

Proposing additional agenda items for Annual General Meeting of Shareholders of Bangkok Ranch Public Company Limited

Objectives

The Company is aware of the importance of all shareholders so that the shareholders shall have treated equally to promote good corporate governance before the Annual General Meeting of Shareholders 2016 (AGM). The Company deems it appropriate gives an opportunity to shareholders to propose the agenda of AGM for the most important and beneficial to the Company in order to determine the agenda in advance prior to the meeting, according to the criteria prescribed by the Company.

Criteria

1. Qualification of shareholder who is entitled to propose agenda items for Annual General Meeting of Shareholders

Being one or more shareholders who individually or collectively hold at least five (5) percent of the Company's total shares with voting rights on the proposal date. In addition, the shareholder must have continuously held those shares at least 12 months until the date the shareholder proposes the agenda.

2. Proposing agenda items for AGM

The shareholder who possesses the qualification specified in Item 1 above can propose additional agenda item for the Annual General Meeting of Shareholders by following the steps below:

Fill in the "Form for proposing agenda items for 2016 Annual General Meeting of Shareholders" as well as the supporting documents ensuring that they are complete and meet all the requirements. Please send them to the Company's following address by Friday, 19 February 2016 to the following address:

Bangkok Ranch Public Company Limited
No. 18/1 Moo 12 , Sai Lang Wat Bangplee Yai Nai Road,
BangpleeYai Sub-district, Bangplee District,
Samutprakarn Province, 10540
Thailand

In case a number of shareholders collectively propose agenda items for AGM, each shareholder is required to fill in "Form for proposing agenda items for 2016 Annual General Meeting of Shareholders". They are required to sign the documents and forms that serve as evidence. These documents and forms have to be put together into one set before being sent to the Company.

3. In order to ensure that the meeting will be conducted in an efficient manner, the Company reserves the right to reject the following as agenda items:

- 3.1 Matter that is related to the conduct of the Company's normal business affairs.
- 3.2 Matter that is beyond the power of the Company
- 3.3 Matter that has already been proposed to the general meeting of shareholders in the last 12 months and whose resolution is supported by less than 10 percent of the Company's total shares with voting rights, unless the fact which is resubmitted is significantly different from the one presented to the previous general meeting.
- 3.4 The proposal that the shareholders are not fully qualified or the proposal that the information shareholders provided incomplete or incorrect and not enough which proposed not on time as specified period.
- 3.5 The proposal that is not the benefit of the Company.
- 3.6 Matter that is not in line with the eligibility criteria which is not true or ambiguous.
- 3.7 Matter that is the power and authority of the management of the Company, except it is the case that cause trouble has significant the shareholders.
- 3.8 The proposed that violation to the laws, rules, regulations of government agencies or is not in compliance with the code of conduct, articles of association and objectives of the Company.
- 3.9 Matter is normally required by law to be considered from the shareholders meeting and the company is defined as the agenda of the meeting every time.
- 3.10 The proposed that the Company has already operated.
- 3.11 The proposed that is a duplicate of the previous agenda.

The independent directors of the Company is considered the determination of the shareholders to propose before the presentation to the Board of Directors of the Company and the Company will notify you of the result of its consideration after the board of directors meeting of the company by the through the approval of the Board of Directors shall be the agenda of the meeting in a Notice of Annual General Meeting of Shareholders for 2016.

Please be informed accordingly



(Mrs. Rosanna Suchavarnich)
Executive Director and Chief Operating Officer

Form for proposing agenda items for 2016 Annual General Meeting of Shareholders of Bangkok Ranch Public Company Limited

1. General Information of shareholder

Name-surname (Mr. /Mrs. / Ms. / Company)

Current contact address:

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Tel: Fax:

E-mail address:

Overseas address (in case of a non-Thai national, the shareholders' overseas address needs to be specified).....

2. **Number of BR's shares held:** as of:

3. **Proposed agenda item:**

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Objectives: [] for acknowledgement [] for consideration [] for approval

Details:

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[] with attachment (s) [] no attachment

4. Supporting documentation which needs to be attached with the proposed agenda:

4.1 Evidence of shareholding, such as the certificate issued by a securities company or other evidence issued by Thailand Securities Depository Company Limited of the Stock Exchange of Thailand or a custodian or copies certified share certificates.

4.2 Shareholder's documentation

- In case of an individual: Copy of the identification card or copy of passport (in case of a foreign shareholder) with certified true copy of each page.
- In case of a juristic person: Copy of the Affidavit of the Company or certificate of incorporation with the certified true copy of identification card of the authorized director of the Company or copy of passport of the authorized director of the Company (in case of a foreign director), who signs this Form, as long as the documents have not yet expired.

5. Certification

I hereby certify that the above information and the attached supporting documentation are correct and complete. I also permit the Company to disclose them to the public.

- Seal -

Shareholder's signature: _____

(_____)

Date: _____