



บริษัท บางกอกแลนด์ จำกัด (มหาชน)
BANGKOK LAND PUBLIC COMPANY LIMITED

20 June 2012

Subject: Report on the Board of Directors' Resolutions concerning the convening of the Annual General Meeting of Shareholders No.40

To: The President of the Stock Exchange of Thailand

The Board of Directors' Meeting of Bangkok Land Public Company Limited (the "**Company**") No.3/2555(2012) held on 20 June 2012 has passed the following important resolutions:

1. To propose to the Shareholders' Meeting for consideration and approval the cancellation of the resolutions of agenda 5 and agenda 6 of the Extraordinary General Meeting of Shareholders No.1/2554(2011), held on 9 November 2011 ("EGM"). [Resolutions of agenda 5 and agenda 6 of the EGM approved: (i) the reduction of the registered and paid-up capital of the Company in order to compensate the Company's accumulated loss and the outstanding discount on share capital; and (ii) the amendment of Clause 4 of the Company's Memorandum of Association to be in line with the capital reduction.]
2. To propose to the Shareholders' Meeting for consideration and approval the re-appointment of the following directors whose terms expired by rotation to be the directors of the Company for another term:


1)	Mr. Burin	Wongsanguan
2)	Mr. Wattanasak	Sanitwongse
3)	Mr. Shui Pang	Kanjanapas
4)	Mr. Siriwat	Likitnuruk
3. To propose to the Shareholders' Meeting for consideration and approval the appropriation of the profit for the year ended 31 March 2012 as follows:
 - To legal reserve in the sum of Baht 50,781,177
 - To pay dividends to shareholders at the rate of Baht 0.02 per share. The Record Date on which the shareholders have the right to receive dividends shall be 5 July 2012, and the share register shall be closed on 6 July 2012 to collect the names of these shareholders in accordance with section 225 of the Securities and Exchange Act B.E. 2535. Payment of dividend shall be made on 14 August 2012.
4. To propose to the Shareholders' Meeting for consideration and approval the remuneration of the Company's directors for the year ending 31 March 2013 to be not exceeding Baht 6,270,000 (Baht Six Million Two Hundred Seventy Thousand) and authorize the Board of Directors and/or the person entrusted by the Board of Directors the power to allocate the said funds to each director as it deems appropriate.
5. To propose to the Shareholders' Meeting for consideration and approval the appointment of Miss Wimolsri Jongudomsombut Certified Public Account No. 3899 and/or Miss Kannika Wipanurat Certified Public Account No. 7305 of Karin Audit Co., Ltd. as the auditor of the Company for the year ending 31 March 2013, 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 her 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 2013 is Baht

5,330,000 (Baht Five Million Three Hundred Thirty Thousand). This audit fee includes the fee for the audit of consolidated financial statements and the review of the 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 (Baht One Million Two Hundred Ten Thousand).

6. Approved the convening of the Annual General Meeting of Shareholders No.40 to be on 30 July 2012 at 11.00 a.m. at Sapphire Room 204-205, 2nd Floor IMPACT Forum, Muang Thong Thani, Chaengwattana Road, Pakkred, Nonthaburi Province, to consider the following agendas:
 - (1) To adopt the minutes of the Extraordinary General Meeting of Shareholders No. 1/2554(2011).
 - (2) To consider and approve that the cancellation of the resolutions of agenda 5 and 6 of the Extraordinary General Meeting of Shareholders No.1/2554(2011), held on 9 November 2011.
 - (3) To acknowledge the results of operations of the Company for the year ended 31 March 2012.
 - (4) To consider and approve the balance sheet and profit and loss statements of the Company for the fiscal year ended 31 March 2012 and acknowledge the report of the auditor.
 - (5) To consider and approve the payment of dividend for the year ended 31 March 2012 and the appropriation of annual net profit from the business operation to legal reserve.
 - (6) To consider the election of directors in place of those directors whose term will expire by rotation.
 - (7) To consider and approve the payment of directors' remuneration for the year ending 31 March 2013.
 - (8) To consider and approve the appointment and fixing of remuneration of the Company's auditors for the year ending 31 March 2013.
 - (9) To consider other matters (if any).
8. Approved 5 July 2012 (Record Date) as the date to register shareholders who have the right to attend the Annual General Meeting of Shareholders No.40, and 6 July 2012 as the date to close the share register 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