

**The criteria for shareholders' right to propose the agenda and to nominate director for the Annual General Meeting of Shareholders 2025**

Premier Tank Corporation Public Company Limited ("the company") recognizes the rights and equitable treatment of all shareholders which is set forth in the good corporate governance principles. The Company would like to invite and set the criteria for the shareholders, to propose any matter considered important and truly beneficial to the Company as agenda and nominating persons to be elected as the Company's directors in advance of the Annual General Meeting of Shareholders 2025. The criteria are as follows:

**1. The qualification of shareholders**

To qualify to submit agenda proposals or director nominations, single or multiple shareholders holding shares of shareholders collectively submitting such proposal or nominations must, at the time of such submission, hold shares and have the right to vote amounting to not less than five percent of all Company voting rights. Shareholder is requested to provide evidence to confirm the foregoing qualification.

**2. The Board of Directors reserve the Company's right not place the following proposals on the agenda**

- 2.1 The proposal that violates applicable laws, announcements, rules and regulations of the government agencies, or regulatory or involved agencies, or actions not in compliance with the objectives, the Company's articles of association, the resolution of shareholder's meeting and the good corporate governance.
- 2.2 The proposal that is regular business operation and the proposer's reference does not indicate any irregularity.
- 2.3 The proposal that is beyond the authority of the Company to take action to achieve the results as desired.
- 2.4 The proposal that is beneficial only for a specific person or group.
- 2.5 The proposal that is not beneficial to the Company's business operation, or that the Board of Directors, with reason explainable to the shareholders, considers unnecessary to be placed as an agenda.
- 2.6 The proposal that is the Company's management authority, except for the matter that causes material damages or losses to all shareholders.
- 2.7 Any other cases as specified in the notifications of the Securities and Exchange Commission, the Capital Market Supervisory Board or other related regulators.

**3. The nomination for director**

Qualifications and prohibitions of the persons being nominated as directors are as follow :

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- 3.1 Being fully qualified and not being prohibited according to the Public Company Act, Securities and Exchange Act, the articles of association of the Company, the good corporate governance and other relevant laws and regulations;
- 3.2 Having abilities suitable and necessary for the Company's businesses and industry in which the Company is operating and be able to dedicate their time and effort to their duties; and
- 3.3 Giving their consent of being nominated of appointment as the Company's directors.
- 3.4 Independent Director Qualifications having the qualification according to the company's definition of "Independent Director"

**4. Propose agenda/ nominate person**

The shareholder who possesses qualifications as described in Clause 1 of the criteria can propose agenda and/or nominate person to be elected as the Company's director. The shareholder must indicate whether it is a matter proposed for acknowledgement, for consideration or for approval, as the case may be. The proposal procedures are as follows:

- 4.1 Completely fill in and sign the Agenda Proposal and Director Nomination Form for the Annual General Meeting of Shareholders (The "Proposal Form") (1 Form per 1 Agenda/Director) and enclose required evidence and documents in Clause 5 of the shareholder and/or nominee. The Proposal Form can be downloaded from the Company's website <http://www.premiertankcorp.com>
- 4.2 In case a group of shareholders wishes to propose matter/director nominee to the Board of Directors, each shareholder must complete the Proposal Form and affix their name as evidence separately (1 Form per 1 Agenda/Director) then gather all documents, Proposal Form, and required evidence and documents in Clause 5 of all shareholders and nominees together into one set of documents and submit to the Board of Directors.
- 4.3 If a shareholder wishes to propose more than one agenda/nominee, such shareholder must provide the signed Proposal Form according to the number of the agenda/nominee to be proposed. The required evidence and documents in Clause 5 shall be submitted one set for each proposal.

**5. Required evidence and documents**

The shareholders must submit the following document :

- Evidence of shareholding

A certificate issued by Securities Company or any other evidence issued by the Stock Exchange of Thailand or the Thailand Securities Depository Co., Ltd. or certified true and correct copy of any share certificate;

- Proof of identity

Individual shareholder

- A certified true correct copy of the identification card or governmental officer identification card or driver license or passport (for foreigner);

Juristic shareholder

- Copies of the corporate affidavit which was issued not later than six 6 months and certified as true and correct by the authorized person who signed the Proposal Form on behalf of the shareholder;
- A certified true and correct copy of the identification card or governmental officer identification card or driver license or passport (for foreigner) of such authorized person; and
- Supporting documents of the director nominee
- Supporting documents for consideration on the nominees' qualifications such as evidence on education qualifications and work experiences;
- A certified true and correct copy of the identification card or governmental officer identification card or driver license or passport (for foreigner) of director nominee;
- The evidence of nominee's consent in the Proposal Form.

**6. Submission channel**

- 6.1 To facilitate shareholders, shareholders may submit unofficial Proposal Form through email address: [company\\_secretary@premiertankcorp.com](mailto:company_secretary@premiertankcorp.com) before submitting the official Proposal Form together with required evidence and documents to the Company within January 15, 2025
- 6.2 Submitting the signed Proposal Form together with the supporting documents to the following address within January 15, 2025  
Company Secretary  
Premier Tank Corporation Company Limited  
2034/69 Italthai Tower, 15<sup>th</sup> Floor, New Phetchaburi Road,  
Bangkapi, Huai Khwang, Bangkok 10310.
- 6.3 If you have any query, please contact through telephone number 02-318-4013.

**7. Consideration procedure**

- 7.1 The Company Secretary will initially review the proposals and/or the nominees before proposing to the Nomination and Remuneration Committee for consideration as delegated by the Board of Directors.
- 7.2 The Nomination and Remuneration Committee will consider the proposals and/or the nominee's qualification. In the case that the proposals and/or the nominee's qualification has been endorsed, the Nomination and Remuneration Committee will propose the qualified candidate to the Board of Directors for further consideration.
- 7.3 The proposal matters and/or name of nominee approved by the Board of Directors and the Board of Directors. Opinion will be included in the notice of the 2025 Annual General Meeting of Shareholders as agendas/nominees proposed by the shareholders.
- 7.4 For the proposal and/or name of nominee disapproved by the Nomination and Remuneration Committee and/or the Board of Directors, as the case may be, the Company shall inform the shareholder of the

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disapproval which will be supported by the reason of the Board of Directors' refusal at the AGM Meeting and include in the agenda for acknowledgement.

- 7.5 The decision of the Board shall be final and conclusive.
- 7.6 The Company reserves the rights to consider the proposal and/or the nomination that does not meet the requirements mentioned in the Company's criteria or unable to submit the Proposal Form and/or required evidence and documents within the deadline under clause 8.
- 7.7 The Company will cut-off rights of shareholders if the Company finds out that information provided is incomplete or ambiguous or incorrect or proposed by those shareholders who cannot be contacted or shareholders are not considered fully qualified in Clause 1 or director nominees are not considered fully qualified.

**8. Submission timeline for the AGM**

The Company shall receive the Proposal for Agenda and Proposal for Director Candidate from November 15, 2024 to January 15, 2025

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