

Documentation for consideration of Agenda 1

(Translation by Siam Premier International Law Office Limited)

**Bangkok Land Public Company Limited (the “Company”)
Minutes of Annual General Meeting of Shareholders No. 43
held at Royal Jubilee Ballroom, IMPACT Challenger,
Muang Thong Thani, Chaengwatthana Road, Bannmai Sub-district,
Pakkred District, Nonthaburi Province,
on 29 July 2015**

The meeting began at 11.00 hrs.

Mr. Anant Kanjanapas, Chairman of the Board of Director (the “**Chairman**”), presided over the meeting with Mr. Pravate Earmsmut serving as the Secretary of the meeting (the “**Secretary**”). The Secretary informed the meeting that there were a total of 581 shareholders attending the meeting in person and 459 by proxy thereby representing a total of 1,040 shareholders with a total of 8,429,653,707 shares or 43.2126% of the total number of the Company’s shares having been sold being 19,507,403,418 shares (after deducted by 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 765 and 621 by proxy, or a total of 1,386 shareholders representing a total of 8,651,375,260 shares or 44.3492% of the Company’s shares that have been sold being 19,507,403,418 (after deducted by the number of Treasury Stock).

The Chairman then declared the meeting opened and asked the Secretary to introduce the directors, executives, auditors, legal advisor attending the meeting as well as give an explanation on the voting method.

The Secretary introduced the directors, executives, auditors, legal advisor attending the meeting as follows:

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| 1. Mr. Anant Kanjanapas | Chairman of the Board and
Chief Executive Officer |
| 2. Mr. Sui Hung Kanjanapas | Executive Director |
| 3. Mr. Shui Pang Kanjanapas | Executive Director |
| 4. Mr. Burin Wongsanguan | Director |
| 5. Mr. Tawin Boonruangkhaio | Director |
| 6. Mr. Panya Boonyapiwat | Independent Director |
| 7. Mr. Thumrong Chientachakul | Independent Director and
Chairman of the Audit Committee |
| 8. Mr. Siriwat Likitnuruk | Independent Director and Audit Committee |
| 9. Mr. Supavat Saicheua | Independent Director and Audit Committee |
| 10. Mr. Chamras Hongpaisarn | Accounting and Executive Manager |
| 11. Miss Kunwadee Jintavorn | Project Director |
| 12. Miss Kannikar Wiphanurat | Auditor of the Company |
| 13. Mrs. Kulkanist Khamsirivatchara | Legal Advisor of the Company |
| 14. Mr. Pradit Sahachaiyunta | Legal Advisor of the Company |

The Secretary explained the method of voting which can be summarized as follows:

In voting, one share equals to one vote. Thus, each shareholder will have the number of votes equal to the number of shares that he/she holds in person or by proxy. A shareholder having a special interest in a matter under any agenda shall not be eligible to vote. However, in respect of an appointment of Directors in Agenda 5, all shareholders are eligible to vote without any special interest. In the voting of each agenda, the Secretary will ask the meeting whether there would be any shareholders wishing to disapprove or abstain from voting. If there was none, the Secretary would conclude that unanimous resolution has been adopted by shareholders on that particular matter as proposed. However, if there should be any shareholder disapproving or wishing to abstain from voting, he/she would be asked to mark with a sign ☒ in the block in the column that the shareholder wishes to vote for in the ballot that has been distributed at the time of their registration before commencement of the meeting. As for shareholders who have not disapproved or abstained, it will be construed that they have duly approved of that item in the agenda proposed such that there will be no need for him/her to mark his/her vote in the ballot. The Company will deduct the votes of disapproval and/or abstention from the total number of votes present at the meeting or which have voted (as applicable) in order to sum up the total number of votes for each item of agenda. For the sake of compliance with the Stock Exchange of Thailand's principles of good governance, Agenda 5 re: to consider the election of directors in replacement of the directors whose terms expired by rotation, the Secretary asked that, shareholders wishing to cast their votes of approval, disapproval or abstention should mark their votes accordingly in the ballots handed to them and give them back to the Company's staff members who will be collecting them for vote-counts.

Furthermore, for proxies by whom their grantors have already specified their votes on any particular item of agenda in the proxy instrument, whether such is approval, disapproval or abstention – they will not need to vote in the ballot cards as the votes will be counted by the Company from the proxy instrument. The Secretary will inform the meeting of the results of votes counted for each item of agenda which will be inclusive of votes cast by shareholders present in the meeting as well as those of the latest proxies assigned for that particular item.

After that, the Secretary informed the meeting that resolutions of this shareholders meeting will be required as follows: Agenda 1, 3, 4 and 7 must be adopted by majority votes of all votes held by shareholders present at the meeting who had cast their votes. Agenda 2 is a notification to the shareholders and therefore, no vote was required. Agenda 5 was a matter regarding the election of directors which shall require the majority votes of the shareholders presented at the meeting in accordance with the criteria and methods specified in Article 15 of the Articles of Association of the Company. Agenda 6 was to approve the payment of the remuneration of the directors which shall be passed by the votes of more than two-thirds of the total votes of the shareholders present at the meeting. And Agenda 8 to consider other business, the shareholders can raise the queries in this Agenda.

In this respect, the Secretary asked the shareholders who wished to ask questions or comments at the meeting to give their names and surnames for the purpose of recording into the minutes of the meeting.

After the Secretary completed the explanation of the voting process, the Chairman then asked the meeting to consider the matters in accordance with the agenda as follows:

Agenda 1 To adopt the minutes of the Annual General Meeting of Shareholders No. 42

The Chairman asked the Secretary to give the meeting details for information.

The Secretary proposed that the meeting consider and adopt the minutes of the Annual General Meeting of Shareholders No. 42 held on 30 July 2014 which had been sent to shareholders together with the invitation notice to this meeting. They had also been submitted to the Stock Exchange of Thailand and the Ministry of Commerce within the time prescribed by laws.

Having considered the matter, the meeting by majority votes of all votes held by shareholders present at the meeting and casting their votes approved that the minutes of the Annual General Meeting of Shareholders No. 42 as proposed by the Chairman in all respects be adopted (with 8,596,420,389 votes or 99.9536% of the total votes of shareholders attending the meeting and casting votes approving this matter; 3,986,821 votes disapproving or 0.0463% of the total votes of shareholders attending the meeting and casting votes disapproving this matter; and 28,000 votes abstaining).

Agenda 2 To acknowledge the results of operations of the Company for the fiscal year ended 31 March 2015

The Chairman asked the Secretary to explain the details to the Meeting.

The Secretary informed the meeting that the result of operations of the Company for the year ended 31 March 2015 was as shown in the Company's Annual Report pages 9-12 which had been sent to the shareholders along with the invitation notice to the meeting.

Mr. Prateep Vatcharachokekasem, a shareholder, suggested to the Meeting as follows: (1) in order to increase the price of the Company's shares, the Company should clarify more details such as unit trust held the Company, investment policy, projects and terms of the Real Estate Investment Trust under the name of "**IMPACT GROWTH REIT**" which was set up by Impact Exhibition Management Company Limited for the benefits of clear understandings of all shareholders. In addition, the increase of share's price shall also persuade the holders of the Warrants to purchase the Company's shares No.3 (BLAND-W3) which will expire in November 2015, to exercise their rights to purchase the Company's shares; (2) since the current state of economy is under recession, the Company had better decelerate the investment in convention centre and lake pavilion in order to reserve the fund for other investment i.e. the acquisition of shares in real estate companies which support the business of the Company and strengthen business network of the Company; and (3) as the Chairman is very competent and has good alliance network in not only Thailand but also international level, listing the Company's shares to the Stock Exchange of China is recommended to enhance the price of the Company's share. The Chairman thanked the Shareholder, accepted the matters for consideration and further informed the Meeting that the Company disclosed all information pursuant to the applicable law, rules and regulations.

Mr. Suebsak Piphobmongkol, as a shareholder and proxy, inquired on: (1) the progress of the mass rapid transport system project ("**MRT**"); and (2) the price to repurchase the Company's shares. Mr. Chamras Hongpaisarn, Accounting and Executive Manager, informed the Meeting that the average price for the treasury stock is Baht 2.00 each. The Chairman further informed the Meeting that (1) The Company has not yet informed any progress of the MRT; and (2) the price of the Company's shares is subject to the market status, the overall economy which are the external factors beyond the Company's control. Mr. Prateep Vatcharachokekasem, a shareholder, suggested to the Meeting that

ASEAN Economic Community (AEC) will be fully established around the year 2015-2016, the clarification on the IMPACT GROWTH REIT would be helpful for the price of the Company's shares. The Chairman informed the Meeting that the information and other details with regard to the Company and IMPACT GROWTH REIT completely specified in the Annual Report of the Company.

Mr. Prasert Kaewduangtien, a shareholder, inquired on the following matters: (1) the plan of the Company regarding the treasury stocks, will the company dispose the treasury stocks back to the Stock Exchange of Thailand or decrease its registered capital by cutting off the treasury stocks; and (2) the frequency of book value assessment for the Company's assets. The Chairman informed the Meeting that the share repurchase project is just in the beginning process, the Company shall further consider the appropriate plan accordingly. Mr. Chamras Hongpaisarn, Accounting and Executive Manager, informed the Meeting that it is shown in page 45, Annual Report of the Company, a part of statement of financial position, the book value of investment property (non-current asset) is assessed annually, the land held for future use and real estate development cost are booked as inventory stocks which are not under the assessment until the accounting record policy is changed.

Therefore, the Secretary asked the Meeting to acknowledge the results of the operations of the Company for the fiscal year ended 31 March 2015.

The Meeting acknowledged the results of the operations of the Company for the fiscal year ended 31 March 2015 as proposed.

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 2015, and acknowledged the Report of the Auditor

The Chairman asked the Secretary to explain the details of this Agenda 3 to the Meeting.

The Secretary 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 2015 and to acknowledge the auditor's report as per details set out in pages 43-94 of the Annual Report, which had been sent to the shareholders together with the invitation notice to this meeting. The Secretary briefed the meeting on the consolidated Financial Statements and the non-consolidated Financial Statements of the Company as follows:

Consolidated Balance Sheet and Profit and Loss Statements of the Company are as follows:

Total Assets	Baht	64,233,987,516
Total Liabilities	Baht	11,196,963,767
Total Revenue	Baht	3,688,588,512
Net Profit	Baht	1,519,311,901

The non-consolidated Balance Sheet and Profit and Loss Statements of the Company are as follows:

Total Assets	Baht	40,897,152,674
Total Liabilities	Baht	15,310,290,241
Total Revenue	Baht	170,360,144
Net Profit	Baht	3,559,105,794

A shareholder inquired to the Meeting on the following matters: (1) the accuracy of the loan amounting to 13.38 USD of the exchangeable bond as shown in page 76 of the English Annual Report; and (2) the reason why the long-term loan as shown in page 78 was not included in long-term debt instruments as shown in page 76 of the English Annual Report. Mr. Chamras Hongpaisarn, Accounting and Executive Manager informed the Meeting that all amount are correctly booked in accordance with the accounting policy of the Company.

Ms. Wipa Suwanich, a shareholder inquired why the Company changed the source of loan from the financial institutions to the insurance company as shown in page 77 of the Annual Report. Mr. Chamras Hongpaisarn, Accounting and Executive Manager informed the Meeting that the Company changed the source of loan due to the benefits of lower interest rate.

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 2015 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.

Having considered the matter, the meeting by majority vote of all votes held by shareholders present at the meeting and casting their votes approved the Statements of Financial Position and the Statements of Comprehensive Income of the Company for the fiscal year ended 31 March 2015 and acknowledged the Auditor's report as proposed in all respects (with 8,634,729,138 votes or 99.9536% of the total votes of shareholders attending the meeting and casting votes approving this matter; 4,001,821 votes or 0.0463% of the total votes of shareholders attending the meeting and casting votes disapproving and 9,988,000 votes abstaining).

Agenda 4 To consider and approve the appropriation of annual net profit from business operation to legal reserve and the payment of dividend for the year ended 31 March 2015.

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

The Secretary informed the meeting that the Board of Directors' Meeting No.2/2015 resolved to propose to the Shareholders' Meeting to consider the matters as follows:

- (1) To consider and approve the appropriation of profit to be legal reserve pursuant to the Articles of Association of the Company for the year ended 31 March 2015, amounting to Baht 177,955,290;
- (2) To consider and approve the payment of dividend, at the rate of Baht 0.05 per share to the shareholders whose name appeared in the share register book of the Company on 8 July 2015 (Record Date). The closing date of the share register to collect the names of the said shareholders pursuant to Section 225 of the Securities and Exchange Act B.E. 2535 (as amended) was 9 July 2015. Payment of dividends shall be made to the shareholders on 14 August 2015; and
- (3) To consider and acknowledge the payment of interim dividend which paid to all shareholders on 12 December 2014, at the rate of Baht 0.04 per share.

In addition, the Secretary further informed the Meeting that the Board of Directors' Meeting No.2/2015 deemed appropriate to propose the Shareholders' Meeting to consider and approve the dividend payment for the fiscal year ended 31 March 2015, at the rate of Baht 0.09 per share or in a total amount of Baht 1,762,139,046.66 which divided into the dividend proposed to the Meeting to

approve at the rate of Baht 0.05 per share which shall be payable on 14 August 2015 and the interim dividend which was paid to all shareholders on 12 December 2014, at the rate of Baht 0.04 per share and be proposed to the Meeting for acknowledgement as aforementioned.

The details of the appropriation of net profit to be legal reserve and the payment of dividend for the fiscal year ended 31 March 2015 are provided in Annex 2 which had been sent to shareholders together with the invitation notice to this meeting.

Mr. Chatree Charoennueng, a shareholder and a proxy inquired to the Meeting on the following matters: (1) the rate of dividend tax credit for the dividend which shall be payable to the Shareholders, at the rate of Baht 0.05 per share; and (2) the possibility of changing the Company's fiscal year to end 31 December. Mr. Chamras Hongpaisarn, Accounting and Executive Manager, informed the Meeting that the rate of dividend tax credit is 20 percent. The Chairman informed the Meeting that the unique fiscal year of the Company is beneficial for the Shareholders, the date of Annual General Meeting of the Company would not be redundant with other listed companies.

The Secretary thereafter asked the meeting to consider and approve the appropriation of net profits derived from the operations as a legal reserve and the payment of dividend for the fiscal year ended 31 March 2015 as well as to acknowledge the interim dividend payment as aforementioned.

Having considered the matter, the meeting by majority vote of all votes held by shareholders present at the meeting and casting their votes approved the appropriation of net profits to be a legal reserve and the payment of dividend to the shareholders as well as acknowledged the interim dividend payment as proposed in all respects (with 8,640,880,740 votes or 99.9300% of the total votes of shareholders attending the meeting and casting votes approving this matter; 4,015,821 votes or 0.0464% of the total votes of shareholders attending the meeting and casting votes disapproving and 2,785,000 votes abstaining).

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

The Chairman asked the Secretary to explain to the Meeting the details in relation to the election of the directors in place of the directors who retired by rotation.

The Secretary informed the meeting that by 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 retire by rotation. At this meeting, there were 3 directors who will retire by rotation, namely:

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| 1. Mr. Burin Wongsanguan | Director |
| 2. Mr. Sui Hung Kanjanapas | Executive Director |
| 3. Mr. Siriwat Likitnurak | Independent Director and
Audit Committee |

The Board of Directors' Meeting No. 2/2015 had passed a resolution to propose to the shareholders' meeting to re-elect all directors who have retired by rotation to be the directors of the Company for another term. The brief CVs of those directors had already been sent to the shareholders along with the invitation notice to this meeting (Annex 3).

The Secretary thereafter asked the meeting to consider and re-appoint all retired directors to be the directors of the Company for another term. In this regard, the Secretary asked all shareholders to vote for the appointment of each director on the ballots distributed to all shareholders.

Having considered the matter, the meeting by majority vote of all votes held by shareholders present at the meeting re-appointed aforementioned 3 directors who retired due to rotation for another term as proposed in every respect on the following votes:

1. Mr. Burin Wongsanguan, with 8,121,864,163 votes or 93.8916% of the total votes of shareholders attending the meeting approving this matter; 520,208,199 votes or 6.0137% of the total votes of shareholders attending the meeting disapproving, and 8,178,900 votes or 0.0945% of the total votes of shareholders attending the meeting abstaining.
2. Mr. Sui Hung Kanjanapas, with 8,636,093,241 votes or 99.8363% of the total votes of shareholders attending the meeting approving this matter; 5,979,121 votes or 0.0691% of the total votes of shareholders attending the meeting disapproving, and 8,178,900 votes or 0.0945% of the total votes of shareholders attending the meeting abstaining.
3. Mr. Siriwat Likitnurak, with 8,637,709,541 votes or 99.8550% of the total votes of shareholders attending the meeting approving this matter; 4,062,821 votes or 0.0469% of the total votes of shareholders attending the meeting disapproving, and 8,478,900 votes or 0.0980% of the total votes of shareholders attending the meeting abstaining.

Agenda 6 To consider and approve the payment of directors' remuneration for the fiscal year ended 31 March 2016

The Chairman asked the Secretary to explain to the meeting the details in relation to the payment of remuneration to the directors for performance of the fiscal year ended 31 March 2016.

The Secretary inform the Meeting that the Board of Directors' Meeting No.2/2015 had resolved to propose to the shareholders to consider and approve payment of the remuneration to the directors for their performance for the fiscal year ended 31 March 2016 in the amount of not exceeding Baht 5,687,000. He further asked the meeting to authorize the Board of Directors or persons entrusted by the Board to have the power to allocate the said amount to each director as they deemed appropriate. Documents in support of consideration on this matter are shown in Annex 5 sent to shareholders together with the invitation notice to this meeting.

Ms. Wipa Suwanich, a shareholder inquired about the number of directors and audit committee of the Company. Mr. Chamras Hongpaisarn, Accounting and Executive Manager, informed the Meeting that there was one director resigned from his position; hence, the number of directors of the Company reduced from 10 to 9 persons. And there are 4 independent directors of the Company which 3 of them are the audit committee.

The Shareholders inquired on the reason why the Company proposed the directors' remuneration in total amount and not clarified the remuneration of each director. Mr. Chamras Hongpaisarn, Accounting and Executive Manager, informed the Meeting that in order to be flexible for the administration and management, the Company therefore proposed the directors' remuneration in total amount and authorized the Board of Directors to allocate the said amount to each director.

The Secretary thereafter asked the meeting to consider and approve payment of the remuneration to the directors for their performance for the fiscal year ended 31 March 2016 and the authorization as aforementioned.

Having considered the matter, the meeting by votes of more than two-thirds of the shareholders present at the meeting approved the payment of the remuneration to the directors for their performance for the fiscal year ended 31 March 2016 in the amount of not exceeding Baht 5,687,000 and the authorization to the Board of Directors or persons entrusted by the Board to have the power to allocate the said amount to each director as they deemed appropriate as aforementioned in all respects (with 8,638,958,877 votes or 99.8575% of the total votes of shareholders attending the meeting approving this matter; 4,242,021 votes or 0.0490% of the total votes of shareholders attending the meeting disapproving, and 8,085,000 votes or 0.0934% of the total votes of shareholders attending the meeting abstaining).

Agenda 7 To consider and approve the appointment of the auditors and fixing of remuneration of the Company's auditors for the year ending 31 March 2016

The Chairman asked the Secretary to explain to the meeting the details in relation to the appointment of the auditor and the fixing of the auditor's remuneration for the year ended 31 March 2016.

The Secretary asked the meeting to consider and appoint the auditors for the fiscal year ended 31 March 2016 and fixing the remuneration for the said auditors. The Secretary proposed the appointment of Ms.Nonglak Pattanabandith, Certified Public Account No.4713 and/or Mr. Jirote Sirirorote, Certified Public Account No.5113 of Karin Audit Company Limited as auditors of the Company for the fiscal year ended 31 March 2016 with the authority to examine 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 2016, which includes the fees for examination of the consolidated Financial Statements and the reviewing of the quarterly Financial Statements of the Company and its subsidiaries are fixed at Baht 5,780,000 in total. The auditor's fee for the Company itself was Baht 1,210,000.

The Shareholders inquired to Meeting on the difference between the auditors' remuneration of current year and previous year. Mr. Chamras Hongpaisarn, Accounting and Executive Manager, informed the Meeting that the auditors' remuneration increased from the previous year around Baht 400,000 as specified in Annex 6 due to the business expansion of IMPACT.

The Secretary thereafter asked the meeting to consider and approve the appointment of the auditors and fixing of remuneration of the Company's auditors for the year ending 31 March 2016 as aforementioned.

Having considered the matter, the meeting by majority votes of all votes held by shareholders present at the meeting and casting their votes approved the appointment of the auditors and the fixing of the auditor's remuneration for the fiscal year ended 31 March 2016 as proposed in all respects (with 8,538,094,577 votes or 98.8514% of the total votes of shareholders attending the meeting and casting votes approving this matter; 99,207,521 votes or 1.1485% of the total votes of shareholders attending the meeting and casting votes disapproving, and 14,084,000 votes abstaining).

Agenda 8 Other matters (if any)

Mr. Suebsak Piphobmongkol, as a shareholder and proxy inquired about the ownership of the land on Srinakarin Road and the eminent domain over such land. The Chairman informed the Meeting that since 20 years ago, partial of our land was expropriated to construct Chaturathit Road and the Company was informed that the construction is about to start and expected to finish within 1-2 years. After the completion of such construction, the Company's land will become a potential location and definitely cause benefits to the Company.

The Chairman further informed the Meeting about the future plan of the Company due to the status of recessive economy which is expected to be long-term recession based upon various kinds of factors i.e. the World's economy and political situation; although, the Chairman and Management team are unable to control or manipulate the price of the Company's shares, the Chairman and Management team will try our best to stabilize and strengthen the Company including create the long-term return to all Shareholders.

Mr.Chootana Tiyaopoom, a representative of Thai Investors Association, inquired to the Meeting on policy and timeline of the Company after joining the Collective Action Coalition ("CAC") of the public sector's allied anti-corruption activities in Thailand. Mr. Thumrong Chientachakul, Independent Director and Chairman of the Audit Committee, informed the Meeting that after joining the CAC, the Board of Directors is required to thoroughly consider the information in order to comply with the conditions of the CAC.

There being 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 12.40 hrs.



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(Mr. Anant Kanjanapas)
Chairman of the Meeting/Director

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(Mr. Sui Hung Kanjanapas)
Director

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(Mr. Pravate Earmsmut)
Secretary of the Meeting