

Criteria and Procedures for Directors Nomination for AGM 2024

1. Objective

Consistent with Royal Plus Public Company Limited (the “ Company ”) ’ s Good Corporate Governance practice based on Ethics and Transparency for shareholders and stakeholders to receive appropriate, fair, and sustainable ensuring that all shareholders receive equitable treatment, eligible shareholders are invited to nominate qualified candidates for Director election, according to the criteria and procedure of the company.

2. Shareholder Eligibility Criteria for Submissions

Shareholders who wish to propose director nominations must be qualified in accordance with the criteria as follows:

2.1 Being a holder or a group of the Company’s common share (PLUS)

2.2 Minimum number of shares being held:

2.2.1 Holding minimum shares at least 0.2% of the saleable shares of the Company and continuously held those shares for at least one year to the date of the submission or

2.2.2 Holding minimum shares at least 5% of the saleable shares of the Company

3. Nomination of Directors

3.1 Director Qualification

- (1) Duly qualified in accordance with the Public Limited Company Act, the Securities and Exchange Act, the Company’s Article of Association and the good corporate governance practice of the Company.
- (2) Being ethical and integrity leader and should possess good background experienced as well.
- (3) Being an expert with knowledge, capability and experience that are beneficial to the Company’s operation.
- (4) Interested in the Company businesses and able to devote sufficient time to the Company. For those with prior directorship, their performance therein will be taken into consideration.
- (5) Not a political official, member of the House of Representative, senator, local assemblymen or local administrators, director or an official of any political party.

3.2 Consideration Procedure

(1) Eligible Shareholders according to topic no.2 must complete and submit the attached Director Nomination Form or the proposal may be submit unofficially via facsimile at 2416 0219 or through the Secretariat of The Board of Directors Office email Address at plussecretary@royalplus.co.th before sending the original form and documents to the Board of Directors with required supporting documents as follow:

- The evidence of ownership of shares' held, i.e. certificates of shares' held issued by a registered securities company, or other certificated documents issued by the Thailand Securities Depository Company Limited or the Stock Exchange of Thailand.
- The Nominee's written consent to the nomination.
- The Nominee qualification documents, i.e. the education and work experience (Curriculum Vitae.)

Any support documents which will be beneficial to board to consider (if any). All of documents should be reached the Company within December 31, 2023 marked to the attention of

The Company Secretary
Royal Plus Public Company Limited
84/3-7 Rama 2 Road, Soi 69
Samae Dam, Bang Khun Thian, Bangkok 10150

(2) Where a group of shareholders who satisfied the criteria in no.2 collectively submit a joint director Nomination Form, while the rest of shareholders must separately complete part 1 and 2 of the Director Nomination Form and sign the Form, and then together submit the completed Director Nomination Form and support documents. (if any)

(3) Where shareholder or a group of shareholders who satisfied the criteria in no.2 would like to nomination multiple directors, separate forms must be used for each nomination along with each nominated director evidence or support documents.

(4) The Corporate Secretary will initially review the proposal, and then the Board of Directors will consider the director nominations. The qualified nominee selected by the Board of Directors will be informed and included as agenda item in the Notice of AGM including the Board of Directors opinion. If a proposal is turned down, the Company will inform the reason for the refusal in the AGM.



Director Nomination Form

(1) I am (Mr./Mrs./Miss), being the common shareholder of Royal Plus Public Company Limited, holding shares, residing at.....Road..... Sub-District..... District.....Province.....Mobile Phone Number..... Home/Office Phone.....E-mail Address (if any)

(2) I would like to nominate (Mr./Mrs./Miss)Age.....Years Who is duly qualified in accordance with the provision of the Company to be the director The candidate’s written consent to the nomination, candidate’s curriculum support documents (if any) have been enclosed and duly certified at every page,pages in total.

By my signature below, I hereby certify that the information provided in this forms, shares’ held evidence, candidate’s written consent to the nomination and other support documents are true and correct.

..... Shareholder’s Signature
(.....)
Date.....

(3) I am (Mr./Mrs./Miss), a candidate proposed to be nominated for election as a director, hereby consent to my nomination for election as a director, certify that I am fully qualified in accordance with the provision in no. 3.1 of the Criteria and Procedure for Directors Nomination, and agree to adhere to the good corporate governance practice of the Company by my signature below.

..... Candidate’s Signature
(.....)
Date.....

- Remark** The shareholders must enclose the personal documents with Agenda Item Proposal Form as follows:
1. Evidence of shareholding, i. e. certificates of shares’ held issued by a registered securities company or other certificate documents issued by the Thailand securities Depository Company Limited or the Stock Exchange of Thailand.
 2. Personal documents i.e. in case the shareholder is a person, he/she must enclose a copy of identification card or passport (In the case of a non-Thai national). Where a shareholder is a registered business, he/she must enclose a copy of certificate of commercial registration, certified true copy of the authorized director, who has signed this form, identification cards or passports (in the case of a non-Thai national.)
 3. Shareholders can send Director Nomination Form unofficially via facsimile at 0 2416 0219 or through the Company Secretary email address at plussecretary@royalplus.co.th before sending the original form to the Company.”
 4. The original Director Nomination Form must be reached the Company within December 31, 2023 in order to allow the Board of Directors to consider in accordance with the criteria and propose to the AGM 2024.