

11 June 2013

Subject: Report on the resolutions of the Extraordinary General Meeting of Shareholders No.1/2013

To: President of the Stock Exchange of Thailand

Enclosures: 1. Summary of Indicative Terms of Warrants to Purchase Ordinary Shares of the Company No.4

The Extraordinary General Meeting of Shareholders No.1/2013 of Bangkok Land Public Company Limited (the "Company") held on 11 June 2013 at 11.00 a.m. has passed the following resolutions:

1. Adopted the minutes of the Annual General Meeting of Shareholders No. 40 held on 30 July 2012

Approved by 7,220,927,075 votes

Disapproved by 363,335 votes

Abstained by 2,194,000 votes

2. Approved the issuance and offering of the Warrants to purchase the Company's ordinary shares No.4 ("**Warrants No.4**" or "**BLAND-W4**") in the amount not exceeding 6,950,000,000 units free of charge to the existing shareholders of the Company, pro rata to their shareholding at the ratio of 2.97 existing shares to 1 unit of the Warrants No.4 (fractions shall be disregarded). The indicative terms of the Warrants No.4 are presented in the attachment to this letter.

The Board of Directors and/or the Chairman of the Board of Directors and/or the person(s) entrusted by the Board of Directors or the Chairman of the Board of Directors shall have the power to determine the details and other conditions of the Warrants No.4, including taking any action and things necessary and/or in connection with the issuance and offering of the said Warrants No.4 in all respects, including but not limited to, contacting, preparing or delivering any documents necessary or in connection with the issuance and offering of the Warrants No.4, and to appoint any substitute to perform the same, for instance.

Approved by 7,234,952,620 votes

Disapproved by 11,271,111 votes

Abstained by 569,800 votes



บริษัท บางกอกแลนด์ จำกัด (มหาชน)

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3. Approved the reduction of the registered capital of the Company from Baht 26,671,687,159 to Baht 22,634,073,225 by cancelling 4,037,613,934 authorized but unissued ordinary shares at a par value of Baht 1 each (save for the authorized but unissued ordinary shares amounting to 1,991,725,989 shares which have been reserved for exercise of the holders of the Warrants No.3 (BLAND W-3) in order that the Company is able to increase its capital to another amount.

Approved by 7,247,322,110 votes
Disapproved by 83,500 votes
Abstained by 50,100 votes

4. Approved the amendment to Clause 4 of the Memorandum of Association of the Company with respect to the registered capital of the Company to be in line with the reduction of the registered capital as follows:

"Clause 4. Registered capital of	Baht 22,634,073,225 (Twenty Two Thousand Six Hundred Thirty Four Million Seventy Three Thousand Two hundred and Twenty Five Baht)
Divided into	22,634,073,225 shares (Twenty Two Thousand Six Hundred Thirty Four Million Seventy Three Thousand Two hundred and Twenty Five shares)
With a par value of	Baht 1 (one Baht) each
Categorized into Ordinary shares	22,634,073,225 shares (Twenty Two Thousand Six Hundred Thirty Four Million Seventy Three Thousand Two hundred and Twenty Five shares)
Preference shares	- shares (- shares)"

Approved by 7,248,296,327 votes
Disapproved by 0 votes
Abstained by 100 votes

5. Approved increase of the registered capital of the Company from Baht 22,634,073,225 to Baht 29,584,073,225 by issuance of 6,950,000,000 new ordinary shares at a par value of Baht 1 each.

Approved by 7,236,387,216 votes
Disapproved by 11,909,111 votes
Abstained by 100 votes

6. Approved the amendment to Clause 4 of the Memorandum of Association of the Company with respect to the registered capital of the Company to be in line with the increase of the registered capital as follows:

"Clause 4. Registered capital of	Baht 29,584,073,225 (Twenty Nine Thousand Five Hundred Eighty Four Million Seventy Three Thousand Two Hundred Twenty Five Baht)
Divided into	29,584,073,225 shares (Twenty Nine Thousand Five Hundred Eighty Four Million Seventy Three Thousand Two Hundred Twenty Five shares)
With a par value of	Baht 1 (one Baht) each
Categorized into Ordinary shares	29,584,073,225 shares (Twenty Nine Thousand Five Hundred Eighty Four Million Seventy Three Thousand Two Hundred Twenty Five shares)
Preference shares	- shares (- shares)"
Approved by	7,238,322,427 votes
Disapproved by	10,863,500 votes
Abstained by	530,100 votes

7. Approved the allotment of 6,950,000,000 new ordinary shares with a par value of Baht 1 each pursuant to the capital increase as a reserve for the exercise of the holders of the Warrants No.4 to be issued as mentioned above.

Approved by	7,242,832,927 votes
Disapproved by	10,927,000 votes
Abstained by	100 votes

Please be informed accordingly.

Yours sincerely,

Bangkok Land Public Company Limited


Mr. Anant Kanjanapas
Chairman of the Board

Summary of Indicative Terms of Warrants to Purchase Ordinary Shares of the Company No.4

Name of the Warrants	:	Warrants representing rights to purchase ordinary shares of Bangkok Land Public Company Limited No.4 (" BLAND-W4 " or the " Warrants No.4 ")
Type of Warrant	:	In named certificate form and transferable
Issuer of the Warrants	:	Bangkok Land Public Company Limited (" the Company ")
No. of Warrants Issued	:	Not exceeding 6,950,000,000 units (Six billion nine hundred fifty million units)
No. of Ordinary Shares Reserved for the Exercise of the Warrants No.4	:	Not exceeding 6,950,000,000 shares (at a par value of Baht 1.00 each) which is equivalent to 33.67 % of the total paid-up shares of the Company of 20,642,347,236 shares (at a par value of Baht 1.00 each) as of May 13, 2013
Allocation Method	:	<p>Allocating and offering to the existing shareholders of the Company pro-rata to their shareholding. The shareholders who are entitled to receive the Warrants No.4 shall be the shareholders whose names appear in the shareholders register book on the Record Date (i.e. 20 May 2013) whereby the Company shall close its share register book to collect the names of the shareholders pursuant to Section 225 of the Securities and Exchange Act B.E. 2535 on 21 May 2013. The offering ratio will be calculated from the number of total issued shares of the Company on 20 May 2013 (Record Date) divided by the number of the Warrants to be actually issued (any fraction from calculation is disregarded).</p> <p>The Company will allocate and offer to existing shareholders of the Company at the offering ratio of 2.97 existing ordinary shares to 1 unit of the Warrant.</p> <p>Holders of the Warrants No.4 who wish to exercise the right to purchase the Company's shares do not need to be shareholders of the Company.</p>
Offering Price	:	Baht -0- (Nil)
Tenor of the Warrants	:	5 years from the Issuance Date. After the issuance of the Warrants No.4, the Company will not extend the tenor of the Warrants No.4.

Exercise Ratio	:	1 unit of Warrants for 1 ordinary share, unless the exercise ratio is adjusted under the conditions of rights adjustment as specified in the Terms and Conditions
Exercise Price	:	<p>Baht 2.0 save for the adjustment of the Exercise Price:</p> <p>In case of adjustment of the exercise price, the new exercise price of the Warrants No.4 after such adjustment shall, in any event, not be less than the share par value of the Company.</p>
Exercise Period	:	<p>Holders of the Warrants No.4 shall be able to exercise their rights under the Warrants No.4 on the last business day of March, June, September and December of each calendar year throughout the tenor of the Warrants No.4, and the date on which the Warrants No.4 reaches its 5-year term from the Issuance Date. The first Exercise Date is 30 September 2013, and the last Exercise Date is the date on which the Warrants No.4 reaches its 5-year term from the Issuance Date.</p>
Secondary Market for the Warrants No.4	:	The Company will list the Warrants No.4 on the Stock Exchange of Thailand (SET).
Secondary Market for Ordinary Shares from the Exercise of the Warrants No.4	:	Ordinary shares from the exercise of the Warrants No.4 will be listed on the Stock Exchange of Thailand (SET).
Warrant Registrar	:	Thailand Securities Depository Company Limited