

RULES GOVERNING SHAREHOLDERS' RIGHTS TO PROPOSE CANDIDATES
FOR DIRECTOR NOMINATIONS

Objective

In order to promote good corporate governance of Univentures Public Company Limited ("the Company") and to foster equitable treatment to all shareholders, the Company therefore offers opportunities for its shareholders to propose candidates for director nominations prior to the Annual General Shareholders' Meeting. The Company shall consider the shareholders' rights to propose any such director nomination according to its prescribed rules.

Rules

1. Qualifications of shareholders who are entitled to propose candidates for director nominations.

Being the shareholders of the Company which can be either one shareholder or a group of shareholders who wish to propose candidates for director nominations must have held the Company's shares for a continual period of no less than one year and must also be the Company's shareholder as at the date of such nominations.

2. Procedures for Nomination of Directors

The Company's shareholders who are qualified according to the conditions as stipulated in Rule No.1 are entitled to propose candidates for director nominations by completing the "Director Nomination Form for the 2018 Annual General Shareholders' Meeting" as attached to these Rules or may informally inform the Company via facsimile at Fax No. 02-255-9418 or at the e-mail address : uv-comsec@univentures.co.th, prior to submitting the original copy of the "Director Nomination Form for the 2018 Annual General Shareholders' Meeting" and "Particulars of the Nominee for Directorship" to the Company thereafter.

The shareholders must submit the duly signed original of such form and particulars together with all the relevant documents and evidence relating to the qualifications of the proposed candidates for director nominations such as education certificates and professional records to the Company by October 15, 2017 at the following address:

To:

Company Secretary
Univentures Public Company Limited
57 Park Ventures Ecoplex, 22nd Floor Wireless Road,
Lumpini Patumwan, Bangkok 10330

(Form to nominate director)

In case of several shareholders combined propose an agenda, each of them must fill out the "Nomination of Qualified Candidate for Director Election for 2018 AGM Form" and sign their name as evidence separately and gather to submit into one set. The shareholders have to fill out a name of contact person in form.

When the Company contacts the appointed contact person, it shall be deemed that the Company contacts all shareholders. Shareholders have to make one nomination form per one candidate and submit all documents to the Company in following address

3. The Company's Nomination and Compensation Committee will review the director nomination list proposed by the shareholders together with all the relevant documents and evidence, which must be true, complete, and adequate in accordance with the required nomination process prior to the submission thereof to the Board of Directors for their consideration. Those candidates for director nominations who are approved by the board's resolution shall thus be subsequently proposed to be nominated for the Company in November 2017.

Remarks: The Company's will cut-off rights of shareholders if found that information provided is incomplete or incorrect; or those shareholders cannot be contacted or are not considered fully qualified.

DIRECTOR NOMINATION FORM FOR THE 2018 ANNUAL GENERAL SHAREHOLDERS' MEETING

1. General Information

Name (Mr., Mrs., Miss, Company, Other) / Family Name: _____

Current Address / Contact Information:

No. _____ Residential Estate / Building _____

Moo _____ Lane / Soi _____

Road _____ Tambol / Kwaeng _____

Amphur / Khet _____ Province _____

Postal Code _____ Country _____

Telephone No. _____ Facsimile No. _____ E-mail _____

Overseas Address: (Non-Thai nationals are required to provide overseas contact information)

2. No. of Shares Held _____ As of (date) _____

3. Proposed Agenda Item: _____

Objective: For consideration For acknowledgement For approval

Details _____

With supporting documentation attached Without supporting documentation attached

4. Required Documents/Evidence to Be Attached to this Proposal Form

4.1 Shareholding evidence such as

Certified letter from securities companies, or other evidence from Thailand Securities Depository Company Limited or the Securities Exchange of Thailand or relevant custodians, or certified copies of the original share certificates

4.2 Personal identification

An individual shareholder is required to attach a certified true copy of his/her identification card or passport not expired (if such individual shareholder is a foreigner)

A corporate or juristic shareholder is required to attach a certified true copy of its Affidavit or Certificate of Incorporation together with a certified true copy of the identification card or passport not expired (if such individual shareholder is a foreigner) of its authorized director who is the undersigned of this proposal form

In case shareholders change their title, name, or surname, the copy of evidence of those changes shall be enclosed and certified true copy.

5. Confirmation

I hereby appoint Mr./Mrs./Miss to be the contact person with the Company under clause 3,

I hereby certify that the information and evidence attached hereto is accurate and complete and that the Company has my permission to disclose such information, or such documents and evidence.

Signature _____ Shareholder

()

Date _____

PARTICULARS OF THE NOMINEE FOR DIRECTORSHIP

1. Particulars of the Nominee

(1). Name-Family Name (Thai) _____ (Former Family Name) _____

(English) _____

(2). Date of Birth (Date / Month / Year) _____ Age _____ Years

(3). Nationality _____

(4). Health Good enough to serve as a director Not good enough to serve as a director

(Please attach a certified health record issued by a doctor within the last 6 months)

(5). Marital Status Single Married Divorced

(6). Name of Spouse _____ (Former Family Name) _____

(7). Particulars of the Children

Name	Date of Birth	Age (Years)	Workplace
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

2. Current Address

(1). Office Address: Name of the Company _____

No. _____ Lane/Soi _____ Road _____

Tambol/Kwaeng _____ Amphur/Khet _____ Province _____

Telephone No. _____ Fax No. _____

(2). Residential Address No. _____ Lane/Soi _____ Road _____

No. _____ Lane/Soi _____ Road _____

Tambol/Kwaeng _____ Amphur/Khet _____ Province _____

Telephone No. _____ Fax No. _____

(3). Overseas Address _____

(Non-Thai nationals are required to provide overseas contact information)

3. Professional Qualifications

(1). Educational Qualifications

Institution(s)	Degrees and Major Subjects	Year of Graduation
_____	_____	_____
_____	_____	_____
_____	_____	_____

(2). Completion of related courses organized by Thai Institute of Directors (IOD) (Fill in or attach information as indicated below)

Course	Years
<input type="checkbox"/> Director Certification Program (DCP)	_____
<input type="checkbox"/> Director Accreditation Program (DAP)	_____
<input type="checkbox"/> Audit Committee Program (ACP)	_____
<input type="checkbox"/> The Role of Chairman (RCM)	_____
<input type="checkbox"/> Finance of Non-Finance Director (FN)	_____
<input type="checkbox"/> Others (specify)	_____
<input type="checkbox"/> Others (specify)	_____

4. Career profile over the last five years (Fill in or attach information as indicated below)

Name of Company	Positions	Period
_____	_____	_____
_____	_____	_____
_____	_____	_____

5. Duties and Responsibilities of Current Position

6. Shareholding in Univentures Public Company Limited as at _____ (date of the nomination)

(1) Ordinary Shares Held by Nomination _____ shares

(2) Ordinary Shares Held by Spouse _____ shares

(3) Ordinary Shares Held by Minor Children

(3.1) Name _____ holding _____ shares

(3.2) Name _____ holding _____ shares

(3.3) Name _____ holding _____ shares

(4) Juristic person(s) in which more than 30% is held by (1), (2), and (3) together

(4.1) Name _____ holding _____ shares

(4.2) Name _____ holding _____ shares

(4.3) Name _____ holding _____ shares

7. Business Related to the Nominee, Spouse, and Minor Children

Name of the Company	Type	RPT	% / Share	Position Held in the Business Over the
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____

Note: Report shall be made for all businesses in which the nominee is a director or an executive and holding more than 0.5% of their total issued and outstanding shares.

8. Record of Lawsuits of Trials (except for minor offences)/ (civil / criminal / claims) / (plaintiff / defendant / bankruptcy) / (case / complainant)

Court	Case Numbers	Conviction of Charge	offences Against Property or Embezzlement
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

9. Supporting Documents Certified by the Nominee (Please provide reasons for failure in supplying them)

- (1). Academic Certificates
- (2). A Copy of Personnel Identification Card
- (3). A Copy of Home Registration Certificate
- (4). A copy of prior year tax returns
- (5). Employment certification letter from the current or the last employer (Please apply the "Company Testifying Form" if such nominee is a foreigner)
- (6). A Copy of Immigration Visa / Passport (if such nominee is a foreigner)

I (Mr. / Mrs. / Ms.) _____ have been nominated as a UV director for election. I am prepared and acknowledge this nomination, and certify that the information hereby provided for the director nomination are accurate and complete. I also confirm that the supporting documents enclosed herewith are correct in all respects and that the Company has my permission to disclose such information, or such documents.

Signed _____ Nominee for Directorship

(_____)

Date _____