



## **Amarin Printing and Publishing Public Company Limited Criteria for Nomination of Company Directors**

According to Section 1.1 of the Company's corporate governance policy on treating shareholders equally, Amarin Printing and Publishing Plc. has set up guidelines to allow minority shareholders having combined shares of not less than 10% of the total issued shares to propose candidates for directorship to the Board of Directors in advance. The proposal must be accompanied by supporting documents regarding the candidate's qualification and the candidate's consent form, all of which must be submitted to the Company before April, 2014, when the Annual General Meeting (AGM) of Shareholders will be held. Details are as follow:

### **Qualification of eligible shareholders:**

1. Being the Company's shareholders with combined shares of not less than 10% of the total issued shares.
2. Shareholders must hold the required proportion of shares as described above for at least 3 years on the date of proposal and on date of the shareholders meeting.
3. Present the evidence of share ownership such as the certificate of shares issued by the security company, other documents from the Stock Exchange of Thailand or other documents which prove the share ownership.

### **Qualification of director candidate:**

1. Not having prohibited characteristics according to the Securities and Exchange Act (4<sup>th</sup> Edition) B.E. 2551.
2. Not having prohibited characteristics according to the regulations of the Stock Exchange of Thailand or the Securities and Exchange Commission.
3. Having at least 10 years working experience in the printing industry or in other relevant fields.

### **Supporting documents**

1. A copy of the citizen identification card and the household registration of the shareholder and the director candidate.
2. A copy of the education certification and background of the director candidate.
3. The candidate's consent to nomination letter.



---

## Consideration Procedures

1. The eligible shareholder prepares the Director Nomination Form by collecting signature(s) from shareholder (s) (Form 1) along with the Director Candidate Profile (Form 2) and the Candidate's Consent to Nomination Letter (Form 3) and sending them to the Chairman via postage mail by February 7, 2014 to the below address. The forms are available for download at <http://www.amarin.co.th>.

**Chairman of the Company**

Amarin Printing and Publishing Plc.  
378 Chaiphruk Road (Borom Rachachonnanee  
Road) Taling Chan District, Bangkok 10170

2. The Company Secretary will perform the initial screening and will screen out candidates who are not qualified or possess prohibited characteristics as well as any nomination submitted by unqualified shareholders. In this situation, the Secretary will send a notification letter regarding the issue closure to the relevant shareholders by February 14 2014. If the documents submitted are complete according to the Company's requirements, the Secretary will present the candidate list to the Board during the monthly meeting in February, 2014.
3. Candidates approved by the Board will be included in the Shareholders AGM agenda along with the Board's opinion. For candidates who are not approved, the Company will publish the notification and reasons for disapproval promptly after the meeting via the corporate website.



**Form 1  
Director Nomination**

I, as a shareholder, wish to nominate.....

as a board director of the Company and have collected a list of shareholder (s) as follows:

<b>Sequence</b>	<b>First Name</b>	<b>Last Name</b>	<b>Share Registration Number</b>	<b># Shares</b>	<b>Signature</b>
1.					
2.					
3.					
4.					
5.					
6.					
7.					
8.					
9.					
10.					
11.					
12.					
13.					
14.					
15.					
16.					
17.					
18.					
19.					
20.					
21.					
22.					
23.					
24.					
25.					
26.					
27.					
28.					
29.					
30.					



**Form 2**  
**Director Candidate Profile**

**1. Title** .....  
First Name .....  
Last Name .....  
Date of Birth .....  
Nationality .....  
Citizen Identification Number .....

**2. Current Address**.....  
.....  
.....

**3. Education**  
Bachelor's Degree..... Institute.....  
Master's Degree ..... Institute.....  
Doctorate Degree ..... Institute.....  
Other ..... Institute.....

**4. Directorship Experience**  
Listed Company ..... years  
Limited Company .....years

**5. Directorship experience**  
Position.....Duration.....  
Company.....  
Position.....Duration.....  
Company.....  
Position.....Duration.....  
Company.....  
Position.....Duration.....  
Company.....



**6. Experiences**

On .....

.....

On .....

.....

**7. Reasons and qualifications for being a director**

.....

.....

.....

.....

.....

**8. Contact Address**

.....

.....

.....

Email .....



---

**Form 3**  
**Candidate's Consent to Nomination**

I, Mr./Mrs./Miss.....Last name .....,  
the person being nominated to be a director of the Company hereby consent to be nominated  
as a director of Amarin Printing and Publishing Plc. I am aware of the criteria and guidelines  
associated with holding the directorship of the Company.

(Signed).....Person giving consent  
(.....)  
Date.....



## **Amarin Printing and Publishing Public Company Limited Criteria for Proposal of 2014 Shareholders AGM Agenda**

The Company recognizes the importance of good corporate governance and is committed to running the business on such basis which is a key factor leading to a well-structured, transparent and productive organization. As such, the Company has established guidelines regarding the fair and equal treatment of shareholders. Subject to the Company's regulations and applicable laws, the Company allows the minority shareholders to propose meeting agenda in advance. The 2014 Shareholders AGM Agenda Proposal Form can be downloaded from <http://www.amarin.co.th> and submitted to the Company 14 days after the Company has notified the meeting schedule and agenda to the Stock Exchange of Thailand. In addition, for clarity and transparency of the procedures and methods for consideration, the Company has set up the criteria for AGM agenda proposal as follows:

### **1. Qualification of shareholders:**

1. Being the Company's shareholders with combined shares of not less than 5% of the total issued shares.
2. Shareholders must hold the required proportion of shares as described above for at least 3 years on the date of proposal and on date the shareholder proposes the agenda.
3. Being able to present the evidence of share ownership such as certificate of shares etc.
4. The eligible shareholder must complete the 2014 Shareholders AGM Agenda Proposal form.

### **2. Matters that may not be included in the meeting agenda:**

1. Matters that are beyond the authority of the Company
2. Matters that violate the laws, notifications, rules and regulations of government agencies or other regulatory bodies or matters that do not comply to the objectives of the Company's articles of association, shareholders' resolutions and good corporate governance.
3. Matters already undertaken by the Company.
4. Matters that only benefit a particular person or group of persons.
5. Matters that may cause significant damages to all shareholders.
6. Matters which the Board deems unnecessary to be included in the agenda and which the Board can reasonably explain the reason to shareholders.

### **3. Consideration Procedures**

1. The fully qualified shareholder fills out the 2014 Shareholders AGM agenda proposal form, downloadable from [www.amarin.co.th](http://www.amarin.co.th) and proposes the meeting agenda via fax at 0-2423-9900 Ext. 6800 or via Email address: [ir@amarin.co.th](mailto:ir@amarin.co.th). In addition, the signed original AGM agenda proposal form must be sent via postage mail according to the Company's criteria and delivered to the Company no later than February 7, 2014 to the following address:



**Secretary of the Company**

Amarin Printing and Publishing Plc.  
378 Chaiphruk Road  
(Borom Rachachonnanee Road)  
Taling Chan District, Bangkok 10170

2. The Company Secretary will perform initial screening of the incoming proposed agenda to be forwarded to the Board. The Board will then consider the agenda prior to the 2014 AGM of Shareholders and will only include those deemed relevant and beneficial to the Company's business.

3. Matters approved by the Board as well as the Board's opinion will be included in the meeting agenda in the invitation letter to the 2014 AGM of Shareholders.

4. The Company will notify shareholders promptly of proposals disapproved by the Board due to being matters not qualified to be included in the meeting agenda along with disapproval reasons via the corporate website.





**Amarin Printing and Publishing Public Company Limited**

**2014 Shareholders AGM Agenda Proposal Form**

I, Mr./Mrs./Miss .....

Citizen Identification Number.....

Residing at .....

.....

.....

Home / Work Phone.....

Fax / E-mail .....

Being a shareholder of Amarin Printing and Publishing Plc. holding..... shares

Share registration number ..... (more information on the attachment)

Wish to propose the following agenda for the 2014 Annual General Meeting of Shareholders:

1. Proposed Agenda .....

.....

.....

Reasons for consideration.....

.....

.....

2. Proposed Agenda .....

.....

.....

Reasons for consideration.....

.....

.....

3. Proposed Agenda .....

.....

.....

Reasons for consideration.....

.....

.....

**Please submit documents to support the agenda proposal and evidence of share ownership via fax or via the email address above by February 7, 2014.**



### The 2014 Shareholders AGM Agenda Proposal form

I, as a shareholder, wish to propose meeting agenda in advance and have collected a list of shareholder (s) as follows:

<b>Sequence</b>	<b>First Name</b>	<b>Last Name</b>	<b>Share Registration Number</b>	<b># Shares</b>	<b>Signature</b>
1.					
2.					
3.					
4.					
5.					
6.					
7.					
8.					
9.					
10.					
11.					
12.					
13.					
14.					
15.					
16.					
17.					
18.					
19.					
20.					
21.					
22.					
23.					
24.					
25.					
26.					
27.					
28.					
29.					
30.					