

Criteria for Shareholder(s) to Nominate Candidates to the Board of Director for 2020 AGM

Objective:

RPCG Public Company Limited has recognized the equal rights of shareholders under Good Corporate Governance. Therefore, the Company gives an opportunity to shareholders to propose the director nominees in advance to the shareholders' meeting according to the Company's criteria and procedures as following:

1. Qualification of Shareholders

- 1.1** Being the shareholder of the Company which can be either one shareholder or combined shareholders.
- 1.2** Holding minimum shares at least 0.1% of the saleable shares of the Company.
- 1.3** Having continuously held those shares as specified in Section **1.2** for at least six months up to the date of proposing agenda.

2. The Nomination of the Director

2.1 Qualifications and Prohibited Characteristics of Directors

- (1) Having the qualifications according to the Public Company Act, Securities and Exchange Act, the Company's Articles of Association and the Good Corporate Governance of the Company;
- (2) Having knowledge and ability which will be beneficial to the Company and be able to perform director's duties. Nominees should attend the Directors' meeting regularly;
- (3) Must not serve as a director for more than four other companies listed in the Stock Exchange of Thailand;
- (4) Shall not work with same businesses as the company or the business that might cause conflict of interest or competition, whether personal or other benefit.

2.2 Consideration Procedure

- (1) The shareholder who possesses qualification as specified in Section **1** of the criteria must submit the attached Director Nomination Form to the Board of directors. (Download Form at the Company's website: www.rpcthai.com, Investor Relations) with attach the relevant documents fully and completely, submit to the Company Secretary within November 30, 2019 as the following address:

Company Secretary
RPCG Public Company Limited
Investor Relation
86/2 Sammakorn Place,
Ramkhamhaeng Road, Saphansoong
Bangkok 10240

- (2) The Company Secretary will initially review the proposal, and then the Nomination and Remuneration Committee and the Board of Directors will consider the director nominations. If shareholder cannot deliver such documents to RPC by the deadline, RPC will regard that such shareholders have not exercised their right to nominate directors for election.
- (3) The proposal approved by the Board of Directors will be included in the Agenda of the AGM notice as well as the shareholders specified the reason after the Board of Directors meeting through SET's channel or the Company's website at www.rpcthai.com and will report in the shareholder meeting.