



The Criteria for shareholders right for agenda proposal for the Annual General Meeting of Shareholders for the year 2020

Muangthai Capital Public Company Limited realizes the importance of shareholders and the practice of good corporate governance. Therefore, Before the Annual General Meeting of Shareholders for the year 2020. The Company would like to invite our shareholders to nominate director candidates to be elected in the Annual General Meeting of Shareholders.

Qualifications of Shareholders

Shareholders wishing to propose an AGM agenda must be the Company's shareholders (one shareholder or a group of shareholders) with shares held collectively not less than five (5) percent of the total amount of votes of the Company and returned to the company within December 31, 2019.

Criteria and Procedure

1. The following matter will do not be placed on the agenda;
 - Matters that are against laws and/or government & authority's rules and regulations and/or matters that are not corresponding to the Company Objectives, Articles of Association, Resolution of AGM and Statement of Corporate Governance of the Company.
 - Matters that is beneficial for specific person or group and no benefit to the Company.
 - Matters that are on the authority's management by Board of Directors unless in case of causing significant damage to shareholders as a whole.
 - Matters which have been completed.
 - Matters that are beyond authority of the Company to conduct in order to meet the expected results.
 - The proposal that the information shareholders provided is incomplete or incorrect or out of time, those who are able to contact.



2. Conditions and Procedures for considering

- The shareholder shall completely in agenda proposal form and facsimile to the Board of Director at **Agenda Proposal Form for the Annual General Meeting of Shareholders for the year 2020**.
- The company secretary will gather all documents proposing to the Executive committee to consider before propose to the Board of Directors.
- In case of incomplete or incorrect information, the company secretary will notify to Shareholders if there is no correction and return the original on time. The company secretary will send the letter to shareholders to get subject out within January 15, 2020
- The matters that do not meet the criteria 1, the company secretary will propose to the meeting of the Board of Directors.
- The proposed agenda will be considered by the Board of Directors.
- The proposal approved by the Board of Directors will be included in the agenda of the Annual General Meeting of shareholders with the Board's opinion. The Company will inform the shareholders with reasons for the proposal disapproved after the Board of Directors meeting or the next working day via the SET channel, Company's website at www.muangthaicap.com and will report in the shareholder meeting.