

Criteria for shareholders to propose agenda for the 2025 Annual General Meeting of Shareholders of Prinsiri Public Company Limited

Objective

Prinsiri Public Company Limited (the "Company") recognizes the importance of all shareholders and treats them equally and fairly. In order to promote good corporate governance and enhance shareholder participation in the Annual General Meeting, the Company invites shareholders to propose important and beneficial matters for the Company's business operations before the Annual General Meeting. These matters will be considered for inclusion in the agenda for the 2025 Annual General Meeting of Shareholders, in accordance with the criteria set by the Company.

Criteria

1. Shareholder Qualifications

Shareholders who are entitled to propose agenda items for the meeting must meet the following qualifications:

1.1 Be a shareholder of the Company, either individually or collectively with other shareholders, holding shares and having voting rights totaling at least 5% of the total shares with voting rights of the Company.

1.2 Be a continuous shareholder of the Company from the date of holding shares until the date of proposing items for inclusion in the agenda, for a period of not less than 12 months, and must be a shareholder on the record date for determining the eligibility to attend the Annual General Meeting of Shareholders.

2. Proposing Agenda Items and Related Documentation

Shareholders who meet the qualifications specified in Clause 1 may propose items for consideration to be included in the agenda by completing the **"Proposal Form for Agenda Items for the 2025 Annual General Meeting of Shareholders"** (attached to these criteria). Alternatively, shareholders may informally notify the Company at the Corporate Secretary and Legal Department via email at ir@prinsiri.com. Afterward, the original of Proposal Form for Agenda Items for the 2025 Annual General Meeting of Shareholders, along with supporting documentation, must be submitted by registered mail to the Corporate Secretary and Legal Department, Prinsiri Public Company Limited, 244 Wacharaphol Road, Tharang, Bangkhen District, Bangkok 10230, or via email at ir@prinsiri.com, **between December 4, 2024, and January 31, 2025.**

Shareholders must attach the following relevant documentation:

2.1 Evidence of Shareholding: This includes a certified copy of the share certificate, a certificate from a securities company, or other documents from the Stock Exchange of Thailand or the Thailand Securities Depository Company Limited (TSD).

2.2 In the case where the shareholder is a legal entity: A certified copy of the corporate registration certificate, not older than 3 months, and a certified copy of the ID card or passport (for foreign nationals) of the authorized signatory who signs the "Proposal Form for Agenda Items for the 2025 Annual General Meeting of Shareholders."

2.3 In the case where the shareholder is an individual: A certified copy of the ID card or passport (for foreign nationals) that has not expired.

2.4 In the case where the shareholder has changed their name, title, or surname: A certified copy of the document evidencing such changes.

In the case of multiple shareholders collectively proposing an agenda item, each shareholder must complete the **"Proposal Form for Agenda Items for the 2025 Annual General Meeting of Shareholders,"** sign it as evidence, and attach all relevant supporting documents. These documents must then be compiled and submitted as a complete set via the channels specified above. In the event that shareholders wish to propose more than one agenda item, a separate Proposal Form for Agenda Items for the 2025 Annual General Meeting of Shareholders must be completed for each item, with the signature of each shareholder provided as evidence.

3. Matters Not to Be Included in the Agenda

To ensure the effective conduct of the meeting, the Company reserves the right not to include the following matters in the agenda:

3.1 Matters related to the normal course of the Company's business operations.

3.2 Matters that are outside the scope of the Company's authority to act upon.

3.3 Matters that have been previously proposed by shareholders at a shareholders' meetings within the past 12 months, and were supported by less than 10% of the total voting rights, provided that there have been no material changes in the facts.

3.4 Matters proposed by shareholders who do not meet the required qualifications, or who have failed to provide sufficient or complete information and supporting documents, or have submitted their proposals after the specified deadline.

3.5 Matters that are not beneficial to the Company's operations.

3.6 Matters where the proposals or supporting documents contain false or ambiguous information.

3.7 Matters that fall under the management authority of the Company, unless they cause significant harm or loss to the shareholders as a whole.

3.8 Matters that conflict with the law, regulations, or regulations of regulatory authorities or relevant agencies, or that are not in line with the Company's objectives, articles of association, and business ethics.

3.9 Matters that, under the law, must be considered by the shareholders' meeting, and have already been scheduled as agenda items for each meeting.

3.10 Matters that have already been implemented by the Company.

3.11 Matters that are repetitive or identical to those previously proposed.

4. Procedure for Consideration After Receiving Shareholder Proposals

The Company's Board of Directors will review and evaluate the appropriateness of the proposed agenda items submitted by shareholders. Matters approved by the Board will be included in the agenda of the 2025 Annual General Meeting of Shareholders, along with the Board's recommendations. For matters not approved by the Board, the Company will notify shareholders and provide an explanation on the Company's website. Shareholders will also be informed during the next Annual General Meeting of Shareholders. The decision of the Board of Directors will be final.

The Company reserves the right not to propose an agenda item for the 2025 Annual General Meeting of Shareholders if the shareholder's form is incomplete or if the required supporting documents are insufficient, as specified by the Company."

Proposal Form for Agenda Items for the 2025 Annual General Meeting of Shareholders

Date.....

I,, a shareholder of Prinsiri Public Company Limited holding total shares of.....shares, address/contact no.....Road.....Sub-District.....District.....Province.....mobile phone number.....email (if any).....

wish to propose an agenda for the 2025 Annual General Meeting of Shareholders:

Proposed matters.....

Objective [] for acknowledgment [] for consideration [] for approval

With the following reasons and details:.....

In addition, I have attached supporting documents to support the proposed matter, totaling.....pages.

I hereby certify that the above information, the proof of shareholding, and all supporting documents are accurate, complete, and true in every respect. I also consent to the Company disclosing such information or documents. I therefore have signed my name evidence.

Sign..... shareholder
()

Note: The supporting documents that shareholders must attach for consideration are as follows:

- Evidence of Shareholding:** This includes a certified copy of the share certificate, a certificate from a securities company, or other documents from the Stock Exchange of Thailand or the Thailand Securities Depository Company Limited (TSD).
- In the case where the shareholder is a legal entity:** A certified copy of the corporate registration certificate, not older than 3 months, and a certified copy of the ID card or passport (for foreign nationals) of the authorized signatory who signs the Proposal Form for Agenda Items for the 2025 Annual General Meeting of Shareholders.
- In the case where the shareholder is an individual:** A certified copy of the ID card or passport (for foreign nationals) that has not expired.
- In the case where the shareholder has changed their name, title, or surname:** A certified copy of the document evidencing such changes.