

Duty Stamps
20 Baht

PROXY Form C
(For foreign shareholders who have custodian in Thailand only)

Written at _____
Date _____ Month _____ Year _____

- (1) I/we _____ Nationality _____
Residing at no. _____

As being the custodian of _____ being a shareholder of Golden Land Property Development Public Company Limited, holding the total amount of _____ share(s) and having voting rights equivalent to _____ vote(s), the details of which are as follows:

Ordinary share _____ share(s), having voting rights equivalent to _____ vote(s)
Preferred share _____ share(s), having voting rights equivalent to _____ vote(s)

- (2) Hereby authorize
- ☐ 1. Name _____ Age _____ years, Residing at No. _____
Road _____ Tambon/Khwaeng _____
Amphur/Khet _____ Province _____ Postalcode _____ or
- ☐ 2. Name _____ Age _____ years, Residing at No. _____
Road _____ Tambon/Khwaeng _____
Amphur/Khet _____ Province _____ Postalcode _____ or
- ☐ 3. Name Mr. Wanchai Sarathulthath Age 64 years, Residing at No. 98 Sathorn Square Office Tower 36/F
Road North Sathorn _____ Tambon/Khwaeng Silom _____
Amphur/Khet Bangrak _____ Province Bangrak _____ Postalcode 10500 _____ or
- ☐ 4. Name Mr. Chinnawat Chinsangaram Age 53 years, Residing at No. 98 Sathorn Square Office Tower 36/F
Road North Sathorn _____ Tambon/Khwaeng Silom _____
Amphur/Khet Bangrak _____ Province Bangrak _____ Postalcode 10500 _____

Anyone of the above as my/our proxy holder to attend and vote on my behalf the Annual General Meeting of the Company's Shareholders for the Year 2015 No. 22 which will be held on Wednesday 22nd April 2015 at 14:00 hours Meeting Room, 8th floor, Sathorn Square Office Tower No. 98 North Sathorn Road, Silom, Bangrak, Bangkok 10500, or on any date and at any postponement thereof.

- (3) I/we authorize the proxy holder to attend the meeting and vote are as follows:
- ☐ Grant proxy the total amount of shares holding and entitled to vote
- ☐ Grant partial shares of
- ☐ Ordinary share _____ share(s), having voting rights equivalent to _____ vote(s)
- ☐ Preferred share _____ share(s), having voting rights equivalent to _____ vote(s)
- Total voting rights _____ vote(s)
- (4) I/we hereby authorize the proxy holder to vote on my behalf at this meeting as follows:

Agenda 1 To consider and adopt the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2014 held on 9th December 2014

- ☐ The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ The proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda 2 To acknowledge the Company's performance report for the year 2014

Agenda 3 To consider and approve the audited financial statements for the year ended 31st December 2014

- ☐ The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ The proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

- Agenda 4 To consider and approve the suspension of dividend payment for the year 2014**
- ☐ The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate
 - ☐ The proxy holder shall vote in accordance with my wish as follows:
 - ☐ Approve ☐ Disapprove ☐ Abstain
- Agenda 5 To consider and approve the decrease of the Company's registered capital by cancelling unissued shares**
- ☐ The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
 - ☐ The proxy holder shall vote in accordance with my wish as follows:
 - ☐ Approve ☐ Disapprove ☐ Abstain
- Agenda 6 To consider and approve the amendment of Clause 4. of the Company's Memorandum of Association to be in line with the capital decrease**
- ☐ The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
 - ☐ The proxy holder shall vote in accordance with my wish as follows:
 - ☐ Approve ☐ Disapprove ☐ Abstain
- Agenda 7 To consider and approve the transfer of the Company's legal reserve to compensate the Company's deficit**
- ☐ The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
 - ☐ The proxy holder shall vote in accordance with my wish as follows:
 - ☐ Approve ☐ Disapprove ☐ Abstain
- Agenda 8 To consider and approve the decrease of the Company's registered capital by reducing the par value of shares from the existing par value of Baht 10.00 per share to Baht 4.75 per share to compensate the discount on share capital and the deficit of the Company**
- ☐ The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
 - ☐ The proxy holder shall vote in accordance with my wish as follows:
 - ☐ Approve ☐ Disapprove ☐ Abstain
- Agenda 9 To consider and approve the amendment of Clause 4. of the Company's Memorandum of Association to be in line with the capital decrease**
- ☐ The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
 - ☐ The proxy holder shall vote in accordance with my wish as follows:
 - ☐ Approve ☐ Disapprove ☐ Abstain
- Agenda 10 To consider and approve the election of directors replacing those being retired by rotation for the year 2015**
- ☐ The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
 - ☐ The proxy holder shall vote in accordance with my wish as follows:
 - ☐ Approve ☐ Disapprove ☐ Abstain
 - ☐ Vote for all the nominated candidates as a whole
 - ☐ Approve ☐ Disapprove ☐ Abstain
 - ☐ Vote for an individual nominee
 1. Mr. Chainoi Puankosoom
 - ☐ Approve ☐ Disapprove ☐ Abstain
 2. Mr. Udom Puasakul
 - ☐ Approve ☐ Disapprove ☐ Abstain
 3. Mr. Thapana Sirivadhanabhakdi
 - ☐ Approve ☐ Disapprove ☐ Abstain

Agenda 11 To consider and approve the directors' remuneration for the year 2015

- ☐ The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ The proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda 12 To consider and approve the appointment of auditors and the determination of the audit fee for the year 2015

- ☐ The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ The proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda 13 To consider other matters (if any)

- ☐ The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ The proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

- (5) Voting of the proxy holder in any agenda that is not specified in this proxy shall be considered as invalid and not my/our voting as a shareholder.
- (6) In case I/we have not declared a voting intention in any agenda or my/our determination is not clear or in case the meeting considers or passes resolutions in any matters apart from those agenda specified above, including the case that there is any amendment, modification or addition of any fact, the proxy holder shall have the right to consider and vote as to his/her consideration.

Any business carried on by the proxy holder in the said meeting, except the proxy holder does not vote as I/we specify in the proxy form., shall be deemed as having been carried out by myself/ourselves in all respects.

Signed _____ Grantor
(.....)

Signed _____ Proxy
(.....)

Signed _____ Proxy
(.....)

Signed _____ Proxy
(.....)

- Note:** 1 This Proxy Form C only use for shareholders whose names appearing in the foreign investors registration and he/she appointed a custodian in Thailand to be responsible for safeguarding shares only
- 2 Document and evidences to be enclosed with the proxy form are:
- (1) Power of attorney from the shareholder authorizes a custodian to sign the Proxy Form on behalf of the shareholder
- (2) Letter of certification to certify that the signer in the Proxy Form have a permit to act as a Custodian
- 3 A shareholder shall appoint only one proxy holder to attend and vote at the meeting. A shareholder may not split shares and appoint more than one proxy holder in order to split votes
- 4 In agenda regarding the election of directors, the ballot can be either for all the nominated candidates as a whole or for an individual nominee.
- 5 In case that there any further agenda apart from specified above brought into consideration in the meeting, the proxy holder may use the Annex attached to Proxy Form C.

Annex attached to the Proxy Form C

The Proxy of the Shareholder of Golden Land Property Development Public Company Limited

At the Annual General Meeting of the shareholders for the Year 2015 No. 22 which will be held on Wednesday 22nd April 2015 at 14:00 hours Meeting Room, 8th floor, Sathorn Square Office Tower No. 98 North Sathorn Road, Silom, Bangrak, Bangkok 10500, or on any date and at any postponement thereof.

Agenda.....**Subject**.....

- ☐ The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
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Agenda.....**Subject**.....

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Agenda.....**Subject**.....

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- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda.....**Subject Election of directors**

Director's name.....

- ☐ Approve ☐ Disapprove ☐ Abstain

Director's name.....

- ☐ Approve ☐ Disapprove ☐ Abstain

Director's name.....

- ☐ Approve ☐ Disapprove ☐ Abstain

Director's name.....

- ☐ Approve ☐ Disapprove ☐ Abstain