

The Criteria for shareholder right for propose agenda and qualified candidate for director position For the Annual General Meeting for the year 2019

Objective

In order to promote the corporate good governance of The T. Krungthai Industries Public Company Limited (the “Company”), the Company determine to create the best of the Company’s corporate good governance based on ethic, moral and transperance so that the shareholders and stakeholders can be properly, fairly and firmly benefited.

Granting shareholders the right to propose an agenda for and in advance of the annual general shareholders’ meeting is considered part of the Company’s Good Corporate Governance with the purpose of equal and fair treatment of all shareholders. The Company would like to consider and grant the shareholders the right to propose an agenda for annual general shareholders’ meeting subject to the criteria that were set up by the Company.

Principles

1. Qualification of shareholder

A shareholder or several shareholders holding the Company’s share not less than three percent of the Company’s total shares eligible to vote and Being shareholders of the Company for not less than 12 consecutive months until the date of proposal /nomination.

2. Proposal of the agenda and Procedures for consideration

2.1 The shareholder who possesses qualification according of the criteria can submit “Form the Proposed Agenda to the Shareholders’ Annual General Meeting for the year 2019” sign the form and attach evidential documents as stated in this Criteria by Company.

2.2 Where several shareholders together propose items for inclusion in the Agenda of Annual General Meetings of Shareholders, each shareholder must complete and sign “ Form the Proposed Agenda to the Shareholders’ Annual General Meeting for the year 2019” and attach documents as stated in the form and compile all the document into one document.

2.3 Where several shareholders acting together propose items for inclusion in the Agenda of Annual General Meetings of Shareholders, such shareholders are requested to designate one of their number as representative of the group of shareholders for purposes of communicating with the Company and the Company’s communicating with this representative shall be deemed tantamount to its having communicated with each and every shareholder signing the abovementioned forms.

2.4 The Board of Directors shall reserve its right **not** to place the following matters as meeting agendas;

2.4.1 Matters conflicting with the law or with any relevant regulations, announcements, etc. of government or other supervisory bodies or that are in conflict with the Company’s corporate object, Articles of Association, or resolutions of shareholders’ meetings of the Company’s rules of corporate governance.

2.4.2 Matters benefiting only or mainly one individual or group of individuals.

2.4.3 Matters that are the exclusive preserve of the Board of Directors, except where the interest of shareholders as a whole are jeopardized.

2.4.4 Matters that the shareholders have already proposed to the shareholders' meeting for consideration over the past 12 months and received the supporting votes of less than 10% of the total voting rights, except that the fact pertaining to the resubmission has significantly changed from that of the previous shareholders' meeting.

2.4.5 Matters beyond the Company's power to perform.

2.4.6 Matters presented by shareholders not completely in accordance with Clause 1.

2.4.7 Matters presented by shareholders where information is incomplete or incorrect or it has not proved possible to contact the shareholders or matters fails to propose in a specified period.

2.5 The Company Secretary will gather all documents and present them to the Board of Directors for their consideration at the next Board meeting.

2.6 Outcome of the deliberations of the Board of Directors;

2.6.1 The proposal approved by the Board will be added to the Agenda in the letter of invitation calling the shareholders' meeting, together with the Board's opinion.

2.6.2 The proposal disapproved by the Board will be advised to shareholders after the Board Meeting, through the SET and the ordinary meeting of shareholders will also be informed.

3. Proposal of qualified candidate for director position and Procedures for consideration

3.1 The shareholder who possesses qualification accordance with Clause 1.

3.2 The shareholder write; "Form the Proposed Qualified Candidate for Director Position form Annual General Meeting for the year 2019" and "Resume of Proposed candidate for Director Position" and "Letter of Consent from the Nominated Candidate for Directorship"

3.3 Where several shareholders together nominate candidate for appointment as Director, each shareholder must complete and sign a "Form the Proposed Qualified Candidate for Director Position form Annual General Meeting for the year 2019" and attach certified true copy of evidential documents as stated in the form and compile all the document into one document.

3.4 Where several shareholders acting together nominate candidates for appointment as Director, such shareholders are requested to designate one of their number as representative of the group of shareholders for purposes of communicating with the Company and the Company's communicating with this representative shall be deemed tantamount to its having communicated with each and every shareholder signing the abovementioned forms.

3.5 Candidates nominated for appointment as Director must have the **qualifications** following;

3.5.1 Candidate must have the qualifications in compliance with related laws and regulations as follows:

Securities and Stock Exchange Commission, Thailand, The Stock Exchange of Thailand, The Public Company Limited Act B.E. 2535, The Company's Memorandum of Association

3.5.2 The Director shall be a person of knowledge, ability, integrity and business ethics.

3.5.3 The Director shall be able to dedicate times for the Company adequately and sufficiently.

3.6 The Company Secretary will gather all documents and present them to the Remuneration and Nomination committee to consider in prior to submission to the Board of Directors.

3.7 Outcome of the deliberations of the Board of Directors;

3.7.1 Candidates approved by the Board will be proposed under the Agenda item “Appointment of Directors” together with the Board’s opinion in the letter of invitation calling the meeting, mentioning the fact that the candidate (s) has or have been nominated by shareholders.

3.7.2 In the case of candidates who are not approved by the Board will be advised to shareholders after the Board Meeting, through the SET and the ordinary meeting of shareholders will also be informed.

4. Channels for submitting documents

Shareholders should send the forms together with relevant documentary evidence properly completed to channels the following.

4.1 Email: investor@tkrungthai.com, and sending the original document to the Company via post;

4.2 Fax: No. 02-212-4864 being sent to the attention of “Investor Relation Center”;

4.3 Registered mail by being delivered to the following address (The stamped postal date being decisive):

<p>Investor Relation Center T.Krungthai Industries Public Company Limited 23 Soi Chan 43 Yak 21 Tungwatdon, Sathorn, Bangkok 1012</p>

5. Period for Submission of Document : From 1 October 2018 to 31 December 2018



Form the Proposed Agenda to the Shareholders' Annual General Meeting for the year 2019

Date

Name –Surname of Proposer

Address.....
.....

Telephone No. Mobile No.

Facsimile No. E-Mail

Numbers of Share Holding Period of shareholding months

Proposed Agenda
.....
.....

Objective: [] For acknowledgement [] For approval [] For consideration

Details and reasons for proposing the agenda :

.....
.....

Documentation to supporting the proposal totally..... pages

I hereby certify that all information and evidential documents herewith attached are correct and allow the Company to disclose the information or supporting documents.

..... Shareholder's signature
(.....)

Remarks:

1. Shareholders must enclose the following documents with this form;
 - 1.1 The evidence of shares held as of the proposal date, such as copies of share certificates, copies of the certificate of shares held issued by securities companies or any other certificates from the Stock Exchange of Thailand (SET) or Thailand Securities Depository Co., Ltd.
 - 1.2 In case shareholders are individual, copy of identification card/passport (in case of non-Thai nationality) must be enclosed and certified true copies by the shareholder.
 - 1.3 In case shareholders are juristic persons, the copy of the company's affidavit issued by Department of Business Development, Ministry of Commerce or other related agencies any copy of identification card/passport (in case of non-Thai nationality) of authorized director must be enclosed and certified true copies by such director.
2. In case shareholders have unified to propose the agenda, each shareholder must fill in this form and sign their names as evidence separately. Then the forms should be gathered into one set.



Form the Proposed Qualified Candidate for Director Position Form Annual General Meeting for the year 2019

Date

Name –Surname of Proposer.....

Address.....
.....

Telephone No. Mobile No.

Facsimile No. E-Mail

Numbers of Share Holding Period of shareholding months

I would like to nominate (Mr./Mrs./Miss/).....for the Nomination and Compensation Committee’s consideration as a qualified candidate to be appointed as the Company’s director. Such person has made his/her consent and certify that information disclosed in the attached “Resume of Proposed Candidate for Director Position” and other support documents is true and authentic.

..... Shareholder’s signature
(.....)

Remarks:

1. Shareholders must enclose the following documents with this form;
 - 1.1 The evidence of shares held as of the proposal date, such as copies of share certificates, copies of the certificate of shares held issued by securities companies or any other certificates from the Stock Exchange of Thailand (SET) or Thailand Securities Depository Co., Ltd.
 - 1.2 In case shareholders are individual, copy of identification card/passport (in case of non-Thai nationality) must be enclosed and certified true copies by the shareholder.
 - 1.3 In case shareholders are juristic persons, the copy of the company’s affidavit issued by Department of Business Development, Ministry of Commerce or other related agencies any copy of identification card/passport (in case of non-Thai nationality) of authorized director must be enclosed and certified true copies by such director.
2. In case shareholders have unified to propose the qualified candidate, each shareholder must fill in this form and sign their names as evidence separately. Then the forms should be gathered into one set.

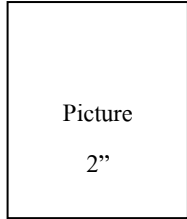


Resume of Proposed Candidate for Director Position

1. Name (1) in Thai

(Maiden Name.....)

(2) in English



2. Identification Card No.

3. Date of Birth.....Age.....years

4. Nationality.....

5. Marital Status: Single

Spouse Spouse's Name..... (Maiden Name.....)

Number of Children.....

1	Name:		Year of Birth :
	Place of work		
	Position		
2	Name:		Year of Birth :
	Place of work		
	Position		
3	Name:		Year of Birth :
	Place of work		
	Position		

6. (1) Business Address

.....
.....

(2) Home Address

.....
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7. Professional Background

(1) Education (please enclosed copies of academic qualifications certificates)

Institution	Degree and Major Subject	Year of Graduation

(2) Training/seminar course

Organizer	Course	Year Attended

8. Work Experiences

Organization	Type of Business	Position	From....to.... (...years)	Reason for leaving

9. Share holding in T. Krungthai Industries Public Company Limited as of..... (The proposal date)

Common Shares.....shares

Preferred Shares.....shares

In addition, spouse holds common shares.....shares Preferred Shares.....shares

Children

(1).....holds common shares.....shares Preferred Shares.....shares

(2).....holds common shares.....shares Preferred Shares.....shares

(3).....holds common shares.....shares Preferred Shares.....shares



10. Record of lawsuit that I sued or being sued (except for the petty offense)

Court	Status (Plaintiff/ Defendant/claimant)	Type (Civil/ Criminal Bankruptcy)	Offense	Amount	Outcome
.....
.....

11. Having direct and indirect interests in the Company, subsidiaries, associated companies and related companies (Please specify nature of the transaction and characteristics of such interests, including transaction value)

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12. Shareholding and being a director of subsidiaries, associated companies and related companies of T.Krungthai Industries Public Company Limited (in case of shareholding, please specify company's names, number of shares held, percentage of shareholding or in case of being a director, please specify company's names)

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13. Shareholding, being a partner in partnership, or being a director of the company which operates the same nature of business as and is in competition with the business of TKT (please specify partnership's name, company's name, number of shares held, percentage of shareholding and its nature of business)

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.....

I (Mr./Mrs./Miss/.....), who has been nominated for appointment as the Company's director certify that the information provided above is true and the supporting documents submitted herewith are authentic.

.....Candidate's signature

(.....)

Date.....



Letter of Consent from the Nominated Candidate for Directorship

Date.....

Whereas I (Mr./Mrs./Miss/Other) and Surname.....

Present Address No.....Village name/Building name.....

Moo..... Soi

Road..... Sub-district.....

District..... Province.....Postal Code.....

Will be appointed by (Mr./Mrs./Miss/Other) and Surname.....(Shareholder)

Propose my name and personal data to T.Krungthai Industries Public Company Limited for nominated qualified candidate for directorship in AGM for the year 2019.

I certify that all statements given in this information are true and complete and, hereby, allow T.Krungthai Industries Public Company Limited to disclose the above mentioned information and document.

Signature.....Nominated Candidate

(.....)

Signature.....Shareholder

(.....)