

BANGKOK LAND PUBLIC COMPANY LIMITED

**Extraordinary General Meeting of Shareholders
No.1/2011
on 9 November 2011 at 11.00 a.m.**

**at Jupiter Room 11-13 Impact Challenger Muang Thong Thani
Chaengwattana Road, Tambon Bannmai, Amphur Pakkred
Nonthaburi Province**



(Translation)

21 October 2011

Subject: Invitation to Extraordinary General Meeting of Shareholders No. 1/2554
Attention: All Shareholders of the Company
Enclosures: 1. A copy of the Minutes of the Annual General Meeting of Shareholders No.39
2. Details of Capital Reduction (Document for consideration of Agenda 4 and 5)
3. Brief curriculum vitae of the directors who will be proxy for Shareholders
4. Contents of the Company's Article of Associations regarding the Shareholders' Meeting and Public Limited Company Act B.E. 2535 (1992) relating to the Shareholders' Meeting
5. Explanation for proxy, registration and the documents required for verifying the eligibility of the shareholders to attend and vote at the Extraordinary General Meeting of Shareholders No. 1/2554
6. Proxy Form B
7. Map of Meeting Venue (Jupiter Room 11-13 Impact Challenger, Muang Thong Thani Chaengwattana, Tambon Ban Mai, Amphur Pakkred, Nonthaburi Province)

The Board of Directors Meeting of Bangkok Land Public Company Limited (the "**Company**") has passed the resolution to call the Extraordinary General Meeting of Shareholders No. 1/2554 to be held on 9 November 2011 at 11.00 a.m. at the Jupiter Room 11-13 Impact Challenger, Muang Thong Thani Chaengwattana, Tambon Ban Mai, Amphur Pakkred, Nonthaburi Province, to consider the following agenda:

Agenda Item 1

To approve and adopt the minutes of the Annual General Meeting of Shareholders No. 39

Opinion of the Board

The Board of Directors has considered the matter and is of the opinion that the shareholders should approve and adopt said minutes as attached to this invitation (Enclosure No.1). The said minutes has been submitted to the Stock Exchange of Thailand and the Ministry of Commerce within the timeframe prescribed by law. The Company had also posted the said minutes on the Company's website.

Pursuant to the law, this matter requires an affirmative resolution of a majority vote of the total number of votes of shareholders attending the Meeting and casting votes at the Meeting.

Agenda Item 2

To consider and approve the reduction of the Company's registered capital by cancelling the authorized but unissued ordinary shares (save for the authorized but unissued ordinary shares which have been reserved for the exercise of share subscription rights by the holders of the Warrants of the Company (BLAND W-2 and BLAND W-3))

Opinion of the Board

The Board of Directors has considered the matter and is of the opinion that the shareholders should approve the reduction of the registered capital of the Company from Baht 26,676,477,963 to Baht 26,671,687,159 by cancelling 4,790,804 authorized but unissued ordinary shares at a par value of Baht 1 each (save for the 8,877,286,939 authorized but unissued ordinary shares which have been reserved for the exercise of share subscription rights by the holders of the Warrants No.2 of the Company (BLAND W-2) and the Warrants No.3 of the Company (BLAND W-3)).

Pursuant to the law, this matter requires an affirmative resolution of not less than 3/4 of the total number of votes of shareholders attending the Meeting and having the right to vote.

Agenda Item 3

To consider and approve the amendments to Clause 4 of the Company's Memorandum of Association to be in line with the reduction of the Company's registered capital

Opinion of the Board

The Board of Directors has considered the matter and is of the opinion that the shareholders should approve the amendments to Clause 4 of the Memorandum of Association with respect to the registered capital of the Company to be in line with the reduction of the registered capital by cancelling the authorized but unissued ordinary shares to be as follows:

“Clause 4. Registered capital of	Baht 26,671,687,159 (Baht Twenty Six Billion Six Hundred Seventy One Million Six Hundred Eighty Seven Thousand One Hundred Fifty Nine)
Divided into	26,671,687,159 shares (Twenty Six Billion Six Hundred Seventy One Million Six Hundred Eighty Seven Thousand One Hundred Fifty Nine shares)
With a par value of	Baht 1 (Baht one) each

Categorized into Ordinary shares	26,671,687,159 shares (Twenty Six Billion Six Hundred Seventy One Million Six Hundred Eighty Seven Thousand One Hundred Fifty Nine shares)
Preference shares	- shares (- shares)”

Pursuant to the law, this matter requires an affirmative resolution of not less than 3/4 of the total number of votes of shareholders attending the Meeting and having the right to vote.

Agenda Item 4

To consider and approve the transfer of premium on share capital to compensate the discount on share capital and the accumulated loss

Opinion of the Board

The Board of Directors has considered the matter and is of the opinion that in order to eliminate the Company’s discount on share capital and accumulated loss which would give the possibility for the Company to pay dividends to the shareholders in case the Company has profits from its future operations, the shareholders should approve the transfer of premium on share capital in the amount of Baht 1,550,164,833.18 to first compensate the discount on share capital. The details of which are presented in Enclosure No. 6

Under Section 115 of the Public Limited Company Act B.E. 2535 (as amended) (the “PLCA”), the Company can make dividends payment only from the profits and while having no accumulated loss.

According to the reviewed financial statements as of 30 June 2011, the Company has the discount on share capital in the amount of Baht 2,137,150,616.69 and the accumulated loss in the amount of Baht 7,841,018,095.17. Accordingly, after offsetting the discount on share capital by the premium on share capital as mentioned above, the Company still has a remaining balance of discount on share capital in the amount of Baht 586,985,783.51.

Pursuant to the law, this matter requires an affirmative resolution of a majority vote of the total number of votes of shareholders attending the Meeting and casting votes at the Meeting.

Agenda Item 5

To consider and approve the reduction of the registered and paid-up capital of the Company by means of reduction of par value in order to compensate the Company’s accumulated loss and the remaining balance of discount on share capital

Opinion of the Board

The Board of Directors has considered the matter and is of the opinion that in order to eliminate the remaining balance of discount on share capital left from the setting off of with the premium on share capital as per Agenda 4 above and to eliminate the Company's accumulative loss which would give the possibility for the Company to pay dividends to the shareholders in case the Company has profits from its future operations as aforementioned in Agenda 4, shareholders should approve the reduction of the registered and paid-up capital by means of reduction of par value from Baht 1 each to Baht 0.60 each, resulting in the decrease of registered capital from Baht 26,671,687,159 to Baht 16,003,012,295.40 and the paid-up capital from Baht 17,794,400,220 to Baht 10,676,640,132, for compensation of the Company's remaining discount on share capital and accumulated loss. It should be noted that the paid-up capital of the Company may be later increased if the holders of the warrants have exercised their rights to subscribe for the ordinary shares of the Company prior to the registration of the capital reduction with the Ministry of Commerce.

Notwithstanding the foregoing, the reduction of the registered and paid-up capital by reducing the par value of shares of the Company will not affect the shareholder's equity of the Company.

In addition, the reduction of the registered and paid-up capital by reducing the par value of shares from Baht 1 per share to Baht 0.60 per share will not affect the rights of the holders of the Warrants to purchase newly issued ordinary shares of the Company (BLAND-W2 and BLAND-W3).

The results of the elimination of the accumulated loss and the discount on share capital by way of capital reduction and the transfer of premium on share capital based on the reviewed financial statements as of 30 June 2011 are detailed in Enclosure No. 6. It is important to note that under the applicable laws, the reduction of the share capital to eliminate the accumulated loss and the discount on share capital shall be made based on the prevailing balance sheet as at the time the Company files the application to the Ministry of Commerce for the reduction of its capital.

Pursuant to the law, this matter requires an affirmative resolution of not less than 3/4 of the total number of votes of shareholders attending the Meeting and having the right to vote.

Nonetheless, according to Section 141 of the PLCA, the Company cannot reduce its capital if the creditors of the Company have objected the implementation of the capital reduction within the time frame specified under Section 141 of the PLCA, unless the Company has paid its debts or given the security for such debts.

Agenda Item 6

To consider and approve the amendments to Clause 4 of the Company's Memorandum of Association to be in line with the reduction of the Company's registered capital and paid-up capital

Opinion of the Board

The Board of Directors has considered the matter and is of the opinion that the shareholders should approve the amendments to Clause 4 of the Memorandum of Association with respect to the registered capital of the Company to be in line with the reduction of the registered and paid-up capital to be as follows:

“Clause 4. Registered capital of Baht 16,003,012,295.40 (Baht Sixteen Billion Three Million Twelve Thousand Two Hundred Ninety Five and Forty Satang)

Divided into	26,671,687,159 shares (Twenty Six Billion Six Hundred Seventy One Million Six Hundred Eighty Seven Thousand One Hundred Fifty Nine shares)
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With a par value of	Baht 0.60 (Baht Sixty Satang) each
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Categorized into Ordinary shares	26,671,687,159 shares (Twenty Six Billion Six Hundred Seventy One Million Six Hundred Eighty Seven Thousand One Hundred Fifty Nine shares)
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Preference shares	- shares (- shares)”
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Pursuant to the law, this matter requires an affirmative resolution of not less than 3/4 of the total number of votes of shareholders attending the Meeting and having the right to vote.

Agenda Item 7

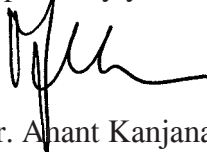
Other matters (if any).

The Company fixed the names of the shareholders who shall have the right to attend the Extraordinary General Meeting of Shareholders No. 1/2554 on 19 October 2011 (the “**Record Date**”) and the share registration book will be closed to collect names of those shareholders in accordance with Section 225 of the Securities and Exchange Act B.E. 2535 (as amended) on 20 October 2011.

You are cordially invited to attend this meeting as per the date, time and venue stated above. For the shareholders who wish to attend the meeting, please bring your identification card, government official identification card or driver license as evidence of your right to attend the meeting. If you wish to appoint a person to attend and vote at the meeting on your behalf, please complete and duly execute the enclosed proxy form. In this regard, shareholder(s) who wish to appoint Mr. Anant Kanjanapas (Chairman of the Board) or Mr. Thumrong Chientachakul (Chairman of the Audit Committee) to attend the Meeting and vote on your behalf, please complete and duly execute the proxy form in favor of Mr. Anant Kanjanapas or Mr. Thumrong Chientachakul (Enclosure No.2). The duly completed and executed proxy form, affixed with stamp duty, must be deposited with the Chairman of the Meeting and/or the person entrusted by the Chairman prior to the proxy attending the Meeting.

To facilitate an orderly and speedy registration process at the Extraordinary General Meeting of Shareholders No. 1/2554, shareholders and/or proxies are requested to please bring and present the registration form (the letter bears a barcode) together with your identification documents to the Company's officers at the shareholder registration counter on the date of the meeting.

Respectfully yours,

A handwritten signature in black ink, appearing to be 'Anant Kanjanapas', written over a vertical line that serves as a separator between the signature and the printed name below.

(Mr. Anant Kanjanapas)
Chairman of the Board

List of the Enclosures attached to the Notice of the Extraordinary General Meeting of Shareholders No.1/2011

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(Translation by Siam Premier International Law Office Limited)

Bangkok Land Public Company Limited
Minutes of the 39th Annual General Shareholders Meeting
Held at Sapphire Hall 7-10, 1st Floor, Building No. 9
Impact Convention Center, Muang Thong Thani
Chaengwattana Road, Banmai Sub-district
Pak Kret District, Nonthaburi Province
On 29 July 2011

The meeting commenced at 11.00 hours.

Mr. Anant Kanjanapas, Chairman of the Board of Directors (the “Chairman”), chaired the meeting. Mr. Pravate Earmmut acted as secretary to the meeting (the “Secretary”).

The Secretary stated that there were 341 shareholders present at the meeting with 190 shareholders attending in person and 151 shareholders attending by proxy. These shareholders collectively held 9,113,470,962 shares or 51.2154 percent of the total issued shares of the Company. Therefore, a quorum was formed.

Following the commencement of the meeting, there were shareholders joining the meeting in person or by proxy, and consequently the shareholders attending the meeting in person were 284 shareholders and by proxy were 220 shareholders. Therefore the total number of shareholders attending the meeting was 504, holding altogether 9,765,101,029 shares or 54.8774 percent of the total issued shares of the Company.

The Chairman then announced the meeting opened and asked the Secretary to introduce the directors who attended the meeting and explain the voting process to the Shareholders.

The Secretary introduced the directors, auditors and legal advisor of the Company to the meeting as follows:

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| 1. Mr. Anant Kanjanapas | Chairman and Chief Executive Officer |
| 2. Mr. Sui Hung Kanjanapas | Executive Director |
| 3. Mr. Shui Pang Kanjanapas | Executive Director |
| 4. Mr. Tawin Boonruangkhaio | Director |
| 5. Mr. Thumrong Chientachakul | Independent Director and Chairman of Audit Committee |
| 6. Mr. Siriwat Likitnuruk | Independent Director and Audit Committee Member |
| 7. Mr. Burin Wongsanguan | Director |
| 8. Miss Kannikar Vipaturat | Auditor of the Company |
| 9. Mrs. Kulkanist Khamsirivatchara | Legal Advisor to the Company |
| 10. Thailand Securities Depository Co. Ltd. | Shareholder Registration Recorder and Vote Counter |

The Secretary explained the voting process to the meeting as summarized below:

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, all shareholders are eligible to vote.

In the voting of each agenda, the Chairman will ask the meeting whether there would be any shareholders wishing to object or abstain from voting. If there is neither objection nor abstention, the Chairman will conclude that the shareholders unanimously resolved to approve the matter under such agenda as proposed by the Chairman. Should there be any shareholders who wish to object or abstain from voting, the Chairman will ask these shareholders to cast their votes by checking the relevant box ☒ in the ballot

distributed to the shareholders at the time of their registration before commencement of the meeting. As for shareholders who did not object nor abstain from voting, it would be deemed that these shareholders had given approval to the proposed agenda and would not be required to vote by ballot. In determining the result of the votes passed in each agenda, votes of objections and abstentions shall be deducted from the total number of votes attending the meeting or casting votes, as the case may be. Furthermore, for a proxy whose grantor had already specified his/her vote on any agenda in a proxy form (whether it be an approval, objection or abstention), the proxy need not vote by ballot again. In this regard, the Company will count the votes as specified in the proxy form.

The Secretary will inform the meeting of the result of the votes for each agenda. The votes counted in each agenda shall be all votes of the shareholders attending the meeting both in person and by proxy, provided that the Company will count votes from the current number of shares of the shareholders present in such particular agenda.

The Secretary then notified the meeting of the votes required to pass the resolution for each agenda. Agenda 1, 3, 4 and 7 must be passed by majority votes of shareholders present and casting 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 in accordance with the criteria and methods specified in 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 presented at the meeting.

The Secretary informed the meeting that any shareholder who wishes to ask or comment during the meeting should give his/her name and surname to the Company for the purpose of minutes recordation.

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 Extraordinary General Meeting of Shareholders No. 1/2553 held on 19 October 2010

The Chairman asked the Secretary to explain the details of this Agenda 1 to the meeting.

The Secretary proposed that the meeting consider adopting the minutes of the Extraordinary General Meeting of Shareholders No. 1/2553 held on 19 October 2010 which had been sent to all shareholders along with the invitation notice to this meeting. Said minutes had also been submitted to the Stock Exchange of Thailand within the period prescribed by law.

Mr. Thong-In Sang-Ngarm, a shareholder proxy, informed the meeting that in preparing the invitation notice, page number should be specified and that the wordings in the said minutes, agenda 8 line 1, stating that Mr. Thong-In Sang-Ngarm was a “shareholder” should be amended to “shareholder proxy”.

After that a shareholder, Mr. Sataporn Phungniran, asked the meeting as to the number of agenda to be considered in this meeting. The Secretary explained that there were 8 agenda. The number in the last agenda as shown in the invitation notice as Agenda No. 9 was a typing error.

The meeting, after consideration, unanimously resolved that the minutes of Extraordinary General Meeting of Shareholders No. 1/2553 be adopted as proposed by the Chairman as per the following voting details:

Approval – 9,618,452,962 votes or 100 percent of the total votes of the shareholders attending the meeting and casting their votes;

Objection - 0 votes; and

Abstention - 0 vote.

Agenda 2: To acknowledge the results of operations of the Company for the year ended 31 March 2011

The Chairman asked the Secretary to explain the details of this Agenda 2 to the meeting.

The Secretary informed the meeting that the result of operations of the Company for the year ended 31 March 2011 were as shown in the Company's Annual Report pages 19-22 which had been sent to the shareholders along with the invitation notice to the meeting.

After that a shareholder, Mr. Sataporn Phungniran, enquired the meeting on the following matters (1) why the Total Assets were not equal to Liabilities +Shareholders Equity in the financial statements page 3 contained in the Annual Report, and why the minority interest was not combined with the assets and (2) why the profits from retail business of the Company was decreased by 40% as appeared in page 19 of the Annual Report on the part of Management Analysis.

In this regard, Mr. Chamras Hongpaisarn, an accounting manager of the Company, explained that (1) according to an accounting principle, the Company could not recognize minority interest and this resulting in the Total Assets being not equal to Liabilities +Shareholders Equity, and (2) retail business was a non-core business and had been carried out to support the real estate business of the Company in Muang Thong Thani by letting and adjusting the area for banks, financial centers, food centers which would enhance the activities of Muang Thong Thani.

Thereafter, another shareholder, Mr. Prateep Watcharachokasem, expressed his view that the Company should pay dividends this year. He also asked the independent director as to why dividends payment was not approved. Mr. Thumrong Chiengtachakul, Independent Director and Chairman of Audit Committee explained that the Company was unable to pay dividends because the laws did not allow a company which had an accumulated loss to pay dividends. Mr. Prateep Watcharachokasem further expressed his view that the Company profited every year and should be able to eliminate the accumulated loss in order to enable the payment of dividends. He therefore asked the Independent Directors and the SET officer to consider the preparation of the Company's financial statements as to why it still had an accumulated loss.

A shareholder, Mr. Sataporn Phungniran, shared his view to the meeting that financial statements should be an internal matter of the Company and should not involve review by outside parties. He however asked the Company to make more clear explanation to the questions that he raised. The accounting manager of the Company, Mr. Chamras Hongpaisarn, led to meeting to review page 21 of the Annual Report. It provided details and source of profits from retail business as the form of business changed to lease of space. As a result the Company incurred improvement cost to attract customers to lease space. With regards to minority interest, page 47 of the Annual Report showed that when added debts with the shareholders equity will equal to assets. However, in the consolidated financial statements the Company, it was unable to combine the Baht 5,186 million minority interest because the Company had sold 40% shares in Impact Exhibition Management Co., Ltd. ("**Impact**"). Therefore, assts of the Company should deduct Baht 5,186 million minority interest portion (40% shares in Impact).

A shareholder, Mr. Pimol Aujanaporn, expressed his view to the meeting that in the past year the share price of the Company was volatile. He believed that this was due to foreigner gradually sole Company's shares. He asked on the current foreign shareholding in the Company. He personally believed that if foreigner stopped selling, the share price of the Company should be higher. He further asked why in 2003 the share price of the Company rallied from less than Baht 1 to Baht 2.50 a share in a very short period of time. The Chairman responded that he did not know why. He also explained on the dividend payment matter that it was due to legal requirement prohibiting a company that had an accumulated loss cannot pay dividends. However the Company would find every possible way to erase the accumulated loss, taking into account the financial position and cash flow of the Company. If the Company brought the profits of its subsidiaries amount to more than Baht 6,000 million before this, the Company would pay tax of 30% (or around Baht 1,800 million) would would affect cash flow position of the Company and the Company had to borrow to fund the tax and/or operation. Any way, the Company expected that dividends should be feasible to pay next year because the Compant had just been permitted by the Revenue Department to use tax credit. If subsequently, Bangkok Land (Cayman Islands) Co., Ltd., a subsidiary of

the Company pays dividends to the Company, the Company could use a tax credit and would substantially reduce the accumulated loss of the Company to be around Baht 100 million. He believed that the remaining accumulated loss could be eliminated by the operating profit of the Company so that it could pay dividends to the shareholders next year. Mrs Kulkanist Khamsirivatchara, the legal advisor, informed the meeting that according to the recent information from setsmart as of 28 July 2011, the foreign shareholders in the Company was amounting to more than 6 billion shares or 37.32% of the total issued shares of the Company.

A shareholder, Mr. Vicha Chockpongpan, enquired the Company about the size of assets of the Company in the Muang Thong Thani area. The Chairman answered that the Company had total land of around 2,000 Rai; 1,500 Rai was in Sri Nakarin road and 500 Rai in Maung Thong Thani area and most of them are around the lake. Land where Impact is located also belongs to the Company.

A shareholder, Mr. Pratheep Watcharachokkasem, asked the Company to consider buying UNIGO golf course which would the land bank of the Company by another 600 Rai. As to dividend payment this year, he was fine if the Company could not pay but the Company should promise that next year it would pay. The Chairman informed the meeting that he could not promise that the Company would pay dividends next year but he and the management would try their best to achieve that.

A shareholder, Mr. Vicha Chockpongpan, enquired whether Challenger Buildings and the football field according to the news that would be constructed in Muang Thong Thani belong to the Company. The Chairman replied that Challenger Buildings belonged to Impact in which the Company held 60% shares. Said football field did not belong to the Company but that of Siam Sport. Siam Sport bought land from the Thai Asset Management Corporation.

A proxy, Mr. Pongsathorn Vanitsathien, asked the meeting that in the past year the Company's revenue was around Baht 4,000 million; Baht 1,000 plus was from the sale of land, another Baht 1,000 million plus from services relating Challenger, totaling Baht 3,000 million. Another revenue portion was from the debt restructuring. Therefore pure operation revenue, Baht 200 million-Baht 300 million was small. The Company should have revenue from pure operation. He asked on how the Company would increase its revenue from operations and what should be the source of the revenue and its proportion. The Chairman responded that if next year the economic condition would be getting better, this would increase the Company's revenue from operations. Impact's revenue should increase by another 30-40% subject to market condition. As for the Company real estate business which was a core business, there would be 2 projects amounting to around Baht 1,500 million which should increase the Company's revenue because of less cost compared to the others because the Company had its own land bank. Whenever the economics pick up, the Company would initiate new projects or expand existing project which would increase the Company's revenue.

Thereafter the Secretary asked the meeting to acknowledge the result of the operation of the Company for the fiscal year ended 31 March 2010.

The meeting acknowledge the result of the operation of the Company for the fiscal year ended 31 March 2010 as proposed.

Agenda 3: To consider and approve the Balance Sheet and the Profit and Loss Statements of the Company for the fiscal year ended on 31 March 2011, and acknowledge 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 approving the Balance Sheet and the Profit and Loss Statements of the Company for the fiscal year ended 31 March 2011 and to acknowledge the auditor's report as per details set out in pages 43 to 79 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 non-consolidated Financial Statements and the 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 38,622,913,967
Total Liabilities	Baht 7,180,360,204
Total Revenue	Baht 3,026,259,689
Net Profit	Baht 943,800,334

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

Total Assets	Baht 32,547,586,482
Total Liabilities	Baht 20,823,729,966
Total Revenue	Baht 340,563,438
Net Profit	Baht 857,922,711

Mr. Sataporn Phungniran, enquired the meeting as to what was a foreign exchange loss of more than Baht 1,300 million. The Chairman explained that it was a loss of the CHF and USD Bonds issued by the subsidiary of the Company which was required to book in the account as creditor. When the CHF was appreciated, then the Company would have an exchange loss when translating the amount into Thai Baht.

A shareholder, Mr. Pratheep Watcharachokkasem, asked the Company as to what was the debt mount of more than Baht 5,000 million as shown in the financial statements and did it incur interest. Mr. Chamras Hongpaisarn, an accounting manager of the Company led the meeting to look at page 25 of the Annual Report which contained all details of the Company's debts. Total liabilities were Baht 7,180 million; Baht 4,521 million in total accounted for the Bonds and accrued interest of said debt instruments,. The remaining amounts were a deferred tax of Baht 322 million and accrued expense and other debts of Baht 2,074 million. In sum, the total liabilities of the Company, excluding the debt instruments would be only Baht 2,659 million of which Baht 263 million was interest carried debt and Baht 2,369 million carried no interest.

Mr. Sataporn Phungniran asked further whether the Company had periodically reviewed a number of financial ratios such Debt to Equity Ratio. When considered at the financial statements of the Company alone, it could be seen that the Company had a very high number of Current Assets and Current Liabilities. What is the Debt to Equity Ratio of the Company. In this regards, Mr. Chamras Hongpaisarn, an accounting manager of the Company explained to the meeting that at the moment the Company's DE ratio was 0.27 times where the company had shareholders equity substantially higher than the debts. However, financial ratio would need to be considered on the consolidated financial statements of the Company and not the non-consolidated one. When considered the consolidated financial statements of the Company, you could see that the total debts of approximately Baht 20 billion was a debt that the Company owed Bangkok Land (Cayman Islands) Co., Ltd. which is a wholly owned subsidiary of the Company.

Thereafter, a shareholder, Mr. Rakkait Thaiarporn, asked that (i) whether the Company had to pay a penalty or damage to the Governmental authority as specified in the notes to the financial statements in page 79 of the Annual Report which stated that Bangkok Airport Industry Co., Ltd. ("Bangkok Airport") was subject to a civil action instituted by a certain governmental authority claiming for a penalty and damage in the amount of Baht 1,241 million and whether any reserve has been provided for in relation to this claim and if so at what amount, and (ii) what would the Company do to cancel and remove from its financial statements the debts in the amount of approximately Baht 3,000 million in respect of the debt instruments issued by its subsidiary offshore (details as per the note 17 to the financial statements in page 71 of the Annual Report re: long term debt instruments). The Chairman explained to the meeting that in respect of the Bangkok Airport case, the Company's legal counsel advised that there should not be a problem and the auditor had accepted this advice. Therefore no reserve is required to be provided. With respect to the debt instrument matter, even though there has been a default by the Company for more than 12 years but it is still a Company's debts and therefore would be recorded in the financial statements of the Company. However, the Company was in the process of requesting for a legal opinion for a Swiss lawyer that the case was beyond the period of claim pursuant to applicable statute of limitations in order that this debts could be cancelled and removed from the financial statements.

A shareholder, Mr. Rakkait Thaiarporn, added his comment to the meeting that when considered the Company's financial statements it could be seen that the Company conduct its business in quite a conservative way. As the capital and asset of the Company were huge, this would result in quite a low Return of Equity and Return of Asset of the Company each year. He therefore suggested that if and when the Company could pay dividend and had cash, the Company should buy back its own shares in order to increase its Return of Equity. The Chairman thanked the shareholder for this suggestion.

A shareholder, Mr. Somchai Padpai, enquired about the shareholding of the Chairman in the Company and asked the meeting to pay attention to page 28 of the Annual Report which stated that Mr. Anant Kanjanapas held 3,862,400,002 shares or amounting to around 21% of the total shares. Such information was a June information. However, according to the information disclosed to the SET which was as a book closure date in July, the Chairman's shareholding in the Company was approximately 11%. The Chairman informed the meeting that he could not remember exactly the number of shares held by him and his related persons. However, the figure as stated in the Annual Report should be correct and the shareholding in the SET record should be those shares held in his own name.

The Chairman then asked the meeting to consider approving the Balance Sheet and the Profit and Loss Statements for the fiscal year ended 31 March 2011 and to acknowledge the Auditor's Report.

The meeting, after consideration, resolved by a majority vote that the Balance Sheet and the Profits and Loss Statements for the fiscal year ended 31 March 2011 be approved and that the Auditor's Report be acknowledged as proposed in all respects as per the following voting details:

Approval – 9,738,345,429 votes or 99.7271 percent of the total votes of the shareholders attending the meeting and casting their votes;

Objection – 26,693,500 votes or 0.2728 percent of the total votes of the shareholders attending the meeting and casting their votes; and

Abstention - 21,100 votes.

Agenda 4: To consider and approve that there will be no payment of dividend and no appropriation of annual net profit from the business operation to a legal reserve for the year ended 31 March 2011

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

The Secretary proposed that the meeting consider approving the non-payment of dividends to the shareholders and no appropriation of net profits derived from the operations of the fiscal year ended 31 March 2011 as a legal reserve in order to comply with the laws as the Company still had an accumulated loss.

The Chairman then asked the meeting to consider approving the non-payment of dividend and no appropriation of net profits derived from the operations of the fiscal year ended 31 March 2011 as a legal reserve.

After consideration, the meeting resolved by majority vote that the non-payment of dividend to the shareholders and no appropriation of net profits derived from business operations of the fiscal year ended 31 March 2011 as a legal reserve be approved as proposed in all respects as the following voting details:

Approval – 9,729,499,629 votes or 99.6359 percent of the total votes of the shareholders attending the meeting and casting their votes;

Objection – 35,545,100 votes or 0.3640 percent of the total votes of the shareholders attending the meeting and casting their votes;

and Abstention - 11,300 votes.

Agenda 5: To consider the election of directors in place of those directors whose term is expired 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 four directors who will retire by rotation, namely:

- | | |
|-------------------------------|--|
| 1. Mr. Anant Kanjanapas | Chairman and Chief Executive Officer |
| 2. Mr. Sakorn Kanjanapas | Director |
| 3. Mr. Tawin Boonruangkhaio | Director |
| 4. Mr. Thumrong Chientachakul | Independent Director and Chairman of the Audit Committee |

The Board of Directors' meeting 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.

A shareholder, Miss Prakaijan Kamolthipsukon, asked why during the past year Mr. Sakorn Kanjanapas had never attended the meeting as per information disclosed in Attachment 4 to the invitation notice to this meeting. The Chairman responded that even though Mr. Sakorn Kanjanapas had never attended the meeting he continued giving his advices to the Board.

The Chairman then asked the meeting to consider re-appointing 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.

The meeting, after consideration, passed a resolution by majority vote that all of the four persons be re-appointed as directors be re-appointed to be the directors of the Company for another term as per the following voting details;

(1) Mr. Anant Kanjanapas:

Approval: 9,714,189,229 votes or 99.9333 percent of the total votes of the shareholders attending the meeting and casting their votes;

Objection: 6,478,700 or 0.0666 percent of the total votes of the shareholders attending the meeting and casting their votes; and

Abstention – 44,391,100 votes.

(2) Mr. Sakorn Kanjanapas:

Approval: 9,717,506,729 votes or 99.9692 percent of the total votes of the shareholders attending the meeting and casting their votes;

Objection: 2,992,100 or 0.0307 percent of the total votes of the shareholders attending the meeting and casting their votes; and

Abstention – 44,560,200 votes.

(3) Mr. Tawin Boonruangkhaio:

Approval: 9,697,594,329 votes or 99.7661 percent of the total votes of the shareholders attending the meeting and casting their votes;

Objection: 22,729,600 or 0.2338 percent of the total votes of the shareholders attending the meeting and casting their votes; and

Abstention – 44,735,100 votes.

(4) **Mr. Thumrong Chientachakul:**

Approval: 9,716,521,196 votes or 99.9679 percent of the total votes of the shareholders attending the meeting and casting their votes;

Objection: 3,112,700 or 0.0320 percent of the total votes of the shareholders attending the meeting and casting their votes; and

Abstention – 45,425,133 votes.

Agenda 6: To consider and approve the payment of directors' remuneration for the year ended 31 March 2012

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 2012.

The Secretary asked the shareholders to consider approving payment of the remuneration to the directors for their performance for the fiscal year ended 31 March 2012 in the amount of Baht 5,700,000. 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.

The meeting, after consideration, resolved votes of more than two-thirds of the total votes of the shareholders attending the meeting that payment of remuneration for the directors for their performance during the fiscal year ended 31 March 2012 totaling Baht 5,700,000 be approved, and that the Board of Directors or the persons entrusted by the Board be authorized to have the power to allocate the said amount to each director as they deemed appropriate as proposed in all respects with the following voting details:

Approval – 9,761,605,229 votes or 99.9643 percent of the total votes of the shareholders attending the meeting and casting their votes;

Objection – 3,392,700 votes or 0.0347 percent of the total votes of the shareholders attending the meeting and casting their votes; and

Abstention - 91,100 votes or 0.0009 percent of the total votes of the shareholders attending the meeting and casting their votes.

Agenda 7: To consider and approve the appointment and remuneration of the Company's auditor for the year ending 31 March 2012

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 2012.

The Secretary asked the meeting to consider appointing the auditors for the fiscal year ended 31 March 2012 and fixing the remuneration for said auditors. The Secretary proposed the appointment of Miss Kannika Wipanurat, Certified Public Accountant No. 7305 and/or Miss Wimolsri Jongudomsombat, Certified Public Accountant No. 3899 from Karin Audit Co., Ltd. as auditors of the Company for the fiscal year ended 31 March 2012 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 Co., Ltd. shall have the power to appoint another auditor from Karin Audit Co., Ltd. to perform the duties in place of those auditors. The auditor's remuneration for the fiscal year ended 31 March 2012, 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 5,330,000 in total. The auditor's fee for the Company itself was Baht 1,210,000.

A shareholder proxy, Mr. Chatri Charoennuang, asked and suggested to the meeting as follows: (1) the auditors were requested to explain whether the remuneration for this year was increased from that of the previous year and (2) in the next year the auditors should be selected by bidding so that the fee might be decreased and (3) the auditors were requested to provide vision as to how to protect the benefits of the shareholders. Miss Kannika Wipanut, the Company's auditor explained in corresponding order that in respect of (1) the total auditor remuneration for this year was increased by Baht 200,000 with only those in respect of the Company itself, the remuneration was still the same. The Baht 200,000 increase was attributed to Impact because its work has been increased to embrace that of Novotel Hotel, (2) the auditor's vision in performing auditing must follow the financial auditing standard in accordance with generally accepted accounting principle and the audited financial statements so submitted and audited must also comply with GAAP. In respect of the individual auditor, he/she must also comply with ethics. The Chairman responded that the Company would take the point on bidding for auditor into consideration.

A shareholder, Mr. Pratheep Watcharachokkasem, asked the auditor whether she had made any reservation on the Company's debts in the course of auditing and if so how. Miss Kannika Wipanut explained that when considered the auditor report, it should be seen that the auditor has performed the duties in accordance with GAAP. The report was unconditional which considered the best report. As for any reservation on the Company's debts, in the notes and the financial statements, this portion has been properly recorded and fully disclosed in the notes in accordance with accounting principle. Therefore, the auditor report part contain no reservation in this debt matter.

The Chairman then asked the meeting to consider approving the appointment of the auditors and the fixing of the auditor's remuneration for the fiscal year ended 31 March 2012.

The meeting, after consideration, unanimously resolved that the appointment of the auditors and the fixing of the auditor's remuneration for the fiscal year ended 31 March 2012 as proposed be approved in all respects with the following voting details:

Approval – 9,745,113,929 votes or 99.7962 percent of the total votes of the shareholders attending the meeting and casting their votes;

Objection – 19,896,000 votes or 0.2037 percent of the total votes of the shareholders attending the meeting and casting their votes; and

Abstention - 91,100 votes.

Agenda 8: Other business

A shareholder proxy, Mr. Thong-in Sang- Ngarm, thanked the Company for its well holding of this meeting. He further suggested that next meeting should commence as from 10.00 a.m.

Thereafter there was a shareholder asking about how the Baht 14 billion profits of Bangkok Land (Cayman Islands) Co., Ltd. was derived. How long would it take to accumulate this amount of Baht 14 billion. Mr. Chamras Hongpaisarn, an accounting manager of the Company, informed that in around 1992-1993, the Company raised fund offshore by issuing exchangeable bonds which were debt instruments that could be converted into ordinary shares of the Company. Bangkok Land (Cayman Islands) was used as a vehicle to raise fund offshore and onlend those fund to the Company. After that the price of this Bond continued to drop according to economic condition of Thailand. The Company, having seen this opportunity to make profit from the difference between the face value and actual price, redeemed the bonds and made a profit from those difference. Another portion of profits derived from exchange gain as the fund was raised in CHF and USD and onlent to the Company. If the Company incurred an exchange loss in its consolidated financial statements, then Bangkok Land (Cayman Islands) Co., Ltd. would recognize exchange gain and the Company incurred loss. Attention should be made to note 4.6 to the financial statements. You could see that Bangkok Land (Cayman Islands) Co., Ltd. onlent

CHF 323.96 million. This amount in 2010 converted into Baht would be Baht 9, 912 million and Baht 10,782 million in 2011.

Thereafter a shareholder proxy, Mr. Kavin Suksathienpanich, asked the Company whether the Company had fully redeemed those Bonds. The Chairman informed the meeting that the Bonds had not yet been fully redeemed. There was some outstanding as appeared in the financial statements of the Company.

No other questions were raised. The Chairman thanked the shareholders for attending the Meeting. He then declared the Meeting closed.

The Meeting was adjourned at 13.45 hours



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



(Mr. Sun Hung Kanjanapas)
Director



(Mr. Pravate Earasmuth)
Secretary to the Meeting

Bangkok Land Public Company Limited
Details of Capital Reduction (based on the Company's reviewed financial statements as at 30 June 2011)

Bangkok Land Public Company Limited									
	Number of Shares		Share Capital		Accumulated Loss	Share Premium	Share Discount	Consolidated Balance	
	Authorized	for Warrants	Paid-up	Authorized				Par Value per Share	NAV per Share
		Note (1)		Baht	Baht	Baht	Baht	Baht	Baht (Note (2))
30 June 2011 Balance before Capital Reduction	26,676,477,963	8,882,077,743	17,794,400,220	26,676,477,963.00	17,794,400,220.00	1,550,164,833.18	-2,137,150,616.69	1.00	1.47
1 Reduction of Share Capital to match the actual number of warrants	-4,790,804	-4,790,804		-4,790,804.00					
Balance after share reduction	26,671,687,159	8,877,286,939	17,794,400,220	26,671,687,159.00	17,794,400,220.00	1,550,164,833.18	-2,137,150,616.69	1.00	1.47
2 Share Premium & Share Discount set off						-1,550,164,833.18	1,550,164,833.18		
Balance after set off	26,671,687,159	8,877,286,939	17,794,400,220	26,671,687,159.00	17,794,400,220.00	0.00	-586,985,783.51	1.00	1.47
3 Capital Reduction by lowering par value from 1 Baht to 0.60 satang				-10,668,674,863.60	-7,117,760,088.00		586,985,783.51	-0.40	
30 June 2011 Balance after Capital Reduction - Note (3)	26,671,687,159	8,877,286,939	17,794,400,220	16,003,012,295.40	10,676,640,132.00	0.00	0.00	0.60	1.47

Notes

(1) Units of warrants remaining as at 30 June 2011

BLAND-W2	6,883,702,818
BLAND-W3	1,993,594,121
Total	<u>8,877,296,939</u>

(2) The lowering of par value does not have any effect on the Net Asset Value (NAV) of the Company & its subsidiaries

(3) Balances do not take into account the operating results of the Company from 1 July 2011 to the date of the EGM invitation

Brief CV of the director who will be appointed as a proxy for Shareholders

Mr. Anant Kanjanapas
Chairman and Chief Executive Officer



Age 70 years

Nationality Thai

Address 28 Soi Sukjai, Phra Khanong, Khlong Toei, Bangkok

Number of shares held 2,450,927,312 shares (as of 14 October 2011) 13.77% of total issued shares of the Company

Education Bangkok Christian College
Zuoz College, Switzerland
Doctorate(honorary) of Education, Ramkhamhaeng University

Current Position

Chairman and Chief Executive Officer	- Bangkok Land Public Company Limited
Chairman and Managing Director	- Bangkok Airport Industry Co.,Ltd.
Chairman	- Impact Exhibition Management Co.,Ltd.
Chairman and Executive Director	- Sinpornchai Co.,Ltd.
Chairman	- Bangkok Land Agency Co.,Ltd.
Director	- Kanjanapas Co.,Ltd.
Chairman	- Stelux Holding International Limited (incorporated in Hong Kong)

Number of year of Bangkok Land PCL's directorship

18 years (Since 18 October 1993)

Meeting attendance in 2010-2011 (as of 4 October 2011)

Total number of meeting	:	6
Attendance	:	6

Conflict of Interest None

Brief CV of the director who will be appointed as a proxy for Shareholders

Mr. Thumrong Chientachakul
Independent Director and Chairman of the Audit Committee



Age 53 years
Nationality Thai
Address 501/126 Sathupradit Road, Chongnondsee, Yannawa, Bangkok 10120
E-mail: thumrongc@hotmail.com
Number of shares held None (as of 14 October 2011)

Education

Bachelor Degree in Economics – Thammasat University
Master Degree of Art in Economics (English Language Program) – Thammasat University
Certificate Course Mini MBA Class 2 – Thammasat University

Working Experience

Present Advisor – Small Business Credit Guarantee Corporation
2006-2008 Senior Executive Vice President in Corporate Finance – Far East Securities Co., Ltd.
2007-2008 Director – Thai Capital Corporation PCL
2007 Director – Burapa Steel Industry Co., Ltd.
2005-2006 Managing Director – Far East Capital Advisory Co., Ltd.
2003-2005 Executive Vice President in Corporate Finance – Far East Securities Co., Ltd.
1998-2002 Director – Thai Strategic Capital Co., Ltd.

Current Position

Independent Director and Chairman of the Audit Committee- Bangkok Land Public Company Limited
Advisor - Small Business Credit Guarantee Corporation
President – Absolute Advisory Co.,Ltd.

Training Course from Thai Institute of Director

Director Accreditation Program (DAP) Class 68/2551

Number of year of Bangkok Land PCL's directorship

1 year and 9 months (Since 27 January 2010)

Meeting attendance in 2011-2012 (as of 4 October 2011)

Board meeting

Total number of meetings : 6
Attendance : 6

Audit Committee meeting

Total number of meetings : 4
Attendance : 4

Conflict of Interest None

(Translation)

Articles of Association of Bangkok Land Public Company Limited (only on the part which related to the Procedures for the appointment of the Directors and the Shareholders' Meeting)

Chapter 4: Board of Directors

Article 15. The appointment of director shall be made by a majority vote of the shareholders' meeting in accordance with the following conditions and procedures:

- (1) One shareholder shall have one vote for each share;
- (2) The shareholder shall vote for the election of the director person by person;
- (3) Persons receiving the most votes are those who are elected to be directors, in descending order, to the number of directors who are to be elected. If there is a tie in the last to be elected and this exceeds the said number of directors, the presiding chairman shall have an additional casting vote.

Article 16. At each Ordinary Shareholders' Meeting, one-third of the directors shall retire from office. If the number is not a multiple of three, then the number nearest to one-third shall retire from office.

Article 20. A director may be prior to due time for rotation, removed by a resolution of the Shareholders' Meeting passed by a majority of not less than three-fourths of the number of shareholders attending the meeting and having the right to vote and holding the shares in aggregate of not less than half of the total shares of the shareholders who attend the meeting and have the right to vote.

Chapter 5: Shareholders' Meeting

Article 29. The Board of Directors shall convene an annual general meeting of shareholders within four months from the last day of the accounting period of the Company.

Meetings other than those specified above shall be called the extraordinary meeting. The Board of Directors may summon an extraordinary meeting whenever it deems appropriate or shareholders holding shares in aggregate not less than one-fifth of the total number of shares sold, or shareholders to a number of not less than twenty-five persons holding shares in aggregate not less than one-tenth of the total number of shares sold, may at any time subscribe their names in a letter requesting the Board of Directors to call an extraordinary meeting, provided that they must clearly give the reasons for such request in the said letter. In this case, the Board of Directors shall call the shareholders meeting within 1 month from the date of receipt of such letter from the shareholders.

Article 30. In summoning the shareholders' meeting, the Board of Directors shall prepare a notice of the meeting specifying the place, date, time, agenda and the matters to be submitted to the meeting together with appropriate details stating clearly whether they will be for acknowledgement, for approval or for consideration, including the opinions of the Board of Directors on the said matters and shall send the same to the shareholders for information not less than 7 days prior to the meeting. Publication of notice of the meeting shall also be made in a newspaper for 3 consecutive days at least 3 days prior to the meeting.

The shareholders' meeting may be held at the locality in which the Company's head office or the Company's branch office is situated or any other province around the Kingdom or any other place where the Board deems appropriate.

Article 31. The Company may suspend its acceptance to register the transfer of shares 21 days prior to each Meeting of Shareholders by making an advance announcement at its head office and all branches to inform the shareholders of such at least 14 days before the date of its suspension of registration of share transfers.

Article 32. In the shareholders' meeting, there shall be shareholders and proxies (if any) at a number of not less than twenty-five persons holding in aggregate not less than one-third of the total number of shares sold or shareholders and proxies at a number of not less than one-half of the total number of shareholders holding in aggregate not less than one-third of the total number of shares sold to constitute a quorum.

If after one hour from the time fixed for the shareholders' meeting, the number of shareholders present is insufficient to form a quorum as specified, if such shareholders' meeting was convened at the request of shareholders, it shall be cancelled. If such shareholders' meeting was not convened at the request of shareholders, the meeting shall be called again and in a latter case notice calling for meeting shall be sent to shareholders and the register not less than 7 days before the date of the meeting. In the latter meeting, a quorum is not compulsory.

Article 33. In casting votes one share shall be entitled to one vote and the resolution of the shareholders' meeting shall comprise of the following votes:

- (1) In normal case, the majority of votes of shareholders who attend the meeting and cast votes. In case of equality of votes, the Chairman of the Board shall have an additional casting vote;
- (2) In the following cases, a resolution shall be passed by votes of not less than three-fourths of the total number of votes of shareholders who attend the meeting and are entitled to vote:
 - (a) The sale or transfer of the whole or substantial part of the businesses of the Company to other persons;
 - (b) The purchase or acceptance of transfer of businesses of other companies or private companies to the Company;
 - (c) The making, amendment or termination of contracts relating to the leasing out of the whole or substantial part of the businesses of the Company, the assignment to any other persons to manage the businesses of the Company, or the consolidation of the business with other persons with an objective towards profit and loss sharing;
 - (d) The amendment of Memorandum or Articles of Association;
 - (e) The increase or decrease in the Company's capital;
 - (f) The amalgamation or dissolution of the Company; and
 - (g) The issuance of debentures.

Article 34. Transactions to be conducted at the annual general meeting are as follows:

- (1) Acknowledging the report of the Board of Directors covering the work done during the preceding year;
- (2) Considering and approving the balance sheets;
- (3) Considering the appropriation of profits and the payment of dividends;
- (4) Election of new directors in place of those who must retire on the expiration of their terms;
- (5) Appointment of the auditor and fixing his remuneration; and
- (6) Other businesses.

Public Company Limited Act B.E.2535 relating to the shareholders' meeting

Section 98 The board of directors shall call a meeting of shareholders which is an annual ordinary meeting of shareholders within four months of the last day of the accounting year of the Company.

The meeting of shareholders other than the one referred to in paragraph one shall be called extraordinary meetings.

Section 101 In calling a meeting of shareholders, the board of directors shall prepare a written notice calling the meeting that indicates the place, date, time, agenda of the meeting and the matters to be proposed to the meeting together with sufficient detail by indicating clearly whether it is the matter proposed for information, for approval or for consideration, as the case may be, including the opinions of the board of directors in the said matters, and shall be delivered to the shareholders and the registrar for their information not less than seven days prior to the date of the meeting. The notice calling for the meeting shall also be published in a newspaper not less than three days prior to the date of the meeting.

The place of the meeting under paragraph one shall be in the locality in which the head office of the company is located or in a nearby province, unless otherwise stipulated by the articles of association.

Section 102 Shareholders are entitled to attend and vote at the meeting of shareholders but they may also authorize other person as proxies to attend and vote at any meeting on their behalf. In this regard, section 33 paragraph two, paragraph four and paragraph five and section 34 shall apply mutatis. In the case of appointing the proxy, the instrument appointing the proxy shall be submitted to the chairman of the board or to the person designated by the chairman of the board.

The voting as stipulated in paragraph one which deems each share has one vote shall not apply to the case where the company issues preference shares and provides the right to vote less than that of ordinary shares.

Section 103 Unless otherwise prescribed by this Act, in a meeting of shareholders, there shall be shareholders and proxies (if any) attending at the meeting amounting to not less than twenty-five persons or not less than one half of the total number of shareholders and in either case such shareholders shall hold shares amounting to not less than one-third of the total number of shares sold to constitute a quorum.

At any meeting of shareholders, in the case where one hour has passed since the time for which the meeting is scheduled and the number of shareholders attending the meeting is still inadequate for a quorum as prescribed under paragraph one, if such meeting of shareholders was called as a result of a request by the shareholders under section 100, such meeting shall be cancelled. If such meeting of shareholders was not called as a result of a request by the shareholders under section 100, the meeting shall be called once again and the notice calling such meeting shall be delivered to shareholders not less than seven days prior to the date of the meeting. In the subsequent meeting, a quorum is not required.

Section 105 The Chairman of the shareholder meeting has the duty to conduct the meeting in compliance with the articles of association of the company relating to meetings and to follow the sequence of the agenda specified in the notice calling for the meeting, provided that the meeting may pass a resolution allowing a change in the Sequence of the agenda with a vote of not less than two-third of the number of the shareholders present as the meeting.

If the consideration of the matters referred to in the first paragraph is finished, the shareholders holding shares amounting to not less than one-third of the total number of shares sold may request the meeting to consider matters other than those indicated in the notice calling for the meeting.

If the meeting has not concluded the consideration of the matters according to the sequence of the agenda as referred to in the first paragraph or the matters raised by shareholders under the second paragraph, as the case may be, and it is necessary to postpone the consideration of the meeting, the meeting shall determine the place, date and time for the next meeting and the board of directors shall, not less than seven days prior to the date of the meeting, deliver to the shareholders notice calling the meeting which indicates the place, date, time and the agendas of the meeting. The notice calling the meeting shall also be published in a newspaper not less than three days prior to the date of meeting.

Section 108 If a shareholder meeting was called or a resolution was passed with a failure to comply with or in contravention of the articles of association of the company or the provision of this Act, not less than five shareholders or shareholders representing not less than one-fifth of the total number of shares sold may make a motion to the court for an order to cancel a resolution passed at such meeting, provided that the motion shall be made within one month of the date the resolution was passed.

If the court orders cancellation of the resolution of the shareholder meeting under the first paragraph, the company shall notify the shareholders within one month of the date of the final adjustment.

Explanation for Proxy, Registration and the Documents required for verifying the eligibility to attend and vote at the Extraordinary General Meeting of Shareholders No.1/2011

Appointment of Proxy

The Company has dispatched Proxy Form B (Enclosure No.6), 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 curriculum vitae of directors proposed by the Company to be appointed as proxies by shareholders are attached in Enclosure No.3. Shareholders are cannot split their votes among different proxies in the Meeting.

In this regard, the Company has also posted Proxy 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. 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.1/2011 will start at 10.00 a.m. onwards, at Jupiter Room No.11-13 Impact Challenger Muang Thong Thani, Chaengwattana Road, Pakkred, Nonthaburi. The Company has attached the Map of meeting venue for the Extraordinary General Meeting of Shareholders together with this invitation letter (Enclosure No.7).

Document verifying eligibility to attend the Shareholders' Meeting

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, driver 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).

แบบหนังสือมอบฉันทะ แบบ ข.
(Proxy Form B.)

เลขทะเบียนผู้ถือหุ้น.....
Shareholders register no.

เขียนที่
Written at
วันที่ เดือน พ.ศ.
Date Month Year

(1) ข้าพเจ้า อายุ ปี บัตรประจำตัวประชาชนเลขที่.....
I/We Age year I.D.Card No.
อยู่บ้านเลขที่ ถนน ตำบล/แขวง.....
Residing at Road Sub-District
อำเภอ/เขต จังหวัด รหัสไปรษณีย์.....
District Province Postal Code

(2) เป็นผู้ถือหุ้นของบริษัท บางกอกแลนด์ จำกัด (มหาชน)
being a shareholder of Bangkok Land Public Company Limited
โดยถือหุ้นจำนวนทั้งสิ้นรวม หุ้น และออกเสียงลงคะแนนได้เท่ากับ เสียง ดังนี้
holding the total amount of shares and having the right to vote equal to
votes as follows
หุ้นสามัญ หุ้น และออกเสียงลงคะแนนได้เท่ากับ เสียง
ordinary share shares and having the right to vote equal to votes
หุ้นบุริมสิทธิ หุ้น และออกเสียงลงคะแนนได้เท่ากับ เสียง
preference share shares and having the right to vote equal to votes

(3) ขอมอบฉันทะให้
Hereby appoint

(1)..... อายุ.....ปี บัตรประจำตัวประชาชนเลขที่.....
age years I.D.Card No.
อยู่บ้านเลขที่ ถนน ตำบล/แขวง.....
Residing at Road Sub-District
อำเภอ/เขต จังหวัด รหัสไปรษณีย์ หรือ
District Province Postal Code or

(2)..... อายุ.....ปี บัตรประจำตัวประชาชนเลขที่.....
age years I.D.Card No.
อยู่บ้านเลขที่ ถนน ตำบล/แขวง.....
Residing at Road Sub-District
อำเภอ/เขต จังหวัด รหัสไปรษณีย์ หรือ
District Province Postal Code or

(3) ☐ นายอนันต์ กาญจนพาสน์ อายุ 70 ปี บัตรประจำตัวประชาชนเลขที่ 3-1013-00343-52-8 อยู่บ้านเลขที่ 28 ซอยสุขใจ
แขวงพระโขนง เขตคลองเตย กรุงเทพมหานคร ซึ่งเป็นประธานกรรมการของบริษัท หรือ
Mr. Anant Kanjanapas Age 70 years I.D. Card No. 3-1013-00343-52-8 Residing at 28 Soi Sukjai, Phra Khanong,
Klongteoy, Bangkok who is the Chairman of the Company or
☐ นายธรรรงค์ เขียรเทศากุล อายุ 53 ปี บัตรประจำตัวประชาชนเลขที่ 3-1012-02095-29-5 อยู่บ้านเลขที่ 501/126 ถนนสาธุ
ประดิษฐ์ แขวงช่องนนทรี เขตยานนาวา กรุงเทพมหานคร ซึ่งเป็นประธานกรรมการตรวจสอบของบริษัท
Mr. Thumrong Chientachakul Age 53 years I.D. Card No. 3-1012-02095-29-5 Residing at 501/126 Sathupradit Road,
Chongnondsee, Yannawa, Bangkok who is the Chairman of the Audit Committee of the Company

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ครั้งที่ 1/2554 ในวันที่ 9 พฤศจิกายน 2554 เวลา 11.00 น. ณ ห้องจูปีเตอร์ 11-13 อาคารอิมแพ็ค ชาเลนเจอร์ เมืองทองธานี ถนนแจ้งวัฒนะ ตำบลบ้านใหม่ อำเภอปากเกร็ด จังหวัดนนทบุรี หรือที่ซึ่งพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

anyone of the above as my/our proxy to attend and vote at the Extraordinary General Meeting of Shareholders No.1/2011 to be held on 9 November 2011 time 11.00 a.m. at the Jupiter Room No.11-13, Impact Challenger Muang Thong Thani, Chaengwattana Road, Tambon Bannmai, Amphur Pakkred, Nonthaburi Province or any adjournment at any date, time and place thereof.

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

In this Meeting, I/we grant my/our proxy to vote on my/our behalf as follows:

☐ วาระที่ 1 เรื่อง พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ครั้งที่ 39 ซึ่งประชุมเมื่อวันที่ 29 กรกฎาคม 2554
Agenda Item 1 Subject To adopt the minutes of the Annual General Meeting Shareholders No. 39 held on 29 July 2011

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐งดออกเสียง
Approve Disapprove Abstain

☐ วาระที่ 2 เรื่อง พิจารณานุมัติการลดทุนจดทะเบียนของบริษัท โดยการตัดหุ้นสามัญที่ยังไม่ได้จำหน่าย (ยกเว้นหุ้นที่สำรองไว้สำหรับการใช้สิทธิของผู้ถือใบสำคัญแสดงสิทธิของบริษัท (BLAND-W2 และ BLAND-W3))

Agenda Item 2 Subject To consider and approve the reduction of the Company's registered capital by cancelling the authorized but unissued ordinary shares (save for the authorized but unissued ordinary shares which have been reserved for the exercise of share subscription rights by the holders of the Warrants of the Company (BLAND-W2 and BLAND-W3))

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐งดออกเสียง
Approve Disapprove Abstain

☐ วาระที่ 3 เรื่อง พิจารณานุมัติแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิของบริษัท ข้อ 4 ให้สอดคล้องกับการลดทุนจดทะเบียน

Agenda Item 3 Subject To consider and approve the amendment to Clause 4 of the Company's Memorandum of Association to be in line with the reduction of the Company's registered capital

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐งดออกเสียง
Approve Disapprove Abstain

☐ วาระที่ 4 เรื่อง พิจารณานุมัติการโอนส่วนเกินมูลค่าหุ้นมาชดเชยส่วนตําลงทุนและผลขาดทุนสะสม

Agenda Item 4 Subject To consider and approve the transfer of premium on share capital to compensate the discount on share capital and the accumulated loss

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐งดออกเสียง
Approve Disapprove Abstain

- ☐ วาระที่ 5 เรื่อง พิจารณานำมติการลดทุนจดทะเบียนและทุนชำระแล้วของบริษัท โดยการลดมูลค่าที่ตราไว้ของหุ้นของบริษัทเพื่อชดเชยผลขาดทุนสะสมและส่วนต่ำมูลค่าหุ้นที่ยังคงเหลืออยู่

Agenda Item 5 Subject To consider and approve the reduction of the registered and paid-up capital of the Company by means of reduction of par value in order to compensate the Company's accumulated loss and the remaining balance of discount on share capital

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- ☐ วาระที่ 6 เรื่อง พิจารณานำมติแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิของบริษัท ข้อ 4 ให้สอดคล้องกับการลดทุนจดทะเบียนและทุนชำระแล้วของบริษัท

Agenda Item 6 Subject To consider and approve the amendments to Clause 4 of the Company's Memorandum of Association to be in line with the reduction of the Company's registered capital and paid-up capital

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- ☐ วาระที่ 7 เรื่อง พิจารณาเรื่องอื่นๆ (ถ้ามี)

Agenda Item 7 Subject To consider other matters (if any).

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- (5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่า การลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Voting of proxy holder in any agenda that is not as specified in this proxy shall be considered as invalid and not my voting as a shareholder.

- (6) ในกรณีที่ข้าพเจ้าไม่ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณา หรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I/we have not specified my/our voting intention in any agenda or not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may consider appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบ ฉันทะ ให้ถือเสมือนว่า ข้าพเจ้าได้กระทำเองทุกประการ

Any act performed by the proxy at said meeting except in case that the proxy does not vote as I specifies in the proxy form shall be deemed as having been performed by myself/ourselves in all respects.

ลงชื่อ/Signedผู้มอบฉันทะ/Grantor
(.....)

ลงชื่อ/Signedผู้มอบฉันทะ/Grantor
(.....)

ลงชื่อ/Signedผู้รับมอบฉันทะ/Proxy
(.....)

- หมายเหตุ :
1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
 2. วาระเลือกตั้งกรรมการ สามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล
 3. ในกรณีที่วาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบ หนังสือมอบฉันทะแบบ ข. ตามแนบ

- Remarks :
1. The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and cannot split the number of shares to several proxies for splitting votes.
 2. For Agenda appointing directors, the whole nominated candidates or an individual nominee can be appointed.
 3. In case there is any further agenda apart from those specified above brought into consideration in the Meeting, the proxy holder can use the Supplementary Proxy Form B. as attached.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.

Supplementary Proxy Form B.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท บางกอกแลนด์ จำกัด (มหาชน) ในการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 1/2554 ในวันที่ 9 พฤศจิกายน 2554 เวลา 11.00 น. ณ ห้องจูปีเตอร์ 11-13 อาคารอิมแพ็ค ชาเลนเจอร์ เมืองทองธานี ถนนแจ้งวัฒนะ ตำบลบ้านใหม่ อำเภอปากเกร็ด จังหวัดนนทบุรี หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่น

The appointment of proxy by the shareholder of Bangkok Land Public Company Limited at the Extraordinary General Meeting of Shareholders No. 1/2011 to be held on 9 November 2011 time 11.00 a.m. at the Jupiter Room No.11-13, Impact Challenger Muang Thong Thani, Chaengwattana Road, Tambon Bannmai, Amphur Pakkred, Nonthaburi Province or any adjournment at any date, time and place thereof.

☐ วาระที่ เรื่อง

Agenda Item Subject

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

☐ วาระที่ เรื่อง

Agenda Item Subject

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

☐ วาระที่ เรื่อง

Agenda Item Subject

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

☐ วาระที่ เรื่อง

Agenda Item Subject

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย

Approve

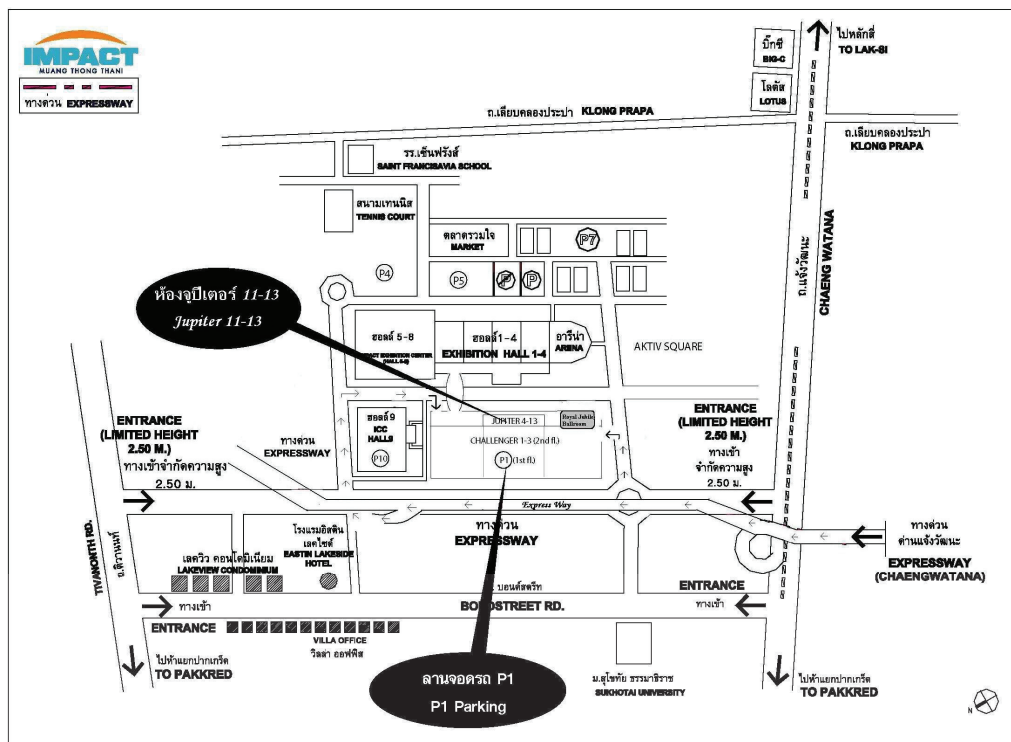
☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

Map of Meeting Venue for the Extraordinary General Meeting of Shareholders No.1/2011



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 47/569-576 Moo 3, 10th Floor New Geneva Industry Condominium
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