

- TRANSLATION -

**Criteria for Proposal to Propose Questions, to Suggest Agenda Items  
and to Nominate Candidates for Directorship in Advance of the  
Annual General Meeting of Shareholders of Ananda Development Public Company Limited**

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Ananda Development Public Company Limited realizes the importance of encouraging shareholders' participation which supports Corporate Good Governance for the support shareholders' rights and for shareholders to be treated equally and transparently. Therefore, the Company would like to invite shareholders propose questions, to suggest agenda items and to nominate candidates for Directorship in advance of the Company's Annual General Meeting of Shareholders.

**Definition**

"Company" means Ananda Development Public Company Limited

"Proposal" means the proposal of questions and/or suggestion of agenda items for the Annual General Meeting of shareholders and/or to nominate qualified candidates for directorship

**Criteria**

**1. Shareholders' Qualification**

The shareholders qualified for making proposals must hold not less than 0.05 percent of the total shares with the voting rights of the Company (1,666,500 shares), which can be owned either by one shareholder or several shareholders combined, and also must be shareholders of the Company on the day of proposal.

**2. Proposal Period**

For adequate consideration by the Board of Directors, the proposal may be submitted from 1 October 2024 to 31 January 2025.

**3. Proposal Procedure**

In order to enable the Good Corporate Governance Committee and the Nomination and Remuneration Committee to consider the proposed questions, agenda items and the candidates' qualifications carefully and cautiously, and provide recommendations to the Board of Directors for further consideration; the proposal forms and all relevant documents are to reach the Company by 31 January 2025 (based on the arrival postmark at the destination post office).

In this regard, shareholders shall complete and initial all pages of the attached forms. In case of director nomination, a written consent and personal profile signed by the candidates are required. The complete forms and all supporting documents shall be sent to:

Company Secretary

Ananda Development Public Company Limited

2525 FYI Center Building, 11<sup>th</sup> Floor, Rama 4 Road,

Klongtoei, Klongtoei District, Bangkok 10110

#### 4. Supporting Documents

- Documents from the proposing shareholder
  1. Name, address and phone number of the shareholder proposing (if there is more than one shareholder, the details of all shareholders are to be provided).
  2. Evidence of shareholding i.e. certified true copy of certificate of shares or certificate of shares issued by a broker or Thailand Securities Depository Co., Ltd. or any other evidence from the Stock Exchange of Thailand.
  3. Evidence of Identification
    - 1) For Individual  
Certified true copy of the identification card or government officer identification card or passport (in case of foreigners) or alien identification card of the shareholder, which has not expired.
    - 2) For Juristic Person  
Certified true copy of the certificate of juristic person, issued no longer than 1 (one) month ago and copy of the identification card or alien identification card which has not expired or passport (in case of foreigners) of the authorized directors who signed in the Director Nomination Form and affixed with juristic person's seal (if any).
- Documents of the eligible person nominated as a Company's director
  1. A certified copy of I.D. card / passport
  2. A certified copy of household registration
  3. A certified copy of education evidence
  4. A "1" or "2" photograph of the eligible person

#### 5. Conditions

The Company reserves the right to reject proposals in which the following conditions are not met:

- 5.1 The proposing shareholders are fully qualified under the criteria, contactable, and have provided complete and valid documents.
- 5.2 The proposed questions are relevant to the Company and beneficial to shareholders as a whole.
- 5.3 The proposed agenda items are beneficial to the Company and not to the interest of an individual or any group in particular; as well as not against the laws, notifications, rules and regulations of government authorities or regulatory bodies; and not against the objectives, articles of association, shareholders' resolutions and good corporate governance principles of the Company.
- 5.4 In nomination of candidates for directorship, the candidates must:
  1. Not possess prohibited characteristics according to the Limited Public Companies Act and the Securities and Exchange Act;

2. Possess, in case of nomination for independent directors, eligible independent director qualifications in accordance with the notification of the Capital Market Supervisory Board No. TorChor. 28/2551 Re: Application for and Approval of Offer for Sale of Newly Issued Shares dated December 15, 2008 (including amendments thereto);
3. Be able to fully perform the duties, and able to regularly attend the Board of Directors meetings, with due preparation.
4. Possess valuable ability and knowledge that can support the Company's business, e.g. management, finance, accountancy, economics, marketing, and laws, etc.
- 5.5 Proposals may be declined in case deemed by the Board of Directors not necessary to be included in the meeting agenda, where the Board can provide the shareholders reasonable and clear explanation thereof.

**6. Decision Announcement**

The Company's decisions on acceptance of proposals will be released after the Board meeting, or within 27 February 2025. Details of accepted proposals will be included in the Invitation Letter to the 2025 Annual General Meeting of Shareholders.

Agenda Proposal Form for Annual General Shareholders Meeting  
Ananda Development Public Company Limited

Date \_\_\_\_\_

I, Mr. / Mrs. / Ms. \_\_\_\_\_

ID Card No./ Passport No. \_\_\_\_\_ Expiry date \_\_\_\_\_

Correspondence Address \_\_\_\_\_

Telephone No. \_\_\_\_\_ Mobile Phone Number \_\_\_\_\_

Facsimile No. \_\_\_\_\_ E-mail address \_\_\_\_\_

No. of shareholding \_\_\_\_\_ share, as at date of \_\_\_\_\_

*(Please attach the evidence of shareholding, i.e. certified letter of the securities company or other evidences issued by SET or TSD.)*

Agenda Proposed \_\_\_\_\_

Objective/Reason  For Consideration  For Acknowledgement  For Approval

Details \_\_\_\_\_

Supporting documentation  No  Yes, total \_\_\_\_\_ page(s)

I hereby certify that the information and evidence attached hereto are accurate and complete and that the Company has my permission to disclose the information or the said supporting documents.

Signed

Shareholder

( \_\_\_\_\_ )

Director Nomination Form  
Ananda Development Public Company Limited

Date \_\_\_\_\_

I, Mr./Mrs./Ms. \_\_\_\_\_

ID Card No./Passport No. (in case of foreigner) \_\_\_\_\_ Expiry date \_\_\_\_\_

Correspondence Address \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_

Telephone No. \_\_\_\_\_ Mobile Phone Number \_\_\_\_\_

Facsimile No. \_\_\_\_\_

E-mail address \_\_\_\_\_

No. of shares held \_\_\_\_\_ , as of date \_\_\_\_\_

*(Please attach the evidence of shareholding, i.e. certified letter of the securities company or other evidence issued by SET or TSD.)*

Would like to nominate \_\_\_\_\_ as a candidate  
for the  Director  Independent Director of the Company's directorship.

Relevantly, I have already obtained consent from the nominated person. Information of such candidate as well as his/her supplementary documents are attached herewith.

Signed \_\_\_\_\_ Shareholder

( \_\_\_\_\_ )

**Candidate Information Form**  
**Ananda Development Public Company Limited**

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Date \_\_\_\_\_

**Part I : Statement of Consent**

I, Mr./Mrs./Ms. \_\_\_\_\_

ID Card No./Passport No. (in case of foreigner) \_\_\_\_\_ Expiry date \_\_\_\_\_

Correspondence Address \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

Telephone No. \_\_\_\_\_ Mobile Phone Number \_\_\_\_\_

Facsimile No. \_\_\_\_\_

E-mail address \_\_\_\_\_

Consent to Mr./Mrs./Ms. \_\_\_\_\_ nominating myself as a candidate for the  
Company's  director  independent director.

**Part II : Personal Data**

1. Name in English \_\_\_\_\_

2. Previous Name-Surname (in case of name change) \_\_\_\_\_

3. Date of Birth \_\_\_\_\_

4. No. of shares held in the Company \_\_\_\_\_ shares

5. Current Business Office

Name of Organization \_\_\_\_\_

Address \_\_\_\_\_

\_\_\_\_\_

Telephone \_\_\_\_\_ Mobile Phone Number \_\_\_\_\_

Facsimile \_\_\_\_\_

6. Marital Status  Single  Married  Divorced  Other \_\_\_\_\_

Spouse's Name \_\_\_\_\_ Previous Name (if any) \_\_\_\_\_

Holding \_\_\_\_\_ shares of the Company

Occupation \_\_\_\_\_ Position \_\_\_\_\_

Name of Organization \_\_\_\_\_

No. of Children \_\_\_\_\_ (include adopted child) which are

<u>Name</u>	<u>Year of Birth</u>	<u>No. of shares hold</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____

7. Highest Education Qualification

<u>Institution</u>	<u>Degree / Major</u>	<u>Year Graduated</u>
_____	_____	_____
_____	_____	_____

8. Work Experience (previous 5 years)

<u>Name of Organization</u>	<u>Type of Business</u>	<u>Position</u>	<u>Since (mth/yr) To (mth/yr)</u>
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

9. Trainings or Seminars Relevant to Director's Duty

<u>Course</u>	<u>Year Taken</u>
[ ] Director Certification Program (DCP)	_____
[ ] Director Accreditation Program (DAP)	_____
[ ] Audit Committee Program (ACP)	_____
[ ] The role of Chairman (RCM)	_____
[ ] Finance for Non-Finance Director (FN)	_____
[ ] Others (please specify)	_____
[ ] _____	_____

10. Shareholding and position in others businesses, including advisor to other companies.

<u>Company's Name</u>	<u>Position</u>	<u>Shareholding, Spouse's Holding and Underage Children's Holding (% of Share Capital)</u>	
_____	_____	_____	<input type="radio"/> Full Time
_____	_____	_____	<input type="radio"/> Full Time
_____	_____	_____	<input type="radio"/> Full Time
_____	_____	_____	<input type="radio"/> Full Time
_____	_____	_____	<input type="radio"/> Full Time

11. Legal Dispute (except misdemeanor)

<u>Court</u>	<u>Status (plaintiff/ defendant/claimant)</u>	<u>Case (civil/ criminal/bankruptcy)</u>	<u>Charges/Offense</u>	<u>Claim Amount</u>	<u>Ruling Result</u>
_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____



12. Direct and Indirect Interests in the Company and its Subsidiaries (please specify description of transaction and interest in monetary terms)

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13. Certification of the proposed person

I, ..... hereby certify that

13.1 I have no prohibited characteristics according to the Law by the Ministry of Commerce, Securities and Exchange Act.

13.2 I have full qualifications for  the director  the independent director position.

13.3 I acknowledge the roles and responsibility of the Company's executive according to the SEC's Director Handbook.

13.4 I certify that the information and documents provided are complete and true with my signature on each page. I accept the responsibility of any untrue information provided.

Signed ..... Proposed person  
(.....)

Supporting Documents for consideration

- A certify copy I.D. card / passport
- A certify copy of household registration
- A certify copy of education evidence
- A "1" or "2" photograph of the eligible person
- Other Document (If any) .....