

Ref. No. ComSec. 14/2018

April 27, 2018

Subject Notifications of the Resolutions of the 2018 Annual General Meeting of Shareholders

To The President
 The Stock Exchange of Thailand

We, Raimon Land Public Company Limited (the “**Company**”), would like to notify the resolutions of the 2018 Annual General Meeting of Shareholders held on April 27, 2018, at 2.15 p.m. to 4.15 p.m., at Surasak Ballroom, 11th Floor, Eastin Grand Hotel Sathorn, located at no.33/1 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120, where the following significant resolutions were passed:

1. A resolution was passed to certify the Minutes of the 2017 Annual General Meeting of Shareholders held on April 24, 2017, with the following voting results:

Shareholders voting	Nos. of Votes	Representing (%)
Approval	1,827,509,709	99.9815
Disapproval	338,000	0.0185
Abstention	500,000	-
Voided Voting Card(s)	0	0.0000
Total 187 persons	1,828,347,709	

- Remarks:**
- (1) The resolution for this agenda item requires a simple majority vote of the shareholders attending the meeting and casting their votes.
 - (2) During the consideration of this agenda item, there were 22 additional shareholders and/or proxy holders, holding 23,150,201 shares, attending the meeting. Therefore, there were 187 shareholders and proxy holders, holding 1,828,347,709 shares in total, attending the meeting.

2. A resolution was passed to acknowledge the Company’s business operating results for the fiscal year ended December 31, 2017, the annual report of the Board of Directors for year 2017 and the Company’s business plan and strategy.

Remark: This agenda item is for acknowledgement and no vote casting is required.

3. A resolution was passed to approve the financial statements of the Company for the fiscal year ended December 31, 2017, with the following voting results:

Shareholders voting	Nos. of Votes	Representing (%)
Approval	1,828,396,105	99.9706
Disapproval	538,000	0.0294
Abstention	0	-
Voided Voting Card(s)	0	0.0000
Total 208 persons	1,828,934,105	

- Remarks:**
- (1) The resolution for this agenda item requires a simple majority vote of the shareholders attending the meeting and casting their votes.
 - (2) During the consideration of this agenda item, there were 21 additional shareholders and/or proxy holders, holding 586,396 shares, attending the meeting. Therefore, there were 208 shareholders and proxy holders, holding 1,828,934,105 shares in total, attending the meeting.

4. A resolution was passed to approve the non-appropriation of profit as a legal reserve since the Company had a net loss according to the Company's profit and loss statements for the fiscal year ended December 31,2017 and the dividend payments from the Company's unappropriated retained earnings according to the Company's position statements ended December 31,2017 at the rate of Baht 0.0313 per share, or equivalent to Baht 111,912,637 in total, or representing 7.19 of the Company's unappropriated retained earnings to shareholders whose names appear in the shareholders' register book on the record date on May 8, 2018, and set the dividend payments date on May 25, 2018, with the following voting results:

Shareholders voting	Nos. of Votes	Representing (%)
Approval	1,828,527,205	99.9815
Disapproval	338,000	0.0185
Abstention	200,000	-
Voided Voting Card(s)	0	0.0000
Total 216 persons	1,829,065,205	

- Remarks:**
- (1) The resolution for this agenda item requires a simple majority vote of the shareholders attending the meeting and casting their votes.
 - (2) During the consideration of this agenda item, there were 8 additional shareholders and/or proxy holders, holding 131,100 shares, attending the meeting. Therefore, there were 216 shareholders and proxy holders, holding 1,829,065,205 shares in total, attending the meeting.

5. The following resolutions were passed to re-elect the following 3 directors who retire by rotation as the directors for another term of office, with the following voting results:

- 1) A resolution was passed to re-elect Mr. Pradit Phataraprasit as the independent director, with the following voting results:

Shareholders voting	Nos. of Votes	Representing (%)
Approval	1,828,667,205	99.9793
Disapproval	378,000	0.0207
Abstention	20,000	-
Voided Voting Card(s)	0	0.0000
Total 216 persons	1,829,065,205	

- Remarks:**
- (1) The resolution for this agenda item requires a simple majority vote of the shareholders attending the meeting and casting their votes.
 - (2) During the consideration of this agenda item, there was no additional shareholder and/or proxy holder, attending the meeting. Therefore, there were 216 shareholders and proxy holders, holding 1,829,065,205 shares in total, attending the meeting.

- 2) A resolution was passed to re-elect Mr. Lee Chye Cheng Adrian as the director, with the following voting results:

Shareholders voting	Nos. of Votes	Representing (%)
Approval	1,827,796,405	99.9317
Disapproval	1,248,800	0.0683
Abstention	20,000	-
Voided Voting Card(s)	0	0.0000
Total 216 persons	1,829,065,205	

- Remarks:**
- (1) The resolution for this agenda item requires a simple majority vote of the shareholders attending the meeting and casting their votes.
 - (2) During the consideration of this agenda item, there was no additional shareholder and/or proxy holder, attending the meeting. Therefore, there were 216 shareholders and proxy holders, holding 1,829,065,205 shares in total, attending the meeting.
- 3) A resolution was passed to re-elect Miss Nuch Kalyawongsa as the director, with the following voting results:

Shareholders voting	Nos. of Votes	Representing (%)
Approval	1,827,552,405	99.9293
Disapproval	1,292,800	0.0707
Abstention	220,000	-
Voided Voting Card(s)	0	0.0000
Total 216 persons	1,829,065,205	

- Remarks:**
- (1) The resolution for this agenda item requires a simple majority vote of the shareholders attending the meeting and casting their votes.
 - (2) During the consideration of this agenda item, there was no additional shareholder and/or proxy holder, attending the meeting. Therefore, there were 216 shareholders and proxy holders, holding 1,829,065,205 shares in total, attending the meeting.
6. A resolution was passed to approve the remuneration of the directors of the Company and Directors' bonus for the fiscal year 2018 in the amount of not exceeding Baht 9,000,000, detailed as follows:
- (1) the monthly remuneration of the directors of the Company, as follows:

Name of Directors	Monthly Remuneration 2017 (Baht)	Proposed Remuneration for the Year 2018		
		Position	Monthly Remuneration per position (Baht)	Total Monthly Remuneration (Baht)
1. Mr. Pradit Phataraprasit	85,000	Chairman of the Board of Directors	49,000	85,000
		Chairman of the Nomination and Remuneration Committee	18,000	
		Member of the Audit Committee	18,000	
2. Mr. Siri Ganjarende	66,000	Director	28,000	68,000
		Chairman of the Audit Committee	25,000	
		Member of the Enterprise Risk Management Committee	15,000	

Name of Directors	Monthly Remuneration 2017 (Baht)	Proposed Remuneration for the Year 2018		
		Position	Monthly Remuneration per position (Baht)	Total Monthly Remuneration (Baht)
3. Mr. Lee Chye Tek Lionel	275,000	Chairman of Executive Committee	250,000	275,000
		Member of the Nomination and Remuneration Committee	10,000	
		Member of the Enterprise Risk Management Committee	15,000	
4. Mr. Roland Pang Tze Vui	43,000	Director	28,000	43,000
		Member of the Enterprise Risk Management Committee	15,000	
5. Mr. Weidt Nuchjalearn	76,000	Director	28,000	76,000
		Chairman of the Enterprise Risk Management Committee	20,000	
		Member of the Audit Committee	18,000	
		Member of the Nomination and Remuneration Committee	10,000	
6. Miss Nuch Kalayawongsa	28,000	Director	28,000	28,000
Total (Baht)	573,000		575,000	575,000

Remark: Directors who are also executives will not receive remuneration as directors as they already receive remuneration in the form of a monthly salary.

(2) Directors' Bonus

To authorize the Board of Directors to be authorized to allocate the bonus in favour of the directors of the Company, where the said bonus includes the monthly remuneration shall not exceed Baht 9,000,000.

The resolution was passed with the following voting results:

Shareholders voting	Nos. of Votes	Representing (%)
Approval	1,828,724,905	99.9665
Disapproval	592,000	0.0324
Abstention	20,000	0.0011
Voided Voting Card(s)	0	0.0000
Total 221 persons	1,829,336,905	

- Remarks:**
- (1) The resolution for this agenda item requires the votes of not less than two-thirds of the shareholders attending the meeting.
 - (2) During the consideration of this agenda item, there were 5 additional shareholders and/or proxy holders, holding 271,700 shares, attending the meeting. Therefore, there were 221 shareholders and proxy holders, holding 1,829,336,905 shares in total, attending the meeting.

7. A resolution was passed to approve the appointment of the auditors from EY Office Limited as the Company's auditors for the fiscal year ended December 31, 2018, where any of the following auditors shall be authorized to review and give opinion on the financial statements of the Company:

- (1) Mrs. Chonlaros Suntiasvaraporn Certified Public Accountant No. 4523; and/or
- (2) Miss Siraporn Ouaanunkun Certified Public Accountant No. 3844; and/or
- (3) Mr. Chatchai Kasemsrithanawat Certified Public Accountant No. 5813, and

the determination of the auditors' remuneration for the fiscal year ended December 31, 2018, in the amount of not exceeding Baht 1,920,000, with the following voting results:

Shareholders voting	Nos. of Votes	Representing (%)
Approval	1,828,955,005	99.9791
Disapproval	382,000	0.0209
Abstention	0	-
Voided Voting Card(s)	0	0.0000
Total 222 persons	1,829,337,005	

- Remarks:**
- (1) The resolution for this agenda item requires a simple majority vote of the shareholders attending the meeting and casting their votes.
 - (2) During the consideration of this agenda item, there was 1 additional shareholder and/or proxy holder, holding 100 shares, attending the meeting. Therefore, there were 222 shareholders and proxy holders, holding 1,829,337,005 shares in total, attending the meeting.

8. A resolution was passed to approve the issuance and offering of debentures in the amount of not exceeding Baht 4,500 million, where the details of which are set out as follows:

Objectives	As working capital and/or appropriate source of funds for the operations and performance of the Company and/or related business expansion and/or repayment of loans and/or redemption of the debentures and/or Land acquisition.
Type of Debentures	Any type of debentures, whether secured or unsecured, amortized or bullet payment, with or without debenture holders' representative, subject to market conditions at the time of issuance and offering of the relevant debentures.
Amount	Not exceeding Baht 4,500 million. In case of an issuance in a foreign currency, the prevailing exchange rate on the date the debentures are issued and offered ("Issue Date") shall be applied on each occasion.

Currency	Thai Baht / US Dollar, and/or any other foreign currencies.
Offering	<p>To be offered domestically and/or internationally to any general investors and/or on a private placement basis and/or the institutional investors and/or high net worth investors and/or any specific investors and/or any investors as specified by the Capital Market Supervisory Board; either in whole or in part, which could be single or multiple offerings and/or on a revolving basis.</p> <p>The offering can also be made to existing holders of debentures, which are going to be reach maturity or redeemed prematurely. In this regard, the Company will comply with laws, regulations and any other related rules as well as obtain necessary approvals from relevant regulatory.</p>
Interest Rate	This will be subject to the prevailing market conditions at the time of issuance and offering or under the terms and conditions of the debentures issued at such time.
Maturity	Not exceeding 7 years from the date of issuance.
Early Redemption	The debentureholders and/or the Company may or may not have the right to redeem debentures prior to their maturity, subject to the terms and conditions of each debenture issuance. In this regard, the Company will comply with laws, regulations and any other related rules as well as obtain necessary approvals from relevant regulatory.
Special Conditions	In the event where the Company has redeemed or repaid the principal of the debentures issued under the offering amount authorized above, the Company may additionally issue and offer new debentures in substitution within the offering amount as provided above.

In this regard, the Board of Directors and/or any person designated by the Board of Directors shall be authorized to determine the types, terms, the offering price, details of the debentures to be issued, to execute the terms and conditions of the debentures relating to rights and duties of the issuer and the debentureholders, to determine and amend the terms and conditions, and the details relating to the issuance and offering of the debentures to be issued each time, to appoint the underwriter and the registrar, to enter into and execute the Underwriting Agreement and/or other relevant agreements, as well as to have the power to negotiate and agree on the fees and expenses in relation to such relevant agreements, to prepare and submit the application and other documents to the SEC, other relevant authorities and/or other relevant person(s), including to have the power to certify any acts performed in relation to the issuance and offering of the debentures and to do any acts and things necessary for and in relation to the carrying out of the issuance and offering of the debentures and in compliance with the applicable law.

The resolution was passed with the following voting results:

Shareholders voting	Nos. of Votes	Representing (%)
Approval	1,828,995,005	99.9780
Disapproval	382,000	0.0209
Abstention	20,000	0.0011
Voided Voting Card(s)	0	0.0000
Total 225 persons	1,829,397,005	

- Remarks:**
- (1) The resolution for this agenda item requires the votes of not less than three-fourths of the total vote of shareholders attending the meeting and entitling to cast a vote.
 - (2) During the consideration of this agenda item, there were 3 additional shareholders and/or proxy holders, holding 60,000 shares, attending the meeting. Therefore, there were 225 shareholders and proxy holders, holding 1,829,397,005 shares in total, attending the meeting.

9. A resolution was passed to approve the cancellation of the issuance and offering of warrants to the employees of the Company and its subsidiaries to purchase ordinary shares of the Company (RML-WC) under the Scheme of the Offering of Newly Issued Securities to Employees of Raimon Land Public Company Limited and its Subsidiaries No.3 (ESOP), with the following voting results:

Shareholders voting	Nos. of Votes	Representing (%)
Approval	1,828,995,005	99.9791
Disapproval	382,000	0.0209
Abstention	20,000	-
Voided Voting Card(s)	0	0.0000
Total 225 persons	1,829,397,005	

- Remarks:**
- (1) The resolution for this agenda item requires a simple majority vote of the shareholders attending the meeting and casting their votes.
 - (2) During the consideration of this agenda item, there was no additional shareholder and/or proxy holder, attending the meeting. Therefore, there were 225 shareholders and proxy holders, holding 1,829,397,005 shares in total, attending the meeting.

10. A resolution was passed to approve the reduction of the Company's registered capital by Baht 146,000,000, from the existing registered capital of Baht 4,704,337,397 to Baht 4,558,337,397, by cancelling 146,000,000 authorized but unissued shares, with a par value of Baht 1 per share and the amendment to Clause 4 of the Company's Memorandum of Association to be in line with the reduction of the Company's registered capital.

In this regard, it was proposed to delegate the power to the person(s) authorized by the Board of Directors to register the amendment to the Memorandum of Association with the Department of Business Development, the Ministry of Commerce (the "DBD") to amend or add wordings in accordance with the Registrar's instruction.

The resolution was passed with the following voting results:

Shareholders voting	Nos. of Votes	Representing (%)
Approval	1,829,015,005	99.9791
Disapproval	382,000	0.0209
Abstention	0	0.0000
Voided Voting Card(s)	0	0.0000
Total 225 persons	1,829,397,005	

- Remarks:**
- (1) The resolution for this agenda item requires the votes of not less than three-fourths of the total vote of shareholders attending the meeting and entitling to cast a vote.

- (2) During the consideration of this agenda item, there was no additional shareholder and/or proxy holder, attending the meeting. Therefore, there were 225 shareholders and proxy holders, holding 1,829,397,005 shares in total, attending the meeting.

11. A resolution was passed to approve the increase the Company's registered capital by Baht 23,077,407, from the existing registered capital of Baht 4,558,337,397 to Baht 4,581,414,804, by issuing 23,077,407 newly issued ordinary shares, with a par value of Baht 1 per share, to accommodate the right adjustment for the exercise of warrant to purchase ordinary shares of the Company (RML-W4 and RML-WB) (the "RML-W4 and RML-WB Warrants") and the amendment to Clause 4 of the Company's Memorandum of Association to be in line with the increase of the Company's registered capital.

In this regard, it was proposed to delegate the power to the person(s) authorized by the Board of Directors to register the amendment to the Memorandum of Association with the DBD to amend or add wordings in accordance with the Registrar's instruction.

The resolution was passed with the following voting results:

Shareholders voting	Nos. of Votes	Representing (%)
Approval	1,828,755,005	99.9649
Disapproval	622,000	0.0340
Abstention	20,000	0.0011
Voided Voting Card(s)	0	0.0000
Total 225 persons	1,829,397,005	

- Remarks:**
- (1) The resolution for this agenda item requires the votes of not less than three-fourths of the total vote of shareholders attending the meeting and entitling to cast a vote.
- (2) During the consideration of this agenda item, there was no additional shareholder and/or proxy holder, attending the meeting. Therefore, there were 225 shareholders and proxy holders, holding 1,829,397,005 shares in total, attending the meeting.

12. A resolution was passed to approve the allocation of the Company's newly issued ordinary shares in the number of not exceeding 23,077,407 shares to accommodate the exercise of the RML-W4 and RML-WB Warrants, with the following voting results:

Shareholders voting	Nos. of Votes	Representing (%)
Approval	1,828,795,005	99.9682
Disapproval	582,000	0.0318
Abstention	20,000	-
Voided Voting Card(s)	0	0.0000
Total 225 persons	1,829,397,005	

- Remarks:**
- (1) The resolution for this agenda item requires a simple majority vote of the shareholders attending the meeting and casting their votes.

- (2) During the consideration of this agenda item, there was no additional shareholder and/or proxy holder, attending the meeting. Therefore, there were 225 shareholders and proxy holders, holding 1,829,397,005 shares in total, attending the meeting.

13. A resolution was passed to approve the amendment to Clause 33 of the Company’s Articles of Association to be in line with Section 100 of the Public Company Limited Act B.E.2535 (1992) as amended in accordance with the Order of the Head of the National Council for Peace and Order No. 21/2560 Re: Additional Amendment to the Law for Business Facilitation, by adopting the following wording:

“Article 33 The Board of Directors shall hold a general meeting of shareholders within four months from the date of the end of the fiscal period of the Company.

Other meetings of shareholders in addition to the said meeting shall be called extra-ordinary meetings. The Board of Directors may convene an extra-ordinary meeting of shareholders any time it deems expedient. One or more shareholders holding shares amounting to not less than ten (10) percent of the total number of issued shares may subscribe their names to a notice requesting the Board of Director to convene an extra-ordinary meeting of shareholder at any time but they shall also specify reasons for such request in the notice. In such case, the Board of Directors must arrange for a meeting of shareholders within forty-five (45) days from the date of receipt of the notice.

In case the Board of Directors does not hold the meeting within the period as prescribed under paragraph two, the shareholders who subscribe their names or other shareholders holding the number of shares as required may convene such meeting within forty-five days as from the completion of such period. In this regard, the meeting shall be considered as the shareholders’ meeting called by the Board of Directors. The company shall be responsible for necessary expenses arising from such meeting and reasonably provide facilitation.

In case the quorum of the shareholders’ meeting called by the shareholders as prescribed under paragraph three is not formed according to Article 36, the shareholders as prescribed under paragraph three shall be collectively responsible to the company for expenses arising from such meeting.”

In this regard, it was proposed to delegate the power to the person(s) authorized by the Board of Directors to register the amendment to the Articles of Association with the DBD to amend or add wordings in accordance with the Registrar’s instruction.

The resolution was passed with the following voting results:

Shareholders voting	Nos. of Votes	Representing (%)
Approval	1,828,995,005	99.9780
Disapproval	382,000	0.0209
Abstention	20,000	0.0011
Voided Voting Card(s)	0	0.0000
Total 225 persons	1,829,397,005	

- Remarks:**
- (1) The resolution for this agenda item requires the votes of not less than three-fourths of the total vote of shareholders attending the meeting and entitling to cast a vote.
 - (2) During the consideration of this agenda item, there was no additional shareholder and/or proxy holder, attending the meeting. Therefore, there were 225 shareholders and proxy holders, holding 1,829,397,005 shares in total, attending the meeting.

Please be informed accordingly.

Sincerely yours,

(Mr. Sataporn Amornvorapak)
Executive Director