

30 May 2016

Subject: Report on the Board of Directors' Resolutions concerning the convening of the Annual General Meeting of Shareholders No.44

To: The President of the Stock Exchange of Thailand

The Board of Directors' Meeting of Bangkok Land Public Company Limited (the "Company") No.3/2559(2016) held on 30 May 2016 has passed the following important resolutions:

1. 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. Shui Pang | Kanjanapas  |
| 2) | Mr. Supavat   | Saicheua    |
| 3) | Mr. Panya     | Boonyapiwat |

2. To propose to the Shareholders' Meeting for consideration and approval the appropriation of the profit for the year ended 31 March 2016 as follows:

- To legal reserve in the sum of Baht 77,828,281.00
- To pay dividends to shareholders at the rate of Baht 0.07 per share\*. The Record Date on which the shareholders have the right to receive dividends shall be 7 July 2016, and the share register shall be closed on 8 July 2016 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 15 August 2016.

\* Remarks:

(a) Current paid-up capital	= Baht 20,662,464,711.00
(b) Total dividends payment	= Baht 1,365,521,731.77
(c) Number of shares repurchased as of 30 May 2016	= 1,155,011,400 shares
(d) Number of shares which have the right to vote (Total issued shares less shares repurchased) as of 30 May 2016	= 19,507,453,311 shares
(e) The individual shareholders are entitled to claim the tax credits at the rate of 20/80 times of the dividend received.	

The right to receive such dividends is subject to the approval of the Annual General Meeting of Shareholders of the Company.



บริษัท บางกอกแลนด์ จำกัด (มหาชน)

**BANGKOK LAND PUBLIC COMPANY LIMITED**

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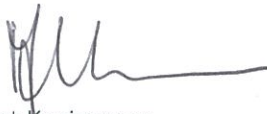
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3. To propose to the Shareholders' Meeting for consideration and approval the remuneration of the Company's directors for the year ending 31 March 2017 to be not exceeding Baht 7,623,000 (Baht Seven Million Six Hundred Twenty Three Thousand) and authorize 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.
4. To propose to the Shareholders' Meeting for consideration and approval the appointment of Mr.Jirote Sirirorote Certified Public Account No. 5113 and/or Mr.Jadesada Hungsapruet Certified Public Account No. 3759 of Karin Audit Co., Ltd. as the auditor of the Company for the year ending 31 March 2017, 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 2017 is Baht 6,585,000 (Baht Six Million Five Hundred Eighty Five 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 1,400,000 (Baht One Million Four Hundred Thousand).
5. Approved the convening of the Annual General Meeting of Shareholders No.44 to be on 29 July 2016 at 11.00 a.m. at Royal Jubilee Ballroom, IMPACT Challenger, Muang Thong Thani, Chaengwattana Road, Pakkred, Nonthaburi Province, to consider the following agendas:
  - (1) To adopt the minutes of the Annual General Meeting of Shareholders No.43.
  - (2) To acknowledge the results of operations of the Company for the year ended 31 March 2016.
  - (3) To consider and approve the statements of financial position and the statements of comprehensive income of the Company for the fiscal year ended 31 March 2016 and acknowledge the report of the auditor.
  - (4) To consider and approve the payment of dividend for the year ended 31 March 2016 and the appropriation of annual net profit from the business operation to legal reserve.
  - (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 2017.
  - (7) To consider and approve the appointment and fixing of remuneration of the Company's auditors for the year ending 31 March 2017.
  - (8) To consider other matters (if any).

6. Approved 7 July 2016 (Record Date) as the date to register shareholders who have the right to attend the Annual General Meeting of Shareholders No.44, and 8 July 2016 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,

A handwritten signature in black ink, consisting of several loops and a long horizontal stroke at the end.

Anant Kanjanapas  
Chairman of the Board