

## **Criteria and Procedures for Director Nomination**

### **Objective**

SC Asset Corporation Public Company Limited. ("Company") has policy to hold the shareholders meeting complied with the law and regulations as prescribed by any involving authorities, by holding the shareholders meeting in accordance with the equitable treatment of shareholders with an opportunity for shareholder to participate and receive information through the simply procedure for understanding.

Therefore, the Company has policy to facilitate shareholder(s) in nominating qualified candidates for Director election proposing in advance of the 2020 Annual General Meeting of Shareholders which is a part of the Principles of Good Corporate Governance regarding of the equitable treatment of shareholders.

### **Shareholder Eligibility Criteria for Submissions**

Shareholders who wish to propose the director nominations must be qualified in accordance with the criteria as follows:

1. Being a shareholder on the date of submission,
2. Being a holder or a group of the Company's common shares, with holding the Company's shares and having the right to vote with the amount not less than 50,000 shares.

### **Director Qualification:**

- Having knowledge and competency regarding of the Company's business, and be willing to devote sufficient time in carrying out their duties and responsibilities.
- Having the qualification according to the Public Limited Company Act B.E.2535, the Securities and Exchange Act B.E.2535 (including amendment versions) and the principles of Good Corporate Governance of listed companies.
- Being the director of listed companies not more than two companies but Chief Executive Officer shall maintain position only in the SC Asset Corporation Public Company Limited. According to the principles of Good Corporate Governance of listed companies.

### Consideration Procedures

- The qualified shareholder is entitled to nominate a qualified candidate to be elected as the Company's director in advance by filling out a form to propose a name of director candidate (**Form-B**) as per attached, or may submit initial information by facsimile to the number 0-2949-2221 or by E-mail to the Company Secretary <somboon@scasset.com> or the Secretary of the Audit Committee <pannee@scasset.com> prior submitting Form-B to the Board of Directors later.
- All documents must be submitted to the Company **within 2 February 2020** with other supplementary documents requested in Form-B
- The Company Secretary shall initially consider Form-B prior proposing to the Nomination and Remuneration Committee and the Board of Directors Meeting for consideration respectively.
- The qualified candidate approved by the Nomination and Remuneration Committee and the Board of Directors shall be proposed to the Annual General Meeting of Shareholders for consideration accordingly.
- In case of the nominated candidate is disapproved by the Nomination and Remuneration Committee or the Board of Directors, the Company shall inform the shareholder via Company's website <<http://www.scasset.com>> and Stock Exchange of Thailand.

**The Company's Directors Nomination Form  
In 2020 Annual General Meeting of Shareholders of  
SC Asset Corporation Public Company Limited**

Date .....

I/We **1. (Mr. / Mrs. / Miss)** .....aged..... years,  
nationality.....address.....  
.....  
phone ..... E-mail .....as a shareholder  
of SC Asset Corporation Public Company Limited, holding the total amount of.....share(s)

**2. (Mr. / Mrs. / Miss)** .....aged..... years,  
nationality.....address.....  
.....  
phone ..... E-mail .....as a shareholder  
of SC Asset Corporation Public Company Limited, holding the total amount  
of.....share(s)

**3. (Mr. / Mrs. / Miss)** .....aged..... years,  
nationality.....address.....  
.....  
phone ..... E-mail .....as a shareholder  
of SC Asset Corporation Public Company Limited, holding the total amount of.....share(s)

**4. (Mr. / Mrs. / Miss)** .....aged..... years,  
nationality.....address.....  
.....  
phone ..... E-mail .....as a shareholder  
of SC Asset Corporation Public Company Limited, holding the total amount of.....share(s)

Holding altogether.....share(s), represented.....percent of the Company's  
existing right to vote.

Would like to propose (Mr. / Mrs. / Miss) ..... aged.....years  
who is fully qualified in accordance with the criteria of the Company to be the director.

The candidate has been signed below as the evidence of consent and also enclosed the curriculum vitae together with other supporting documents.

I / We certify that all information in this Form-B and all supplementary documents are true and correct. I hereby consent to the disclosure of the attached information and evidence of shareholding if the company deems it necessary.

Signed ..... Shareholder  
( )

Signed ..... Shareholder  
( )

Signed ..... Shareholder  
( )

Signed ..... Shareholder  
( )

I (Mr. / Mrs. / Miss) ..... consent and certify that I have the qualification as prescribed and supporting documents are true and correct. As evidence in this matter, I hereby sign my name below.

Signed ..... Candidate  
( )

**Remark**

1. Shareholder must enclose the Shareholding Evidence such as Certificate from Securities Company, other evidence from SET and other documents for consideration.
2. Shareholder must enclose the Shareholder's Evidence such as a copy of identification card or passport (in case of the foreigner) and certified true copy. In case the shareholder is a juristic person, please enclose a copy of affidavit and a copy of Identification card or passport (in case of the foreigner) of authorized directors and certified true copy.

3. Candidate shall enclose the Candidate's Evidence such as a copy of identification card or passport (in case of the foreigner) and certified true copy.
4. Please submit Form-B to the Company within designate time prescribed by the company
5. If more than one candidate is proposed, shareholders must complete one Form-B per one candidate.
6. The company shall not consider the Form-B with inadequate information for consideration.
7. In case more than 4 shareholders jointly nominate director prior to Annual General Meeting of Shareholders, name and other additional information must also be specified according to this form as stated above.