

**Criteria for the shareholder to propose an annual general shareholders' meeting agenda
for the year 2013**

Objective

Recognizing the importance of shareholders and corporate governance promotion, Singer Thailand Public Company Limited allows, in advance prior to the annual general shareholders' meeting, the minority shareholders to propose an annual general shareholders' meeting agenda ("AGM Agenda") as deemed appropriate with reference to the criteria below.

1. Qualification of the Shareholder

Shareholder who has right to propose an AGM agenda must possess the following qualifications;

- 1.1 Be the Company's shareholder, with continuously holding minimum shares of not less than 5% of total paid-up shares either for one shareholder or combined shareholders, and has continuously held shares at least one year until the date the shareholder proposes an AGM agenda, and
- 1.2 Must have the evidence of shares held, such as copies of certificate of shares held issued by Securities Company, or any other certificates from the Stock Exchange of Thailand or Thailand Securities Depository Co., Ltd.

2. Proposal of the AGM Agenda

2.1 The proposal that will not be included as the AGM agenda

- (1) Matter relating to normal business of the Company
- (2) Matter that beyond authority of the Company
- (3) Matter that shareholders already proposed in shareholder meetings within the past 12 months and were supported by less than 10% of total voting shares, provided that the facts of said matters have not yet changed significantly
- (4) Matter proposed by shareholders who are not qualified, not able to provide complete and correct information and evidence, and not able to propose on the time set forth
- (5) Matter unlike to benefit the Company
- (6) Matter or evidence sufficed by shareholders is incomplete or untrue or ambiguous
- (7) Matter lying under management authority of the Company, except the ones causing material impacts on shareholders in general
- (8) Matter that violates to the laws, rules, regulations of the government agencies or other regulatory bodies or is not complied with the objects or articles of association of the Company
- (9) Matter, as stipulated by, for AGM consideration, which has been pursued regularly by the Company
- (10) Matter that is the benefit of any particular person or group

- (11) Matter already undertaken by the Company
- (12) Matter that the committee considered that there is not necessary to include in the agenda

2.2 Procedure to propose an AGM Agenda

- (1) The shareholder who possess qualifications according to Item 1 above must fill in the “Proposed Agenda for Annual General Shareholder’s Meeting Year 2013 Form” (“Form A”) with his/her signature. In case many shareholders have unified to propose AGM agenda to the Board, each shareholder must fill in Form A and sign their names as evidence separately
- (2) Shareholders must enclose the following documents with Form A
 - (a) The evidence of share held as of the proposal date, such as the certificate of shares held issued by securities companies or any other certificates from the Stock Exchange of Thailand (“SET”) or Thailand Securities Depository Co., Ltd
 - (b) Incase shareholders are individual
 - A copy of identification card/driving license/ passport or alien identity card, which has not expired, must be enclosed and certified true and correct by that shareholders

In case shareholders are juristic persons:

- A copy of the Certification Document backdated not more than three months, certified true and correct by an authorized person(s) of that juristic person, and
 - A copy of the identity card, government officer identity card, driver’s license, passport or alien identity card of the authorized person (s) which has not expired, must be enclosed and certified true and correct by that person(s)
- (3) Shareholders may send Form A together with the required documents to the Company unofficially via chank@singerthai.co.th before submitting the original copy via registered mail to Chairman Office, 72 CAT Telecom Tower, 17th Floor, Charoen Krung Road, Bangrak, Bangkok 10500 within January 20, 2013

The above matters proposed by shareholders shall meet scrutiny by independent directors before further submission to the Board of Directors for consideration any matters, under approval by the Board, will be included in the AGM agenda, For the proposal disapproved by the Board, The Company shall inform the shareholders with the reason of the Board’s refusal through the company’s website.

The Company has the rights to consider the proposal to be included as AGM agenda only the agenda items that benefit to the Company and shareholders as whole and comply with the related laws and regulations

Proposed Agenda for 2013 Annual General Shareholders' Meeting
(Form A)

1. General Information**Name (Mr., Mrs., Ms., Company, Others / Surname).....****Address:**

No.....village/ Building.....

Moo.....Trok/Soi.....

Road.....Tambon.....

District..... Province.....Postal Code.....

CountryTel.....Fax.....

E-mail.....

Overseas Address: (only for a non-resident, please specify overseas contact address

2. Number of Share Holding.....**3. Proposed Agenda.....**Objective: ☐for consideration ☐for acknowledgement

Details and Reasons.....

☐with attachments ☐Without attachment acknowledgement**4 Supplementary Documents to be enclosed with this form**

4.1 The evidence of shares held as of the proposal date, such as the certificate of shares held issued by securities companies or any other certificates from the Stock Exchange of Thailand ("SET") or Thailand Securities Depository Co., Ltd..

☐ Evidence of shareholding enclosed ☐No Evidence of shareholding enclosed**4.2 In case shareholders are individual**

- A copy of identification card/driving license/ passport or alien identity card, which has not expired, must be enclosed and certified true and correct by that shareholders.

In case shareholders are juristic persons:

- A copy of the Certification Document backdated not more than three months, certified true and correct by an authorized person(s) of that juristic person, and

- A copy of the identity card, government officer identity card, driver's license, passport or alien identity card of the authorized person(s), which has not expired, must be enclosed and certified true and correct by that person(s).

☐ Evidence of shareholding enclosed ☐ No Evidence of shareholding enclosed

4.3 In case shareholders have unified to propose the agenda, each shareholder must fill in this form and

sign their names as evidence separately. Then the forms should be gathered into one set,

5. Representation and Warranty

I have given my personal information as stated above and hereby represent and warrant that all information and supplementary documents are true and complete and I hereby give my permission to company to disclose such information and supplementary documents.

.....Shareholder's signature

(.....)

Date.....

.....Shareholder's signature

(.....)

Date.....