



Hana Microelectronics Public Co., Ltd.

10/4 Moo 3, Vibhavadi-Rangsit Road, Kwang Talad Bangkhen, Khet Laksi, Bangkok 10210
Tel: 66 (0) 2-5511297 Fax: 66 (0) 2-5511299

April 1, 2008

Subject: Notice of the Annual General Meeting of Shareholders No. 15/2008

To: Shareholders of Hana Microelectronics Public Company Limited

Attachment:

- 1) Copy of the Minutes of the Annual General Meeting of Shareholders No. 14/2007
- 2) 2007 Annual Report
- 3) Brief profiles of directors retired by rotation
- 4) Brief profiles of external auditors
- 5) Detail of ESOP Issuance and Allocation
- 6) Hana Articles of Association concerning to the shareholders' meeting
- 7) Map of the Meeting location
- 8) Registration form (all shareholders are required to bring in this form when attending the meeting.)
- 9) Proxy form

Notice is hereby given that the fifteen Annual General Meeting of Hana Microelectronics Public Co., Ltd. will be held at the Company office no. 10/4 Moo 3, Vibhavadi-Rangsit Road, Kwang Talad Bangkhen, Khet Laksi, Bangkok Metropolis on **April 30, 2008 at 10:30 a.m.**

Agenda of the Meeting

1. To certify the Minutes of the Annual General Meeting of Shareholders No. 14/2007 that was held on April 30, 2007

Shareholders are to approve the Minutes of the Annual General Meeting of Shareholders No. 14/2007 that was held on April 30, 2007 as detailed per attachment No. 1.

Board's opinion: The Meeting Minutes No. 14/2007 was recorded completely and accurately. The Board recommends to shareholders that the Minutes of the Annual General Meeting of Shareholders No. 14/2007 should be certified.

2. To acknowledge the Company's performance for the year 2007

Shareholders are to acknowledge 2007 performance of the Company as detailed per attachment No. 2 (2007 Annual Report.)

Board's opinion: The Board recommends shareholders to acknowledge the Company's performance for the year 2007 as proposed.

3. To approve the balance sheet and profit and loss statements for the fiscal period ended December 31, 2007

Shareholders are to approve 2007 balance sheet and profit and loss statements which were audited and certified by the external auditor as detailed per attachment No. 2.

Board's opinion: The Board recommends to shareholders that the balance sheet and profit and loss statements for the financial period year ended December 31, 2007 should be approved as proposed. The summary of the financial statements is as follows.

Item	Amount (Baht)
Total Assets	13,773,451,573
Total Liabilities	2,482,603,217
Total Revenues	16,101,294,798
Net Income	2,449,161,059
Earnings per Share	2.95 Baht per share

4. To approve the dividend payment for the year 2007

Shareholders are to approve an annual dividend payment at Baht 1.30 per share with the payment date on May 22, 2008.

Board's opinion: The Board recommends to shareholders to approve the annual dividend payment for the financial year ended December 31, 2007 to be Baht 1.30 per share. The dividend will be paid to shareholders whose names are recorded in the company's share registration book on April 9, 2008. The payment will be made on May 22, 2008.

The dividend policy of the company is 30% to 100% of its consolidated net income after deduction of all specified reserves, subject to the Company and its subsidiaries' cash flow and investment plans, including justifications and other considerations as deemed appropriate. With a strong balance sheet, a strong cash position and long-term shareholders' value, the Board intends to propose the dividend of approximately 44% of Year 2007 Net Profit after tax which is Baht 2,449,161,059. The comparison of dividend payment with last year is as follows.

(Baht/Share)

Year	Interim Dividend	Annual Dividend	Total Dividend	% Pay out
2007	-	1.30	1.30	44%
2006	0.50	1.00	1.50	55%

5. To approve the re-appointment of directors in place of those retired by rotation and approve the directors' remuneration for the year 2008

Shareholders are to consider the re-appointment of directors who retire by rotation at this year Annual General Meeting. The Nomination Committee has considered their performance and proposed to re-elect each director as detailed per attachment No. 3 to serve as the board members for another term. In addition, shareholders are to approve the directors' remuneration for the year 2008 as proposed.

Board's opinion: According to the Company's Articles of Association, one-third of directors, who have served the longest term, must retire by rotation at Annual General Meeting. Those directors are Mr. Bancha Tarnprakorn and Mr. Voraphoj Thepvaprasiddhi who shall be retired by rotation at this year Annual General Meeting. As the Company invited shareholders to propose the candidate to be elected for the director, there was no any proposal raised by shareholders. Therefore, the Board upon the recommendation of the Nomination Committee, considered those two directors for the re-election.

Being entirely satisfied with their performance, effectiveness and commitment to the roles as proposed by the Nomination Committee, the Board recommends the re-appointment of those two directors for another term.

For the remuneration of directors in 2008, the Board recommends the amount not exceeding Baht 10,000,000, which is the same as 2007. The remuneration is not considered by the Remuneration Committee but the Board has considered according to the same industry together with the company performance. The proposed remuneration package is as follows.

Position	Meeting Allowance (Baht)	Bonus	ESOP at the market price
Chairman of the Board and sub-committee	50,000 Baht	2-3 times of meeting allowance depending on the company performance	200,000 units (subjected to shareholders' approval on Agenda 7)
Independent Directors	30,000 Baht	2-3 times of meeting allowance depending on the company performance	200,000 units (subjected to shareholders' approval on Agenda 7)
Executive Directors*	-	-	-

***The directors who are the executive directors receive the remuneration as the company management/employees.**

6. To approve the appointment of the Company's auditor for the year 2008 and to fix the auditor's remuneration

Shareholders are to appoint the external auditors from Ernst & Young Office Limited as per detailed attachment No. 4 to be the auditors in 2008 and approve the remuneration fees not exceeding Baht 1,800,000 as considered by the Audit Committee.

Audit Committee's opinion: The Audit Committee recommended to rotate the auditor from Mrs. Saifon Inkaew, CPA Registration No. 4434 as she has reached the 5-year term with the company. The Committee proposed to appoint Ms. Kamontip Lertwitworatep C.P.A. Registration No. 4377 and/or Ms. Ratana Jala C.P.A. Registration No. 3734 and/or Ms. Nonglak Pumnoi C.P.A. Registration No. 4172 of Ernst & Young Office Limited as the auditors of Hana Microelectronics Public Co., Ltd. for the fiscal year 2008 for a total remuneration of Baht 1,800,000. In the event those auditors are unable to perform their duties, Ernst & Young Office Limited is authorized to assign another of its auditors to perform the audit and express an opinion on the Company's financial statements in their place.

Ms. Kamontip Lertwitworatep has experiences, skills, and qualification suitably to serve as the auditor of the company while Ernst & Young has been providing the adequacy and quality of services and maintained a strong independent position throughout their services with the company. The comparison of audit fee with last year is as follows.

Year	Audit Services Fee (Baht)	% Increase	BOI audit fee (Baht)	Other non-audit fee
2008	1,800,000	-	570,000*	-
2007	1,800,000			

* According to the number of existing BOI certificates

Board's opinion: Upon the consideration of Audit Committee, the Board recommends shareholders to approve the appointment of auditor and the remuneration for the year 2008 as proposed.

7. **To approve the issuance of ESOP Warrants with the exercise price set not below the market price amounting to 20,000,000 units and allocating to the directors, management and employees of the Company and its subsidiaries**

Shareholders are to approve the issuance of 20,000,000 Warrants under an Employee Stock Option Plan with the exercise price set not below the market price and allocating to directors, management and employees of the company and its subsidiaries as detailed per attachment No. 5.

Board's opinion: The Board believes that the allocation of ESOP Warrants to directors, management and employees will effectively compensate and motivate them to enhance their performance and in turn bring about the long-term benefits to the company. The Board recommends to shareholders that the issuance of warrants with the exercise price set not below the market price amounting to 20,000,000 units and allocating to the directors, management and employees of the Company and its subsidiaries should be approved as per detail proposed.

8. **To approve the allotment of 20,000,000 ordinary shares at the par value of Baht 1 per share for the exercise of warrants issued according to Agenda 7**

Shareholders are to approve the allotment of 20,000,000 ordinary shares, at the par value of Baht 1 per shares, for the exercise of warrants issued according to Agenda 7 above. These shares are the remaining shares after the increase of share capital approved by the Extraordinary General Meeting of Shareholders No. 1/1997. Currently, 28,699,600 shares have been allotted as reserve for the conversion of various schemes of warrant issuance and there are 98,380,610 shares remaining. After the reservation 20,000,000 shares as proposed, the balance will be 78,380,610 shares.

Board's opinion: The Board recommends that the allotment of 20,000,000 ordinary shares at the par value of Baht 1 per share for the exercise of warrants issued according to agenda no. 7 be approved.

9. **To approve the allocation condition of ESOP warrants issued according to Agenda 7 to directors, management and employees of the Company and its subsidiaries**

Shareholders are to approve the allocation condition of ESOP warrants issued according to Agenda 7 to directors, management and employees of the Company and its subsidiaries for the re-allocation of such returned warrants. After shareholders' approval for the issuance of ESOP warrants according to Agenda 7, the allocation of warrants to directors,

management and employees shall be made by the Allocation Committee. If there is the warrant returned from the previous allocation in any cases such as employees' resignation, the re-allocation to management and employees of the Company and its subsidiaries can be made by the Allocation Committee as they deem appropriate.

Board's opinion: Shareholders are to approve the allocation condition of ESOP warrants issued according to Agenda 7 to directors, management and employees of the Company and its subsidiaries for the re-allocation of such returned warrants.

10. To approve the issuance of ESOP Warrants with the exercise price set below the market price amounting to 41,000,000 units and allocating to the directors, management and employees of the Company and its subsidiaries

Shareholders are to approve the issuance of 41,000,000 Warrants under an Employee Stock Option Plan with the exercise price set below the market price and allocating to directors, management and employees of the company and its subsidiaries as detailed per attachment No. 5.

Board's opinion: The Board recommends to shareholders that the issuance of warrants with the exercise price set below the market price amounting to 41,000,000 units and allocating to the directors, management and employees of the Company and its subsidiaries should be approved as per detail proposed.

11. To approve the allotment of 41,000,000 ordinary shares at the par value of Baht 1 per share for the exercise of warrants issued according to Agenda 10

Shareholders are to approve the allotment of 41,000,000 ordinary shares, at the par value of Baht 1 per shares, for the exercise of warrants issued according to Agenda 10 above. These shares are the remaining shares after the increase of share capital approved by the Extraordinary General Meeting of Shareholders No. 1/1997. After the allotment in Agenda 8, the remaining ordinary shares are 78,380,160 shares which will be reduced to the balance of 37,380,160 shares after the allotment of 41,000,000 shares as proposed.

Board's opinion: The Board recommends that the allotment for reservation of 41,000,000 ordinary shares at the par value of Baht 1 per share for the exercise of warrants issued according to agenda no. 10 be approved.

12. To approve the allocation condition of ESOP warrants issued according to Agenda 10 to directors, management and employees of the Company and its subsidiaries

Shareholders are to approve the allocation condition of ESOP warrants issued according to Agenda 10 to directors, management and employees of the Company and its subsidiaries for the re-allocation of such returned warrants. After shareholders' approval for the issuance of ESOP warrants according to Agenda 10, the allocation of warrants to directors, management and employees shall be made by the Allocation Committee. If there is the warrant returned from the previous allocation in any cases such as employees' resignation, the re-allocation to management and employees of the Company and its subsidiaries can be made by the Allocation Committee as they deem appropriate.

Board's opinion: Shareholders are to approve the allocation condition of ESOP warrants issued according to Agenda 10 to directors, management and employees of the Company and its subsidiaries for the re-allocation of such returned warrants.

13. Other business, if any

Right to attend

The Company shall close the Share Register Book for the right of shareholders to attend the Annual General Meeting and receive the dividend on April 9, 2008 from 12.00 hrs. until the adjournment of the AGM No. 15/2008.

Registration procedures for attending the Annual General Meeting

Shareholders can confirm their attendance by phone at 02-5511297 ext. 224, 226, 117 or fax at 02-5511299 to Khun Pennimol, Khun Warintorn or Khun Jirapa within April 28, 2008. Document and evidence to be declared on the meeting day are as follows.

1. Shareholders who attend the meeting in person

- 1.1 Present the Registration Form (Attachment No. 8) to facilitate the registration process
- 1.2 Present identification card or government official identification or passport (for non-Thai nationals) for registration

2. Proxy (form B.)

- 2.1 Present the Registration Form (Attachment No. 8) to facilitate the registration process
- 2.2 Submit the completed Proxy Form (Attachment No. 9) including affix the duty stamp of 20 Baht to the proxy form. In case any shareholders would like to use other proxy forms (form A. and form C.), please download at the company website: <http://www.hanagroup.com> under the section Press Release.
- 2.3 Present identification card or government official identification or passport (for non-Thai nationals) for registration

3. Proxy (form B.)

- 3.1 Submit the completed Bar Code Proxy Form (Attachment No. 8) including affix the duty stamp of 20 Baht to the proxy form. In case any shareholders would like to use other proxy forms (form A. and form C.), please download at the company website: <http://www.hanagroup.com> under the section Press Release.
- 3.2 Attach the following proof of identity

Ordinary person:

- a) A certified copy of identification card, government official identification or passport (for non-Thai nationals) of shareholder and appointee

Juristic person registered in Thailand:

- a) A certified copy of affidavit issued by Ministry of Commerce
- b) A certified copy of identification card of appointee

Juristic person registered outside Thailand:

- a) Power of attorney with signature of authorized director
 - b) A certified copy of affidavit issued by Ministry of Commerce (In case of juristic registered in Thailand being an appointee)
 - c) A certified copy of identification card of appointee
- 3.3 If a shareholder prefers to appoint Hana independent directors to be the proxy, please appoint one of these directors.
 - a) Mr. Bancha Tarnprakorn, Chairman of the Board of Directors and Audit Committee
 - b) Mr. Voraphoj Thepvanapasiddhi, Audit Committee
 - c) Mr. Martin Enno Horn, Audit Committee
 - 3.4 For your convenience, please submit the completed proxy form to the company at least one day prior to the meeting date.

4. Shareholders or appointees shall register and submit requested documents for verification at the Meeting place from 8:30 a.m. onward.

By order of the Board



บริษัท ฮานา ไมโครอิเล็กทรอนิกส์
จำกัด (มหาชน)
*Hana Microelectronics
Public Company Limited*

(Mr. Bancha Tarnprakorn)
Chairman of the Board

(Mr. Richard David Han)
Executive Vice Chairman



Hana Microelectronics Public Co., Ltd.

**MINUTES OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS
NO. 14/2007**

**Held at the Company's Head Office
10/4 Moo 3, Vibhavadi-Rangsit Rd., Kwang Talad Bangkokhen,
Khet Laksi, Bangkok Metropolis
On April 30, 2007
11.00 hrs. - 13.20 hrs.**

Present:

- | | |
|------------------------------------|--|
| 1) Mr. Bancha Tarnprakorn | Chairman of the Board of Directors, Chairman of the Audit Committee and Nomination Committee and Proxy of shareholders |
| 2) Mr. Richard David Han, | Executive Director, Executive Vice Chairman and Chief Executive Officer |
| 3) Mr. Terrence Philip Weir, | Executive Director and Chief Financial Officer |
| 4) Mr. Voraphoj Thepvanaprasiddhi, | Independent Director, Audit Committee and Nomination Committee members and Proxy of shareholders |
| 5) Ms. Saifon Inkaew, | The Company's external auditor (Ernst & Young Office Limited) |

Director Absence:

- | | |
|------------------------------|---|
| 1) Mr. Winson Moong Chu Hui, | Executive Director, President and Chief Operating Officer |
| 2) Mr. Nai Tao Liang, | Executive Director, Executive Vice President and General Manager of China Operation |
| 3) Mr. Martin Enno Horn, | Independent Director, Audit Committee and Nomination Committee members |

Translator:

- Mrs. Puntipa Tantana, Corporate Manufacturing Administration Director

Preliminary Proceedings:

The Annual General Meeting was opened by Mr. Bancha Tarnprakorn, the Chairman of the Board of Directors. Mr. Bancha introduced himself as he has been appointed as the Chairman of the Board of Directors replacing Mr. Swie Yam Han who resigned from the Chairman of the Board since February 27, 2007.

He also introduced the board of directors and sub-committee who presented in the Meeting including the representative from the Company's independent auditor.

He further informed the Meeting that **580** shareholders present at the meeting, in person or by proxy, represented **621,425,375** shares or **75.13** % of **827,124,690** total issued shares, which is more than one-third (1/3) of the total units of shares. Therefore, a quorum was constituted in accordance with the Company's Articles of Association.

Before starting the agenda, the Chairman informed the Meeting for the vote method and the vote counting system as follows:

Vote Method:

- Each shareholder has one vote for each share.
- To cast a vote in each agenda, shareholders who disagree or abstain are required to complete the voting cards being given. After each item of agenda, shareholders must hand over the voting cards for the disagreed and abstained votes to the Company's representative for counting the votes. In regard to votes by proxy, the company shall record the votes for each Agenda from the respective shareholder proxies.
- Except for custodian, shareholders must vote with all of their shareholding registered at the meeting for each agenda to approve, disapprove or abstain as they can not split the votes. The vote is also invalid if the proxy holder does not vote according to the voting intention made by shareholders using the Proxy form B.
- Shareholders or proxies who would like to ask questions or give suggestion or opinion shall inform the Meeting for their names and the numbers of shareholding before proceeding.

Vote counting system:

- The objection or abstention shall be deducted from the agreed votes concerning each Agenda.
- The resolution of ESOP agenda items 7 and 10 shall be passed when receiving the majority vote of the eligible shareholders present at the meeting including proxies, which is to be more than 75% or more than 466,069,031 shares and no objection vote to be more than 10% or more than 62,142,538 shares of total votes. The Board of Directors and management of the Company who are eligible to receive the warrants according to agenda items 7 and 10 shall vote abstain on such matter.
- The resolution of other proposed agendas shall be passed when receiving the majority vote of the eligible shareholders present at the meeting including proxies, which is to be more than 50% or more than 310,712,688 shares.
- In case of a tie vote, the Chairman shall be entitled to a casting vote

After explained the voting procedures, the Chairman called the meeting to order and announced that the meeting was held pursuant to the written notice of meeting given to shareholders in advance.

Item 1: To certify the Minutes of the Annual General Meeting of Shareholders No. 13/2006 that was held on April 28, 2006

The Chairman proposed the Meeting to certify the Minutes of the Annual General Meeting of Shareholders No. 13/2006, which was enclosed in the Notice of the Meeting distributed to shareholders in advance.

Voting result: The Chairman informed the Meeting that the result of the vote count was 621,425,375 approval votes or equivalent to 100 % of total votes. The Chairman further asked the Meeting if there is any question.

As there was no question, upon motion duly made and seconded, the Meeting resolved as follows:

Resolution: The Meeting approved the Minutes of the Annual General Meeting No. 13/2006 that was held on April 28, 2006 with the above resulted votes.

Item 2: To acknowledge the Company's performance for the year 2006 and approve the Report of the Board of Directors for the year ended December 31, 2006

The Chairman reported the brief operation results of the Company during the year 2006 as follows:

The year 2006 was yet another record for the Hana Group for both total revenues up 24% in THB and operating profits up 3% in THB, despite the inexorable strengthening of the THB.

Our semiconductor operations (both located at Ayutthaya and JiaXing) increased sales by 36% with demand being strong for the first 3 quarters and then falling off in Q4 as inventory build became apparent. This was driven by increasing demands for chips used in mobile phones and other portable electronics devices but as the battle for market share intensified it was clear that too much inventory had been built towards the year end. Nevertheless operating profits increased by 16%

Our Microelectronics divisions both in Lamphun and Shanghai also hit record sales increasing by 23% and 30% respectively. Strong demand for RFID devices, touch pads for MP3 players and computer laptops, telecom infrastructure components and other computer peripherals were the main drivers during the year. However due to the moving costs during Q3 & Q4 and some customer demand weakness in China the operating profit dropped by about 27% for the China group where as LPN managed a 4% increase.

Our CPG operations saw sales YOY increases of 40% reversing last years trend. Increases in the fiber optic components used in wireless LAN enjoyed strong growth whilst the LED activity grew more modestly. Operating profits grew 29%

Ohio grew significantly by 93% in THB, reducing its operating loss to close to breakeven. We have transferred most of the micro display activities to AYT which will further reduce costs. The RFID tag business was more active during 2006 but we still wait for the industry to generate the activity much talked about and it still seems a way to go.

Hana's financial position showed mixed results.

Our financial 'key performance indices' for 2006 were

- Total revenues of THB15 Billion (+ 24%)
- EBITDA of THB 2.921 Billion (+ 10%)
- Free cash flow of THB 0.40 Billion (- 71%)
- Net cash at year end of THB 2.117 Billion (- 35%)
- An increased dividend payout of THB1.50 / share (+ 7%)

The Chairman then proposed the Meeting to consider and approve the Report of the Board of Director, which was enclosed in the Notice of the Meeting.

Voting result: The Chairman informed the Meeting that the result of the vote count was 619,690,045 approval votes or equivalent to 99.72 % of total votes; 1,735,330 abstention votes or equivalent to 0.28 % of total votes and no objection votes. The Chairman further asked the Meeting if there is any question.

As there was no question, upon motion duly made and seconded, the Meeting resolved as follows:

Resolution: The Meeting acknowledged the Company's performance for the year 2006 and approved the report of the Board of Directors with the above resulted votes.

Item 3: To approve the balance sheet and profit and loss statements for the fiscal period ended December 31, 2006

The Chairman proposed the Meeting to approve the audited 2006 financial statements, with details in the Annual Report.

Voting result: The Chairman informed the Meeting that the result of the vote count was 619,690,045 approval votes or equivalent to 99.72 % of total votes; 1,735,330 abstention votes or equivalent to 0.28 % of total votes and no objection votes. The Chairman further asked the Meeting if there is any question.

As there was no question, upon motion duly made and seconded, the Meeting resolved as follows:

Resolution: The Meeting approved the balance sheet and profit and loss statements for the year ended December 31, 2006 with the above resulted votes.

Item 4: To approve the dividend payment for the year 2006

The Chairman informed that the dividend policy of the Company is 30% to 100% of Net Profit after tax. With a strong balance sheet, a strong cash position and long-term shareholders' value, the Board intended to continue its policy for an annual dividend of approximately 55 % of Year 2006 Net Profit after tax. Then, he proposed the Meeting to approve the declaration of final dividend payment for the year 2006 at the rate of Baht 1.00 per share which brings the total dividend for the year, including Baht 0.50 of interim dividend paid in December 2006 to Baht 1.50 per share. The dividend will be paid to the shareholders whose names appear in the registration book on April 9, 2007 with the payment date on May 28, 2007.

Voting result: The Chairman informed the Meeting that the result of the vote count was 621,425,375 approval votes or equivalent to 100 % of total votes. The Chairman further asked the Meeting if there is any question.

As there was no question, upon motion duly made and seconded, the Meeting resolved as follows:

Resolution: The Meeting approved the final dividend payment of 2006 at the rate of Baht 1.00 per share which brings the total dividend for the year, including Baht 0.50 of interim dividend paid in December 2006 to Baht 1.50 per share with the above resulted votes.

Item 5: To approve the re-appointment of directors in place of those retired by rotation and approve the directors' remuneration for the year 2007

The Chairman informed the Meeting that one-third of the directors, who have served the longest term, must retire by rotation at every Annual General Meeting according to the Company's Articles of Association. This year, directors whose tenure has ended are:

1. Mr. Terrence Philip Weir, Executive Director
2. Mr. Nai Tao Liang, Executive Director

The Chairman further advised that those two directors were proposed by the Nomination Committee to be re-elected due to the satisfaction with their performance, effectiveness and commitment to the roles. The brief profile of those directors had been distributed to shareholders for consideration. Then, the Chairman proposed the Meeting to re-appoint by individual director as follows:

5.1 Appoint Mr. Terrence Philip Weir as the director for another term

Voting result: The Chairman informed the Meeting that the result of the vote count was 618,693,875 approval votes or equivalent to 99.56 % of total votes; 871,000 abstention votes or equivalent to 0.14 % of total votes and 1,860,500 objection votes or equivalent to 0.30 % of total votes.

5.2 Appoint Mr. Nai Tao Liang as the director for another term

Voting result: The Chairman informed the Meeting that the result of the vote count was 618,660,375 approval votes or equivalent to 99.56 % of total votes; 871,000 abstention votes or equivalent to 0.14 % of total votes and 1,894,000 objection votes or equivalent to 0.30 % of total votes.

5.3 Approve the total directors' remuneration for the year 2007

The Chairman proposed the Meeting to approve the total directors' remuneration for the year 2007 of not exceeding to Baht 10,000,000 with the detail enclosed in the Notice of the Meeting.

Voting result: The Chairman informed the Meeting that the result of the vote count was 619,564,875 approval votes or equivalent to 99.70 % of total votes; no abstention votes and 1,860,500 objection votes or equivalent to 0.30 % of total votes. The Chairman further asked if there is any question.

As there was no question, upon motion duly made and seconded, the Meeting resolved as follows:

Resolution: The Meeting appointed Mr. Terrence Philip Weir and Mr. Nai Tao Liang to be the Company's directors for another term and approved the total directors' remuneration for the year 2007 of not exceeding to Baht 10,000,000 with the above resulted votes.

Item 6: To approve the appointment of the Company's auditor for the year 2007 and fix the auditor's remuneration

The Chairman proposed the Meeting to appoint Mrs. Saifon Inkaew CPA License No. 4434 and/or Ms. Ratana Jala CPA License No. 3734 and/or Mrs. Nonglak Pumnoi CPA License No. 4172 of Ernst & Young to be the auditor of the Company with the remuneration of not exceeding to Baht 1,800,000 with the other BOI audit fees of 550,000 Baht for the existing BOI certificates. The brief profile of each proposed auditor was enclosed in the Notice of the Meeting for consideration. In the event those auditors are unable to perform their duties, Ernst & Young Office Limited is authorized to assign another of its auditors to perform the audit and express an opinion on the Company's financial statements in their place.

Voting result: The Chairman informed the Meeting that the result of the vote count was 621,425,375 approval votes or equivalent to 100 % of total votes. The Chairman further asked the Meeting if there is any question.

As there was no question, upon motion duly made and seconded, the Meeting resolved as follows:

Resolution: The Meeting approved the appointment of the external auditor and to fix their fee with the above resulted votes.

Item 7: To approve the issuance of ESOP Warrants with the exercise price set not below the market price amounting to 20,000,000 units and allocating to the directors, management and employees of the Company and its subsidiaries

The Chairman proposed the Meeting to approve the issuance of Warrants under an Employee Stock Option Plan with the exercise price set not below the market price amounting to 20,000,000 units to be allocated to the directors, management and employees of the company and its subsidiaries with the details, terms, conditions and procedure for allocation as enclosed in the Notice of the Meeting.

Voting result: The Chairman informed the Meeting that the result of the vote count was 542,041,214 approval votes or equivalent to 87.23 % of total votes; 15,942,990 abstention votes or equivalent to 2.57 % of total votes and 63,441,171 objection votes or equivalent to 10.21 % of total votes. The Chairman further asked the Meeting if there is any question.

As there was no question, upon motion duly made and seconded, the Meeting resolved as follows:

Resolution: According to the SEC announcement Kor Jor 36/2544 subjected the issuance of new warrants issued to directors and employees, the resolution to pass the ESOP is to have the agreed vote more than $\frac{3}{4}$ of total shares attended and eligible to vote and the objection vote is not over than 10%. Therefore, the issuance of ESOP Warrants with the exercise price set not below the market price amounting to 20,000,000 units to be allocated to the directors, management and employees of the company and its subsidiaries was not approved as the objection vote was 10.21%.

Item 8: To approve the reservation of 20,000,000 ordinary shares at the par value of Baht 1 per share for the exercise of warrants issued according to Agenda 7

As Agenda 8 is related to Agenda 7 that did not pass the Meeting's resolution, therefore Agenda 8 also was not approved.

Resolution: The reservation of 20,000,000 ordinary shares at the par value of Baht 1 per share for the exercise of warrants issued according to Agenda 7 was not approved as a consequent of the voting result of Agenda 7.

Item 9: To approve the allocation condition of ESOP Warrants issued according to Agenda 7 to directors, management and employees of the Company and its subsidiaries

As Agenda 9 is related to Agenda 7 that did not pass the Meeting's resolution, therefore Agenda 9 also was not approved.

Resolution: The allocation condition of ESOP Warrants issued according to Agenda 7 to directors, management and employees of the Company and its subsidiaries was not approved as a consequent of the voting result of Agenda 7.

Item 10: **To approve the issuance of ESOP Warrants with the exercise price set below the market price amounting to 17,900,000 units and allocating to directors, management and employees of the Company and its subsidiaries**

The Chairman proposed the Meeting to approve the issuance of Warrants under an Employee Stock Option Plan with the exercise price set below the market price amounting to 17,900,000 units to be allocated to the directors, management and employees of the company and its subsidiaries with the details, terms, conditions and procedure for allocation as enclosed in the Notice of the Meeting.

Voting result: The Chairman informed the Meeting that the result of the vote count was 519,052,484 approval votes or equivalent to 83.53 % of total votes; 15,321,770 abstention votes or equivalent to 2.47 % of total votes and 87,051,121 objection votes or equivalent to 14.01 % of total votes. The Chairman further asked the Meeting if there is any question.

As there was no question, upon motion duly made and seconded, the Meeting resolved as follows:

Resolution: According to the SEC announcement Kor Jor 36/2544 subjected the issuance of new warrants issued to directors and employees, the resolution to pass the ESOP is to have the agreed vote more than $\frac{3}{4}$ of total shares attended and eligible to vote and the objection vote is not over than 10%. Therefore, the issuance of ESOP Warrants with the exercise price set below the market price amounting to 17,900,000 units and allocate to the directors, management and employees of the company and its subsidiaries was not approved as the objection vote was 14.01 %.

Item 11: **To approve the reservation of 17,900,000 ordinary shares at the par value of Baht 1 per share for the exercise of warrants issued according to Agenda 10**

As Agenda 11 is related to Agenda 10 that did not pass the Meeting's resolution, therefore Agenda 11 also was not approved

Resolution: The reservation of 17,900,000 ordinary shares at the par value of Baht 1 per share for the exercise of warrants issued according to Agenda 10 was not approved as a consequent of the voting result of Agenda 10.

Item 12: **To approve the allocation condition of ESOP warrants issued according to Agenda 10 to directors, management and employees of the Company and its subsidiaries**

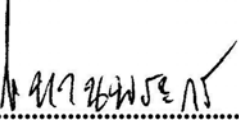
As Agenda 12 is related to Agenda 10 that did not pass the Meeting's resolution, therefore Agenda 12 also was not approved.

Resolution: The allocation condition of ESOP Warrants issued according to Agenda 10 to directors, management and employees of the Company and its subsidiaries was not approved as a consequent of the voting result of Agenda 10.

Item 13: Other business (if any)

The Chairman asked if any shareholders desired other matters to be discussed or any questions to be asked. As there was no any other item brought up, the Meeting adjourned at 12:30 hrs.



Signed  Chairman
(Mr. Bancha Tarnprakorn)

Note:

Due to the missing records of additional shareholders presented in the meeting after verification had been made, the total shares attended has to adjust from what the Chairman initially announced from 576,466,475 shares to be 621,425,375 shares. In addition, the resolution of Agenda 7 – 9 has changed from “pass” to “not pass” from this adjustment.

MR. BANCHA TARNPRAKORN

Position for election: Independent Director – who has been reviewed and approved by Nomination Committee

Age: 72 years old

Education: Diploma of Institute of Bankers, London

Number of years on the director: 5 years



Experiences:

- November 2002 – present as the independent director and Chairman of Audit Committee
- November 2004 - December 2007 as the Chairman of Nomination Committee
- February 2007 – present as the Chairman of the Board of Directors

IOD Training Courses: Directors Accreditation Program (DAP) 40/2005

Number of shareholding as of 31 December 2007: 95,000 shares or 0.011% of total shares

Meeting attendance in 2007:

- Board of Directors Meeting 4 of 4 times
- Audit Committee Meeting 4 of 4 times
- Nomination Committee Meeting 1 of 1 time

Take the position as the director or management in other companies: None

Take the position as the director or management in other companies that could lead to potential conflict of interest: None

Conflict of Interest Disclosure with the Company, subsidiaries or affiliates (present and past 2 years):

- I'm not an executive management, staff, officer or consultant who receives any salary from those companies.
- I'm not the professional service provider (such as independent auditor, lawyer, etc.) to those companies.
- I have no relationship with those companies that could impact my duty independently (such as purchase/sell material/goods/services, borrow or lent.)

Performance in 2007:

- Chair the Board to fulfill all of its responsibilities such as convene regularly scheduled Board meetings, discuss through question that serve to refocus the board on larger issues, ensure that management strategy and performance are appropriately conveyed to the board
- Perform key responsibilities as the Chairman of Audit Committee to be in line with the Charter
- Oversee the procedure of the director's appointment including other duties as the chairman of Nomination Committee
- Promote the implementation of good corporate governance principles that are suitable and practical to the company

Profile of Director Retired by Rotation

MR. VORAPHOJ THEPVANAPRASIDDHI

Position for election: Independent Director – who has been reviewed and approved by Nomination Committee

Age: 68 years old

Education: Graduate Diploma, International Business Administration WLU, Ontario, Canada and Bachelor Degree of Mechanical Engineer in Chulalongkorn University



Number of years on the director: 7 years

Experiences:

- June 2000 – present as the independent director and Audit Committee
- November 2004 - December 2007 as the Nomination Committee
- January 2008 – present as the Chairman of Nomination Committee

IOD Training Courses: Directors Accreditation Program (DAP) 30/2004, Director Certification Program (DCP) 53/2005, Audit Committee Program (ACP) 5/2005, Finance for Non-Finance Director (FND) 15/2005, Monitoring the Internal Audit Function (MIA) 1/2007, Monitoring the System of Internal Control and Risk Management (MIR) 1/2007

Number of shareholding as of 31 December 2007: 825,000 shares or 0.099% of total shares

Meeting attendance in 2007:

- Board of Directors Meeting 4 of 4 times
- Audit Committee Meeting 4 of 4 times
- Nomination Committee Meeting 1 of 1 time

Take the position as the director or management in other companies: Director of Omac Co., Ltd.

Take the position as the director or management in other companies that could lead to potential conflict of interest: None

Conflict of Interest Disclosure with the Company, subsidiaries or affiliates (present and past 2 years):

- I'm not an executive management, staff, officer or consultant who receives any salary from those companies.
- I'm not the professional service provider (such as independent auditor, lawyer, etc.) to those companies.
- I have no relationship with those companies that could impact my duty independently (such as purchase/sell material/goods/services, borrow or lent.)

Performance in 2007:

- Perform duties as the Audit Committee member such as reviewing the company's financial reporting and internal control system, monitoring the related party transaction and ensuring compliance with applicable laws and regulations
- Oversee the procedure of the director's appointment including other duties as Nomination Committee member
- Promote the implementation of good corporate governance principles that are suitable and practical to the company




Definition of Independent Directors:

To ensure that the board includes such directors who can exercise their best judgment, a director who is identified as “independent” shall be affirmatively determined that such director meets the requirement established by the Securities Exchange of Commission (SEC). In particular, an independent director is a director who:

- 1) hold shares less than 3% of the number of shares eligible to vote
- 2) who is not an executive director, employee, or consultant who receives remuneration from the company or any of its subsidiaries, who is also neither a controlling person of the company or subsidiaries nor a related person at least for the past one (1) year
- 3) has no business relationship or benefits directly or indirectly with both financial and management of the company, any its subsidiaries, or related person that deprives such independence
- 4) is not an immediate family member of management, major shareholder of the company and any of its subsidiary, nor any person who might have a conflict of interest and is not appointed as a representative to preserve the interests of the company' s director and major shareholders

The definition of independent director is more strengthen than the minimum requirement of the Securities Exchange of Commission that requires our independent director to hold the Company shares not more than 3% from originally 5%.

Brief Profile of External Auditors

1) Ms. Kamontip Lertwitworatep	2) Ms. Ratana Jala	3) Mrs. Nonglak Pumnoi
 <p>Current position: Certified Public Accountant Ernst & Young Office Limited</p> <p>CPA License No: 4377</p> <p>Past 5 years of Hana's auditor: -</p> <p>Education: - Bachelor degree in Accounting - Master degree in Accounting Thammasat University</p> <p>Age: 39 years old</p> <p>Number of shareholding: 0 share as of 31 December 2007</p> <p>Meeting attendance: n/a</p> <p>Key qualification: - Over 17 years' experience of auditing with one year secondment to Ernst & Young - San Jose, including significant amounts of work in listed and multi-national companies - Approved auditor of Securities Exchange Commission - No relation or conflict of interest with Hana and its subsidiaries including directors and major shareholders</p>	 <p>Current position: Certified Public Accountant Ernst & Young Office Limited</p> <p>CPA License No: 3734</p> <p>Past 5 years of Hana's auditor: -</p> <p>Education: - Bachelor degree in Accounting, Chiangmai University - Master degree in Accounting, Thammasat University</p> <p>Age: 42 years old</p> <p>Number of shareholding: 0 share as of 31 December 2007</p> <p>Meeting attendance: n/a</p> <p>Key qualification: - Over 20 years' experience of auditing with one year secondment to Ernst & Young - New York Office, including significant amounts of work in listed and multi-national companies - Approved auditor of Securities Exchange Commission - No relation or conflict of interest with Hana and its subsidiaries including directors and major shareholders</p>	 <p>Current position: Certified Public Accountant Ernst & Young Office Limited</p> <p>CPA License No: 4172</p> <p>Past 5 years of Hana's auditor: -</p> <p>Education: - Bachelor degree in Accounting, Chulalongkorn University</p> <p>Age: 39 years old</p> <p>Number of shareholding: 0 share as of 31 December 2007</p> <p>Meeting attendance: n/a</p> <p>Key qualification: - Over 18 years' experience of auditing, including significant amounts of work in listed and multi-national company. She has been involved in our firm's audit innovation and IT technology - Approved auditor of Securities Exchange Commission - No relation or conflict of interest with Hana and its subsidiaries including directors and major shareholders</p>



Hana Microelectronics Public Company Limited

Details of the program regarding the issuance of Warrants to purchase ordinary shares to directors, management and employees of the Company and its subsidiaries (Employee Stock Option Plan, ESOP.)

1. Objective and necessities of the ESOP

Like many growth industries, the electronics industry faces a shortage of skilled human resources. In order to attract, maintain and motivate such desirable personnel within a highly competitive labour market, it is necessary to offer a competitive compensation package.

The objective of the ESOP is to reward, retain, attract talent and create a sense of ownership by the staff in the company. This should in turn bring about long-term benefit to the Company, improve employees' work efforts and retain them with the Company for the ultimate benefit of all shareholders and other stakeholders.

2. Preliminary Details of Warrants

The Company wishes to issue ESOP warrants into 2 schemes as follows.

2.1) The Warrants with the exercise price set not below the market price

The particulars of Warrants terms, conditions and the method of allocation of warrants to the directors, management and employees of the company and its subsidiaries will be as follows:

- | | |
|--|--|
| a) Type: | <ul style="list-style-type: none">• Warrants to purchase newly issued ordinary shares of Hana Microelectronics Public Company Limited• Non-transferable, except the transfer to the joint names of Allocation Committee, in case of resignation, disqualification of the holder or the holder declines to exercise before the expiration of warrants• Non-listed in the Stock Exchange of Thailand |
| b) Term: | Not more than 5 years |
| c) Number of Warrant Offered for Sale: | 20,000,000 units |
| d) Offering Price Per unit: | Baht -0- |
| e) Exercise Ratio: | 1 unit of Warrant : 1 ordinary share |

- f) Exercise Price: At the market price calculated as follows:- Baht **18.63** per share which is the weighted average closing price of the company's ordinary shares for 7 consecutive days prior to the Board of Directors Meeting date No. 1/2008 held on February 28, 2008 which adopted a resolution to issue warrants for directors and employees of the Company and subsidiaries
- g) Issuing Date: Shall be determined by the Board of Directors

2.1.1 Criteria Conditions and Procedures of Offering:

The issuance of 20,000,000 units of Warrants will be sold to the directors, management and employees of the Company and its subsidiaries according to the following particulars and allocation process:

- (1) 3,400,000 units of Warrants will be allocated to the directors of the Company and its subsidiaries.
- (2) 16,600,000 units of Warrants will be allocated to the employees of the Company and its subsidiaries.

2.1.2 Qualification of Directors, management, and Employees of the Company and its subsidiaries who are entitled to the Right of Allocation of Warrants:

- (a) Being directors, management, or employees of the Company and its subsidiaries
- (b) The Board is to appoint an "Allocation Committee" as the authorized person to consider the allocation of Warrants. The Allocation Committee will allocate the warrants to directors, management, and employees by considering their job performance, term of employment, position, and their contribution to the Company. The Allocation Committee shall comprise of:

1. Mr. Richard David Han,	Executive Vice Chairman & Chief Executive Officer
2. Mr. Winson M. Hui,	President & Chief Operating Officer
3. Mr. Terrence Philip Weir,	Executive Director & Chief Financial Officer
4. Mrs. Puntipa Tantana,	Corporate Manufacturing Administration Director

The Board of Directors shall appoint any other person to be a member of the Allocation Committee, as they deem appropriate.

2.1.3 Criteria Conditions and Procedures for exercising of rights under the Warrants:

Exercise period:

Each Warrant will have the exercise period as follows:

1 st Warrant	1 st November 2008 (the first exercise may be made since 1 st November 2008 and the last exercise may be made on 1 st November 2012)
2 nd Warrant	1 st February 2009 (the first exercise may be made since 1 st February 2009 and the last exercise may be made on 1 st February 2013)
3 rd Warrant	1 st May 2009 (the first exercise may be made since 1 st May 2009 and the last exercise may be made on 1 st May 2013)
4 th Warrant	1 st August 2009 (the first exercise may be made since 1 st August 2009 and the last exercise may be made on 1 st August 2013)

If the first or last exercise date of each warrant portion falls on a public or a Company holiday, the next working day shall be applied.

Exercise Date:

A Warrant holder is entitled to exercise the right to purchase ordinary shares during office hours on Tuesday and Thursday that fall on the public working days throughout the exercise period, or any other days as decided by the Allocation Committee.

Period of Notification of exercising the right:

A Warrant holder who desires to exercise the warrants shall notify his/her intention at the company or its subsidiaries offices during the office hours.

Tax calculation:

A Warrant holder who exercises the warrants is obligated to pay withholding personal income tax when the exercise price is less than the average closing price of the company's ordinary share traded in the Stock Exchange of Thailand at the month of which a Warrant holder exercises. The tax amount is calculated as follow:

$$\text{Withholding Tax} = (P-E) \times N \times R$$

P = Average month-to-date closing price of HANA share during the month the employee exercises

E = Exercise price

N = No. of share exercised

R = Personal income tax rate of each warrant holder

Vice versa, if the exercise price is above the average closing price of the exercised month, a Warrant holder who exercises the warrants shall be exempt from taxation.

Conditions for Exercise of Rights under the Warrants:

Except in the case provided in the next paragraph, a holder of warrants shall be an employee, management or director of the Company or its subsidiaries on the date of exercise except those who retired from the company. Any other exception will be considered and approved by the Allocation Committee.

In case that a warrant holder passes away, disappears or becomes incompetent and is incapable of managing his own affairs or for any other valid reason, his heir or legal representative, as the case may be, will be the person who shall exercise the Rights under the Warrants on behalf of the warrant holder.

In case the warrant holder resigns, being disqualified or terminated or in case the warrants holder notifies the company in writing, before expiration of the warrant, that he will not exercise the warrant, the warrants held by such persons shall be transferred to the joint names of the Allocation Committee members. Upon such transfer, the Allocation Committee shall manage to re-allocate such warrants as it may deem appropriate.

2.1.4 Effects upon Price Dilution due to the exercise of the warrants by directors, management and employees

The issuance and offering of warrants under this scheme will not create any effect upon price dilution because the exercise price, which is determined by the weighted average closing price of the Company's shares 7 days prior to the Board of Director Meeting No.1/2008 closes to the market price. However, the Price Dilution as a result from warrant exercise is subject to the market price of Company's ordinary share on the day that the new shares from warrant conversion granted to be traded on the Stock Exchange of Thailand.

2.1.5 Effects upon Existing Shareholders due to Reduced Ownership Ratio or Control Dilution in case the warrants are exercised by all directors, management and employees

No. of the total issued shares	=	830,405,960	shares*
No. of all shares from Warrants exercise	=	20,000,000	shares
Total no. of shares after Warrants exercise	=	850,405,960	shares
Ratio of the existing shareholders after Warrants exercise	=	97.65	%

* Data as of 28 February 2008

2.1.6 The amount of Reserved shares for exercise of Warrants Allocated to Directors, management and employees at the rate not exceeding 5% of the total issues shares on the date of applying for approval of the office

No. of the total issued shares	=	830,405,960	shares*
No. of reserved shares from Warrants exercise	=	20,000,000	shares
Ratio of the reserved shares to the total issued shares	=	2.41	%

* Data as of 28 February 2008

2.1.7 Rights of Shareholders in Opposition of Offering for Sales of Warrants to Directors, Management and Employees pursuant to Notification of the SEC No. Kor Jor. 36/2544 dated October 19, 2001

Pursuant to Clause 14 of the Notification of the SEC, the issuance and offering of warrants to directors or employees shall be approved by the shareholders' meeting with votes of not less than three quarters of all votes of shareholders attending the meeting and having the right to vote and must not be opposed by shareholders with an aggregate number of shares exceeding 10 percent of all votes of shareholders attending the meeting.

2.1.8 The name lists of all directors of the Company and its subsidiaries who are eligible for the Warrants are as follows:-

Name/Title	No. of warrants (units)	% of total ESOP
Mr. Richard David Han Executive Vice Chairman and Chief Executive Officer	800,000	4.00
Mr. Winson Moong Chu Hui President and Chief Operating Officer	800,000	4.00
Mr. Terrence Philip Weir Executive Director and Chief Financial Officer	600,000	3.00
Mr. Nai Tao Liang Executive Director and EVP China Operations	600,000	3.00
Mr. Bancha Tarnprakorn Independent Director	200,000	1.00
Mr. Martine E. Horn Independent Director	200,000	1.00
Mr. Voraphoj Thepvanaprasiddhi Independent Director	200,000	1.00

2.1.9 In case that there will be the allocation of Warrants to the directors and employees of the Company and its subsidiaries who are eligible for the Warrants of equaling or exceeding 5% of the total ESOP, it is required to present the benefit from the ESOP of such directors/ employees.

There is no one director or employee with an allocation equal to or exceeding 5% of the total ESOP allocation.

2.1.10 Right to adjust

The Company may adjust the exercise price and exercise ratio in case the conditions stipulated in the notification of the Securities Exchange Commission regarding the offer for sale of warrants to purchase common shares, occur and cause the adjustment of the rights pursuant to warrants.

2.2) The Warrants with the exercise price set below the market price

The particulars of Warrants terms, conditions and the method of allocation of warrants to the directors, management and employees of the company and its subsidiaries will be as follows:

- a) Type:
- Warrants to purchase newly issued ordinary shares of Hana Microelectronics Public Company Limited
 - Non-transferable, except the transfer to the joint names of Allocation Committee, in case of resignation, disqualification of the holder or the holder declines to exercise before the expiration of warrants
 - Non-listed in the Stock Exchange of Thailand
- b) Term: Not more than 5 years
- c) Number of Warrant Offered for Sale: **41,000,000** units
- d) Offering Price Per unit: Baht -0-
- e) Exercise Ratio: 1 unit of Warrant : 1 ordinary share
- f) Exercise Price: 1 Baht per 1 share
- g) Issuing Date: Shall be determined by the Board of Directors
- h) Closing price on February 27, 2008 (the date prior to the Board of Directors Meeting to approve the ESOP) 18.60 Baht

2.2.1 Criteria Conditions and Procedures of Offering:

The issuance of 41,000,000 units of Warrants will be sold to the directors, management and employees of the Company and its subsidiaries according to the following particulars and allocation process:

- (1) 1,800,000 units of Warrants will be allocated to the directors of the Company and its subsidiaries
- (2) 39,200,000 units of Warrants will be allocated to the employees of the Company and its subsidiaries

2.2.2 Qualification of Directors, management, and Employees of the Company and its subsidiaries who are entitled to the Right of Allocation of Warrants:

- (a) Being directors, management, or employees of the Company and its subsidiaries
- (b) The Board to appoint an “Allocation Committee” as the authorized person to consider the allocation of Warrants. The Allocation Committee will allocate the warrants to directors, management, and employees by considering their job performance, term of employment, position, and their contribution to the Company. The Allocation Committee shall comprise of:

1. Mr. Richard David Han,	Executive Vice Chairman & Chief Executive Officer
2. Mr. Winson M. Hui	President & Chief Operating Officer
3. Mr. Terrence Philip Weir	Executive Director & Chief Financial Officer
4. Mrs. Puntipa Tantana	Corporate Manufacturing Administration Director

The Board of Directors shall appoint any other person to be a member of the Allocation Committee, as they deem appropriate.

2.2.3 Criteria Conditions and Procedures for exercising of rights under the Warrants:

Exercise period:

Each Warrant will have the exercise period as follows:

1 st Warrant	31 st October 2008 (the first exercise may be made since 31 st October 2008 and the last exercise may be made on 31 st October 2009)
2 nd Warrant	31 st October 2009 (the first exercise may be made since 31 st October 2009 and the last exercise may be made on 31 st October 2010)
3 rd Warrant	31 st October 2010 (the first exercise may be made since 31 st October 2010 and the last exercise may be made on 31 st October 2011)
4 th Warrant	31 st October 2011 (the first exercise may be made since 31 st October 2012 and the last exercise may be made on 31 st October 2012)
5 th Warrant	31 st October 2012 (the first exercise may be made since 31 st October 2013 and the last exercise may be made on 31 st October 2013)

If the first or last exercise date of each warrant portion falls on a public or a Company holiday, the next working day shall be applied.

Exercise Date:

A Warrant holder is entitled to exercise the right to purchase ordinary shares during the office hours of the last working days of each month throughout the exercise period.

Period of Notification of exercising the right:

A Warrant holder who desires to exercise the warrants shall notify his/her intention at the company or its subsidiaries offices during the office hours.

Tax calculation:

A Warrant holder who exercises the warrants is obligated to pay withholding personal income tax when the exercise price is less than the average closing price of the company's ordinary share traded in the Stock Exchange of Thailand at the month of which a Warrant holder exercises. The tax amount is calculated as follow:

$$\text{Withholding Tax} = (P-E) \times N \times R$$

P = Average Closing price of HANA share of the month the employee exercises

E = Exercise price

N = No. of share exercised

R = Personal income tax rate of each warrant holder

Vice versa, if the exercise price is above the average closing price of the exercised month, a Warrant holder who exercises the warrants shall be exempt from taxation.

Conditions for Exercise of Rights under the Warrants:

Except in the case provided in the next paragraph, a holder of warrants shall be an employee, management or director of the Company or its subsidiaries on the date of exercise except those who retired from the company. Any other exception will be considered and approved by the Allocation Committee.

In case that a warrant holder passes away, disappears or becomes incompetent and is incapable of managing his own affairs or for any other valid reason, his heir or legal representative, as the case may be, will be the person who shall exercise the Rights under the Warrants on behalf of the warrant holder.

In case the warrant holder resigns, being disqualified or terminated or in case the warrants holder notifies the company in writing, before expiration of the warrant, that he will not exercise the warrant, the warrants held by such persons shall be transferred to the joint names of the Allocation Committee members. Upon such transfer, the Allocation Committee shall manage to re-allocate such warrants as it may deem appropriate.

2.2.4 Effects upon Price Dilution due to the exercise of the warrants by directors, management and employees

$$\begin{aligned} ((Po - Pe) \times Qe) / (Po \times Qo) &= ((18.60-1) \times 41,000,000) / (18.60 \times 830,405,960) \\ &= \mathbf{4.67\% \text{ over 5 years or average 0.934\% per year}} \end{aligned}$$

Po = Closing price as of February 27, 2008 (the date prior to the Board of Directors Meeting to approve the ESOP)

Pe = Exercise price

Qe = Shares issued for ESOP

Qo = Issued and paid up shares as of February 28, 2008

2.2.5 Effects upon Existing Shareholders due to Reduced Ownership Ratio or Control Dilution in case the warrants are exercised by all directors, management and employees

Under scheme exercise price set below the market price

No. of the total issued shares	=	830,405,960	shares*
No. of all shares from Warrants exercise	=	41,000,000	shares
Total no. of shares after Warrants exercise	=	871,405,960	shares
Ratio of the existing shareholders after Warrants exercise	=	95.29	%

* Data as of 28 February 2008

Both schemes (market price and not below the market price)

No. of the total issued shares	=	830,405,960	shares*
No. of all shares from Warrants exercise	=	61,000,000	shares
Total no. of shares after Warrants exercise	=	891,405,960	shares
Ratio of the existing shareholders after Warrants exercise	=	93.16	%

* Data as of 28 February 2008

2.2.6 The amount of Reserved shares for exercise of Warrants Allocated to Directors, management and employees at the rate not exceeding 5% of the total issues shares on the date of applying for approval of the office

No. of the total issued shares	=	830,405,960	shares*
No. of reserved shares from Warrants exercise	=	41,000,000	shares
Ratio of the reserved shares to the total issued shares	=	4.94	%

* Data as of 28 February 2008

2.2.7 Rights of Shareholders in Opposition of Offering for Sales of Warrants to Directors, Management and Employees pursuant to Notification of the SEC No. Kor Jor. 36/2544 dated October 19, 2001

The number of Warrants with the exercise price set below the market price to be issued this time is not exceeding 5% of paid up share capital as of February 28, 2008 which is the date prior to the Board of Directors Meeting No. 1/2008 after deduct the shares reserved for the exercise of warrants with the exercise price set below the market price that previously issued for the last 5 years.

Pursuant to Clause 14 of the Notification of the SEC, the issuance and offering of warrants to directors or employees shall be approved by the shareholders' meeting with votes of not less than three quarters of all votes of shareholders attending the meeting and having the right to vote and must not be opposed by shareholders with an aggregate number of shares exceeding 10 percent of all votes of shareholders attending the meeting.

2.2.8 The name lists of all directors of the Company and its subsidiaries who are eligible for the Warrants are as follows:-

Name/Title	No. of warrants (units)	% of total ESOP
Mr. Richard David Han Executive Vice Chairman and Chief Executive Officer	500,000	1.22
Mr. Winson Moong Chu Hui President and Chief Operating Officer	500,000	1.22
Mr. Terrence Philip Weir Executive Director and Chief Financial Officer	400,000	0.98
Mr. Nai Tao Liang Executive Director and EVP China Operations	400,000	0.98

2.2.9 In case that there will be the allocation of Warrants to the directors and employees of the Company and its subsidiaries who are eligible for the Warrants of equaling or exceeding 5% of the total ESOP, it is required to present the benefit from the ESOP of such directors/ employees.

There is no one director or employee with an allocation equal to or exceeding 5% of the total ESOP allocation.

2.2.10 Right to adjust

The Company may adjust the exercise price and exercise ratio in case the conditions stipulated in the notification of the Securities Exchange Commission regarding the offer for sale of warrants to purchase common shares, occur and cause the adjustment of the rights pursuant to warrants.

3. Historical trading details for the past 12 months

Year	Month	Average price (Baht)	High (Baht)	Low (Baht)	Average Value (Million Baht)
2007	February	26.22	26.59	25.89	31.09
	March	26.10	26.37	25.83	33.55
	April	25.53	25.71	25.26	28.54
	May	25.76	26.11	25.48	52.93
	June	26.07	26.43	25.81	76.30
	July	26.89	27.36	26.64	90.88
	August	24.26	24.58	24.05	32.60
	September	23.97	24.14	23.79	22.20
	October	25.15	25.50	24.96	32.45
	November	23.64	23.96	23.50	20.85
	December	21.04	21.41	20.76	41.35
2008	January	18.96	19.27	18.75	19.51

Source: The Stock Exchange of Thailand

Average price = $\frac{\text{Trading Value (Baht)}}{\text{Trading Volume (Share)}}$

**Articles of Association of
Hana Microelectronics Public Company Limited
“General Meeting”**

Article 28

The general meeting of the Company shall be held at the registered office of the Company or at such other place as the directors may decide and indicated in the notice for the meeting.

Article 29

- 1) The board of directors shall arrange for an annual ordinary meeting of shareholders within four (4) months from the last day of the fiscal year of the Company.
- 2) All other general meetings are called “extraordinary meetings”. The board of directors may summon an extraordinary meeting of shareholders whenever the board thinks fit.
- 3) The shareholders holding shares altogether of not less than one-fifth (1/5) of the total number of shares issued or the shareholders of a number not less than twenty-five (25) persons holding shares altogether of not less than one-tenth (1/10) of the total number of shares issued may submit their names in a letter requesting the board of directors to summon an extraordinary meeting of shareholders at any time but they shall give reasons for such request in the said letter. In such case, the board of directors shall arrange for the meeting of shareholders to be held within one (1) month from the date of receipt of such request from the shareholders.

Article 30

In summoning a meeting of shareholders, whether ordinary or extraordinary, the board of directors shall send notice of the meeting specifying the place, day, agenda of the meeting and the business to be transacted at the meeting together with sufficient details, and shall deliver the same to the shareholders and the Registrar for their information not less than seven (7) days before the date of the meeting. Besides, the notice of the meeting shall also be announced by three (3) consecutive publications in a newspaper with the last publication appearing not less than three (3) days prior to the date of meeting.

Article 31

The Meeting of shareholders must be attended by shareholders or proxies (if any) of not less than twenty-five (25) persons or not less than half of total number of shareholders and have an aggregate number of shares of not less than one-third (1/3) of all shares issued to constitute a quorum.

Article 32

- (1) If at any meeting of shareholders, after one hour from the time fixed for the meeting a quorum is not constituted, and if such meeting of shareholders was requested for by the shareholders, such meeting shall be cancelled. If such meeting of shareholders was not called for by the shareholders, the meeting shall be adjourned to a new date to be notified in writing to every shareholder whose name appears in the Share Register within seven (7) days at such adjourned meeting any number of shareholders actually present shall constitute a quorum.
- (2) A notice of an adjourned meeting shall specify the agenda and no business shall be transacted or resolution passed at such an adjourned meeting in respect of any matter not specified in the notice.

Article 33

- 1) At a meeting of shareholders, a shareholder may appoint any other person who is sui juris by a proxy to appear and vote on his behalf. The proxy form must be dated and signed by the principal and according to the form prescribed by the Registrar, which must contain at least the following:
 - (1) number of shares held by the principal;
 - (2) name of the proxy;
 - (3) serial number of the meeting which the proxy is authorized to attend and vote.
- 2) The instrument appointing the proxy must be deposited with the Chairman or other person designated by the board chairman at that meeting before commencement of the meeting. If the shareholder is a juristic person, satisfactory evidence as to the authorized signature(s) of said juristic person must also be deposited with the Chairman together with the instrument appointing the proxy.
- 3) In the event the proxy appointed is himself, a shareholder or if the same person not being a shareholder receives more than one (1) appointment as proxy, he shall be entitled to cast as many votes as appointments he holds in addition to his personal vote if he is a shareholder.

Article 34

- 1) The Chairman of the Board of Directors shall preside over the meeting of shareholder. In the event the Chairman is absent or unable to perform the duty, the Vice-Chairman shall act as the Chairman. If a Vice-Chairman does not exist or exists but is unable to perform the duty, the shareholders present shall elect a shareholder to act as the Chairman.
- 2) In the case of a tied vote, the Chairman of a general meeting shall be entitled to a casting vote.

Article 35

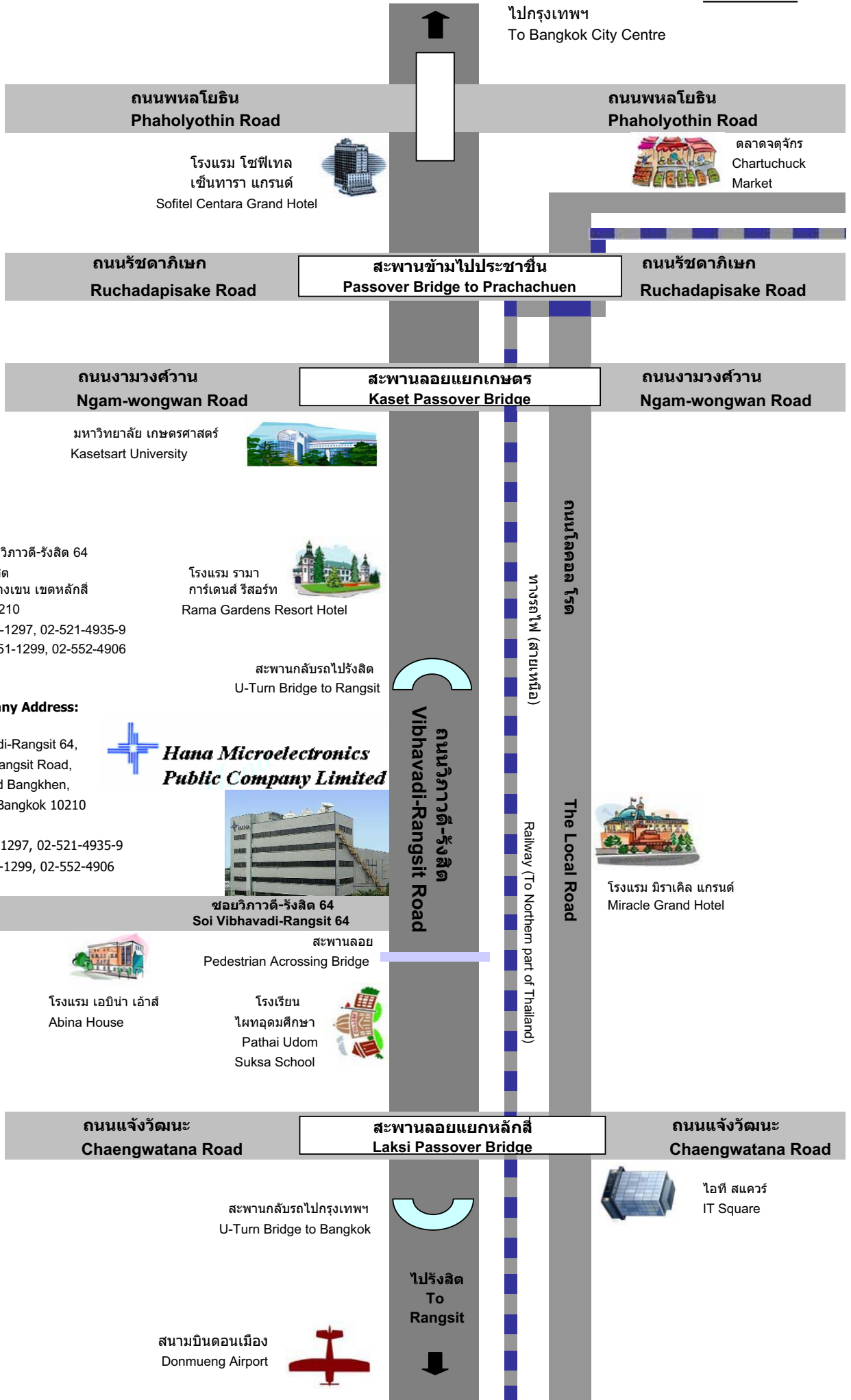
The Chairman may postpone a general meeting with the consent of the meeting. However, in the succeeding meeting no other business may be discussed or transacted except the business pending from the previous meeting.

Article 36

The resolution of the meeting of shareholders shall be supported by the following votes:

- 1) In a normal case, by the majority vote of the shareholders who attend the meeting and have the right to vote. In case of a tie vote, the chairman of the meeting shall be entitled to a casting vote.
- 2) In the following cases, by a vote of not less than three-fourths (3/4) of the total number of shareholders present at the meeting and entitled to vote:
 - (a) the sale or transfer of whole or essential parts of business of the company to other persons.
 - (b) the purchase or acceptance of transfer of business of other company or private companies to the Company.
 - (c) entering into, amending or terminating the contract relating to the leasing out of business of the Company in whole or in essential parts; the assignment to anyone else to manage the business of the Company or the amalgamation of the business with other persons with an objective to share profit and loss.
 - (d) amendment of the memorandum of association or articles of association.
 - (e) increase or reduction of the capital of the Company or the issuance of debentures.
 - (f) the amalgamation of company or liquidation of the company.

ไปกรุงเทพฯ
To Bangkok City Centre



ที่อยู่:

10/4 หมู่ 3 ซ.วิภาวดี-รังสิต 64
 ถ.วิภาวดี-รังสิต
 แขวงตลาดบางเขน เขตหลักสี่
 กรุงเทพฯ 10210
 โทร. 02-551-1297, 02-521-4935-9
 แฟกซ์: 02-551-1299, 02-552-4906

The Company Address:

10/4 Moo 3,
 Soi Vibhavadi-Rangsit 64,
 Vibhavadi-Rangsit Road,
 Kwang Talad Bangkhen,
 Khet Laksi, Bangkok 10210
 Thailand
 Tel. 02-551-1297, 02-521-4935-9
 Fax: 02-551-1299, 02-552-4906

**Hana Microelectronics
 Public Company Limited**

ซอยวิภาวดี-รังสิต 64
 Soi Vibhavadi-Rangsit 64

สะพานลอย
 Pedestrian Crossing Bridge

โรงแรม เอบิน่า เฮ้าส์
 Abina House

โรงเรียน
 ไพฑูริย์ศึกษา
 Pathai Udom
 Suksa School

สะพานกลับรถไปกรุงเทพฯ
 U-Turn Bridge to Bangkok

สนามบินดอนเมือง
 Donmueng Airport

ไปรังสิต
 To
 Rangsit

แบบฟอร์มลงทะเบียน บริษัท ฮานา ไมโครอิเล็กทรอนิกส์ จำกัด (มหาชน)
Registration Form of Hana Microelectronics Public Company Limited

เลขทะเบียนผู้ถือหุ้น
Shareholder's Registration No.

ข้าพเจ้า

I/We

อยู่บ้านเลขที่
Address

สัญชาติ
nationality

เป็นผู้ถือหุ้นของ บริษัท ฮานา ไมโครอิเล็กทรอนิกส์ จำกัด (มหาชน)
being a shareholder of Hana Microelectronics Public Company Limited

โดยถือหุ้นจำนวนทั้งสิ้นรวม
holding the total amount of
หุ้นสามัญ
ordinary share
หุ้นบริวารสิทธิ
preferential share

หุ้น
shares
หุ้น
shares
หุ้น
shares

การประชุมสามัญผู้ถือหุ้น ครั้งที่ 15 ของบริษัท ฮานา ไมโครอิเล็กทรอนิกส์ จำกัด (มหาชน)

The Ordinary Meeting of Shareholders

ในวันพุธที่ 30 เมษายน 2551 เวลา 10.30 น.

Monday, 30 April 2008 at 10:30 am.

ณ ห้องประชุมของบริษัท

At the Conference Room

เลขที่ 10/3 หมู่ 4 ถนนวิภาวดี-รังสิต แขวงตลาดบางเขน เขตหลักสี่ กรุงเทพมหานคร

10/4 Moo 3, Vibhavadi-Rangsit Road, Kwang Talad Bangkhen, Khet Laksi, Bangkok

ข้าพเจ้า เป็น ผู้ถือหุ้น หรือ ผู้รับมอบฉันทะของผู้ถือหุ้น

I/We shareholder or proxy holder of

บริษัท ฮานา ไมโครอิเล็กทรอนิกส์ จำกัด (มหาชน) หมายเลขบัตรประจำตัวประชาชน เลขที่

Hana Microelectronics Public Company Limited of which the identification number

ได้เข้ามาร่วมการประชุมดังกล่าวข้างต้น

Attend the above mentioned meeting

ลงชื่อ ผู้เข้าประชุม
Sign Meeting Attendant

(.....)

เพื่อความสะดวกในการลงทะเบียน ผู้ถือหุ้นหรือผู้รับมอบฉันทะที่จะมาประชุมโปรดนำหนังสือฉบับนี้
มาแสดงต่อพนักงานลงทะเบียนในวันประชุมด้วย

For your convenience, shareholders or holders wishing to attend the meeting kindly
present this document to our staff at the meeting for registration

หนังสือมอบฉันทะ (แบบ ข.) – เอกสารแนบที่ 9
Proxy (Form B.) – Attachment No. 9

เลขทะเบียนผู้ถือหุ้น
Shareholders' Registration No.

เขียนที่ _____
Written at

วันที่ _____ เดือน _____ พ.ศ. _____
Date Month Year

(1) ข้าพเจ้า สัญชาติ
I/We
อยู่บ้านเลขที่
Address

สัญชาติ
Nationality

(2) เป็นผู้ถือหุ้นของ บริษัท ฮานา ไมโครอิเล็กทรอนิกส์ จำกัด (มหาชน) (“บริษัท”)
Being a shareholder of **Hana Microelectronics Public Company Limited (“The Company”)**

โดยถือหุ้นจำนวนทั้งสิ้นรวม Holding the total amount of	หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้ shares and have the rights to vote equal to votes as follows:
<input type="checkbox"/> หุ้นสามัญ Ordinary share	หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง shares and have the right to vote equal to votes
<input type="checkbox"/> หุ้นบริวารสิทธิ Preference share	หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง shares and have the right to vote equal to votes

(3) ขอมอบฉันทะให้
Hereby appoint

ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
Name Age years, residing at
ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
Road Tambol/Khwaeng Amphur/Khet
จังหวัด _____ รหัสไปรษณีย์ _____
Province Postal Code

นายบัญชา ทานพระกร กรรมการอิสระ อายุ 72 ปี
Mr. Banča Tamprakorn Independent Director Age 72 years
อยู่บ้านเลขที่ 57 ซอยพัฒนาเวสต์ 12 สุขุมวิท 71 แขวงพระโขนงเหนือ เขตวัฒนา กรุงเทพมหานคร 10110
Residing at 57 Soi Pattanawej 12, Sukhumvit 71, North Prakanong, Wattana, Bangkok 10110
(มีสิทธิได้รับการจัดสรรใบสำคัญแสดงสิทธิ ภายใต้ ESOP ในวาระที่ 7 จำนวน 200,000 หน่วย
Eligible for the Warrants under ESOP in agenda 7 of 100,000 units)

นายวรพจน์ เทพวนประสิทธิ์ กรรมการอิสระ อายุ 68 ปี
Mr. Voraphoj Thepvanprasiddhi Independent Director Age 67 years
อยู่บ้านเลขที่ 109 ถนนเสรี 6 แขวงสวนหลวง เขตสวนหลวง กรุงเทพมหานคร 10250
Residing at 109 Seri 6 Road, Kwang Suanluang, Khet Suanluang, Bangkok 10250
(มีสิทธิได้รับการจัดสรรใบสำคัญแสดงสิทธิ ภายใต้ ESOP ในวาระที่ 7 จำนวน 200,000 หน่วย
Eligible for the Warrants under ESOP in agenda 7 of 100,000 units)

นายมาร์ติน เอ็นโน ฮอร์น กรรมการอิสระ อายุ 64 ปี
Mr. Martin Enno Horn Independent Director Age 64 years
อยู่บ้านเลขที่ 33 เอส เอ็ม แกรนด์ เรสซิเดนซ์ อพาร์ตเมนต์ ชั้น 20 A ซอยสุขุมวิท 4 เขตคลองเตย กรุงเทพมหานคร 10400
Residing at 33 S. M. Grande Residence Apt 20A, Sukhumvit Soi 4, Khet Klongtoey Bangkok 10110
(มีสิทธิได้รับการจัดสรรใบสำคัญแสดงสิทธิ ภายใต้ ESOP ในวาระที่ 7 จำนวน 200,000 หน่วย
Eligible for the Warrants under ESOP in agenda 7 of 100,000 units)

คนใดคนหนึ่งเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้า ในการประชุมสามัญผู้ถือหุ้นประจำปี 2551 ในวันพุธที่ 30 เมษายน 2551 เวลา 10.30 น. ณ สำนักงานบริษัทฯ เลขที่ 10/4 หมู่ 3 ถนนวิภาวดี-รังสิต แขวงตลาดบางเขน เขตหลักสี่ กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Anyone of the above as my/our proxy holder to attend and vote on my behalf at the Annual General Meeting of Shareholder of the year 2008 to be held on Wednesday, 30 April 2008 at 10.30 a.m., at the Company's office No. 10/4 Moo 3 Vibhavadhi-Rangsit Road, Kwang Talad Bangkhen, Khet Laksi, Bangkok or on any data and at any postponement thereof.

ผู้ที่มาประชุมด้วยตนเอง โปรดนำหนังสือฉบับนี้มาแสดงต่อพนักงานลงทะเบียนในวันประชุมด้วย
Please bring this proxy to show at the meeting even shareholders who attend the meeting in person.

(4) ข้าพเจ้าได้มอบฉันทะให้ผู้รับมอบฉันทะในการเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี้อย่างนี้

I/we authorize the proxy holder to attend the meeting and votes are as follows:

วาระที่ 1 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ครั้งที่ 14/2550 เมื่อวันที่ 30 เมษายน 2550

Agenda 1 To certify the Minutes of the Annual General Meeting of Shareholders No. 14/2007 that was held on April 30, 2007

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร **หรือ**
(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate. **or**

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote in accordance with my wish as follows:

เห็นด้วย/ Approve ไม่เห็นด้วย / Disapprove งดออกเสียง/ Abstain

วาระที่ 2 พิจารณารับทราบรายงานผลการดำเนินงานของบริษัทฯ ในรอบปี 2550

Agenda 2 To acknowledge the Company's performance for the year 2007

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร **หรือ**
(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate. **or**

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote in accordance with my wish as follows:

เห็นด้วย/ Approve ไม่เห็นด้วย / Disapprove งดออกเสียง/ Abstain

วาระที่ 3 พิจารณานุมัติงบดุลและบัญชีกำไรขาดทุนของบริษัทฯ สำหรับรอบปีบัญชีสิ้นสุด ณ วันที่ 31 ธันวาคม 2550

Agenda 3 To approve the balance sheet and profit and loss statements for the fiscal period ended December 31, 2007

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร **หรือ**
(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate. **or**

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote in accordance with my wish as follows:

เห็นด้วย/ Approve ไม่เห็นด้วย / Disapprove งดออกเสียง/ Abstain

วาระที่ 4 พิจารณาจ่ายเงินปันผลประจำปี 2550

Agenda 4 To approve the dividend payment for the year 2007

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร **หรือ**
(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate. **or**

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote in accordance with my wish as follows:

เห็นด้วย/ Approve ไม่เห็นด้วย / Disapprove งดออกเสียง/ Abstain

วาระที่ 5 พิจารณานุมัติเลือกตั้งกรรมการเข้าดำรงตำแหน่งแทนกรรมการที่ออกตามวาระและกำหนดค่าตอบแทนกรรมการประจำปี 2551

Agenda 5 To approve the re-appointment of directors in place of those retired by rotation and approve the director's remuneration for the year 2008

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร **หรือ**
(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate. **or**

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote in accordance with my wish as follows:

การแต่งตั้งกรรมการทั้งหมด **หรือ** / Vote for all the nominated candidates as a whole **or**

การแต่งตั้งกรรมการเป็นรายบุคคล / Vote for an individual nominee

1. นายบัญชา ทานพระกร / Mr. Bancha Tarnprakorn

เห็นด้วย/ Approve ไม่เห็นด้วย / Disapprove งดออกเสียง/ Abstain

2. นายวรพจน์ เทพนาประสิทธิ์/ Mr. Voraphoj Thepvanaprasiddhi

เห็นด้วย/ Approve ไม่เห็นด้วย / Disapprove งดออกเสียง/ Abstain

พิจารณากำหนดค่าตอบแทนกรรมการประจำปี 2551/ To consider the directors' remuneration for 2008

เห็นด้วย/ Approve ไม่เห็นด้วย / Disapprove งดออกเสียง/ Abstain

วาระที่ 6 พิจารณาแต่งตั้งผู้สอบบัญชีประจำปี 2551 และกำหนดค่าตอบแทน

Agenda 6 To approve the appointment of the Company's auditor for the year 2008 and to approve the auditor's remuneration

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร **หรือ**
(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate. **or**

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote in accordance with my wish as follows:

เห็นด้วย/ Approve ไม่เห็นด้วย / Disapprove งดออกเสียง/ Abstain

วาระที่ 7 พิจารณานุมัติการออกใบสำคัญแสดงสิทธิที่จะซื้อหุ้นสามัญ จำนวน 20,000,000 หน่วย โดยมีราคาการใช้สิทธิแบบไม่มีส่วนลดจากราคาตลาด เพื่อจัดสรรให้แก่กรรมการ ผู้บริหาร และพนักงานของบริษัทฯ และบริษัทย่อย

Agenda 7 To approve the issuance of ESOP Warrants with the exercise price set not below the market price amounting to 20,000,000 units and allocating to the directors, management and employees of the company and its subsidiaries

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร **หรือ**
(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate. **or**

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote in accordance with my wish as follows:

เห็นด้วย/ Approve ไม่เห็นด้วย / Disapprove งดออกเสียง/ Abstain

วาระที่ 8 พิจารณานุมัติการจัดสรรหุ้นเพื่อรองรับการใช้สิทธิตามใบสำคัญแสดงสิทธิที่จะออกตามวาระที่ 7 จำนวน 20,000,000 หุ้น มูลค่าที่ตราไว้หุ้นละ 1 บาท

Agenda 8 To approve the allotment of 20,000,000 ordinary shares at the par value of Baht 1 per share for the exercise of warrants issued according to Agenda 7

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร **หรือ**
(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate. **or**

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote in accordance with my wish as follows:

เห็นด้วย/ Approve ไม่เห็นด้วย / Disapprove งดออกเสียง/ Abstain

วาระที่ 9 พิจารณานุมัติเงื่อนไขในการจัดสรรใบสำคัญแสดงสิทธิที่จะซื้อหุ้นสามัญที่ออก ตามวาระที่ 7 ให้แก่กรรมการ ผู้บริหาร และพนักงานของบริษัทฯ และบริษัทย่อย

Agenda 9 To approve the allocation condition of ESOP warrants issued according to Agenda 7 to directors, management and employees of the Company and its subsidiaries

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร **หรือ**
(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate. **or**

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote in accordance with my wish as follows:

เห็นด้วย/ Approve ไม่เห็นด้วย / Disapprove งดออกเสียง/ Abstain

วาระที่ 10 พิจารณานุมัติการออกใบสำคัญแสดงสิทธิที่จะซื้อหุ้นสามัญ จำนวน 41,000,000 หน่วย โดยมีราคาการใช้สิทธิแบบมีส่วนลดจากราคาตลาด เพื่อจัดสรรให้แก่กรรมการ ผู้บริหาร และพนักงานของบริษัทฯ และบริษัทย่อย

Agenda 10 To approve the issuance of ESOP Warrants with the exercise price set below the market price amounting to 41,000,000 units and allocating to the directors, management and employees of the Company and its subsidiaries

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร **หรือ**
(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate. **or**

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote in accordance with my wish as follows:

เห็นด้วย/ Approve ไม่เห็นด้วย / Disapprove งดออกเสียง/ Abstain

วาระที่ 11 พิจารณานุมัติการจัดสรรหุ้นเพื่อรองรับการใช้สิทธิตามใบสำคัญแสดงสิทธิที่ออกตามวาระที่ 10 จำนวน 41,000,000 หุ้น มูลค่าที่ตราไว้หุ้นละ 1 บาท

Agenda 11 To approve the allotment of 41,000,000 ordinary shares at the par value of Baht 1 per share for the exercise of warrants issued according to Agenda 10

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร **หรือ**
- (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate. **or**
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) The proxy holder shall vote in accordance with my wish as follows:
- เห็นด้วย/ Approve ไม่เห็นด้วย / Disapprove งดออกเสียง/ Abstain

วาระที่ 12 พิจารณานุมัติเงื่อนไขในการจัดสรรใบสำคัญแสดงสิทธิที่จะซื้อหุ้นสามัญที่ออก ตามวาระที่ 10 ให้แก่กรรมการ ผู้บริหาร และพนักงานของบริษัทฯ และบริษัทย่อย

Agenda 12 To approve the allocation condition of ESOP warrants issued according to Agenda 10 to directors, management and employees of the Company and its subsidiaries

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร **หรือ**
- (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate **or**
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) The proxy holder shall vote in accordance with my wish as follows:
- เห็นด้วย/ Approve ไม่เห็นด้วย / Disapprove งดออกเสียง/ Abstain

วาระที่ 13 พิจารณาเรื่องอื่นๆ (ถ้ามี)

Agenda 13 To consider any other matter (if any)

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร **หรือ**
- (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate **or**
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) The proxy holder shall vote in accordance with my wish as follows:
- เห็นด้วย/ Approve ไม่เห็นด้วย / Disapprove งดออกเสียง/ Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่า การลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Voting for the proxy holder in any agenda that is not specified in this proxy shall be considered as invalid and not my/our voting as a shareholder

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาเลือกลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I/we have not declared a voting intention in any agenda or my/our determination is not clear or in case the meeting consider or passes resolutions in any matters apart from those agenda specified above, including the case that there is any amendment, modification or addition of any fact, the proxy holder shall have the right to consider and vote as to his/her consideration.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่มีผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any business carried on by the proxy holder in the said meeting, except the proxy holder does not vote as I/we specify in the proxy form, shall be deemed as having been carried out by myself/ourselves in all respects.

ลงชื่อ.....ผู้มอบฉันทะ
Signed Grantor
(.....)

ลงชื่อ.....ผู้รับมอบฉันทะ
Signed Proxy
(.....)

ลงชื่อ.....ผู้รับมอบฉันทะ
Signed Proxy
(.....)

ลงชื่อ.....ผู้รับมอบฉันทะ
Signed Proxy
(.....)

หมายเหตุ

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
2. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล
3. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ

Note.

1. A Shareholder shall appoint only one proxy holder to attend and vote at the meeting. A shareholder may not split shares and appoint more than one proxy holder in order to split votes.
2. In agenda regarding the election of directors, the ballot can be either for all the nominated candidates as a whole or for an individual nominee.
3. In case that there any further agenda apart from specified above brought into consideration in the meeting, the proxy holder may use the Annex attached to Proxy Form B.

ใบประจำต่อหนังสือมอบฉันทะแบบ ข.

Annex attached to the Proxy Form B.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท ฮานา ไมโครอิเล็กทรอนิกส์ จำกัด (มหาชน)

The Proxy of the shareholder of Hana Microelectronics Public Company Limited

ในการประชุมผู้ถือหุ้นสามัญครั้งที่ 15 ในวันที่พุธที่ 30 เมษายน 2551 เวลา 10.30 น. ณ ห้องประชุมของบริษัท เลขที่ 10/4 หมู่ 3 ถนนวิภาวดี-รังสิต แขวง
ตลาดบางเขน เขตหลักสี่ กรุงเทพมหานคร 10210 หรือที่จะพึงเลื่อนไปในวันเวลาและสถานที่อื่นด้วย

At the Annual General Meeting of Shareholder of the year 2008, which will be held on Wednesday, 30 April 2008 at 10.30 a.m., at the Company's office No. 10/4
Moo 3 Vibhavadhi-Rangsit Road, Kwang Talad Bangkhen, Khet Laksi, Bangkok or on any data and at any postponement thereof.

วาระที่ เรื่อง

Agenda Subject

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร **หรือ**
(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as
deemed appropriate. **or**

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote in accordance with my wish as follows:

เห็นด้วย/ Approve ไม่เห็นด้วย / Disapprove งดออกเสียง/ Abstain

วาระที่ เรื่อง

Agenda Subject

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร **หรือ**
(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as
deemed appropriate. **or**

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote in accordance with my wish as follows:

เห็นด้วย/ Approve ไม่เห็นด้วย / Disapprove งดออกเสียง/ Abstain

วาระที่ เรื่อง เลือกตั้งกรรมการ (ต่อ)

Agenda Election of directors (Continued)

ชื่อกรรมการ

Director name

เห็นด้วย/ Approve ไม่เห็นด้วย / Disapprove งดออกเสียง/ Abstain

ชื่อกรรมการ

Director name

เห็นด้วย/ Approve ไม่เห็นด้วย / Disapprove งดออกเสียง/ Abstain

ชื่อกรรมการ

Director name

เห็นด้วย/ Approve ไม่เห็นด้วย / Disapprove งดออกเสียง/ Abstain

ชื่อกรรมการ

Director name

เห็นด้วย/ Approve ไม่เห็นด้วย / Disapprove งดออกเสียง/ Abstain