

Bangkok Life Assurance Public Company Limited ("Company") attempts to manage the business with the good corporate governance. Company therefore, encourages shareholders to propose the Agenda and to nominate the candidate as the director in advance prior the 2016 Annual General Meeting of Shareholders (AGM) by following company's rule.

**The rules and procedures for the Shareholder's right to propose agenda for the 2016 Annual General Meeting of Shareholders and to nominate candidates as company's director**

**1. Qualification of shareholders**

Qualification of Shareholder who has right to propose The Agenda follows:

- 1.1 Must be the company's shareholders holding a share or shares together not less than 5 percent of the total number of the voting rights of the company.
- 1.2 Shares must be held when The Agenda is proposed and providing associated evidence as follows:
  - The evident of share being held such as certificate of shares held issued by a Securities Company or certificate granted by The Stock Exchange of Thailand or Thailand Securities Depository Co., Ltd.
  - The evidence of all shareholders for proposing agenda together

*In case of shareholders are individual*

- Copy of identity card/passport (in case of non-Thai nationality) with certified true copies by such the shareholder.

*In case of shareholder is legal entities*

- Copy of the company affidavit and copy of identity card or passport (in case of non-Thai nationality) of authorized director is required to enclosed and certified true copies by such shareholders.

**2. The Agenda Proposal**

**Part 1.** The Agenda of shareholder's meeting

- 1.1 Specify the Agenda to be acknowledge, consideration or approval.

**Part 2.** The proposed Agenda, voting candidates to be the board of director of the company.

2.1. Please specify details of candidate wishing to propose for director election as follows:

- Name-Last name, Age and nationality
- Education Degree
- Education Background
- Work Experience
- Current Position
- Other information (if any)

2.2. Candidates must have the qualifications in compliance with related regulations as follows:

- Securities and Stock Exchange Commission , Thailand
- The Stock Exchange of Thailand
- The Life Insurance Act B.E. 2535 Additional B.E. 2551
- The Life Insurance Act B.E. 2535
- The Securities and Exchange Act (no. 4) B.E. 2551

2.3. The letter of consent of qualified candidate for director position and other support documents such as education certificate, training certificate, working experience (resume) and share certificate.

**The board of director will reject the Agenda's proposal as follows:**

1. The proposal that violates to law, rule, regulation of the government agencies or other governing agencies or are not complied with the objective, the article of association, the shareholder's resolution, the good corporate good governance of the company.
2. The proposal that related to usual operation of the company business with did not appear any doubt about unusual cases according to the shareholders reference.
3. The proposal that is beyond the control of the company.
4. The proposal that the shareholders already proposed in shareholders' meeting within the last 12 months and with supported by less than 10% of total voting shares, provided that the facts of said matter have not yet changed significantly.
5. Other cases as The Capital Market Supervisory Board announcement.
6. The proposal that the company has already operated.
7. The proposal that beneficial for specific person or unbeneficial to company's operation.
8. The proposal that the information shareholders provided is incomplete or incorrect those who are unable to contact.
9. The proposal that the shareholders are not fully qualified.

**3. Agenda proposal and consideration procedure**

Shareholders who qualify as the criteria No. 1 must provide the Agenda proposal to the board of director by submitting the form of AGM agenda proposal as company's regulation, filling all information and signing to be approval, enclosed the evidence of share's held and also other documents with beneficial for the Board's consideration (if any) and submitting **within December 31, 2015** as following address:

Mr. Sanor Thampipatanakul  
Company Secretary  
Bangkok Life Assurance Public Company Limited  
23/115-121 Royal City Avenue Soi Soonvijai Rama 9rd.  
Bangkapi Huaykwang BKK 10130



1. In case many shareholders have unified and completely qualification, the first shareholder must fill form and signing as evidence and the rest shareholder fill only No.1 and 2 with signing as evidence and enclosed other document (if any) of all shareholders and summiting to company as address above.
2. The company secretary will initially review before passing to The Board. The Agenda which is inconsideration, **the company will notify to shareholder within February 12, 2016**
3. The Board will consider the Agenda proposal appropriately, then the decision of the Board shall be final.
4. The Agenda proposal is agreed by the Board will be included in the Agenda of the AGM notice. For the proposal disapproved by the Board, the company will instantly inform the shareholder after the meeting with the reason.

**Note** if you have any questions, please contact Investor Relations Bangkok Life Assurance  
Public Company Limited 23/115-121 Royal City Avenue, Rama 9 Road, Bangkok, Huaykwang,  
Bangkok 10310 E-mail address: [ir@bangkoklife.com](mailto:ir@bangkoklife.com) Tel: 0-2777-8681, 8672 Fax: 0-2777-8680