

Golden Land Property Development Public Company Limited

Criteria for Shareholders to propose Meeting Agenda Items and Nominate Persons as Directors For the Company's 2010 Annual General Meeting of Shareholders (The 17th Meeting)

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 2010 Annual General Meeting of Shareholders (The 17th Meeting) in April 2010 in accordance with the principles described below.

Proposal of the Agenda Item(s)

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; or
6. Proposals proposed by the shareholders who are not qualified according to the criteria set by the Company.

The Nomination of the Director

Qualifications of a Director Nominee:

1. Having qualifications according to the Public Company Act, Securities and Exchange Act and the Good Corporate Governance Policies of the Company.
2. Being independent, dedicated, and healthy mentally and physically, being of suitable age and being able to perform the director's fiduciary duties. Nominees should attend the Directors' meeting regularly, study meeting agendas in advance, and productively participate in the meeting in a straightforward manner. Reputable businesspersons of integrity and good professional references may also qualify as nominees.

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.

Qualification of Shareholder

Shareholders who would like to propose agenda item(s) and/or nominate candidate(s) as directors in advance shall be a Company's shareholder, holding shares of not less than 0.05% of the Company's total shares (630,082,069 shares) either individually or collectively. Moreover, shareholders must have held those shares continuously for at least 12 months by the date that the shareholder proposes meeting agenda item(s) and/or nominates candidate(s) as directors.

Process to propose AGM Agenda and Director Nominee in advance

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, 2009 at the address listed below:

Company Secretary
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.
-

Form No. 1
The Agenda Proposal Form

1. General Information

Name

Address

.....

.....

Tel...... **Fax**

E-mail

Overseas Address (only for a non-resident, please specify overseas contact address)

.....

.....

.....

2. Number of Shareholding:.....

3. Proposed Agenda:

Subject.....

Reason

.....

.....

Enclosed herewith additional supporting details (if any), totaling..... page(s).

4. Supplementary Documents to be enclosed with this form

4.1 The evidence of shareholding, i.e. share certificate (certified true copy by such shareholder), certified letter from securities company or other evidence from the Stock Exchange of Thailand or Thailand Securities Depository Co., Ltd. or custodian.

() Evidence of shareholding enclosed () No evidence of shareholding enclosed

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.

() Evidence of shareholding enclosed () No evidence of shareholding enclosed

I hereby certify that the content in this form and additional supporting documents are correct in all respect. In witness whereof, I therefore sign my name as evidence below:

(Signed).....
()

Date

Form No. 2
The Director Nomination Form

1. General Information

Name

Address

.....

.....

Tel. **Fax**

E-mail

Overseas Address (only for a non-resident, please specify overseas contact address)

.....

.....

.....

2. Number of Shareholding:

3. Name of nominate person as director for the 2010 Annual General Meeting of Shareholders

Name

Reason to nominate

.....

.....

Brief Personal Data:

Date of Birth Age years Gender

Holding shares of Golden Land Property Development Public Company Limited.....
shares.

Education Background:

Institute Degree

Institute Degree

Institute Degree

Working Experience:

1. Company

Position

Duration

2. Company

Position

Duration

3. Company
- Position
- Duration

Maintaining directorship position in other listed company:

1. Company
- Type of Director
- () Company Director () Executive Director
- () Audit Committee () Others
2. Company
- Type of Director
- () Company Director () Executive Director
- () Audit Committee () Others
3. Company
- Type of Director
- () Company Director () Executive Director
- () Audit Committee () Others

4. Supplementary Documents to be enclosed with this form

- 4.1 The evidence of shareholding, i.e. share certificate (certified true copy by such shareholder), certified letter from securities company or other evidence from the Stock Exchange of Thailand or Thailand Securities Depository Co., Ltd. or custodian.
- () Evidence of shareholding enclosed () No evidence of shareholding enclosed
- 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.
- () Evidence of shareholding enclosed () No evidence of shareholding enclosed

I hereby certify that the content in this form and additional supporting documents are correct in all respect. In witness whereof, I therefore sign my name as evidence below:

(Signed)

()

Date

Form No. 3
Letter of Consent
to being named as a nominee for Company's Director

I, (Mr. / Mrs. / Miss)
hereby certify that I accept the nomination to run for a Company's Director of Golden Land Property Development Public Company Limited. I fully understand the requirements and conditions in performing duties as a Company's Director if elected.

Signed by..... Consent Giver
()

Date