

Duty Stamps  
20 Baht

## PROXY Form B

Made at \_\_\_\_\_  
Date \_\_\_\_\_ Month \_\_\_\_\_ Year \_\_\_\_\_

(1) I/we \_\_\_\_\_ Nationality \_\_\_\_\_  
Residing at no. \_\_\_\_\_

(2) 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)

(3) 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. Chainoi Puankosoom Age 65 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. Udom Puasakul 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

Anyone of the above as my/our proxy holder to attend and vote on my behalf the Extraordinary General Meeting of Shareholders No. 1/2015 which will be held on Thursday, December 17, 2015 at 14:00 hours at Victor Room II – III, Victor Club, 8th Floor, Park Ventures Ecoplex, No.57 Wireless Road, Lumpini Subdistrict, Patumwan District, Bangkok 10330, or on any date and at any postponement thereof.

(4) I/we hereby authorize the proxy holder to vote on my behalf at this meeting as follows:

**Agenda 1 To consider and certify the Minutes of the 2015 Annual General Meeting of Shareholders No. 22 held on April 22, 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 2 To consider and acknowledge the interim dividend payment of the Company.**

**Agenda 3 To consider and approve the increase in the registered capital.**

- ☐ 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 amendment to Clause 4 of the Company's Memorandum of Association to be in line with the increase of registered capital 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 5 To consider and approve the allocation of the newly-issued ordinary shares and the entering into the connected transaction**

- ☐ 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 waiver of the requirement to make a tender offer for all of the securities of the Company (Whitewash).**

- ☐ 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 investment in the Samyan Project which constitutes an asset acquisition transaction and a connected transaction.**

- ☐ 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 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. 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.
  - 2. 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. (if any)
  - 3. 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 B.

### Annex attached to the Proxy Form B

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

At the Extraordinary General Meeting of Shareholders No. 1/2015 which will be held on Thursday, December 17, 2015 at 14:00 hours at Victor Room II – III, Victor Club, 8<sup>th</sup> Floor, Park Ventures Ecoplex, No.57 Wireless Road, Lumpini Subdistrict, Patumwan District, Bangkok 10330, 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.
- ☐ The proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve                      ☐ Disapprove                      ☐ Abstain

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

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- ☐ The proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve                      ☐ Disapprove                      ☐ Abstain

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

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- ☐ The proxy holder shall vote in accordance with my wish as follows:
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**Agenda**.....**Subject**.....

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- ☐ The proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve                      ☐ Disapprove                      ☐ Abstain

**Agenda**.....**Subject Election of directors (if any)**

Director's name.....

- ☐ Approve                      ☐ Disapprove                      ☐ Abstain

Director's name.....

- ☐ Approve                      ☐ Disapprove                      ☐ Abstain

Director's name.....

- ☐ Approve                      ☐ Disapprove                      ☐ Abstain

Director's name.....

- ☐ Approve                      ☐ Disapprove                      ☐ Abstain