
**CRITERIA FOR SHAREHOLDERS TO NOMINATE QUALIFIED CANDIDATE TO BE
ELECTED AS DIRECTOR**

Hydrotek Public Company Limited (the “**Company**”) realize about importance of shareholder rights and for the principle of Good Governance. Therefore, the Company gives the opportunity for shareholders to nominate qualified candidate to be elected as director in advance of the Annual General Meeting of Shareholders (“**AGM**”), the Company has set up the criteria as follows:

Criteria

1. Criteria to propose

- 1.1 Being shareholder of the Company, either individually or collectively, holding shares not less than 5% of the Company’s total issued shares with evidence of shareholding. If there are several shareholders collectively have to sign as evidence and collect all shareholders’ evidence into one unit.
- 1.2 Continuously holding shares in number of clause 1.1 for at least 6 months by the AGM date.
- 1.3 The shareholder who has complete specifications in clause 1.1 and 1.2 can nominate qualified candidate to be elected as director and fill in “Director Nomination Form” with completely related documents to the Company Secretary within the deadline.

2. Criteria to consider the candidate to be elected as Director

- 2.1 Candidate must be fully qualified by section 68 of Public Limited Company Act B.E. 2535, Securities and Exchange Commission, The Securities Exchange of Thailand and Corporate Good Governance.
- 2.2 Having knowledge and skill significantly beneficial to the Company’s businesses.
- 2.3 Having leadership and vision.
- 2.4 Being independent.
- 2.5 Not engaging in a business or being a partner in other company which carries on businesses with the same nature and in competition with the Company’s businesses. Whether for own benefit or others’ benefit.

3. Supporting documents

- 3.1 Evidence of Shareholding, i.e. a certificate issued by the securities company or any other evidence issued by Thailand Securities Depository Co., Ltd. or the Stock Exchange of Thailand and documents in support of consideration of the Board of Directors (if any).
- 3.2 Shareholder’s Identification

- Individual Copy of identification card / passport (in case of foreigner) and certified true copy.
- Juristic Person Copy of affidavit issued not more than 1 month and copy of identification card / passport (in case of foreigner) of the authorized director affixing signature on Director Nomination Form and certified true copy.

3.3 Director Nomination Form.

Send “Director Nomination Form” with completely signed and supporting documents as specified in Clause 3 which unofficially submit the copy of such documents via facsimile at 02-936-1669 or ir@hydrotek.co.th before sending to the Company Secretary via registered mail to the following address within the deadline:

Company Secretary

Hydrotek Public Company Limited

1 TP&T Tower, 14th Floor, Soi Vibhavadee-Rangsit19,

Chatuchak, Chatuchak, Bangkok, 10900

4. Consideration procedure of the Board of Directors after receiving from shareholders

- 4.1 The Company Secretary will collect and consider the completeness, accurate and integrity of “Director Nomination Form” with supporting documents as specified in Clause 3 and criteria as Clause 1 – 2.
- 4.2 The Nomination and Remuneration Committee will consider the appropriateness of a candidate to be nominated for the election as Director and further propose to the Board of Directors.
- 4.3 Consideration by the Board of Directors
- If the candidate **has been approved by the Board of Directors**, such candidate will be nominated as Director in the agenda, to consider the election of directors replace the directors who retire by rotation with approval in the agenda, such candidate will be specified in the invitation as the Director nominated by the shareholders.
 - If the candidate **has not been approved by the Board of Directors**, such candidate will not be nominated as Director in the agenda. The Board of Directors will notify shareholders with explanation via the Company’s website: www.hydrotek.co.th and the Stock Exchange of Thailand’s channel and notify at the AGM.

DIRECTOR NOMINATION FORM
FOR THE 2020 ANNUAL GENERAL MEETING OF SHAREHOLDERS

I am (Mr. /Mrs. / Miss) being the shareholder of Hydrotek Public Company Limited, holding shares, residing at Road Tambol / Kwaeng Ampur / Khet Province Telephone Number Facsimile Number E mail (if any)

I would like to nominate (Mr. / Mrs. / Miss) to be the director of Hydrotek Public Company Limited and said director nominee has given consent to my nomination. I certify that all information in this Form, the evidence of shares held and other supporting documents are correct. I agree that the Company may disclose such information and evidence. I hereby affix my signature as evidence below.

..... Shareholders' signature
(.....)
Date

Remarks: A shareholder must enclose the following evidences:

1. The evidence of shares held as of the nomination date, such as certified true copy of share certificate or the certificate of shares held form Security Company or any other certificates from the Stock Exchange of Thailand or Thailand Securities Deposit Co., Ltd.
2. If a shareholder is a juristic person, a copy of the company's affidavit and copy of identification card / passport (in case of non-Thai nationality) of authorized directors must be enclosed and certified true copies by such directors.
3. If a shareholder is an individual, a certified true copy of identification card / passport (in case of non-Thai nationality) must be enclosed.
4. If a shareholder has his / her title, name or surname changed, a copy of evidence of those changes must be enclosed and certified true copy.
5. Resume of director nominee including personal background, education, work experiences, skill / professional areas, list of companies he / she has participated in the management of in the board, number of shares held in the Company, contact address and other information considered suitable to propose to the Board for consideration including a consent letter of the director nominee if he or she has been selected.