



Criteria for proposing agenda for 2017 Annual General Meeting of Shareholders

AP (Thailand) PCL. (the “Company”) would like to offer our shareholders a rights to propose agendas for 2017 Annual General Meeting of Shareholders as we aim for equal treatment to shareholders and the best corporate governance practice. The criteria are as followed;

◦ Shareholder's Criteria

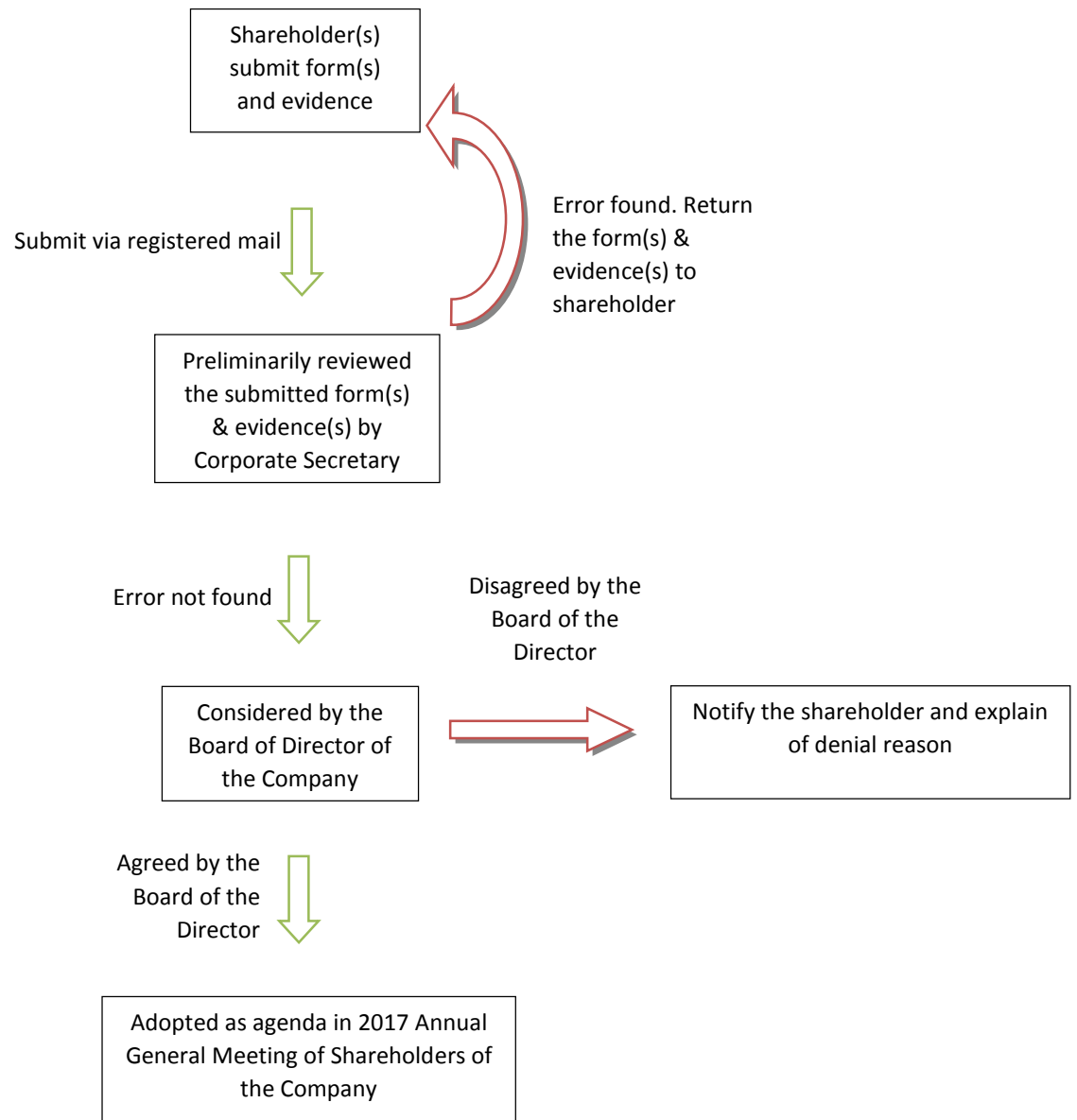
- ✓ A single shareholder or a group of shareholders must hold shares and voting rights of at least 4% of the total shares with voting rights (approximately 125,835,980 shares)
- ✓ Shareholder must be able to present the valid evidences of holding such shares. The evidences are; for example, copies of share certificates, certifying letters issued by the Company or other evidences issued by the Stock Exchange of Thailand or Thailand Securities Depository Co., Ltd. (TSD)

◦ Procedure

- ✓ Fill in the form (downloadable from www.apthai.com, Investor Relation section or upon request at natchanakan_p@apthai.com) and sign. If the agenda is proposed by several shareholders, each shareholder must fill in his/her own form and bind into one set. Then appoint one proxy as a contact person.
- ✓ Attach the following evidences with forms;
 - 1) Evidences to show the valid shareholding; for example, copies of share certificates, certifying letters issued by the Company or other evidences issued by the Stock Exchange of Thailand or Thailand Securities Depository Co., Ltd. (TSD)
 - 2) Evidences to show identification of the shareholders
 - Natural person ;
A copy of I.D. card, Civil Servant card or passport (in case of alien person), signed certified true copy
 - Juristic person ;
 - 1) A copy of the affidavit (issued within 3 months), signed certified true copy by the authorized person and stamp the company seal (if any)
 - 2) A copy of I.D. card, Civil Servant card or passport (in case of alien person), of the authorized person, signed certified true copy



◦ Procedure





◦ Agenda criteria

The Company reserves the rights not to adopt the following agenda;

- ✗ Agenda proposed by disqualified shareholder according to the shareholder's criteria;
- ✗ Agenda concerning normal business operation of the Company and the fact does not indicate any reasonable ground to suspect the irregularity of such matter;
- ✗ Agenda beyond the Company's authority;
- ✗ Agenda proposed to the Shareholders' meeting for its consideration within the previous 12 months, and received the supporting votes of less than 10% of total share with voting right, given that the factual events have not changed significantly;
- ✗ Agenda violated laws, regulations, notifications, governmental orders or which does not conform to the Company's objectives, shareholders' resolutions or good corporate governance;
- ✗ Agenda already undertaken by the Company;
- ✗ Any other cases as specified in the notification of the Capital Market Supervisory Board.;

◦ Forms and evidence are required to send by registered mail to

Mr. Pumipat Sinacharoen
Corporate Secretary
AP (Thailand) Public Company Limited
170/57 Ocean Tower 1, 18th Floor
Ratchadapisek Road, Klongtoey Sub-district,
Klongtoey District, Bangkok 10110

Any queries, please contact Corporate Secretary section at 0-2261-2518 extension 143 or email at natchanakan_p@apthai.com

◦ Consideration period

The shareholders are welcomed to submit the filled-in form from 1st December 2016 to 31st December 2016 (justified by the stamped date on the submitted envelop). The proposed agenda will further be brought into consideration by the Company's Board.
