



HANA Microelectronics Public Co., Ltd.

Procedures to Propose items for the Agenda of the Annual General Meeting by Shareholders

By Board of Directors
Revision: 24 February 2016

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I. POLICY OVERVIEW

Hana ensures the equitable treatment of all shareholders, especially minority shareholders that should be treated fairly and equally with respect to their ownership rights. One of our mechanisms is to allow minor shareholders to propose items for the agenda of the Annual General Meeting of Shareholders “AGM” in advance. The procedures set forth hereby are in addition to any rights that shareholders may have under the Articles of Association of the company and other applicable laws and regulations.

II. OBJECTIVE

The objective of this policy is to promote the right of minor shareholders to propose their views in advance on the issues to be discussed at the Annual General Meeting.

III. PROCEDURES:

Written Notice by Shareholders

If shareholders would like to add items to the agenda and resolutions for AGM, they should send a written notice telling the detail and information required below. The notice and supporting information should be sent to following contacted person:

Jirapa Kongmanee
Corporate Affairs Department
Hana Microelectronics Public Co., Ltd.
65/98, Soi Vibhavadi-Rangsit 64, Junction 2,
Kwang Talad Bangkhen, Khet Laksi
Bangkok 10210, Thailand
E-mail: jirapak@hanabk.th.com
Tel: 66-2-5511297 ext. 117
Fax: 66-2-5511299

Details of Notice

The written notice should include at least the following details.

1. The name of the shareholder, contacted address, and phone number
2. The number of shares currently held and how long has those shares been held, and a statement that the shareholder will continue to hold those shares at least through the Company's next Annual General Meeting of Shareholders
3. The agendas, purposes, resolutions and necessary supporting document

If a shareholder proposes items for agenda without submitting all of the above required items, the board may, in its discretion, reject those proposals.

Agendas Consideration Process

The board of directors shall review and evaluate the proposed agenda items and consider to be proposed to AGM for the following business:

1. The matter that is in the normal course business of the company and has the materiality for the benefits of the company and shareholders at large.
2. The matter that is not out of control or beyond the company’s management and decision.
3. The matter that shareholders used to propose to the prior AGM and had the resolution of agreed votes at least 10%.

For any agenda items deciding to put on the invitation letter to AGM, the board shall opinion that the agenda is proposed by the shareholder.

The board’s decision not to add the proposed agenda to AGM shall not be disclosed to the public and the board also has no obligation to inform the shareholder who proposes the agenda.

Timing of Proposals:

Any shareholder who would like to propose agenda should send the notification letter to the company during October – December each year.
