

ANNEX 2

Copy of Minutes of the 50th Annual General Meeting
of Shareholders held on 26 July 2022

Supplementary for consideration of Agenda 1

(Translation)

Bangkok Land Public Company Limited (the “Company”)

Minutes of Extraordinary General Meeting of Shareholders No.1/2565

By means of electronic (E-Meeting)

held at Boardroom 1, 10th floor Bangkokland building 47/569-576, Moo 3, Popular Road, Bannmai Sub-district, Pakkred District, Nonthaburi Province,
on 26 July 2022

The Meeting began at 14.00 hrs.

Mr. Sui Hung Kanjanapas, Chairman of the Board, presided over the Meeting (the “Chairman”) with Mr. Pravate Earmmut serving as the Secretary of the Meeting (the “Secretary”). The Secretary informed the Meeting that there were 25 shareholders attending the Meeting in person with a total of 4,766,254,637 shares or 27.4670% of the total number of the Company’s shares having been issued; and 40 shareholders attending by proxy with a total of 2,353,144,416 shares or 13.5607% of the total number of the Company’s shares having been issued, thereby aggregating a total of 65 shareholders with a total of 7,119,399,053 shares or 41.0277% of the total number of the Company’s shares having been sold being 17,352,625,154 shares (after deducting the number of Treasury Stock), which formed a quorum. After the Meeting began, additional shareholders and proxies registered for attendance giving the total number of shareholders attending the Meeting in person to be 32 and 40 by proxy, or a total of 72 shareholders representing a total of 7,121,925,053 shares or 41.0423% of the Company’s shares that have been sold being 17,352,625,154 shares (after deducting the number of Treasury Stock).

The Secretary introduced all directors (representing 100% of the total number of directors), executives, auditor, and legal advisor of the Company attending the Meeting as follows:

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|-----|--------------------------------|---|
| 1. | Mr. Sui Hung Kanjanapas | Chairman of the Board and Chairman of Nomination and Remuneration Committee |
| 2. | Mr. Shui Pang Kanjanapas | Vice Chairman and Chief Executive Officer |
| 3. | Mr. Burin Wongsanguan | Director |
| 4. | Mr. Prasan Hokchoon | Independent Director and Chairman of the Audit Committee |
| 5. | Mr. Supavat Saicheua | Independent Director and Member of Audit Committee |
| 6. | Mr. Siriwat Likitnuruk | Independent Director and Member of Audit Committee |
| 7. | Mr. Panya Boonyapiwat | Independent Director |
| 8. | Mr. Jakapan Panomouppatham | Independent Director and Chairman of Risk Management Committee |
| 9. | Mr. Chamras Hongpaisarn | Accounting and Executive Manager |
| 10. | Ms. Kunwadee Jintavorn | Project Director |
| 11. | Ms. Kannikar Wipanurat | Auditor of the Company |
| 12. | Ms. Kulkanist Khamsirivatchara | Legal Advisor of the Company |

13. Inventech Systems (Thailand) Co., Ltd. Organizer of the E-meeting and Examiner of registration of shareholders and vote-counting

After that, the Secretary explained the procedure of voting which can be summarized as follows:

On the basis of one share – one vote, each shareholder’s number of votes would correspond to the number of shares held by him/her or by the shareholder for whom he/she acted as proxy. Any shareholder having a special interest in any matter on agenda shall refrain from voting on that matter. However, this rule would not apply to Agenda 5 (To consider the election of directors in place of those directors whose term expired), where all shareholders could vote without being considered as having a special interest. To cast their votes, the shareholders would be asked by the Secretary to choose the agenda. Once the agenda was chosen, the system would display the following voting buttons:

1. Green button “Approve;”
2. Red button “Disapprove;” and
3. Orange button “Abstain.”

The shareholders could choose any button at will, and if they needed to undo their previous action, they would need to press the blue button “Cancel your latest vote.” The shareholders could vote and cancel their vote any way they wanted until the closing of vote. For a shareholder who cancelled, or failed to cast, his/her vote, the Company would take that as approving what was proposed at the Meeting on that agenda. In the case of a proxy where the relevant shareholder had already expressed in the proxy instrument his/her intention to “approve” or “disapprove” or “abstain” on any particular matter, such proxy would not need to vote electronically at the Meeting since the Company would count that shareholder’s votes as shown in the relevant proxy instrument. The Secretary would inform the Meeting of the results of voting on each agenda. The total number of votes would be the sum of all votes of the shareholders present in person or by proxy. The vote on any agenda would be counted from the number of shares held by the shareholders present in person and by proxy at the time of voting. If any shareholder left the Meeting while the meeting was still in progress, the system would delete that shareholder’s votes from the list of the agenda not yet dealt with at the Meeting.

The resolutions of this shareholders Meeting will be required as follows: Agenda 1, 3, 4 and 7 must be resolved by a majority vote of the total number of votes of the shareholders attending the Meeting and casting their votes. Agenda 2 is a notification to the shareholders and therefore, no vote is required. Agenda 5 is a matter regarding the election of directors in replacement of the directors whose terms expired by rotation which will require a majority vote of the shareholders attending the Meeting in accordance with the criteria and methods specified in Article 15 of the Articles of Association of the Company. Agenda 6 is to approve the payment of the remuneration of the directors which shall be passed by not less than two-thirds of the total number of votes of the shareholders attending the Meeting. Agenda 8 is for other businesses where the shareholders can raise the queries in this Agenda.

In addition, the Company had invited the shareholders to send the questions in relation to the meeting in advance from [•] 2022. With respect to the questions during the Meeting, the shareholders can raise their questions through 2 channels: (1) sending the questions through Q&A system together with specifying the shareholders' names and surnames; and (2) asking the questions via VDO conference whereby the Company asked the shareholders to give their names and surnames for its information.

The Chairman then assigned the Secretary to proceed with the Meeting and propose the Meeting to consider the matters in accordance with the agenda as follows:

Agenda 1 To adopt the minutes of the Extraordinary General Meeting of Shareholders No. 1/2022 held on 17 March 2022

The Secretary proposed the Meeting to consider and adopt the minutes of the Extraordinary General Meeting of Shareholders No.1/2022 held on 17 March 2022 which had been sent to shareholders together with the invitation to this Meeting and posted in the Company's website. The Secretary also informed the Meeting that the same had also been submitted to the Stock Exchange of Thailand and the Ministry of Commerce according to the procedure and within the time prescribed by laws.

The Secretary asked the Meeting to adopt the minutes of the Extraordinary General Meeting of Shareholders No.1/2022 held on 17 March 2022.

After due consideration, the Meeting unanimously resolved to adopt the minutes of the Extraordinary General Meeting of Shareholders No.1/2022 held on 17 March 2022 as proposed in all respects (with 7,120,619,053 votes (or 100% of the total number of votes of shareholders attending the Meeting and casting their votes) approving this matter; 0 vote disapproving this matter (or 0% of the total number of votes of shareholders attending the Meeting and casting their votes); 0 vote abstaining; and 0 void ballot(s)).

Agenda 2 To acknowledge the results of operation of the Company for the fiscal year ended 31 March 2022

The Secretary informed the Meeting that the results of operation of the Company for the fiscal year ended 31 March 2022 can be summarized as follows: the company group had revenues from normal business operation of approximately THB 1,990 million which derived from real estate business, exhibition, convention & hotel business, retail business, and other businesses. The Company had a total profits of approximately THB 652 million. The Secretary then requested for the Chairman and Mr. Shui Pang Kanjanapas, Vice Chairman and Chief Executive Officer, to summarize the results of operation of the Company for the fiscal year ended 31 March 2022 for the Meeting.

The Chairman informed the Meeting that the Company has started a new project called Mori Condominium that would be located in the center of Muang Thong Thani near 2 electric train stations that will be brought to

Muang Thong Thani. The Mori Condominium will be decorated in “Japandi” style or Japanese elegant style. There would be many types of rooms, from 1 bedroom to family rooms, ranging in size from 28 - 60 square meters. The starting price would be at approximately THB 849,000 which was a very reasonable price given that the average starting price for condominiums in the Chaeng Wattana area was from more than a million Baht. Furthermore, such price also included furniture and decorations as shown in the picture. Mori Condominium has only been on sale for about 3 weeks but 30% has already been sold which was a very positive response. For other businesses, e.g. Cosmo bazaar, Cosmo Walk, and Beehive Lifestyle Mall, which were shopping malls, as well as Cosmos Office, during the Coronavirus ("Covid-19") epidemic, the company group has reduced rents for tenants to keep tenants through the crisis. Since the beginning of 2022, the rental rate has however returned to normal.

For the Pink Line transit that will enter Muang Thong Thani, there would be 2 stations: (1) IMPACT Muang Thong Thani Station which will be located in front of IMPACT Challenger and (2) another station which will be located at Muang Thong Thani Lake. It was expected that the electric train stations will open in the second quarter of 2025.

Mr. Shui Pang Kanjanapas, Vice Chairman and Chief Executive Officer, further clarified that during the initial phase of the Covid-19 outbreak, the company group had been helping to build a field hospital for Covid-19 patients for about 4-5 months, which were able to help more than 30,000 patients at the same time. The hotels were also open to doctors and nurses and another hotel was also converted to a hospital. Subsequently, from November 2021 until the present, different areas in Muang Thong Thani were back to open as usual and had quite a good performance with a continuous number of bookings, such as the rate of bookings for concerts which came in almost every week. In addition, at the end of 2021, there was a Motor Expo event, followed by the Motor Show at the beginning of 2022, as well as many other customers booking events such as Money Expo, Thai Baby Best Buy, Thaifex and OTOP as well. For hotel business, the company group focused on restructuring and reducing costs resulting in profits from the Company's operations before deduction of interest, taxes, depreciation and amortization (EBITDA) from both hotels. As for the Culinary Art School, it was scheduled to open in mid-October 2022 and was still under construction. The available courses were for both long term and short term. This school was a partnership with Lenotre, France, which was a relatively large European company. The project had invested approximately THB 300 million, with a return on equity ratio (ROE) of 9 years. Currently, the Company has started to publicize online and has received about 147 interested people. Most of which were customers from foreign countries, which was a good starting point. In August, there would be an Early Bird Discount.

The Secretary informed the Meeting that other details of the results of operation of the Company for the fiscal year ended 31 March 2022 as audited by the Company's auditor were as specified in pages 5-37 of the Company's Form 56-1 One Report which had been sent to the shareholders along with the invitation to this Meeting.

Mr. Chareonsak Tantidchinanon, a shareholder, inquired about the update on the coming of the electric trains that will enter Muang Thong Thani. Miss Kunwadee Jintavorn, Project Director, explained to the Meeting that, at the present, the Mass Rapid Transit Authority of Thailand (“MRTA”) has issued a letter asking the concessionaire to start the work. MRTA will survey the expropriation line from 27 July 2022. After that, the concessionaire has assigned the construction company to commence the construction immediately which was expected to be completed around the second quarter of 2025.

Mr. Phoowanart Na Songkhla, rights watch volunteer and proxy of the Thai Investors Association, inquired about the case that the Company was sued in the Commercial Court in London, England. The Chairman informed the meeting that the case was in the appeal process.

Mr. Phoowanart Na Songkhla, rights watch volunteer and proxy of the Thai Investors Association, inquired about the impact of Covid-19 on the Company and business plans to support the recovery of the Company. The Chairman explained to the Meeting that, currently, there were reservations to use the exhibition center and convention center continuously and the rental rates for premises in Muang Thong Thani have been adjusted to normal rates. In addition, the Company has started a new project called Mori Condominium which has received a very good response.

The Secretary asked the Meeting to acknowledge the results of the operation of the Company for the fiscal year ended 31 March 2022.

The Meeting acknowledged the results of the operation of the Company for the fiscal year ended 31 March 2022.

Agenda 3 To consider and approve the Statements of Financial Position and the Statements of Comprehensive Income of the Company for the fiscal year ended 31 March 2022, and acknowledge the Report of the Auditor

The Secretary informed the Meeting that the Statements of Financial Position and the Statements of Comprehensive Income of the Company for the fiscal year ended 31 March 2022 was audited by the Company’s auditor; reviewed by the Audit Committee and approved by the Company’s Board of Directors as per details set out in pages 67-126 of the 2022 Form 56-1 One Report, which had been sent to the shareholders together with the invitation to this Meeting. The summary of which was as follows:

Consolidated Financial Statements contained the followings:

Total Assets:	THB 63,462,707,894
Total Liabilities:	THB 10,683,544,206
Total Income:	THB 1,990,454,302
Net Profit:	THB 651,998,732

Separate Financial Statements contained the followings:

Total Assets: THB 35,219,820,977

Total Liabilities: THB 9,548,644,262

Total Income: THB 271,994,373

Net Profit: THB 1,517,739,803

The Secretary thereafter asked the Meeting to consider and approve the Statements of Financial Position and the Statements of Comprehensive Income of the Company for the fiscal year ended 31 March 2022 which has been audited by the Company's auditor and to acknowledge the Auditor's report which has been reviewed by the Audit Committee and approved by the Board of Directors of the Company.

After due consideration, the Meeting unanimously resolved to approve the Statements of Financial Position and the Statements of Comprehensive Income of the Company for the fiscal year ended 31 March 2022 and acknowledge the auditor's report as proposed in all respects (with 7,109,734,553 votes (or 100% of the total number of votes of shareholders attending the Meeting and casting their votes) approving this matter; 0 vote (or 0% of the total number of votes of shareholders attending the Meeting and casting their votes) disapproving; 0 vote abstaining; and 0 void ballot(s)).

Agenda 4 To consider and approve the payment of dividend for the fiscal year ended 31 March 2022 and the appropriate net profit for reserved fund in compliance with the law

The Chairman asked the Secretary to explain the details of Agenda 4 to the Meeting.

The Secretary informed the Meeting that the Board of Directors' Meeting No.2/2022 has resolved to propose to the shareholders' meeting to consider and approve as follows:

1. To consider and approve the appropriation of profit to be legal reserve for the year ended 31 March 2022 amounting to THB 75,886,990.12 (representing 5 percent of annual net profit); and
2. To consider and approve the Company to pay the dividend for the year ended 31 March 2022 from its retained earnings, at the rate of THB 0.03 per share or THB 520,578,754.62 in total, which shall be paid to the shareholders with the date for determination of right to receive the dividend (Record Date) fixed on 4 August 2022 and the date of the payment on 22 August 2022.

The details of appropriation of net profits as a legal reserve and the dividend payment for the fiscal year ended 31 March 2022 had already been sent to all shareholders along with the invitation to this Meeting.

The Secretary thereafter asked the Meeting to consider and approve the appropriation of net profits derived from the business operation as a legal reserve and the payment of dividend for the fiscal year ended 31 March 2022 as aforementioned.

After due consideration, the Meeting unanimously resolved to approve the appropriation of net profits to be a legal reserve and the payment of dividend for the year ended 31 March 2022 to the shareholders as proposed in all respects (with 7,121,925,053 votes (or 100% of the total number of votes of shareholders attending the Meeting and casting their votes) approving this matter; 0 vote (or 0% of the total number of votes of shareholders attending the Meeting and casting their votes) disapproving; 0 vote abstaining; and 0 void ballots).

Agenda 5 To consider the election of directors in place of those directors whose term will expire by rotation

The Secretary informed the Meeting that in compliance with law and the Articles of Association of the Company, one-third of the total number of directors who have been in the director position at the longest term shall be due to retire by rotation. At this Meeting, there were three directors who will retire by rotation, namely:

- (1) Mr. Shui Pang Kanjanapas Vice Chairman;
- (2) Mr. Prasan Hokchoon Independent Director and Chairman of the Audit Committee; and
- (3) Mr. Siriwat Likitnuruk Independent Director and Member of Audit Committee.

The Board of Directors' Meeting No.2/2022 has resolved to propose to the shareholders' meeting to re-elect all three directors who were due to retire by rotation to be the directors of the Company for another term. With respect to the consideration and selection of independent directors, the Board of Directors had considered that the independent directors, who will retire by rotation and had been nominated to be re-elected for another, are qualified pursuant to the relevant rules and regulations and able to independently provide their opinions.

The profile of those three directors had already been sent to the shareholders along with the invitation to this Meeting.

The Secretary thereafter asked the Meeting to consider and re-elect all three directors who were due to retire by rotation to be the directors of the Company for another term. The Secretary also asked all shareholders to cast their votes to appoint the directors on individual basis.

After due consideration, the Meeting resolved by a majority vote to re-elect such three directors who retired due to rotation for another term as proposed in all respects on the following votes:

(1) Mr. Shui Pang Kanjanapas, Vice Chairman (with 7,022,420,709 votes (or 98.6028% of the total number of votes of shareholders attending the Meeting and casting their votes) approving this matter; 99,504,344 votes (or 1.3971% of the total number of votes of shareholders attending the Meeting and casting their votes) disapproving, 0 vote abstaining; and 0 void ballots);

(2) Mr. Prasan Hokchoon, Independent Director and Chairman of the Audit Committee (with 7,121,925,053 votes (or 100% of the total number of votes of shareholders attending the Meeting and casting their votes) approving

this matter; 0 vote (or 0% of the total number of votes of shareholders attending the Meeting and casting their votes) disapproving, 0 vote abstaining; and 0 void ballot(s)); and

(3) Mr. Siriwat Likitnuruk, Independent Director and Member of Audit Committee (with 7,114,501,540 votes (or 99.8982% of the total number of votes of shareholders attending the Meeting and casting their votes) approving this matter; 7,243,513 votes (or 0.1017% of the total number of votes of shareholders attending the Meeting and casting their votes) disapproving, 180,000 votes abstaining; and 0 void ballot(s)).

Agenda 6 To consider and approve the payment of directors' remuneration for the fiscal year ending 31 March 2023

The Secretary informed the Meeting that the Board of Directors' Meeting No.2/2022 has resolved to propose to the shareholders' meeting to consider and approve the payment of directors' remuneration for the year ending 31 March 2023 in the aggregate amount of not exceeding THB 7,623,000, by authorizing the Board of Directors of the Company and/or the person entrusted by the Board of Directors of the Company to have the power to distribute the said amount to each director as the Board or the said person deemed appropriate by taking into consideration of personal performance of each director as the main criteria. Details of the payment of directors' remuneration for the fiscal year ended 31 March 2023 were sent to shareholders together with the invitation to this Meeting.

The Secretary thereafter asked the Meeting to consider and approve the payment of directors' remuneration for the performance of the fiscal year ended 31 March 2023 and the authorization as aforementioned.

After due consideration, the Meeting resolved by not less than two-thirds of the total number of votes of shareholders attending the Meeting to approve the payment of directors' remuneration for their performance of the fiscal year ended 31 March 2023 and the authorization as proposed in all respects (with 7,121,745,053 votes (or 99.9974% of the total votes of shareholders attending the Meeting) approving this matter; 180,000 votes (or 0.0025% of the total votes of shareholders attending the Meeting) disapproving; 0 vote (or 0% of the total votes of shareholders attending the Meeting) abstaining; and 0 void ballot(s)).

Agenda 7 To consider and approve the appointment of the auditor and fixing of remuneration of the Company's auditors for the year ended 31 March 2023

The Secretary informed the Meeting that in compliance with the law, the Meeting is required to consider and appoint the auditors for the fiscal year ended 31 March 2023 and fix the remuneration for the said auditors. The Secretary proposed the appointment of Miss Kannikar Wipanut, Certified Public Account No. 7305, and/or Mr. Jirote Sirirrote, Certified Public Account No.5113, and/or Miss Nonglak Pattanabandit, CPA Registration No. 4713, and/or Mrs. Sumana Seniwongse Na Ayudhaya, CPA registration No. 5897 and/or Mr. Komin Linphrachaya, Certified Public Account Registration No.3675 and/or Ms. Kojchamon Sunhuan, Certified Public Account Registration No.11536 and/or Mr. Jadesada Hungsapruet, Certified Public Account No.3759 of Karin Audit

Company Limited as auditors of the Company for the fiscal year ending 31 March 2023 with the authority to audit and express opinion on the financial statements of the Company (including the consolidated financial statements). In the event that the said auditors cannot perform their duties, Karin Audit Company Limited shall have the power to appoint another auditor from Karin Audit Company Limited to perform the duties in place of those auditors. The auditor's remuneration for the fiscal year ended 31 March 2023, which included the fees for auditing the Consolidated Financial Statements and reviewing the Quarterly Financial Statements of the Company and its subsidiaries was determined at not exceeding THB 7,000,000 in total. The audit fee for the Company in particular was THB 1,520,000.

The Secretary thereafter asked the Meeting to consider and approve the appointment of the auditor and fixing of remuneration of the Company's auditor for the fiscal year ended 31 March 2023 as aforementioned.

After due consideration, the Meeting resolved by a majority vote of the total number of votes of shareholders attending the Meeting and casting their votes to approve the appointment of the auditor and the fixing of the auditor's remuneration for the fiscal year ended 31 March 2022 as proposed in all respects (with 7,121,925,053 votes (or 100% of the total number of votes of shareholders attending the Meeting and casting their votes) approving this matter; 0 vote (or 0% of the total number of votes of shareholders attending the Meeting and casting their votes) disapproving; 0 vote abstaining; and 0 void ballot(s)).

Agenda 8 To consider other matters (if any)

There were no other matters submitted by the shareholders for the Meeting's consideration. The Chairman thanked the shareholders who attended the Meeting and declared the Meeting adjourned.

The Meeting ended at 15.15 hrs.



(Mr. Sui Hung Kanjanapas)
Chairman of the Meeting

(Mr. Pravate Earmsmut)
Secretary of the Meeting