

English Translation

No. G/009/2017

28 April 2017

Subject: Notification of the Resolutions of the 2017 Annual General Shareholders' Meeting of Grand Canal Land Public Company Limited

To: President,
The Stock Exchange of Thailand

Grand Canal Land Public Company Limited (the "**Company**") would like to notify the resolutions of the 2017 Annual General Shareholders' Meeting (the "**AGM**"), held on 28 April 2017, at 14.00 p.m., at Universe Room, 12th Floor, The 9th Towers, No. 33/4, Rama 9 Road, Huay Kwang Sub-District, Huay Kwang District, Bangkok, to the Stock Exchange of Thailand. At the commencement of the Meeting, there were 255 shareholders attending in person and by proxy, holding a total of 4,365,439,345 shares, or 73.8787% of the Company's shares which have been sold, which can be summarized as follows:

1. Resolved to adopt the Minutes of the Annual General Shareholders' Meeting of the year 2016 held on 21 April 2016,

(with the votes as follows:

approved 4,645,017,394 votes (equivalent to 99.9990% of the total votes of the shareholders attending the meeting and having the right to vote at the meeting),

disapproved 43,500 votes (equivalent to 0.0009% of the total votes of the shareholders attending the meeting and having the right to vote at the meeting),

abstained 0 votes (equivalent to 0.0000% of the total votes of the shareholders attending the meeting and having the right to vote at the meeting), and

void ballot(s) 0 votes (equivalent to 0.0000% of the total votes of the shareholders attending the meeting and having the right to vote at the meeting));

[Remark In this agenda, there were additional shareholders that attended the meeting representing the total of 279,621,549 shares after the commencement of the Meeting.]

2. Acknowledged the Board of Directors' Annual Report;
3. Resolved to approve the Company's Statement of Financial Position and Statement of Comprehensive Income for the year ended 31 December 2016 which were audited and certified by an auditor,

(with the votes as follows:

approved 4,680,223,983 votes (equivalent to 99.9990% of the total votes of the shareholders attending the meeting and having the right to vote at the meeting),

disapproved 43,500 votes (equivalent to 0.0009% of the total votes of the shareholders attending the meeting and having the right to vote at the meeting),

abstained 0 votes (equivalent to 0.0000% of the total votes of the shareholders attending the meeting and having the right to vote at the meeting), and

void ballot(s) 0 votes (equivalent to 0.0000% of the total votes of the shareholders attending the meeting and having the right to vote at the meeting));

[Remark In this agenda, there were additional shareholders that attended the meeting representing the total of 35,206,589 shares after the previous agenda has been approved.]

4. Resolved to approve the allocation of the net profits for the year 2016 as legal reserve in the amount of Baht 73,100,000 and approve the dividend payment from the performance of January – December 2016 at the rate of Baht 0.10 (Ten Satang) per share, equal to the total amount of Baht 590,892,862.70. The date on which the shareholders who are entitled to receive dividend are determined is 27 March 2017 (Record Date), and the closing date of the share registration book for compiling the shareholders' names under Section 225 of the Securities and Exchange Act B.E. 2535 (as amended) is 28 March 2017. The dividend shall be paid on 22 May 2017. The payment of dividend will be subject to withholding tax at the rate prescribed by law.

(with the votes as follows:

approved 4,681,345,983 votes (equivalent to 99.9990% of the total votes of the shareholders attending the meeting and having the right to vote at the meeting),

disapproved 43,500 votes (equivalent to 0.0009% of the total votes of the shareholders attending the meeting and having the right to vote at the meeting),

abstained 0 votes (equivalent to 0.0000% of the total votes of the shareholders attending the meeting and having the right to vote at the meeting), and

void ballot(s) 0 votes (equivalent to 0.0000% of the total votes of the shareholders attending the meeting and having the right to vote at the meeting));

[Remark In this agenda, there were additional shareholders that attended the meeting representing the total of 1,122,000 shares after the previous agenda has been approved.]

5. Resolved to approve the re-appointment of Mr. Yotin Boondicharern, Mr. Jarern Jirawisan and Mrs. Jitmanee Suwannapool as Directors of the Company for another term. The Meeting voted for each director as follows:

5.1 Mr. Yotin Boondicharern Director

(with the votes as follows:

approved 4,681,215,983 votes (equivalent to 99.9956% of the total votes of the shareholders attending the meeting and having the right to vote at the meeting),

disapproved 43,500 votes (equivalent to 0.0009% of the total votes of the shareholders attending the meeting and having the right to vote at the meeting),

abstained 160,000 votes (equivalent to 0.0034% of the total votes of the shareholders attending the meeting and having the right to vote at the meeting), and

void ballot(s) 0 votes (equivalent to 0.0000% of the total votes of the shareholders attending the meeting and having the right to vote at the meeting));

5.2 Mr. Jarern Jirawisan Director

(with the votes as follows:

approved 4,681,089,983 votes (equivalent to 99.9929% of the total votes of the shareholders attending the meeting and having the right to vote at the meeting),

disapproved 69,500 votes (equivalent to 0.0014% of the total votes of the shareholders attending the meeting and having the right to vote at the meeting),

abstained 260,000 votes (equivalent to 0.0055% of the total votes of the shareholders attending the meeting and having the right to vote at the meeting), and

void ballot(s) 0 votes (equivalent to 0.0000% of the total votes of the shareholders attending the meeting and having the right to vote at the meeting));

5.3 Mrs. Jitmanee Suwannapool Independent Director

(with the votes as follows:

approved 4,681,089,983 votes (equivalent to 99.9929% of the total votes of the shareholders attending the meeting and having the right to vote at the meeting),

disapproved 69,500 votes (equivalent to 0.0014% of the total votes of the shareholders attending the meeting and having the right to vote at the meeting),

abstained 260,000 votes (equivalent to 0.0055% of the total votes of the shareholders attending the meeting and having the right to vote at the meeting), and

void ballot(s) 0 votes (equivalent to 0.0000% of the total votes of the shareholders attending the meeting and having the right to vote at the meeting));

[Remark In this agenda, there were additional shareholders that attended the meeting representing the total of 30,000 shares after the previous agenda has been approved.]

6. Resolved to approve the remuneration of directors for 2017 which is divided into 2 parts, namely, monthly transportation expenses and meeting allowance which remain the same rate as 2016. Details of the remuneration are as follows:

6.1 Board of Directors

Position	Year 2017	
	Transportation Expenses	Meeting Allowance
	(Baht/ Month)	(Baht/ Meeting)
Chairman	63,500	15,000
Vice-chairman	63,500	15,000
Chairman of the Audit Committee	63,500	15,000
Audit Committee Member	57,000	12,000
Other Directors	44,500	12,000

6.2 Audit Committee

Position	Year 2017
	Meeting Allowance
	(Baht/Meeting)
Chairman of the Audit Committee	12,000
Audit Committee Member	10,000

6.3 Nomination and Remuneration Committee

Position	Year 2017
	Meeting Allowance
	(Baht/Meeting)
Chairman of the Nomination and Remuneration Committee	12,000
Nomination and Remuneration Committee Member	10,000

(with the votes as follows:

approved 4,681,396,015 votes (equivalent to 99.9990% of the total votes of the shareholders attending the meeting),

disapproved 43,500 votes (equivalent to 0.0009% of the total votes of the shareholders attending the meeting),

abstained 0 votes (equivalent to 0.0000% of the total votes of the shareholders attending the meeting), and

void ballot(s) 0 votes (equivalent to 0.0000% of the total votes of the shareholders attending the meeting));

[Remark In this agenda, there were additional shareholders that attended the meeting representing the total of 20,032 shares after the previous agenda has been approved.]

7. Resolved to approve the appointment of Mr. Narong Puntawong, Certified Public Accountant No. 3315, or Ms. Siraporn Ouaanunkun, Certified Public Accountant No. 3844, or Mr. Supachai Phanyawattano, Certified Public Accountant No. 3930, of EY Office Limited to be the Company's auditors for the fiscal year 2017 and to fix the audit fee for the Company, in the amount of Baht 1,685,000, an increase of Baht 140,000 from 2016 or equal to 9.06%. The audit fee is exclusive of allowances, accommodation and travelling expenses (if any).

(with the votes as follows:

approved 4,681,210,015 votes (equivalent to 99.9950% of the total votes of the shareholders attending the meeting and having the right to vote at the meeting),

disapproved 229,500 votes (equivalent to 0.0049% of the total votes of the shareholders attending the meeting and having the right to vote at the meeting),

abstained 0 votes (equivalent to 0.0000% of the total votes of the shareholders attending the meeting and having the right to vote at the meeting), and

void ballot(s) 0 votes (equivalent to 0.0000% of the total votes of the shareholders attending the meeting and having the right to vote at the meeting));

Please be informed accordingly.

Yours sincerely,

(Miss Romani Boondichareern)
Director