

**Nominated Qualified Candidate for Directorship in the ..... Annual General Meeting**

**1. General Information of Shareholder**

Name (Mr., Mrs., Ms., Company)

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Current Address:

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Tel ..... Fax .....

E-mail : .....

**2. Numbers of Shares Held:**

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**3. Qualified Candidate(s) for Directorship:**

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**4. Required Supplementary Documents to Be Submitted by Shareholder with This Form**

4.1 The evidence of share holding, i.e. the certificate of shares held issued by securities companies or any other certificates from Thailand Securities Depository Co., Ltd. or the Stock Exchange of Thailand or custodian, or Securities Paper and certified true copies by such shareholder.

4.2 The evidence of Identification:

- Natural person: copy of valid identification card / passport (in case of non-resident); attached with certifying signatures of the authorized signatories

- Juristic person: copy of the company’s affidavit and copy of valid identification card or passport (in case of non-residents) of authorized signatories who signs this form, attached with certifying signatures of the authorized signatories

**5. Representation and Warranty**

I hereby represent and warrant that all information and supplementary documents provided and attached hereto are true and complete and I hereby give my permission to **THE BROOKER GROUP PLC.** to disclose such information and supplementary documents.

..... Shareholder’s Signature

( ..... )

Date .....

Affix Commercial Stamp (If Any)

**Bio-data of Nominated Qualified Candidate for Directorship** Affix 2-inch Color Photo

**In ..... Annual General Meeting**

**1. General Information of the candidate**

(1) Name-Surname ( Thai).....

(English) .....

(2) Date of Birth ..... Age ..... Year

(3) Nationality .....

(4) Spouse's Name ..... (Maiden Name..... )

(5) Number of Children .....

Name ..... Age ..... Year Place of Work .....

Name ..... Age ..... Year Place of Work.....

Name ..... Age ..... Year Place of Work.....

Name ..... Age ..... Year Place of Work.....

**2. Current Address**

(1) Business Address Name .....

# ..... Soi ..... Road .....

Tambon ..... District .....

Province ..... Tel .....

(2) Home Address Name .....

# ..... Soi ..... Road .....

Tambon ..... District .....

Province ..... Tel .....

(3) Overseas Address (only for a non-resident, please specify overseas contact address)

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**6. Shareholding in THE BROOKER GROUP PLC.** as of ..... (the proposal date)

Common Shares ..... shares

Spouse's Common Share Holding ..... Shares

Minor children (1) Name ..... holds common share ..... shares

(2) Name ..... holds common share ..... shares

I (Mr./Mrs./Miss) ..... Give consent and information as stated above for the nomination and appointment as the Company's director and I hereby represent and warrant that all information and supplementary documents are true and complete and I hereby give my permission to THE BROOKER GROUP PLC. to disclose such information and supplementary documents.

..... Candidate's Signature  
(.....)

Date .....

## Questionnaire on Qualifications of Nominated Directorship Candidate

### In ..... Annual General Meeting

Name of Candidate (Thai) .....

(English).....

Please mark “X” in one of the right columns as applied to you

#### Part 1 Directors’ General Information

No.	Information	Answer	
		Yes	No
1.	Being a natural person at legal age		
2.	Holding shares of not more than 0.5 percent of total paid-up capital of the Company, affiliated company, or associated company or related company, which shall be inclusive of the shares held by related persons ( <i>spouse, father, mother, foster parents, children, foster children and other juristic persons as specified by law</i> )		
3.	Does not take part in management and is not an employee, staff member, or advisor who receives a regular salary, nor is an auditor, lawyer or other professional in a field which may affect the giving of independent opinions to the Company, affiliated company, or associated company, nor is a person with control power in those companies, and nor is a person with conflict of interest unless out of such a position for more than 1 year		
4.	Has no direct or indirect business relationship in a way which limits the director’s independence, with an amount and value at a significant proportion of the Company’s income, nor has direct and indirect benefit or interest in finance and management of the Company, affiliated company, or associated company, nor is a person with conflict of interest in a way that may affect the giving of independent opinions		
5.	Not being a close relative ( <i>e.g. father, mother, brother, sister, spouse, child, including spouse of child</i> ) of top management member or majority shareholder ( <i>persons holding shares of more than 5 percent of total paid-up shares</i> ), of the Company, affiliated company, associated company or a person with conflict of interest. Not being a representative in safeguarding the interests of the Company’s directors and majority shareholders		

Sign ..... Directorship Candidate

## Part 2 Characteristics of Company Directorship

No.	Information	Answer	
		Yes	No
1.	Currently or ever having been bankrupt, put under court order on receivership, incompetence or quasi-incompetence		
2.	Ever having been convicted or imprisoned or suspension of the execution of imprisonment due to dishonesty		
3.	Ever having been fired or dismissed from government service or other government agencies due to corruption		
4.	Ever having been removed from a position of chairman, director, or manager, in accordance with Section 144 or Section 145 of the Securities and Exchange Act, or in accordance with the provisions of other laws		
5.	Being a political official, a member of Parliament, a senator, a member of a municipal council, or a district executive		
6.	Being a manager or a person with power of management of a partnership or a limited company in which such person him/herself or any person or partnership as specified in Sections 258 (1), (2), (3), (4), (5) or (6) of the Securities and Exchange Act is a partner or shareholder		
7.	Has a prior record of having acted in an improper manner, having run an unfair or untrustworthy business or taken advantage of investors, or currently or having been a part of, or supporter of such wrongdoing, of other persons		
8.	Has acted, or undertaken any business, in a fraudulent manner, or caused severe damage or acted in a manner that is not suitable, whether legitimate or illegitimate		
9.	Having been in default in paying principal or interest to a financial institution		
10.	Being named on the list of ineligible executives under the regulations of the Stock Exchange of Thailand (SET)		
11.	Being prohibited from serving or acting as a director, manager, person with managing authority or an advisor to listed company		
12.	Being under accusation or proceedings by the competent agency whereby such actions are instituted for wrongdoing in respect of unfair securities or derivatives trading, or fraudulent, dishonest or deceitful management		

Sign ..... Directorship Candidate

No.	Information	Answer	
		Yes	No
13.	Acts or has acted in a way to intentionally make false statements on material facts, or hide material facts which should have been disclosed to the public or submitted to the SEC's Office, SEC or the financial institution regulatory agency, or is and has been a part of, or supported such wrongdoing, of other persons		
14.	Being disqualified by the Stock Exchange of Thailand from serving as an executive for a listed company in accordance with SET regulations		
15.	Having any prohibited characteristics for entry into the Kingdom of Thailand as stated in the Immigration Act ( <i>In case not residing in Thailand, or not a Thai national</i> )		

**Part 3 Directorship or Executive Positions in Other Companies and Conducts of Businesses Likely to Create Conflict of Interest.**

No.	Information	Answer	
		Yes	No
1.	Holding the position of chairman, executive director or director with full signatory authority, singly or severally, in another company, by no more than three business groups (Business group refers to a group of parent company, subsidiary and associated companies, or a group of companies under the same management group or per person.)		
2.	Being a director in no more than 5 listed companies		
3.	Running similar businesses which compete with the Company, or holding ordinary shares or being a partner, with unlimited liabilities in a limited partnership, or holding a director position in a private or other company undertaking similar business which competes with the Company, either for the sake of his/her own, or other persons', interests		
4.	Being a person holding conflict or pending legal proceedings in court, or a juridical arbitrator with the Company as a litigant in the case		

Sign ..... Directorship Candidate



**Part 4 Other Requirements**

No.	Information	Answer	
		Yes	No
1.	Leadership, outstanding and vision, creativity, management expertise and determination to propel the organization to success		
2.	Able to work full-time at the Company, and be devoted to the success of the organization and its benefit		
3.	Respectful of ethics and morality, as well as a transparent working experience, and being able to express free and independent opinions		

Sign ..... Directorship Candidate