

**The Criteria for shareholders right for agenda proposal  
For Annual General Meeting of Shareholders of 2019**

**1. Objective**

Thai Steel Cable Public Company Limited (the “Company”) is aware of the importance of shareholders participation which will support the good corporate governance practice with regard to Shareholders’ rights. In order to enhance standard regarding the rights of shareholders and to ensure of the equal treatment toward all shareholders, the Company hereby invites the shareholders to propose the agenda of AGM for year 2019.

**2. Qualifications of Shareholders**

A shareholder or several shareholders holding the Company’s share not less than three percent of the Company’s total shares eligible to vote, together submits the proposal to the Company.

**3. Duration of the proposal**

August 15 - November 15, 2018.

**4. Criteria and Procedure**

**4.1 The following shall not be placed as agenda**

- 1) 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 business conduct of the Company.
- 2) Matters that is beneficial for specific person or group and no benefit to the Company.
- 3) Matters that are related to the management authority of Board of Directors, unless in case of causing significant damage to shareholders as a whole.
- 4) Matters which have been completed.
- 5) Matters that are beyond authority of the Company to conduct.
- 6) Matters that do not meet the criteria or matters fails to propose in a specified period.
- 7) The documents or supplement to agenda proposal that are abnormal or vague.

**4.2 Conditions and procedures for consideration**

- 1) The shareholder shall complete the agenda proposal form and submit via the following



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Thai Steel Cable Public Company Limited

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- fax to 038 185 025
- send the registered mail to Company secretary at Thai Steel Cable Public Company Limited  
700/737 Moo 1, Tambol Panthong, Amphur Panthong, Chonburi 20160
- email to Company secretary at [ir@thaisteelcable.com](mailto:ir@thaisteelcable.com).

The shareholders must send the original form with signature or other certificates from the Stock Exchange of Thailand and supporting documents to be evidence to the Company as duration of the proposal to provide sufficient time for the Board of Directors for consider.

- 2) In case one or several shareholders, qualified according to criteria, propose the agenda for the meeting, each shareholder must individually fill in and sign the form respectively as well as 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 as duration of the proposal.
- 3) In case one or several shareholders, qualified according to criteria, propose of more than one agenda, the shareholder must complete the form with signature and supporting documents (if any) to be evidence to the Board of Directors for consider as duration of the proposal.
- 4) The Company Secretary will collect all documents proposing to the top management in prior to submission to the Board of Directors.
- 5) In case of incomplete or incorrect information, the Company Secretary will notify to shareholders within January 10, 2019. If there is no correction and return the original by January 20, 2019 (if this falls on the holiday, the date shall postpone to the prior working day), the Company Secretary will send the letter to shareholders to annul such subject.
- 6) In case the proposed agenda does not meet the criteria, the Company Secretary will send the letter to shareholders to annul such subject within January 20, 2019.
- 7) The matters that do not meet the criteria 4.1, the Company Secretary will propose to the meeting of the Board of Directors on February.
- 8) The proposed agenda will be considered by the Board of Directors.
- 9) 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.thaisteelcable.com](http://www.thaisteelcable.com) and will report in the shareholder meeting.



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Thai Steel Cable Public Company Limited

Agenda Proposal Form

For Annual General Meeting of Shareholders for year 2019

1. (1) I, Mr./Mrs./Ms.....,  
shareholder of Thai Steel Cable Public Company Limited (the “Company”), TSC  
No. of shareholding .....shares, resides at.....  
Road..... Tambol/Khwaeng.....  
Amphur/Khet..... Province..... Mobile Phone.....  
Home/Office Phone..... E-mail (if any).....

(2) I, Mr./Mrs./Ms.....,  
shareholder of Thai Steel Cable Public Company Limited (the “Company”), TSC  
No. of shareholding .....shares, resides at.....  
Road..... Tambol/Khwaeng.....  
Amphur/Khet..... Province..... Mobile Phone.....  
Home/Office Phone..... E-mail (if any).....

(3) I, Mr./Mrs./Ms.....,  
shareholder of Thai Steel Cable Public Company Limited (the “Company”), TSC  
No. of shareholding .....shares, resides at.....  
Road..... Tambol/Khwaeng.....  
Amphur/Khet..... Province..... Mobile Phone.....  
Home/Office Phone..... E-mail (if any).....

2. I would like to propose agendas for Annual General Meeting of Shareholders

1. ....
2. ....
3. ....



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Thai Steel Cable Public Company Limited

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3. Suggestions

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Supporting documents for consideration

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Additional supporting documents with certified of true and correct copy totaling .....pages.

I hereby certify that the information and evident provided above are true and correct. In witness where of  
I have signed my name hereunder.

.....Shareholder  
(.....)  
Date .....

.....Shareholder  
(.....)  
Date .....

.....Shareholder  
(.....)  
Date .....



บริษัท ไทยสตีลเคเบิล จำกัด (มหาชน)  
Thai Steel Cable Public Company Limited

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**Notes**

1. The shareholders must enclose the evidence of shareholding such as certify letter issued by securities companies or any other from the Stock Exchange of Thailand. In case of juristic persons, the copy of corporate affidavit and identification card or passport (in case of foreigners) of the authorized director must be enclosed and certified correct copies by such director.
2. The shareholders may submit the Agenda Proposal Form to the Company Secretary via fax at 038 185 025, or e-mail to [ir@thaisteelcable.com](mailto:ir@thaisteelcable.com), or by registered mail to Company secretary at Thai Steel Cable Public Company Limited 700/737 Moo 1, Tambol Panthong, Amphur Panthong, Chonburi 20160.
3. In case several shareholders propose the agenda for the meeting, each shareholder must individually fill in and sign Agenda Proposal Form separately and gather into one set according to criteria 4.2 (2).
4. In case one or several shareholders propose of more than one agenda, the agenda proposal form must be filled separately for each agenda according to criteria 4.2 (3)
5. In case the shareholders have changed their title, name, or last name, the copies of evidence of those changes must be enclosed and certified correct copies.
6. The company will revoke the rights of shareholders to nominate director candidates if it is found that the information provided is incomplete, incorrect, nor those shareholders cannot be contacted or do not meet the criteria.

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

**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**

A shareholder or several shareholders holding the Company's share not less than three percent of the Company's total shares eligible to vote, together submits the proposal to the Company.

**3. Duration of the proposal**

For adequately consideration of the Board of Directors, the proposal should be submitted during August 15 - November 15, 2018.

**4. Criteria and Procedure**

**4.1 The qualification of director**

- 1) The Directors must be highly qualified and hold no 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 number of experiences.
- 3) The Director shall be able to dedicate times for the Company adequately and sufficiently.
- 4) The Director must be decent and ethical person.

**4.2 Procedure to consider**

- 1) The shareholder shall completely in Director Nominating form and submit via the following
  - fax to 038 185 025
  - send the registered mail to Company secretary at Thai Steel Cable Public Company Limited  
700/737 Moo 1, Tambol Panthong, Amphur Panthong, Chonburi 20160



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- email to Company secretary at [ir@thaisteelcable.com](mailto:ir@thaisteelcable.com).

The shareholders must send the original form with signature or other certificates from the Stock Exchange of Thailand and supporting documents to be evidence to the Company as duration of the proposal as above.

- 2) Evidence of shareholding such as certify letter from securities companies or other certificates from the Stock Exchange of Thailand.
- 3) Consent letter of person who are nominated in the Director Nominating form.
- 4) Documents that are supplemental for consideration such as education background, work experiences, and other documents deemed useful for the consideration.
- 5) In case several shareholders qualified according to criteria 2, each shareholder must individually fill in and sign the form respectively. All original forms and certified copies of documents should be gathered into one set and send to the Company as duration of the proposal as above.
- 6) The Company Secretary will gather all documents and propose to the Nomination and Remuneration committee to consider in prior to submission to the Board of Directors.
- 7) In case of incomplete or incorrect information, the company secretary will notify to shareholders within January 10, 2019 and if there is no correction and return the original by January 20, 2019 (if this falls on the holiday, the date shall postpone to the prior working day), the Company Secretary will send the letter to shareholders to annul such subject.
- 8) In case the nominated candidate do not meet the criteria 4.1, the Company Secretary will send the letter to shareholders to annul such subject within January 20, 2019.
- 9) The Nomination and Remuneration Committee will consider the suitability of person who has been nominated and propose to the Board of Directors unless the Board of Directors consider otherwise.
- 10) The candidates who pass the approval of the Board of Directors will be listed in the agenda of the shareholders' meeting with the Board's opinion. For those who are not pass the consideration, 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.thaisteelcable.com](http://www.thaisteelcable.com) and will report in the shareholder meeting.



บริษัท ไทยสตีลเคเบิล จำกัด (มหาชน)  
Thai Steel Cable Public Company Limited

Director Nominating Form

For Annual General Meeting of Shareholders for year 2019

1. (1) I, Mr./Mrs./Ms.....,  
shareholder of Thai Steel Cable Public Company Limited (the "Company"), TSC  
No. of shareholding .....shares, resides at.....  
Road..... Tambol/Khwaeng.....  
Amphur/Khet..... Province..... Mobile Phone.....  
Home/Office Phone..... E-mail (if any).....

(2) I, Mr./Mrs./Ms.....,  
shareholder of Thai Steel Cable Public Company Limited (the "Company"), TSC  
No. of shareholding .....shares, resides at.....  
Road..... Tambol/Khwaeng.....  
Amphur/Khet..... Province..... Mobile Phone.....  
Home/Office Phone..... E-mail (if any).....

(3) I, Mr./Mrs./Ms.....,  
shareholder of Thai Steel Cable Public Company Limited (the "Company"), TSC  
No. of shareholding .....shares, resides at.....  
Road..... Tambol/Khwaeng.....  
Amphur/Khet..... Province..... Mobile Phone.....  
Home/Office Phone..... E-mail (if any).....

2. I would like to propose following person to be the Company's director

(1) Mr./Mrs./Ms.....Age.....years  
Resides at.....  
Road..... Tambol/Khwaeng.....  
Amphur/Khet..... Province..... Mobile Phone.....  
Home/Office Phone..... E-mail (if any).....  
Occupation / Office .....





**บริษัท ไทยสตีลเคเบิล จำกัด (มหาชน)**  
**Thai Steel Cable Public Company Limited**

**Education**

Year	Institution
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.....	.....

**Work Experiences in Late 5 Years**

Duration	Position	Company	Type of Business
.....	.....	.....	.....
.....	.....	.....	.....
.....	.....	.....	.....

**Marital Status**

Name of spouse.....

Number of children.....person (s)

1. Name.....Date of birth.....

2. Name.....Date of birth.....

(2) Mr./Mrs./Ms.....Age.....years

Resides at.....

Road..... Tambol/Khwaeng.....

Amphur/Khet..... Province..... Mobile Phone.....

Home/Office Phone..... E-mail (if any).....

Occupation / Office .....

**Education**

Year	Institution
.....	.....
.....	.....

**Work Experiences in Late 5 Years**

Duration	Position	Company	Type of Business
.....	.....	.....	.....
.....	.....	.....	.....
.....	.....	.....	.....



**บริษัท ไทยสตีลเคเบิล จำกัด (มหาชน)**  
**Thai Steel Cable Public Company Limited**

**Marital Status**

Name of spouse.....

Number of children.....person (s)

1. Name.....Date of birth.....

2. Name.....Date of birth.....

(3) Mr./Mrs./Ms.....Age.....years

Resides at.....

Road..... Tambol/Khwaeng.....

Amphur/Khet..... Province..... Mobile Phone.....

Home/Office Phone..... E-mail (if any).....

Occupation / Office .....

**Education**

Year

Institution

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**Work Experiences in Late 5 Years**

Duration

Position

Company

Type of Business

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**Marital Status**

Name of spouse.....

Number of children.....person (s)

1. Name.....Date of birth.....

2. Name.....Date of birth.....

Those are possess authentic qualification and are not prohibited person as specified by the Company's regulations. 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.



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Thai Steel Cable Public Company Limited

I hereby certify that the information and evident provided above are true and correct. In witness where of  
I have signed my name hereunder.

.....Shareholder  
(.....)  
Date .....

.....Shareholder  
(.....)  
Date .....

.....Shareholder  
(.....)  
Date .....

**Remarks**

1. The shareholders must enclose the evidence of shareholding such as certify letter issued by securities companies or any other from the Stock Exchange of Thailand. In case of juristic persons, the copy of corporate affidavit and identification card or passport (in case of foreigners) of the authorized director must be enclosed and certified correct copies by such director.
2. The shareholders may submit the Agenda Proposal Form to the Company Secretary via fax at 038 185 025, or e-mail to [ir@thaisteelcable.com](mailto:ir@thaisteelcable.com), or by registered mail to Company secretary at Thai Steel Cable Public Company Limited 700/737 Moo 1, Tambol Panthong, Amphur Panthong, Chonburi 20160.
3. In case several shareholders propose one candidate, each shareholder must fill in and sign the Director Nominating Form as evidence separately.
4. In case the shareholders have changed their title, name, or last name, the copies of evidence of those changes must be enclosed and certified correct copies.



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Thai Steel Cable Public Company Limited

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5. The company will revoke the rights of shareholders to nominate director candidates if it is found that the information provided is incomplete, incorrect, nor those shareholders cannot be contacted or do not meet the criteria.