

## **Criteria and Procedures for Directors Nomination for AGM 2025**

### **1. Objective**

Consistent with Royal Plus Public Company Limited's (the "Company") commitment to Good Corporate Governance, based on ethics and transparency, the Company aims to ensure that shareholders and stakeholders receive appropriate, fair, and sustainable benefits.

The Company recognizes the important of allowing shareholders to propose qualified candidates for Director elections as part of its good corporate governance practices, demonstrating fair and equitable treatment of all shareholders, in accordance with the Company's established criteria and procedures.

### **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 at least 0.2% of the Company's saleable shares and continuously held those shares for at least one year.

2.2.2 Holding at least 5% of the Company's saleable shares.

2.3 Having continuously holding those shares until the book closing date for the right to attend the AGM of that year.

### **3. Nomination Election 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 Form for Proposing a Directorial Candidate or the proposal may be submit unofficially via facsimile at 0 2416 0219, or through the Secretariat of The Board of Directors Office email Address at [plussecretary@royalplus.co.th](mailto: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, 2024 marked to the attention of

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

(2) In case, a group of shareholders who satisfied the criteria in No.2 collectively submit a joint director nomination proposal, while the rest of shareholders must separately complete (No.1) and (No.2) of "Form for Proposing a Directorial Candidate" and sign the Form, and then together submit the completed "Form for Proposing a Directorial Candidate" and support documents. (if any)

(3) In case, shareholder or a group of shareholders who satisfied the criteria in No.2 would like to nomination multiple directors, separate forms must be used "Form for Proposing a Directorial Candidate" for each nomination along with each nominated director evidence or support documents.

(4) The Company 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.



**Form for Proposing a Directorial Candidate**

(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 Director Nomination Form”, shares’ held evidence, candidate’s written consent to the nomination and other support documents are true and correct.

Sign..... Shareholder’s  
(.....)

Date.....

(3) I am (Mr./Mrs./Miss) ....., a candidate proposed to be nominated for election as a director, (No.2) 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.

Sign..... Candidate’s  
(.....)

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 the Director Nomination Form unofficially via facsimile at 0 2416 0219 or through the Company Secretary email address at [plussecretary@royalplus.co.th](mailto:plussecretary@royalplus.co.th) before sending the original “Form for Proposing a Directorial Candidate”
4. The original “Form for Proposing a Directorial Candidate” must be reached the Company within December 31, 2024 in order to allow the Board of Directors to consider in accordance with the criteria and propose to the AGM 2025.