

## **The Allowing of Shareholders to Propose Agenda Items for the Annual General Meeting of the Shareholders (AGM)**

### **I. Objective**

Rojana Industrial Park Public Co., Ltd. has recognized and emphasized on the importance of rights and the equitable treatment of all shareholders, especially minority shareholders. Many measures have been put into practice to protect the shareholders' rights and to ensure that they are fairly and equitably treated. One of them is to allow the shareholders to have the right to propose agenda items for the annual general meeting of the shareholders of the Company in advance. The procedure set forth hereby is in addition to any rights that the shareholders may have under the Articles of Association of the Company and other relevant laws.

The objective is to promote the right of shareholders to propose their opinions on the issues to be considered at the annual general meeting of the shareholders.

### **II. Procedures**

#### **Written Notice from the Shareholders**

If a shareholder wishes to add an item to the agenda and the name of shareholders nominee to become a board member of the annual general meeting of the shareholders, he/she shall send a written notice giving the detail and information required as below, together with the supporting documents, to the following contact person.

Mrs. Wilai Plengwittaya  
Corporate Secretary  
Rojana Industrial Park Public Company Limited  
2034/115 26<sup>TH</sup> Floor Italthai Tower, New Petchburi Road,  
Bangkapi, Huaykwang, Bangkok 10310  
E-mail: lawroja@truemail.co.th  
Phone: 0-2716-1750-7  
Fax: 0-2716-1758-9

#### **Details of Notice**

The written notice at least should contain the following details.

1. Name of the shareholder, contact address and telephone number

2. Number of shares currently held, how long of those shares have been held, and a statement that the shareholder will continue to hold those shares at least through the next general meeting of the shareholders
3. Details of the agendas, purposes, resolution and necessary supporting document

Should a shareholder propose the agenda item without providing all of the above specified details, the Board may, in its discretion, reject the consideration of that proposal.

### **Considering a Selection of the Proposed Agenda Items**

The Board of Directors' shall review and evaluate the proposed agenda items and consider to be proposed to the annual general meeting of the shareholders only for the businesses:

1. that is in the normal course of the Company's business and provides material benefits to the Company and all shareholders at large; and
2. that is not out of control or beyond the Company's management and authority.

The Board's decision of not to add the proposed agenda item to the annual general meeting of the shareholders will not be disclosed to the public. The Board also has no obligation to inform the shareholder who has proposed such agenda of this matter.

### **Timing of Proposal Submissions**

Any shareholders who wish to propose additional agenda items and names of the shareholders representatives to be the Company's director to the annual general meeting of the shareholders shall dispatch a notification letter to the Company within February 10, 2014