



บริษัท น้ำตาลขอนแก่น จำกัด (มหาชน)  
坤敬糖廠有限公司 (大衆)  
KHON KAEN SUGAR INDUSTRY PUBLIC COMPANY LIMITED

-Translations-

No. SB...064/2014

26 September 2014

Subject: Right of Shareholders to propose agenda and nominate persons to be elected as Company Directors at Annual General Meeting in advance

To: The President  
The Stock Exchange of Thailand

Khon Kaen Sugar Industry Public Company Limited (KSL) hereby announces that KSL had given opportunity to the shareholders to propose Shareholders Meeting Agenda as well as to nominate persons to be elected as Company Directors in Annual General Meeting of the Shareholders. The said issues for the coming Annual General Meeting of Shareholders 1/2015 can be proposed from 1 October 2014 to 31 December 2014 by following the procedures as prescribed in the attachment, which is also announced on the company's website <http://www.kslsugar.com>.

Please be informed accordingly.

Yours sincerely,

Khon Kaen Sugar Industry Public Company Limited

-Signature-

(Mr. Dhajjai Subhapholsiri)

Company Secretary

Company Secretary Office:

Telephone: 02 642-6230

e-mail address: [secretary@ksigroup.com](mailto:secretary@ksigroup.com)

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ขออนุญาตเผยแพร่ข้อมูลนี้แก่ผู้ที่เกี่ยวข้องและผู้สนใจเท่านั้น ไม่สามารถนำข้อมูลนี้ไปเผยแพร่ต่อสาธารณชนได้  
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### Criteria for Shareholders to propose AGM Agenda

Shareholders are welcome to propose agendas that benefit or will benefit the Company's business and shareholders as a whole. Such proposals will be taken into account only when they are practicable and within the Company's scope of power.

#### 1. Criteria

- 1.1 The Company reserves the right to consider proposals from a shareholder whose name, surname, and number of shares held as well as other information specified in the attached Form are complete and correct. The Company will, within 30 days after the last submission date, examine whether the proposer is truly the Company's shareholders.
- 1.2 The shareholder who is entitled to propose the agenda may be one shareholder or a group of shareholders who holds KSL ordinary shares, at the date of proposal making, in aggregate not less than 5 (five) per cent of the total voting shares of the Company. The shareholder is requested to fill the attached Form so that the Company can verify the shareholding. Please note that evidence of shareholding is required.
- 1.3 The Board of Directors shall consider the matter proposed by a shareholder whether to put in the Annual General Meeting Agenda.
- 1.4 The Board of Directors reserves the right not to put the matter proposed by a shareholder in the Annual General Meeting Agenda if the matter is any of the followings.
  - 1.4.1 The matter is a normal course of business of the Company and the shareholder does not show any reasonable doubt as to the abnormality of such matter.
  - 1.4.2 The matter is beyond the scope of the Company's authorities.
  - 1.4.3 The matter has been proposed to the General Meeting within the last 12 (twelve) months and gets supporting votes less than 10 (ten) per cent of the total votes, provided that there has been no significant change of facts.
  - 1.4.4 The matter is considered by the Board of Directors that it is not necessary to become an agenda, whereby the decision is supported with appropriate reasons explainable to the proposing shareholder.

Shareholders shall fill the attached Agenda Proposal Form, and submit it to the Company from 1 October 2014 to 31 December 2014 (in case of sending by postal mail, the date of receipt stamp at the destination post office shall apply). A shareholder can submit the Forms by any of the following means:

(1) Registered mail to

COMPANY SECRETARY AND LEGAL OFFICE  
KHON KAEN SUGAR INDUSTRY PUBLIC COMPANY LIMITED  
503 K.S.L.TOWER 22<sup>th</sup> Floor, SRIAYUDHYA ROAD,  
THANON PHYATHAI SUB-DISTRICT, RATCHATHEWI DISTRICT,  
BANGKOK 10400

(2) E-mail to Company Secretary's Office at [Secretary@kslgroup.com](mailto:Secretary@kslgroup.com)

(3) Facsimile to Company Secretary's Office at 0-2642-6092

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**Agenda Proposal Form for Annual General Shareholders Meeting  
KHON KAEN SUGAR INDUSTRY PUBLIC COMPANY LIMITED**

Date .....

I, Mr./Mrs./Ms.....

ID Card No./ Passport No. ....

Accessible Address .....

.....

Telephone No. .... Facsimile No. ....

e-mail address .....

Number of KSL shares.....shares, as of date.....

*(Please attach the evidence of shareholding from a securities company or SET or TSD)*

Proposed Agenda .....

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Objective/Reason .....

.....

.....

.....

Sign ..... (Shareholder)

(.....)

## Nomination for Directorship of the Company

A shareholder may nominate a person who has appropriate qualifications to be a Company's director; provided that consent must be obtained from the nominated person.

### 1. Criteria

1.1 The Company reserves the right to consider proposal from a shareholder whose name, surname, and number of shares held as well as other information specified in the attached Form are complete and correct. The Company would, within 30 days after the last submission date, examine whether the proposer is truly the Company's shareholder.

1.2 The shareholder who is entitled to nominate a director may be one shareholder or a group of shareholders who holds ordinary shares, at the date of nomination, in aggregate not less than 5(five) per cent of the total voting shares of the Company. The shareholder is requested to fill the attached Form so that the Company can verify the shareholding. Please note that evidence of shareholding is required.

1.3 The Board of Directors shall select nominated persons with appropriate qualifications and propose them to the Annual General Meeting for directorship appointment.

1.4 The Company reserves the right not to propose the person nominated by a shareholder to the Annual General Meeting if he/she possesses the following characteristics.

1.4.1 The nominated person does not have certain qualifications or bears prohibited characteristics for directorship in a listed company as stipulated in the law on public company limited, notification of the Securities Exchange Commission, notification of the Stock Exchange of Thailand or other relevant laws.

1.4.2 The nominated person, if elected a director, may have conflict of interest while in duty, for example, being a director or an executive or a major shareholder in a rival company, or a customer or a business partner, etc.

1.4.3 The Board of Directors, upon due consideration, decides that the nominated person is not suitable for directorship; provided that such decision is supported with appropriate reasons explainable to the nominating shareholder.

### 2. Procedure

A shareholder may fill the attached Forms consisting of (1) Director Nomination Form and (2) Form - Personal Information of the Nominated Person for Directorship, signed by the nominated person and send both Forms to the Company during 1 October 2014 and 31 December 2014. In case of sending by post mail, the date of receipt stamp at the destination post office shall apply. A shareholder can submit the Forms by any of the following means:

(1) Registered mail to:

COMPANY SECRETARY AND LEGAL OFFICE  
KHON KAEN SUGAR INDUSTRY PUBLIC COMPANY LIMITED  
503 K.S.L.TOWER 22<sup>th</sup> Floor, SRIAYUDHYA ROAD  
THANON PHYATHAI SUB-DISTRICT, RATCHATHEWI DISTRICT  
BANGKOK 10400

(2) E-mail to Company Secretary's Office at [Secretary@ksigroup.com](mailto:Secretary@ksigroup.com)

(3) Facsimile to Company Secretary's Office at 0-2642-6092

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**Director Nomination Form**  
**KHON KAEN SUGAR INDUSTRY PUBLIC COMPANY LIMITED**

Date .....

I, Mr./Mrs./Ms. ....

ID Card No./Passport No. ....

Accessible address .....

Telephone No. .... Facsimile No. ....

E-mail address .....

Number of KSL shares ..... shares, as of  
date.....

*(Please attach evidence of shareholding from a securities company or SET or TSD.)*

would like to nominate .....as a candidate for the  
Company directorship. I have obtained consent form the nominated person and hereby attach the  
information of the person along with other relevant evidences.

Sign .....(Shareholder)  
(.....)

**Form - Personal Information of the Nominated Person for Directorship  
KHON KAEN SUGAR INDUSTRY PUBLIC COMPANY LIMITED**

Date .....

**Part I : Statement of Consent**

I, Mr./Mrs./Ms. ....

ID Card No./Passport No. ....

Accessible address .....

Telephone No. .... Facsimile No. ....

E-mail address .....

hereby give consent to Mr./Mrs./Ms..... to nominate myself as a candidate for the Company's directorship. I attach herewith relevant documents as follows.

- (1) A copy of ID card or passport (certified true copy)
- (2) A copy of household registration (certified true copy)
- (3) A copy of highest education certificate (certified true copy)
- (4) A copy of personal income tax payment receipt (certified true copy)
- (5) A photograph (1" or 2")

**Part II : Personal Information**

1. Name and Surname in English .....

2. Former Name/Surname (if changed).....

3. Date of Birth .....

4. Number of KSL Shares.....shares

5. Current Employment

Name of Organization .....

Address .....

Telephone No. .... Facsimile No. ....

6. Marital Status [ ] Single [ ] Married [ ] Divorced [ ] Other .....

Spouse's Name ..... Former Surname .....

Number of KSL Shares..... shares

Occupation ..... Name of Organization .....

Number of Children ....., namely,

(1) ..... Year of Birth.....

Number of KSL Shares..... shares

(2) ..... Year of Birth.....

Number of KSL Shares..... shares

(3) ..... Year of Birth.....

Number of KSL Shares..... shares

7. Highest Education Level

<u>Institution</u>	<u>Degree / Major</u>	<u>Year Graduated</u>
.....	.....	.....
.....	.....	.....

8. Training Curriculum or Seminar related to Directorship

<u>Course</u>	<u>Organizer</u>	<u>Year of Attendance</u>
.....	.....	.....
.....	.....	.....
.....	.....	.....
.....	.....	.....
.....	.....	.....

9. Work Experience until present (5 years)

<u>Name of Organization</u>	<u>Type of Business</u>	<u>Position</u>	<u>Since (mth /yr)</u> <u>To (mth/yr)</u>
.....	.....	.....	.....
.....	.....	.....	.....
.....	.....	.....	.....
.....	.....	.....	.....
.....	.....	.....	.....

10. Your Related Business (i.e. being a director or an advisor in other organizations, or holding shares in other organizations)

<u>Name of Organization</u>	<u>Number of Shares and percentage of total issued and paid up shares</u>	<u>Position</u> <u>(please specify authority pursuant to the Affidavit, if any)</u>	<u>Since (mth /yr)</u> <u>To (mth/yr)</u>
.....	.....	.....	.....
.....	.....	.....	.....
.....	.....	.....	.....
.....	.....	.....	.....
.....	.....	.....	.....

11. Spouse's Related Business (i.e. having a position in other organizations, or holding shares in other organizations more than 0.5% of total issued shares)

<u>Name of Organization</u>	<u>Number of Shares and Percentage of total issued and paidup shares</u>	<u>Position</u>	<u>Since (mth/yr)</u> <u>To (mth/yr)</u>
.....	.....	.....	.....
.....	.....	.....	.....
.....	.....	.....	.....
.....	.....	.....	.....



12. Litigation (except misdemeanor)

<u>Court</u>	<u>Status (plaintiff/ defendant/claimant)</u>	<u>Case (civil/ criminal/bankruptcy)</u>	<u>Charges/Offense</u>	<u>Claimed Amount</u>	<u>Judgement</u>
.....	.....	.....	.....	.....	.....
.....	.....	.....	.....	.....	.....
.....	.....	.....	.....	.....	.....
.....	.....	.....	.....	.....	.....

13. Direct and Indirect Interests in the Company and its Subsidiaries (please describe the transactions and monetary consideration)

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I hereby certify that all the above information is correct, complete, and true.

Sign..... Nominated Person  
(.....)