



**บริษัท บางกอกแลนด์ จำกัด (มหาชน)**  
**BANGKOK LAND PUBLIC COMPANY LIMITED**

15 June 2011

**Subject:** Report on the Board of Directors' Resolutions concerning the convening of the Annual General Shareholders' Meeting No.39

**To:** President of the Stock Exchange of Thailand

The Board of Directors' Meeting of Bangkok Land Public Company Limited (the "Company") No.3/2554(2011) held on 15 June 2011 has passed the following important resolutions:

1. Approved that in accordance with the law there will be no payment of dividends and no appropriation of annual net profit to legal reserve for the year ended 31 March 2011.

The above matter shall be proposed to the Annual General Shareholders' Meeting No.39 for further approval.

2. Approved the re-appointment of the following directors whose terms expired by rotation to be the directors of the Company for another term:

- 1) Mr. Anant Kanjanapas
- 2) Mr. Sakorn Kanjanapas
- 3) Mr. Tawin Boonruangkhaio
- 4) Mr. Thumrong Chientachakul

The above matter shall be proposed to the Annual General Shareholders' Meeting No.39 for further approval.

3. Approved the remuneration of the Company's directors for the year ending 31 March 2012 to be not exceeding Baht 5,700,000 (Baht five million seven hundred thousand only) and approved that the Board of Directors and/or the person entrusted by the Board of Directors shall have the power to allocate said funds to each director as it deems appropriate.

The above matter shall be proposed to the Annual General Shareholders' Meeting No.39 for further approval.

4. Approved the appointment of Miss Wimolsri Jongudomsombut Certified Public Account No.3899 and/or Miss Kannika Wipanutrat Certified Public Account No.7305 of Karin Audit Co.,Ltd. as the auditor of the Company for the year ending 31 March 2012, whereby the auditor shall have the authority to conduct the audit and express an opinion on the Financial Statements of the Company (including the consolidated financial statements). In the case that the said auditor cannot carry out his duty, Karin Audit Co.,Ltd. is authorized to appoint another auditor of Karin Audit Co.,Ltd. to perform the work. Total audit fee for the Company and its subsidiaries for the year ending 31 March 2012 is Baht 5,330,000. This audit fee includes the fee for the audit of consolidated financial statements and the review of quarterly financial statements of the Company and its subsidiaries. The audit fee of the Company's financial statements, in particular, is Baht 1,210,000.

The above matter shall be proposed to the Annual General Shareholders' Meeting No.39 for further approval.

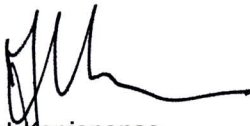
5. Approved the convening of the Annual General Shareholders' Meeting No.39 on 29 July 2011 at 11.00 a.m. at Sapphire Room 7-10, 1<sup>st</sup> Floor Hall 9 of IMPACT Convention Center, Muang

Thong Thani Chaengwattana, Tambon Bannmai, Amphur Pakkred, Nonthaburi Province, to consider the following agendas:

1. To approve and adopt the minutes of the Extraordinary General Meeting of Shareholders No.1/2553(2010).
  2. To acknowledge the results of operations of the Company for the year ended 31 March 2011.
  3. To consider and approve the balance sheet and profit and loss statements of the Company for the fiscal year ended 31 March 2011 and acknowledge the report of the auditor.
  4. To consider and approve the no payment of dividend and appropriation of annual net profit from the business operation to legal reserve for the year ended 31 March 2011.
  5. To consider the election of directors in place of those directors whose term will expire by rotation.
  6. To consider and approve the payment of directors' remuneration for the year ending 31 March 2012.
  7. To consider and approve the appointment and fixing of remuneration of the Company's auditor for the year ending 31 March 2012.
  8. To consider other matters (if any).
6. Approved 29 June 2011 (Record Date) as the date to register shareholders who has the right to attend the Annual General Shareholders' Meeting No.39 and 30 June 2011 as the date to close the share registration book to collect the names of these shareholders in accordance with section 225 of the Securities and Exchange Act B.E.2535.

Please be informed accordingly,

Respectfully yours,  
For and on behalf of  
Bangkok Land Public Company Limited



Anant Kanjanapas  
Chairman of the Board