

SINGLE POINT PARTS (THAILAND) PUBLIC COMPANY LIMITED

Criteria for shareholders to propose the agenda and/or nominate candidates for the Company's directors in advance for the Annual General Meeting 2019

According to the good corporate governance regarding the rights and equitable treatment of shareholders, Single Point Parts (Thailand) Public Company Limited allows the shareholders to propose the agenda and to nominate candidates for the Company's directors in advance. The criteria and procedures are as follow:

1. The Qualifications of Shareholders

The shareholders, wishing to propose the agenda and/or nominate candidates for the company's directors, must possess qualifications as follows:

1.1 Being the shareholder of the company, either one or combined shareholders.

1.2 Having held the company's shares continuously for 1 year until a date of proposing the agenda or nominating candidates.

2. Proposal of the Agenda

The issue that will not be placed on the Agenda as follows:

(1) An issue is against to laws, announcement, rules and regulations of the government agencies, agencies supervising a company, or not in compliance with the objectives and the Company's Articles of Association, the resolution of shareholders' meeting, The Company's Principles of Good Corporate Governance.

(2) An issue is beneficial for specific person or group.

(3) An issue is subject to the managerial authority of the Board, unless cause significant impacts to shareholders as a whole.

(4) An issue has been already implemented.

(5) An issue is beyond the control of the Company.

(6) An issue that information is incomplete or incorrect or is unable to contact shareholders.

(7) An issue purposed by shareholders being not fully qualified as specified in article 1

3. Nominating candidates for the Company's directors

3.1 Details for nominating candidates consist of:

- First name / Last name
- Birth date / Age / Sex / Marital status
- Education qualifications / Education background
- Training background on director's duties
- Working experience
- Current positions in listed companies / limited companies / other agencies
- Shareholding in the company / subsidiaries / other related companies
- Contact address
- Other useful information

3.2 Qualifications for Company's directors

Candidates, nominated for the company's directors, must have the following qualifications:

(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 Company's Principles of Good Corporate Governance

(2) Having knowledge, skills and experiences that are advantage to the company's business lines such as: electronics parts or automotive business, law, accounting and finance, or being qualified in other areas that are beneficial to the company's business.

(3) Being dedicated and devoted full time to perform all duties as responsibility.

4. Procedure and Consideration

4.1 Proposal of the agenda

(1) The Company Secretary will gather, screen the issues as the criteria prescribed and act according to the company's procedure proposing to the Board of Directors for consideration before proposing to the AGM.

(2) The Board of Directors deemed proposal appropriate. It will be placed on the agenda. The Company will inform in the meeting notice, stating that the agenda proposed by shareholders.

(3) The Board of Directors deemed not to be placed on the agenda. The company will inform the reasons to shareholders or their representatives as stated in article 5.3 (1) [in case, combined shareholders] for acknowledgement.

4.2 Nominating candidates for the Company's directors

(1) The Company Secretary will review the correctness, completeness and qualifications of candidate for the Company's director and act according to the company procedure proposing to the Board of Directors for consideration before proposing to the AGM.

(2) The candidate approved by the Board of Directors will be nominated in the agenda, the election of director. The Company will inform in the meeting notice with the Board of Directors' opinion, stating that the candidate nominated by shareholders.

(3) The candidate disapproved by the Board of Directors, the company will inform the reasons to shareholders or their representatives as stated in article 5.4 (1) [in case, combined shareholders] for acknowledgement.

4.3 The Board of Directors will consider the appropriate of the agenda and candidates proposed by shareholders. The board's judgment is final.

5. Related Documents

5.1 Document of shareholding such as a certificate issued by securities companies or any other certificates from the Stock Exchange of Thailand or Thailand Securities Depository Co., Ltd.

5.2 Document of combined shareholders

(1) Natural persons: a copy of identification card / passport (in case of non-residents) with signature of verification.

(2) Juristic persons: a copy of the company's affidavit / identification card / passport (in case of non-residents) of authorized signatories with signature verification.

5.3 Documents required for proposal of the agenda

(1) Form: Agenda Proposal

In case, combined shareholders wish to propose the agenda. All of them must fill in the "Form: Agenda Proposal" and sign their names as evidence. Then gathered each of these forms into one set, each set for one agenda. In this regard, fill in the only one person's name that combined shareholders designated as a contact person instead. Any contact with the contact person deemed to contact with all signed combined shareholders.

(2) The additional documents are useful for the Board of Director's consideration (if any) with signature verification.

5.4 Documents required for nominating candidate for the Company's director

(1) Form: Director Nomination

In case, combined shareholders wish to nominate candidate for the Company's Directors. All of them must fill in the "Form: Director Nomination" and sign their names as evidence. Then gather each of these forms into one set, each set for one director nomination. In this regard, fill in the only one person's name that combined shareholders designated as a contact person instead. Any contact with the contact person deemed to contact with all signed combined shareholders.

(2) Candidate Profile, signed by the candidate.

(3) Relevant documents such as education qualifications, working experiences, training record, evident of shares held.

(4) The additional documents is useful for the Board of Director's consideration (if any) with signature verification.

6. Channels for submission

6.1 Send documents through Fax: (035) 226 702 or email: ir@spp.co.th

6.2 Send original documents or copy of documents that are defined in article 5 by mail addressed to:

Company Secretary Office
Single Point Parts (Thailand) Public Company Limited
40 Rojana Industrial Park, Moo 9 T.Thanoo A.U-Thai,
Phranakorn Si-Ayutthaya 13210

6.3 Further information required, please call

Tel. (035) 226 700-1 ext.107 or 02-090-0661-4

7. Deadline for submission

Within February 25, 2019