

The Criteria for shareholders right to propose the Agenda of Annual General Meeting of Shareholders for the year 2016

1. Objective

Sea Oil Public Company Limited (“the Company”) realized the importance of all shareholders and complied with the good corporate governance policy on the right of shareholders to propose the agenda, in order to ensure the equitable treatment of shareholders. Therefore, the Company would like to invite our shareholders to propose the agenda which significant and beneficial to the Company business.

2. Qualification of shareholders to propose the agenda of the Annual General Meeting of Shareholders (AGM).

- 2.1 Being the ordinary shareholder of the Company which can be either for single or several combined shareholders hold the minimum shares of not less than 5(five) percent of total number of voting rights.
- 2.2 Being the Company’s shareholders in the specified proportions in item 2.1 at least one year continued and must be hold the shares on the proposal date.

3. Criteria and Procedure

3.1 The proposal that will not be placed on the Agenda.

The Company reserves the rights not to include the following in the AGM Agenda.

- 3.1.1 The proposal which violates the laws, rules, regulations of the government agencies or not complied with the objective, the article of association, the shareholder resolution and code of business conduct of the company.
- 3.1.2 The proposal which is beneficial for specific person or group and no benefit to the company.
- 3.1.3 The proposal which affect to the authority’s management by Board of Directors unless in case of causing significant damage to the whole shareholders.
- 3.1.4 The proposal which is beyond the control of the company.
- 3.1.5 The proposal which the Company has already operated.
- 3.1.6 The proposal which the shareholders are not fully qualified according to item 2.
- 3.1.7 The proposal which the information or document provided by the shareholders, are incorrect, incomplete or propose out of time.
- 3.1.8 Any other matter which the Capital Market Commission announce and define.

3.2 Conditions and Consideration procedure

3.2.1 The shareholder fill in and affix the name as evidence on the “**Agenda proposal form for the Annual General Meeting of Shareholders** ” In addition, the Shareholder must submit the mention form with supporting document as following :-

- Evidence of shareholding i.e. the certificate of shares’ held issued by the Securities Company or any other evidence to be certified by the Registrar.
- Personal documents, i.e. a copy of Identification Card (For Thai Nationality person) or a copy of passport (For Foreign shareholder) or copy of corporate affidavit with identification card or passport of the authorized director must be enclosed and certified true copies by such director. (For Juristic persons)
- Other supporting documents which will be beneficial to the Board ‘s consideration (if any)

3.2.2 In case of several shareholders have combined to propose the agenda ,each shareholder must individually fill in and sign on the “Agenda proposal form for the Annual General Meeting of Shareholders ” the shareholders must provide the required document as stated in the form then gather into one set and send to the company .If wish to propose more than 1 agenda ,separate form must be used for each agenda item proposal along with each supporting document.

3.2.3 To submit the form and supporting document unofficially via

Facsimile: 02-398-2125 or E – mail: saowanee@seaoilthailand.com

3.2.4 To submit the original of the “Agenda proposal form for the Annual General Meeting of Shareholders” with the evidence and other supporting document, must be affixed the name and delivered to the Company within February 15, 2016 at the following address:-

The Company Secretary Office

Sea Oil Public Company Limited

88 Soi Bangna – Trad 30, Bangna, Bangkok 10260

3.2.5 The Company Secretary will initially gather /review all the “Agenda proposal form for the Annual General Meeting of Shareholders” together with the evidence according to the Criteria and Procedure before proposing to the Company’ Board of Directors for approval

3.2.6 Any proposals with approval by the Board of Director will be included in the AGM agenda with the Board of Directors’ opinion. For the proposal disapproved to be place in AGM Agenda, the Company shall inform the shareholder with the reason through the company website or any proper channels.