

Criteria for Shareholders to Propose Agenda for Annual General Meeting Year 2012

C.I.Group Public Company Limited (CIG) has been managed base upon the Good Corporate Governance basis while the company is always given priority to shareholders. Therefore, to ensure of the Shareholders' right would be treated equally, GIG provides to propose any issue that is important and significant to be filled as an iternary of the Annual General Meeting and any qualified person to be candidate for the Company's Director.

Criteria and Guidelines in Proposing AGM 2012 Agenda

1. Qualification of Share holders

The Shareholders who could propose the iternary must be the Company' Shareholder, could be both one or a group, who has hold the shares, more than 5% of sold and paid of shares, for more than 12 months till the proposed date.

2. Conditions in Proposing Annual General Meeting Agenda

2.1 The shareholders have to submit the proposing AGM agenda in hand writing and signed by the shareholder, by using the form available on the Company's website. If it is a group of shareholders who want to propose an agenda, every shareholder has to fill out and sign the form send it together in one set.

2.2 The shareholders proposing an AGM agenda have to identify their name, last name, address, contact number, and the number of shares held as at the proposed date; then complete all other required details.

3. Process for proposing an agenda

3.1 General Agenda

- Indicate the heading of the agenda together with details and reasons.
- For an efficient AGM, the Company reserves its right not to include the following matters as the meeting agenda;
 - 1) Matter relating to normal business of the Company
 - 2) Matter unlike to benefit the Company
 - 3) Matter that is beyond authority of the Company
 - 4) Matter lying under management authority of the Company, except the ones causing material impacts on shareholders in general.
 - 5) Matter already undertaken by the Company
 - 6) Matter or evidence sufficed by shareholders is incomplete or untrue or ambiguous.
 - 7) Matter proposed by shareholders who are not qualified, not able to provide complete and

correct information and evidence, and not able to propose on the time set forth.

- 8) Matter that violates to the laws, rules, regulations of the government agencies or other regulatory bodies or is not complied with the objectives or articles of association of the Company
- 9) Matter that shareholders already proposed in shareholder meetings within the past 12 months and was supported by less than 10% of total voting shares, provided that the facts of said matters have not yet changed significantly

3.2 Agenda for proposing a candidate to be considered for the position of the Company's Director

- Indicate details of the candidate as required in the form (available on the Company's website)
- The candidate must have all required qualifications and does not have any forbidding qualifications as per rules and regulations stipulated by Public Company Act B.E. 2535, the Securities and Exchange Act No.4 B.E. 2551, Securities and Exchange Commission, Thailand, The Stock Exchange of Thailand and the Company's Articles of Association.

4. Period of proposing agenda

From December 19 ,2011 – January 18, 2012

5. The documents required for proposing the AGM 2012 agenda

5.1 Shareholders have to submit the original AGM proposal form signed by shareholders and all required documents for consideration :

- Evidence of shareholding of every shareholders, such as certification letter of number of shares held which are issued by securities companies, or documents issued by the Thailand Security Depository Co., Ltd., or the Stock Exchange of Thailand or custodian showing number of shares held, or copy of share certificate, certified true copies by such shareholders.
- Shareholders identification :
 - a. Individuals : Copy of valid identification card / passport (in case of non-residents),certified true copy.
 - b. Juristic persons : Copy of the Company's affidavit issued within one month by Department of Business Development, Ministry of Commerce or other related agencies, and copies of valid identification card or passport (in case of non-residents) of authorized signatories, certified true copies by such authorized signatories.
- A consent letter from such candidate and relevant documents including evidence of education, training, work experience, and number of company's shareholding certificate.

5.2. The shareholders have to submit all the required documents following to no 5.1 by registered mail within January 18, 2012 to the following address :

Company Secretary
C.I.Group Public Company Limited
3 Floor, No. 1/1 Moo 7, Bangkoowad Road
Bangkoowad, A.Muang
Pathumtani 12000
Email address : secretary@coilinter.com

6. Consideration of the incorporation of the proposed agenda as an AGM agenda

6.1 General Agenda :

The company secretary will gather all the proposing agenda from the shareholders and forward the matter to the Board of director for consideration.

6.2 For agenda proposing a candidate for the position of Company's director

The remuneration and compensation committee will consider the qualification of the candidate before forward the matter to Board of Director.

In case the Board of Directors has the resolution not to include such proposal as an AGM 2012 agenda, the Board must have adequate reasons and notify the shareholders who proposed the agenda accordingly.

The decision of the Board of Directors on such matter is deemed final. The Company reserves the right to consider the proposals which are complete with comprehensive supporting documents, and are in accordance with the above criteria. The proposed issues must be beneficial to the Company and overall shareholders and in accordance with related rules and regulation.

Enclose; The Agenda proposing form