

Additional Agenda Proposal by Shareholders

Pursuant to the Securities and Exchange Act B.E.2535 (1992) and an Amendment to the Act (B.E.2551), Section 89/28, it is prescribed that "a shareholder or several shareholders holding shares and having voting rights in combined amount of not less than five (5) percent of the amount of total votes of the company may submit a written request to the Board of Directors to consider include the requested issue in the agenda of the shareholders meeting. Such issue should be specified whether it is for information, approval or consideration as the case may be, together with the details of the proposed issue either for an annual general meeting or an extraordinary general meeting by complying with the requirements prescribed and notified by the Office of the Securities and Exchange Commission. "In practice, such matter proposed by the shareholder(s) for consideration on the meeting date might be necessarily postponed due to insufficient supplementary information for consideration thus resulting in waste of time and additional expenses on the part of both the Company and the shareholders.

The Board of Directors deems it appropriate to give an opportunity to a shareholder or shareholder group having combined voting rights of not less than five (5) percent of the total amount of votes of the Company up to submit the issue to the Board for consideration of its inclusion on the meeting agenda prior to the meeting date. Such issue should be related and truly beneficial to the Company.

Regarding the next **Annual General Meeting (2013)**, shareholders are requested to please submit the proposed issue within 31 January 2013 as follows:

Conditions for consideration of placing the proposed issue on the Agenda

The Company has prescribed the following requirements, methods and practice guidelines for proposing an issue on the agenda of the General Meeting:

1. Qualifications of shareholders

Shareholders proposing an issue on the agenda or nomination person(s) to be elected as Director shall possess the following qualifications:

1.1 Being the Company's shareholder(s) as either a single shareholder or several shareholders combined

1.2 Having voting rights with votes that can be counted together not less than five percent of the total amount of voting rights of the company

Provided that the shareholder(s) must attach the relevant documentary evidences as follows:

- Shareholding documentary evidences i.e. share certificate issued by a securities company or documentary evidences from the Stock Exchange of Thailand (SET) or the Thailand Securities Depository Co., Ltd.

- Documentary evidences of all the shareholders jointly proposing an issue on the agenda as follows:

1) Photocopy of identification (ID) card or passport (in case of being a foreigner) together with signature certifying true copy there of (in case where shareholder is natural/individual person)

2) Photocopy of juristic entity certificate and photocopy of identification (ID) card or passport (in case of being a foreigner) of an authorized signatory director who has signed in this form while signing to certify true copy there of (in case where shareholder is a juristic entity)

2. Agenda Proposal

2.1 Issues to be rejected for inclusion on the agenda of the General Meeting are as follows:

1) Being issue relating to normal business operation of the Company and the information alleged by the shareholder does not show reasonable cause to suspect in relation to irregularities of such issue.

2) Being issue beyond the authority of the Company to take action to achieve the results as desired.

3) Being issue that the shareholder used to propose to the General Meeting for consideration during the past twelve months and such issue received supportive resolution with the votes of less than ten percent of the amount of the total voting rights of the Company except that the information contained in

the new proposal has significantly changed from the information already proposed at the previous General Meeting.

- 4) Any other cases as notified by the Securities and Exchange Commission (SEC).
- 5) The Company will consider placing a proposed issue on the agenda only the one that is truly beneficial to the Company and the shareholders and such matter must be deemed appropriate.
- 6) The Company's judgment is final.

2.2 In the matter of nominating a Director, the candidate(s) must possess all the qualifications as required by the regulating agencies and the applicable laws including their amendments as follows:

- 1) The Office of the Securities and Exchange Commission
- 2) The Stock Exchange of Thailand
- 3) The Securities and Exchange Act B.E. 2535 (1992) and Amendment to the Act B.E.2551 (2008)
- 4) The Public Limited Company Act B.E. 2535(1992) and Amendment to the Act B.E. 2551 (2008)
- 5) The Company's Articles of Association

and the nominated candidate must submit a letter of consent for consideration to take up the office of Director and related documents i.e. documentary evidences showing education, training, work experience etc.

2.3 Person(s) proposing a matter on agenda must submit the agenda proposal and related documents in writing by registered mail to the Company at the address below within 31 January 2013.

Formal Address of the Company

Investor Relation Department

Siam Future Development Public Company Limited

99 Ratchadapisek Road,

Din Daeng, Bangkok

10400

(Proposal for AGM Agenda)