

**AGM Agenda Proposal From**

I, (Mr./Mrs./Miss) \_\_\_\_\_ as a  
shareholder of MCOT Public Company Limited, holding \_\_\_\_\_ shares,  
residing at \_\_\_\_\_ Road \_\_\_\_\_ Sub-district \_\_\_\_\_  
District \_\_\_\_\_ Province \_\_\_\_\_ Mobile Phone Number \_\_\_\_\_  
Telephone (Home/Office) \_\_\_\_\_ E-mail address (if any) \_\_\_\_\_

(1) would like to nominate (Mr./Mrs./Miss) \_\_\_\_\_, Age \_\_\_\_\_

Who has the suitable qualifications for appointment as Director of MCOT Plc. and has no prohibited characteristics in accordance with the criteria of qualifications laid down by the Company and provides evidences of nomination consent as well as the certified copies of qualifications such as biography, academic and career record and supporting documents, total \_\_\_\_\_ pages.

(2) I. (Mr./Mrs./Miss) \_\_\_\_\_, hereby certify that all statements contained herein, including evidence of shareholding and supporting documents for consideration are accurate in all respects; in witness whereof, I hereunder affix my signature as evidence.

\_\_\_\_\_  
Shareholder  
( \_\_\_\_\_ )  
Date \_\_\_\_\_

(3) I (Mr./Mrs./Miss) \_\_\_\_\_, person, who is nominated to be under Clause (1), am hereby consent and certify that I am fully qualified and do not possess any prohibited characteristics in accordance with Clause 2.2 of the Company's criteria to grant rights to the shareholder to nominate person for directorship. The aforementioned disclosure of information and submitted documents of all pages are correct and complete; in witness whereof, I hereunder affix my signature as evidence.

\_\_\_\_\_  
Nominee  
( \_\_\_\_\_ )  
Date \_\_\_\_\_

**Remarks: The shareholders shall herewith enclose the following documents:**

1. Evidences of shareholding: share certificate issued by a securities company or other evidences issued by Thailand Securities Depository Co., Ltd. and the Stock Exchange of Thailand.
2. Copy of Identification i.e. in case the shareholder is an ordinary person, the shareholder shall enclose a copy of identification card or passport (for foreigners). In case shareholders are juristic persons, a copy of the corporate affidavit and a copy of identification or passport (in case of foreigners) of authorized director must be enclosed and certified true copies by such director.
3. Shareholders can unofficially submit the Director Nomination Form (Form B) in advance to the Office of Company Secretary via facsimile at 0 2245 1854 or e-mail address: [csmcot@mcot.net](mailto:csmcot@mcot.net) or website at [www.mcot.net/ir](http://www.mcot.net/ir) prior to submission of the original Form to the Company.
4. The original Form A must be submitted by 31 December annually in order to allow the Board of Directors to consider in accordance with the criteria laid down by the Company.
5. The Company shall revoke the rights of shareholders to nominate a candidate for appointment as Director if founded that the information provided is incomplete or incorrect. The decision of the Board of Directors shall be final.
6. The nominee must enclose Qualifications Inspection Form and letter of consent to disclose the information in accordance with inspection of qualifications of the Securities and Exchange Commission and the Stock Exchange of Thailand.

## Inspection of Qualifications of Directors of MCOT Public Company Limited

### 1. General Qualifications

No.	General Qualifications	Affirm	Deny
1.1	Having Thai nationality		
1.2	Being not more than 65 years of age on the date of appointment		
1.3	Having suitable qualifications and experience in the corporate business		
1.4	Not being a bankrupt or a dishonest bankrupt		
1.5	Not having been sentenced to jail by the court's verdict unless such penalty is for criminal negligence or petty crimes		
1.6	Not being a person of unsound mind or a distraught person		
1.7	Not having been under the judgment or order of the court to have one's property forfeited due to being suspiciously wealthy or having suspiciously increased property		
1.8	Not being a member of the House of Parliament, the Senate or local councils nor being a local administrator		
1.9	Not being a political government official except for the position of Director as specified by the law		
1.10	Not holding any position in any political party, nor being an officer of any political party		
1.11	Not having been fired, dismissed or discharged due to malpractice		
1.12	Not being a shareholder of the Company or the juristic person whose shares are held by the Company (This is to be applied only to those who are government officials, agents or employees granted a position by or receiving a salary from the central government, regional government, local government or other governmental bodies. Any person part from these may hold not more than 0.5 percent of the shares of the Company or the juristic person whose shares are held by the Company) (3,435,496.05 shares)		
1.13	Not holding office in any juristic person whose shares are held by the Company except that the Board of Directors of the Company assigned such person as Director or as other position in the juristic person whose shares are held by the Company		
1.14	Not being a Director, an executive or an authorized person, not having interests in the juristic person who is a concessionaire or venture capitalist, nor having interests in the Company's business unless being a Chairman, a Director or an executive as assigned by the Company		

No.	General Qualifications	Affirm	Deny
1.15	Not having any controversy over any major shareholder of MCOT		
1.16	Being prohibited to operate similar competing businesses and to be a partner of general and unlimited partnership. Neither being directors of any other company nor private company, public company limited operating similar competing businesses, neither for their own benefits nor others' except that such director informs the Meeting prior to his/her appointment.		
1.17	The Director shall notify the Company immediately if he/she has interests either directly or indirectly in any contracts done by the Company within the fiscal year or has more or less shares or debentures in the Company or affiliated companies within the fiscal year		

**2. Specific Qualifications for the Position of Audit Committee**

No.	Specific Qualifications	Affirm	Deny
2.1	Holding shares not more than 5 percent of paid-up capital of the Company, affiliated companies, associated companies or related companies, including shares held by related persons		
2.2	Being a Non-executive Director of the Company, affiliated companies, associated companies, related companies or their major shareholders and not being an employee, an officer or a consultant who receives salaries from the Company, affiliated companies, associated companies, related companies or their major shareholders		
2.3	Not having interests either directly or indirectly in financial or administrative work of any listed company, affiliated company, subsidiary company, joint venture company or major shareholder nor having had such interests within 1 year prior to being appointed as an Audit Committee		
2.4	Not being a related person or close relative of any Executive Director, executive or major shareholder of the Company		
2.5	Not being appointed to be the representatives to protect the interest of the Board of directors, major shareholders and shareholders related to major shareholders of the Company.		
2.6	Independently performing their duties, expressing their opinions, and reporting on operating results as assigned by the Board of Directors. Not being influenced by the Company's executives or major shareholders or their related persons or close relatives.		

**3. Educational Qualifications**

No.	Specific Qualifications	Affirm	Deny
3.1	Having Bachelor's degree or higher		

..... **Profile's owner**

Date.....

**Remarks: "Related person" means**

1. Spouse
2. Offspring below legal age
3. Ordinary partnership of which such person, spouse or offspring below legal age are partners.
4. Limited partnership of which such person, spouse or offspring below legal age are partners without limited liability or partners with limited liability, holding shares altogether more than 30%.
5. Limited company or public limited company of which such person, spouse, offspring below legal age or the persons in No. 3 – 4 are partners holding shares altogether more than 30%.
6. Limited company or public limited company of which such person, spouse, offspring below legal age or the persons in No. 3 - 4 or the company in No. 5 are partners, holding shares altogether more than 30%.
7. Juristic person in Sections 246 and 247 of the Securities and Exchange Act who has administrative power as the representative of juristic person