

Minutes of The Extraordinary General Meeting of Shareholders 1/2011
Of
Nation Multimedia Group Public Company Limited

Date and Place The Meeting was held on June 13, 2011 at 2 pm, at the Conference Room, 5th Floor, Nation Building, 1854 Bangna-Trad, Bangna, Bangkok 10260

Preliminary Proceedings

Mr. Thanachai Theerapattanavong, Chairman of the Board of Directors and Chairman of the Meeting, introduced Mrs. Warangkana Kalayanapradit, the Company Secretary and Investor Relation who was assigned to moderate the meeting.

The Company Secretary introduced the members of the Company's Board of Directors who attended the Meeting to the Shareholders.

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| 1. Mr Thanachai Theerapattanavong | Chairman of the Board of Directors
and Chairman of the Executive Board |
| 2. Mr. Thanachai Santichaikul | Vice Chairman and Chief Executive Officer |

Independent Directors

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| 3. Mr. Pakorn Borimasporn | Independent Director and the Chairman of Audit Committee |
| 4. Mr. Chaveng Chariyapisuthi | Independent Director and the Member of Audit Committee |
| 5. Mr. Yothin Nerngchamnon | Independent Director and the Member of Audit Committee |
| 6. Mr. Nissai Vejajiva | Independent Director |

Non-Executive Directors

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| 7. Mr. Sermsin Samalapa | Director |
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Executive Directors

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| 8. Mr. Suthichai Yoon | Director and Editor in Chief |
| 9. Mr. Pana Janviroj | Director and President of Nation News Network Co.,Ltd.
English News Business Unit |

A total 9 of 11 directors attended the Meeting.

The Company's executives who attended the Meeting:

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| 1. Ms. Duangkamol Chotana | President of Krungthep Turakij Media Co., Ltd.,
Thai News Business Unit |
| 2. Ms. Orapim Luang-On | President of Kom Chad Luek Media Co., Ltd.,
General News Business Unit |
| 3. Mr Thongchai Bunsaringkaranont | President of WPS (Thailand), Printing Business Unit |
| 4. Ms. Pimpakan Yansrisirichai | Chief Operating Officer - Advertising |
| 5. Ms. Nutvara Seangwarin | Senior Vice President - Advertising |
| 6. Ms Phairin Nithipanich | Senior Vice President - Advertising |
| 7. Mrs. Benchawan Srisuthisaart | Senior Vice President - Circulation |
| 8. Ms. Mathaya Osathanond | Assistant Senior Vice President - Finance |
| 9. Mr. Supoth Piansiri | Assistant Senior Vice President - Accounting |
| 10. Mrs. Kesery Kanjana-vanit | President of Nation International Edutainment Plc Ltd. |

The Company Secretary introduced legal consultant : Thanathip & Partners Co.,Ltd.

Ms. Chawaluck Sivayathorn	Partners
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The Company Secretary informed the Meeting that in order to conform to Corporate Governance relating to the protection of shareholders' rights and providing fair and equal treatment to all shareholders, the Company had issued written guidelines, conditions, and practices in attending the Meeting, authorizing proxies and casting vote. An invitation letter, with a copy of Chapter 6 of the Company's regulation on "Shareholders' Meeting" attached, had already been sent to all shareholders. The Company Secretary explained the Meeting procedures as follows:

- The Company provided shareholders with the opportunity to authorize a proxy to attend the Meeting. This year, Independent director and the Member of Audit Committee who was given authorization as a proxy for shareholders unable to attend the Meeting was Mr. Pakorn Borimasporn, Independent Director and the Chairman of Audit Committee whose brief profile was attached to the meeting invitation letter.
- The voting regulations for this Shareholders' Meeting were in accordance with the Company's regulations stated in Chapter 6 on "Shareholders' Meeting" numbers 35 and 36, which were attached to the meeting invitation letter sent to each shareholder in advance of the Meeting.

"Number 35. The Chairman of the Meeting is responsible for ensuring the meeting is held in compliance with the law and the Company's regulations on meetings and running the meeting in the order of agenda as stated in a meeting invitation letter unless two-thirds of shareholders attending the Meeting vote for a reorder of the agenda."

"Number 36. Unless regulations or law state otherwise, considerations or resolutions made by the Meeting are based on majority votes from shareholders attending the Meeting. The Shareholders are entitled to exercise their rights to vote their shares: one share, one vote. In the event that Shareholders have an interest in the agenda item, they relinquish their right to vote for this item, except for the voting for Directors. If approved and disapproved votes are equal, one vote from the Chairman is required to resolve a decision."

For each item on the agenda of this Meeting, providing neither disapproval nor abstention from any shareholders was made, the resolution shall be approved. However, in the case that either disapproval or abstention made on any item, the Shareholders including proxies were required to raise their hands. They were required to cast their votes by filling out the ballots provided before commencement of the Meeting. The Chairman announces each item and the Shareholders were required to cast their votes and sign their name on the matching ballots. Authorized staff would collect the ballots for the vote count. Shareholders were entitled to exercise their rights to vote their shares: one share, one vote.

Once the voting result was announced, the voting was finalized

The Company Secretary announced that the Company's shares that had been issued were 164,774,030 shares

- 23 Shareholders attended the Meeting with 49,598,685 shares accounting for 30.10 % of total shares
- 32 Proxies attended the Meeting with 79,812,141 shares accounting for 48.44 % of total shares
- A total of 55 shareholders attended the Meeting with 129,410,826 shares accounting for 78.54 % of total shares

The Meeting had a quorum.

The Company Secretary then introduced the following item in the agenda:

Agenda 1. To consider adopting the minutes of the Annual General Meeting of Shareholders 2011

The Company Secretary proposed the Meeting to consider adopting the minutes of the Annual General Meeting of Shareholders 2011 held on April 7, 2011, the copy of which had been delivered to the Shareholders together with the notice of this Meeting.

No shareholder opposed or requested that the minutes be amended otherwise. The Company Secretary proposed the Meeting to consider the matter and resolve to adopt the minutes of the Annual General Meeting of Shareholders 2011.

Having considered the item 1, the Meeting adopted the minutes of the Annual General Meeting of Shareholders 2011 with the following vote results.

Approved	129,410,826 votes, accounting for 100% of shareholders attending the meeting with voting rights
Disapproved	0 votes, accounting for 0% of shareholders attending the meeting with voting rights
Abstained	0 votes, accounting for 0% of shareholders attending the meeting with voting rights

Agenda 2.To consider and approve the change in the par value of the Company's shares

The Company Secretary informed the Meeting that, in order to increase the liquidity for trading of the Company's shares on the Stock Exchange of Thailand, the Company's Board of Directors has proposed that the Meeting consider and approve the change in the par value of the Company's shares from Baht 10 per share to Baht 1 per share. After the change in the par value of the Company's shares, the Company's registered capital would be Baht 2,500,000,000 and the paid up capital would be Baht 1,647,740,300, both of which remained unchanged and the number of shares shall increase from 250,000,000 registered shares and 164,774,030 paid up shares with Baht 10 par value per share to 2,500,000,000 registered shares and 1,647,740,300 paid up shares with Baht 1 par value per share. Such change shall take effect after the Company undertaken all necessary steps as required by law which was expected to be completed within June 2011.

The Chairman invited the shareholders to ask questions and express any comments they may have.

There were no further questions or comments raised by the shareholders. The Company Secretary proposed the Meeting to consider and approve the change in the par value of the Company's shares as detailed in this Agenda 2.

Resolved upon due consideration, the Meeting considered and resolved to approve the change in the par value of the Company's shares with the following votes cast:

Approved	129,410,826 votes, accounting for 100% of shareholders attending the meeting with voting rights
Disapproved	0 votes, accounting for 0% of shareholders attending the meeting with voting rights
Abstained	0 votes, accounting for 0% of shareholders attending the meeting with voting rights

Agenda 3. To consider and approve the amendment to Clause 4 of the Company's Memorandum of Association to reflect the change in the par value of the Company's shares

The Company Secretary informed the Meeting that according to the resolution of Agenda 2 approving the change in the par value of the Company's shares from Baht 10 per share to Baht 1 per share resulted in the change in the number of shares of the Company from 2,500,000,000 registered shares to 1,647,740,300 paid up shares. The Company's Board of Directors proposed that the Meeting consider and approve the amendment to Clause 4 of the Company's Memorandum of Association as followed in order to reflect the change in the par value of the Company's shares:

"Clause 4	Registered capital	:	Baht 2,500,000,000 (Baht Two thousand and five hundred million)
	Divided into	:	2,500,000,000 Shares (Two thousand and five hundred million shares)
	Each has par value of	:	Baht 1 (Baht One)
	<i>consisting of</i>		
	Ordinary shares		2,500,000,000 Shares

(Two thousand and five
hundred million shares)

Preference shares

- Shares (-)"

The Company Secretary reiterated to the Meeting that it was required that this agenda be approved with votes of not less than three fourths of the total number of votes of shareholders attending the Meeting and having the right to vote so as to constitute a special resolution under the law.

The Chairman invited the shareholders to ask questions and express any comments they may have.

The questions asked by the shareholders are as follows:

1. Why was the par value reduced from Bt10 to Bt1?

The chairman asked Mr. Thanachai Santichaikul, CEO, to give an answer to the shareholders.

The CEO explained that the par value reduction proposed to the shareholders would not affect the financial status of the company. Shares owned by the shareholders would still have the same value. The reduction would only increase the number and liquidity of the company's shares.

2. As of the first quarter 2011, the financial statements recorded an accumulated deficit of Bt715 million. Did the company have any means to write off the deficit so that a dividend could be paid?

The CEO explained that the Board of Directors had also considered the issue and agreed that although writing off the accumulated deficit would reflect the exact value, the investment value of the shareholders would reduce, and this would cause greater damage. The board also saw that the company's restructuring and improvement in all operations had enhanced the company's performance throughout the past two years. The board believed that the company's operations and business policies would reduce and finally eliminate the entire accumulated deficit.

3. Given the previous answer, if the company made profits of Bt313 million in 2010, and this level of performance could be consistently maintained, would the accumulated deficit be eliminated within the next three years and would the shareholders receive a dividend in 2013?

The CEO explained that from the operations under the plan to manage the company's structure with the concept "divide to grow", the company's financial status had continuously improved. Therefore, the board saw that the company could reduce and finally eliminate the accumulated deficit.

There were no further questions or comments raised by the shareholders. The Company Secretary proposed the Meeting to consider and approve the amendment to Clause 4 of the Company's Memorandum of Association as detailed in this Agenda 3 to reflect the change in the par value of the Company's shares.

Upon due consideration, the Meeting considered and resolved to approve the amendment to Clause 4 of the Company's Memorandum of Association in order to reflect the change in the par value of the Company's shares with the following votes cast:

Approved	129,410,826 votes, accounting for 100% of shareholders attending the meeting with voting rights
Disapproved	0 votes, accounting for 0% of shareholders attending the meeting with voting rights
Abstained	0 votes, accounting for 0% of shareholders attending the meeting with voting rights

Agenda 4. To consider other matters (if any)

A shareholder asked what the trend in operations for the year 2011 would be when revenue from the print media business was forecasted to decline while revenue from the broadcasting and IT businesses was expected to increase. How would the company retain revenues from the print media business?

The CEO explained that the Nation Group had been well-known as the fastest adopter of new media in the country but surveys and research on the advertising industry indicated that the value of the fast-growing new media was not considered a large portion of the whole advertising industry. Therefore, the revenue of the company had been primarily generated from the print media. Retaining the revenue base from print media was among the first priorities of the company. However, the company had been divided into seven affiliates in line with its target groups in order to benefit from the higher management liquidity of the small companies which could grow in every media channel and ultimately increase the possibility to enhance the overall revenue of NMG.

No other matters were considered.

The Chairman expressed his thanks to the Shareholders for attending the Meeting.

The Meeting adjourned at 14.40 hrs.

Signature  Chairman

Mr. Thanachai Theerapattanavong

Signature  Vice Chairman

Mr. Thanachai Santichaikul