of Mr. Soopakij Chearavanont and Mr. Narong Chearavanont
Period of directorship	:	16 consecutive years
Age (years)	:	41
Nationality	:	Thai
Education	:	- Bachelor of Business Administration in Financial Management, Boston University, USA
Director training programs held by the Thai Institute of Directors Association (IOD)	:	None
Position in other organization	:	
• Listed Company	:	None
• Listed Company (in foreign countries)	:	2 companies - Director, Chia Tai Enterprises International Limited - Director, C.P. Pokphand Company Limited
• Non-listed Company	:	5 group of companies - Director and Executive Officer, subsidiaries of True Corporation Public Company Limited - Chairman, Pantavanij Company Limited - Director, CPPC Public Company Limited - Director, Asia Freewill Company Limited - Director, Freewill Solutions Company Limited
• Other organizations that may cause conflict of interests to the Company	:	None
Ownership in securities issued by True (as of December 31, 2008)	:	- 1,250,000 ordinary shares representing 0.02% of the total issued shares - 15,919,077 warrants units
Board Meeting Attendance in Year 2008	:	6 times from 6 times

(Translation)

**Details of the Nominees Proposed for
Election of the Directors Retiring by Rotation**

Name	:	Mr. Chatchaval Jiaravanon
Position	:	Director and Managing Director - Group Investment
Type of Director to be elected	:	Director
Nomination Criteria and Procedure	:	Being an existing director of the Company whose qualifications are reviewed by the Compensation and Nominating Committee that he is qualified according to the applicable laws and he has broad knowledge and experiences, which are beneficial to the Company.
Family relationship to the Management or major shareholders of the Company or its subsidiaries	:	Son of Mr. Sumet Jiaravanon
Period of directorship	:	16 consecutive years
Age (years)	:	46
Nationality	:	Thai
Education	:	- Bachelor of Business Administration, University of Southern California, USA
Director training programs held by the Thai Institute of Directors Association (IOD)	:	- Director Accreditation Program (DAP)
Position in other organization	:	
• Listed Company	:	1 company - Director and Member of the Audit Committee, Ticon Industrial Connection Public Company Limited
• Non-listed Company	:	3 group of companies - Director and Executive Officer, subsidiaries of True Corporation Public Company Limited - Chairman, Thai Kodama Company Limited - Director, Metro Machinery Company Limited
• Other organizations that may cause conflict of interests to the Company	:	None
Ownership in securities issued by True (as of December 31, 2008)	:	6,357,890 warrants units
Board Meeting Attendance in Year 2008	:	1 times from 6 times

**Definition of Independent Directors
of
True Corporation Public Company Limited**

Independent Director means a director who holds the following qualifications, which are in line with the criteria set by the Capital Market Supervisory Board:

- (1) holding shares *not* exceeding one per cent of the total number of voting rights of True, its parent company, subsidiary, affiliate, principal shareholder or controlling person of True, including the shares held by related persons of the independent director;
- (2) *neither* being *nor* having been an executive director, employee, staff, or advisor who receives salary, or a controlling person of True, its parent company, subsidiary, affiliate, same-level subsidiary, principal shareholder or controlling person of True unless the foregoing status has ended *not* less than two years prior to the date of appointment;
- (3) *not* being a person related by blood or registration under laws, such as father, mother, spouse, sibling, and child, including spouse of the children, executives, major shareholders, controlling persons, or persons to be nominated as executive or controlling persons of True or its subsidiary;
- (4) *not* having a business relationship with True, its parent company, subsidiary, affiliate, major shareholder or controlling person of True, in the manner which may interfere with his or her independent judgement, and *neither* being *nor* having been a principal shareholder or controlling person of any person having business relationship with True, its parent company, subsidiary, affiliate, major shareholder or controlling person of True unless the foregoing relationship has ended *not* less than two years prior to the date of appointment.

The term ‘business relationship’ aforementioned under paragraph one includes any normal business transaction, rental or lease of immovable property, transaction relating to assets or services or grant or receipt of financial assistance through receiving or extending loans, guarantee, providing assets as collateral, including any other similar actions, which result in True or its counterparty being subject to indebtedness payable to the other party in the amount of three percent or more of the net tangible assets of True or twenty million Baht or more, whichever is lower. The amount of such indebtedness shall be calculated according to the calculation method for value of connected transactions under the Notification of the Capital Market Supervisory Board concerning rules on connected transactions *mutatis mutandis*. The combination of such indebtedness shall include indebtedness taking place during the course of one year prior to the date on which the business relationship with the person commences;

- (5) *neither* being *nor* having been an auditor of True, its parent company, subsidiary, affiliate, major shareholder or controlling person of True, and *not* being a principal shareholder or controlling person, or partner of an audit firm which employs auditors of True, its parent company, subsidiary, affiliate, major shareholders or controlling person of True unless the foregoing relationship has ended *not* less than two years from the date of appointment;
- (6) *neither* being *nor* having been any professional advisor including legal advisor or financial advisor who receives an annual service fee exceeding two million Baht from True, its parent company, subsidiary, affiliate, major shareholders or controlling person of True, and *neither* being *nor* having been a principal shareholder, controlling person or partner of the professional advisor unless the foregoing relationship has ended *not* less than two years from the date of appointment;
- (7) *not* being a director who has been appointed as a representative of True’s director, major shareholder or shareholders who are related to the major shareholder;

- (8) *not* operate any business which has the same nature as and is in significant competition with the business of True or subsidiary, or not being a principal partner in any partnership, or not being an executive director, employee, staff, or advisor who receives salary; or holding shares *not* exceeding one per cent of the total number of voting rights of any other company operating business which has the same nature as and is in significant competition with the business of True or subsidiary,
- (9) *not* having any characteristics which make him/her incapable of expressing independent opinions with regard to True's business affairs.
- (10) After having been appointed as independent director with qualifications complying with the criteria under the above (1) to (9), the independent director may be assigned by the Board of Directors to take part in the business decision of True, its parent company, subsidiary, affiliate, same-level subsidiary, major shareholder or controlling person of True on the condition that such decision must be a collective one.
- (11) In case of any person *either* having *or* having had a business relationship or professional service exceeding the amount under the above (4) or (6), such person shall be waived from the prohibition concerning *neither* having *nor* having had a business relationship or professional service by the Board of Directors' approval only if True provides the opinion of the Board of Directors which perform duty under Section 89/7 of the Securities and Exchange Act B.E. 2535 that the appointment of such person does not impact his or her independent judgement and True shall disclose the information required by the Capital Market Supervisory Board in the notice of shareholders' meeting in the agenda for election of such independent director.