

For consideration of Agenda 7: To appoint the Auditor and fix the audit fee for the year 2009.

According to the Board of Directors Meeting No.1/2009 held on February 20, 2009, the meeting agreed to appoint the Company and subsidiaries' auditor and to fix the auditing fees for the year 2009, which have already been agreed by the Audit Committee, to propose to the Shareholder's meeting as follows:

1. Appointing auditors of KPMG Phoomchai Audit Ltd., as name listed below. Anyone of them shall be empowered to audit and express their opinion on the financial statement for the year 2009.

<u>Names</u>	<u>CPA Registration No.</u>	<u>Service Period</u>
1) Mr.Thirdthong Thepmongkorn	3787	3 Years (since 2006)
2) Mr.Winid Silamongkol	3378	-
3) Mr.Vichien Thamtrakul	3183	-

KPMG Phoomchai Audit Ltd. and the persons proposed as auditor of the Company and subsidiaries are not shareholder and have no relationship or any interest with the Company and subsidiaries, executives, and related persons, in a way that may impact their performing task independently.

2. Determining the audit fee as follows:

	<u>Year 2009 (Baht)</u>	<u>Year 2008 (Baht)</u>
1) Audit fee	5,220,000	4,600,000
2) Non audit fee	-	-

The audit fees in year 2009 increases by Baht 620,000 from the previous fiscal year due to the Company's expansion and it has not non-audit services from KPMG Phoomchai Audit Ltd. both in year 2008 and 2009.

Moreover, KPMG Phoomchai Audit Ltd., is the auditor of the Company and the subsidiaries totaling 21 companies namely:

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| 1. Central Pattana Public Co., Ltd. | 12. Central Realty Service Rama 3 Co., Ltd. |
| 2. Central Realty Service Co., Ltd. | 13. Bangna Central Property Co., Ltd. |
| 3. Lang Suan Realty Co., Ltd. | 14. Central Play Land Co., Ltd. |
| 4. Central Food Avenue Co., Ltd. | 15. CPN Pattaya Beach Co., Ltd. |
| 5. Central Pattana Rama 2 Co., Ltd. | 16. CentralWorld Co., Ltd. |
| 6. Central Pattana Chiangmai Co., Ltd. | 17. CPN Construction Management Co., Ltd. |
| 7. Central Pattana Rattanathibet Co., Ltd. | 18. CPN Pattaya Beach Hotel Co., Ltd. |
| 8. Central Pattana Khon Kaen Co., Ltd. | 19. Thai Business Fund 2 |
| 9. Central Pattana Chonburi Co., Ltd. | 20. Thai Business Fund 4 |
| 10. Central Pattana Nine Square Co., Ltd. | 21. Thai Business Fund 5 |
| 11. Central Pattana Rama 3 Co., Ltd. | |