

### Criteria for shareholders to propose qualified candidates for director position

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 names of qualified candidates to be nominated as the Company's director in advance of the 2019 Annual General Shareholder's Meeting (AGM), with reference to the criteria below.

#### **1. Qualification of the Shareholder**

Shareholders who is eligible to propose qualified candidate for director position 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 1.1 for at least 12 months by the date the shareholders propose the agenda or qualified candidate

#### **The Nomination of Qualified Candidates for Director Position**

Candidates for director position must possess the following qualification;

1. Being fully qualified and not be prohibited according to:

- Public Company Act
- Securities and Exchange Act
- Securities and Exchange Commission
- The Stock Exchange of Thailand
- The Company's Articles of Association
- The Principles of the Company's Good Corporate Governance

2. Having knowledge, skills and experiences which is related to the business operation of the company and being dedicated time in working with the company with full capacity.

3. Not holding position as Director in the registered companies of more than 5 companies according to the Good Corporate Governance Principle of listed companies.

## 2. Consideration Procedure

2.1 The shareholder, fully qualified as in criteria No.1, can fill out the “*Director Nomination 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 director nomination 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 correctness and completeness of information and qualifications of director nominees and act according to the company procedure before proposing to the Nomination and Remuneration Committee and the Company Board of Directors.
- 2.4 The names of nominees approved by the Nomination and Remuneration Committee and the Board along with opinions will be included in the agenda of the AGM notice, as nominees proposed by shareholders. The board judgment is final.
- 2.5 For the names of nominees disapproved by the Nomination and Remuneration Committee and the Board, the Company will inform shareholders at the 2019 AGM, through the Company's website <http://ir.inet.co.th/> and the Stock Exchange of Thailand's news.