

**Explanation for Proxy, Registration and the Documents required for verifying the eligibility to attend and vote at the Extraordinary General Meeting of Shareholders No.1/2013**

***Appointment of Proxy***

The Company has dispatched Proxy Form B (Enclosure No. 7), as specified by the Department of Business Development, Ministry of Commerce, with clear details to any shareholders who intend to appoint other person or any of the Company's directors as proposed, to act as their proxy. The Brief CV of directors proposed by the Company to be appointed as proxies by shareholders are attached in Enclosure No. 4. Shareholders cannot split their votes among different proxies in the Meeting.

In this regard, the Company has also posted Proxy Form A, a general and simple form, and Proxy Form C for foreign shareholders appointing custodian in Thailand on the Company's website, [www.bangkokland.co.th](http://www.bangkokland.co.th). Shareholders can print these proxy forms from the Company's website as mentioned.

***Registration Procedure***

Registration for participation in the Extraordinary General Meeting of Shareholders No.1/2013 will start at 10.00 a.m. onwards, at Phoenix Ballroom 1-6, Lobby Hall 6-8 of IMPACT Exhibition Center, Muang Thong Thani, Chaengwattana Road, Ban Mai Sub-district, Pakkret District, Nonthaburi Province. The Company has attached the Map of meeting venue for the Extraordinary General Meeting of Shareholders No. 1/2013 together with this invitation letter (Enclosure No. 8).

***Document verifying eligibility to attend the Annual General Meeting of Shareholders***

The following documents must be presented prior to attend the meeting (as the case may be)

**1. In the event that the shareholder is an ordinary person:**

**1.1 Attendance in person:**

- Registration form which bears a barcode
- A valid official ID card wherein a photograph is shown, e.g. personal ID card, driving license, or passport.

**1.2 Attendance by proxy:**

- Registration form which bears a barcode
- A completed Proxy Form signed by the shareholder and the proxy;
- A copy of the shareholder's ID card as referred to in 1.1 certified correct by the shareholder; and
- An original of the proxy's ID card as referred to in 1.1

**2. In the event that the shareholder is a juristic person**

**2.1 Attendance by an authorized representative of the shareholder:**

- Registration form which bears a barcode
- An original of such authorized representative's ID card as referred to in 1.1; and

- A copy of the Affidavit or Certificate of Incorporation of the shareholder showing the name of such authorized representative as a person having authority to act on the shareholder's behalf and such copy of the Affidavit or Certificate of

Incorporation must be certified correct by such authorized representative together with affixing its Common Seal (if any).

## **2.2 Attendance by proxy:**

- Registration form which bears a barcode
- A completed Proxy Form signed by the shareholder and the proxy;
- A copy of the Affidavit or Certificate of Incorporation of the shareholder showing that the name of the person who signs in the Proxy Form as the shareholder is an authorized representative of the shareholder having authority to act on the shareholder's behalf and such copy of the Affidavit or Certificate of Incorporation must be certified correct by such authorized representative together with affixing its Common Seal (if any); and
- An original of the proxy's ID card as referred to in 1.1

## **3. In the event that the shareholder is non-Thai shareholder or is a juristic person incorporated under a foreign law:**

Paragraph No.1 and 2 above shall be applied mutandis to a non-Thai shareholder or a shareholder which is juristic person incorporated under a foreign law as the case may be under the following conditions:

- Affidavit or Certificate of Incorporation of such juristic person may be issued by either the government authority of the country in where such juristic person is situated or by an officer of such juristic person, provided that such an Affidavit or Certificate of incorporation must contain the name of the juristic person, the address of the head office of the juristic person, and the name(s) of the person (s) having authority to sign on behalf of the juristic person together with any restrictions or conditions of the power of such person (s) ; and
- English translation is required to be attached for any original document which is not made in English and such translation must be certified by the authorized representative of such juristic person together with affixing its Common Seal (if any).