

**The Criteria for shareholders right to nominate director**  
**For the Annual General Meeting of Shareholders for the year 2019**

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1. Objective

The Board of Directors has policy to comply with the principles of Good Corporate Governance focused on practice of equitable treatment of shareholders. Shareholders are eligible to conducting our business and provide an opinion in our business conducts. The Company would like to invite our shareholders to nominate director candidates to be elected in the Annual General Meeting of Shareholders.

2. Qualifications of Shareholders

Being on single shareholder or several shareholders together hold the Company's share at least 150,000 shares and returned to the company within December 31, 2018.

3. Criteria and Procedure

3.1 The qualification of director

- 1) The directors must be highly qualified and none of characteristics prohibited under the Public Limited Company Act, B.E. 2535 and the Securities and Exchange Act, B.E. 2551
- 2) The Board of Directors shall consist of various qualities including age, gender, skills, knowledge, abilities, expertise and experience of past participants.
- 3) As directors the persons shall be able to devote times for the Company fully and sufficiently.
- 4) As directors the persons shall be merited and ethical.

3.2 Procedure to consider

- 1) The shareholder shall completely in Director Nominating form and facsimile to the Board of Director at number 0-2080-8268 or via email of Company secretary at [pasucha.s@somboon.co.th](mailto:pasucha.s@somboon.co.th) The shareholders must send the original form with signature and supporting documents to be evidence to company within December 31, 2018.
- 2) The evidence of shares held such as statement/confirmation of shareholding from brokers, other documents from the Stock Exchange of Thailand
- 3) The evidence of the consent of person who are nominated in the Director Nominating form.
- 4) The documents for consider the qualification such as education and working experience of nominated candidates and other documents deemed useful for the consideration.
- 5) In case a group of shareholders, who are qualified according to criteria 2, each shareholder must individually fill in and sign the form respectively. The shareholders must provide the required document as stated in the form. All original forms and certified copies of documents should be gathered into one set and send to the Company by December 31, 2018.

- 6) The company secretary will gather all documents proposing to the Nomination and Compensation committee to consider before propose to the Board of Directors.
- 7) In case of incomplete or incorrect information, the company secretary will notify to shareholders within January 17, 2019 and if there is no correction and return the original by January 30, 2019 (if falls on the holiday, should be postponed to the prior working day), the company secretary will send the letter to shareholders to get subject out.
- 8) In case of nominated candidate do not meet the criteria 3.1, the company secretary will send the letter to shareholders to get subject out within January 30, 2019.
- 9) The Nomination and Compensation Committee will consider the suitability of person who has been nominated and propose to the Board of Directors except to consider otherwise.
- 10) The candidates who pass the approval by the Board of Directors will be listed in the agenda of the shareholders' meeting with the Board's opinion. Otherwise, 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.satpcl.co.th](http://www.satpcl.co.th) and will report in the shareholder meeting.

**Director Nominating Form**  
**For the Annual General Meeting of Shareholders for the year 2019**

1. (1) I, Mr./Mrs./Ms....., shareholder of the Somboon Advance Technology Public Company Limited (SAT)  
No. of shareholding .....shares  
Accessible Address.....  
.....  
Telephone Number.....  
Mobile Phone Number.....  
E-mail address.....
- (2) I, Mr./Mrs./Ms....., shareholder of the Somboon Advance Technology Public Company Limited (SAT)  
No. of shareholding .....shares  
Accessible Address.....  
.....  
Telephone Number.....  
Mobile Phone Number.....  
E-mail address.....
- (3) I, Mr./Mrs./Ms....., shareholder of the Somboon Advance Technology Public Company Limited (SAT)  
No. of shareholding .....shares  
Accessible Address.....  
.....  
Telephone Number.....  
Mobile Phone Number.....  
E-mail address.....
2. I would like to propose below persons to be the Company's director
1. Mr./Mrs./Ms.....Age.....years  
2. Mr./Mrs./Ms.....Age.....years  
3. Mr./Mrs./Ms.....Age.....years

Those are possess authentic qualification and are not prohibited person as specified by the Company's regulations to be directors of the Somboon Advance Technology Public Company Limited. Such person has made his/her consent and certified that all documents submitted herewith, education and working experience and other supporting documents as true copies along with this form.

I hereby to certify that the information provided above is complete and true, and the evidence of shares held and other supporting documents summated herewith are true and authentic.

.....Shareholder

(.....)

Date .....

.....Shareholder

(.....)

Date .....

.....Shareholder

(.....)

Date .....

#### **Remarks**

1. The shareholders must enclose the evidence of shareholding such as certificates issues by securities companies or any other certificates from the Stock Exchange of Thailand (SET). In case shareholders are juristic persons, copies of the corporate affidavit and of identification card or passport (in case of foreigners) of authorized director must be enclosed and certified true copies by such director.
2. The shareholders can forward Director Nominating Form in advance to the company secretary via e-mail [pasucha.s@somboon.co.th](mailto:pasucha.s@somboon.co.th) or via facsimile at 0-2080-8268 before submitting original document to the Company by December 31, 2018.
3. In case of group of shareholders proposes one candidate, each shareholder must fill in and sign Director Nominating Form as evidence separately.
4. In case of the shareholders have their title, name, surname changed, the copies of evidence of those changes must be enclosed and certified true copies.
5. The company will revoke the rights of shareholders to nominate director candidates if it is found that the information provided is incomplete, incorrect, those shareholders cannot be contacted or do not meet the criteria.