

Criteria for shareholders to propose agenda of the 2019 Annual General Shareholders' Meeting

According to the good corporate governance regarding the rights and equitable treatment of shareholders, Internet Thailand Public Company Limited (the "Company") invites the shareholders to propose any matter, which deems significant and appropriate to be included as agenda of the 2019 Annual General Shareholder's Meeting (AGM) in advance, with reference to the criteria below.

1. Qualification of the Shareholder

Shareholders who is eligible to propose the 2019 AGM agenda must possess the following qualification;

- 1.1 Being the shareholder of the Company which can be either for one shareholder or combined shareholders.
- 1.2 Holding minimum shares of not less than 5 percent of the total voting shares of the Company.
- 1.3 Must have continuously held those shares in 1.2 for at least 12 months by the date the shareholders propose the agenda or qualified candidate

Proposal of AGM Agenda

2.1 Conditions for Consideration of Proposals

The Proposals that will not be placed on the Agenda:

1. Proposals relating to normal business practices of the Company, except the ones causing material impacts on shareholders in general.
2. Proposals that is beyond the control of the company.
3. Proposals that have been previously proposed to Shareholder Meetings during the past 12 months and were supported by less than ten percent of total voting rights of the Company, given that the factual events have not changed significantly.
4. Proposals that violates applicable laws, rules, regulations of the government agencies, or regulatory or involved agencies, or actions not in compliance with the objectives, Articles of Association, the resolution of shareholders' meeting and the good corporate governance of the company.
5. Proposals with no benefit to the Company.
6. Proposals that the company has already implemented.
7. Proposals that are beneficial for a specific person or group or make any conflicts with a person connected to the Company.

2. Consideration Procedure

2.1 The shareholder, fully qualified as in criteria No.1, can fill out the “*Agenda Proposal Form for the 2019 Annual General Meeting.*” In addition, the Shareholder must submit the original of the mentioned documents completely and correctly with signing the name as evidence, including beneficial supplementary documents for the Board of Directors' consideration (if any) to the Company from January 1 to 31, 2019 (the agenda proposal will be accepted until January 31, 2019) to the following address:

Company Secretary
Internet Thailand Public Company Limited
1768, Thai Summit Tower, 10th-12th Floor and IT Floor
New Petchburi Road, Bang Kapi
Huay Khwang, Bangkok 10310
Email : pornwisam@inet.co.th

2.2 In the case where many shareholders have combined to propose an agenda to the board, the first shareholders must complete the form to Propose AGM Agenda fully and affix their names as evidence. The rest of the shareholders must complete only part 1 and 2 of the forms and affix their names as evidence separately then gather each of those forms, evidence of shares held, and other supporting documents (if any) together into one set to propose to the Board.

2.3 The Company Secretary will initially gather/review the proposals as set by the criteria and act according to the company procedure before proposing to the Company's Board of Directors for consideration.

2.4 Any proposals, with approval by the Board, will be included in the AGM agenda. The board's judgment is final.

2.5 For the proposal disapproved by the Board, the Company shall inform the shareholders with the reason of the Board's refusal at the 2019 AGM, through the Company's website <http://ir.inet.co.th/> as well as the Stock Exchange of Thailand's news.