

Golden Land Property Development Public Company Limited

Criteria for Shareholders to propose Meeting Agenda Items and Nominate Persons as Directors For the Company's 2009 Annual General Meeting of Shareholders

In accordance with the policy of good corporate governance on equitable treatment of shareholders, Golden Land Property Development Public Company Limited ("**the Company**") would like to invite the shareholders to propose meeting agenda items and/or to nominate persons to be elected as Directors in advance for the Company's 2009 Annual General Meeting of Shareholders in April 2009 in accordance with the principles described below.

Qualification of Shareholder:

1. Holding shares on the Company, either individually or collectively.
2. Representing, either individually or collectively, shareholding of not less than 0.05% of the Company's total shares (630,082,069 shares).
3. Continuous holding of the Company shares for at least 12 months by the date that the shareholder proposes meeting agenda item(s) and/or nominates candidate(s) as directors.
4. Obtain supporting documents as follows:
 - Share certificate, certified letter from securities company or other evidence from the Stock Exchange of Thailand or Thailand Securities Depository Co., Ltd. or custodian.
 - 4.2 Identification evidence such as signed copy of identification card or passport (in case of foreigner) for ordinary person shareholding, or signed copy of juristic person certificate and signed copy of identification card or passport (in case of foreigner) of the authorized director for the juristic person shareholder.

Proposal of the Agenda of the 2009 Annual General Meeting of Shareholders (AGM):

The shareholder is requested to identify objectives, details of the proposed agenda item and supportive information which shall be useful for consideration such as background, rationale, justification as well as the expected benefits so that the AGM can be convened in the effective manner. The Company reserves its right to decline inclusive of the following matters in the AGM Agenda;

1. Matters with regard to normal business of the Company; or
2. Matters that are beyond the authority of the Company to conduct; or
3. Matters with no benefit to the Company; or
4. Matters that against laws and/or government & authority's rules and regulations and/or matters that are not corresponding to the Company Objectives, Articles of Association, or Statement of Business Conduct of the Company; or
5. Matters which have been implemented and/or have been previously submitted and considered by the Company.

Qualifications of a Director Nominee:

1. Being a person who has no prohibited characteristic under the Securities and Exchange Act B.E. 2535 (A.D. 1992) and an Amendment to the Act (B.E.2551).
2. Being a person who has no prohibited characteristic under the Rules & Regulations of the Stock Exchange of Thailand or the Security and Exchange Commission.
3. Having knowledge, capable, honest and ethical in the conduct of business.

Required supporting documents:

1. A certified copy of the identification card and house registration of director nominee.
2. A copy of education certificate of director nominee.
3. A letter of consent of a proposed director nominee.

Consideration Procedure:

1. The shareholder who fulfills the above requirement qualifications shall fill out the Agenda Proposal Form (Form No. 1) and/or submit the Director Nomination Form (Form No. 2) including a Letter of Consent of a proposed nominee to being named as a nominee (Form No. 3). Please send all forms including evidence of shareholding by mail to the Chief Executive Officer by the 31st December, 2008 at the address listed below:

Chief Executive Officer
Golden Land Property Development Public Company Limited
8th Fl., Goldenland Building, 153/3 Soi Mahardlekluang 1,
Rajdamri Road, Kwang Lumpini, Khet Pathumwan,
Bangkok 10330

2. The Chief Executive Officer will initially review the proposal of AGM Agenda and Director Nominee for the Board of Directors. Any matters that the Board of Directors deems appropriate will be put as an agenda for the AGM and the name of nominee(s) approved by the Board along with the Board's opinion will be included in the agenda of the AGM notice. For the proposal disapproved by the Board, the Company will inform the shareholders through the Company's website.
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