

**Criteria for shareholder(s) to propose agenda and nominate Director
for 2024 Annual General Meeting of Shareholders.
Roctec Global Public Company Limited**

1) Qualification of the Shareholders

Shareholder who wishes to propose the matter must possess the following qualification:

- 1.1 Being the shareholder of Roctec Global Public Company Limited. (the Company) at the date of proposing
- 1.2 Being a shareholder or shareholders who hold minimum shares in combine of at least three percent of the Company's total shares eligible to vote.
- 1.3 Holding the Company's shares for at least 6 consecutive months at the date of proposing

2) Proposal of Agenda

Shareholder(s) can propose meeting agenda to the Board of Directors by filling in (Form 1), available for download available at [https://www.roctecglobal.co.th/Investor relations](https://www.roctecglobal.co.th/Investor%20relations), and then submit the form along with any other supporting information for the Board of Directors' consideration.

2.1 The proposal that will not be included in the agenda:

- (1) A proposal that violates the law, notifications, rules, regulations of the government agencies or other governing agencies or is not complied with the objectives, the articles of association, the shareholders' resolution or the good corporate governance of the Company.
- (2) A proposal that relates to the Company's normal business operation and the reference made by the shareholder does not indicate any irregularity thereof.
- (3) A proposal that is not beneficial to the Company's operation.
- (4) A proposal that relates to a routine matter or is within the management authority of the Board of Directors except those matters having a significant negative impact on the shareholders in general.
- (5) A proposal for the matter that the Company has already adopted or implemented.
- (6) A proposal that is beyond the ability of the Company to perform.
- (7) A proposal that is solely beneficial to any specific person or group.
- (8) A proposal that shareholders already proposed to the shareholders' meeting during the past 12 months but was supported by less than 10 percent of the total voting shares and the facts of the said matter have not yet been changed significantly.
- (9) A proposal that the information provided by the shareholder is incomplete, incorrect, or having untrue statement, ambiguous or unable to propose within the specified time
- (10) A proposal that the shareholders are not fully qualified according to the criteria specified in Clause 1.

2.2 Supporting Documents for the Proposal of Agenda

- (1) A certified copy of share certificate or a copy of certificate of share held issued by securities companies or Thailand Securities Depository Co., Ltd.
- (2) Form to Propose Agenda for 2024 Annual General Meeting of Shareholders in Advance (Form 1) with the shareholder's signature affixed therein.

- (3) Shareholder's Identification, valid and certified true copy, as follows:
 - Individual** Copy of identification card / passport (in case of foreigner)
 - Juristic Person** Copy of affidavit issued not more than 3 months and copy of identification card/passport (in case of foreigner) of the authorized representative affixing signature on Form 1.
- (4) If a shareholder has changed their title, name, or surname, the copy of evidence of those changes must be enclosed and certified true copy.
- (5) Form 1 shall be executed per one agenda. In case a shareholder proposes several agenda, Form 1 must be executed for each agenda item.
- (6) In case several shareholders collectively propose an agenda, each of those shareholders must fill his/her detail in Form 1, sign the form and enclose evidence proving his/her shareholder status and identification. In this regard, one shareholder must be designated as a representative of the shareholders proposing such agenda to be contacted by the company.
- (7) Documents in beneficial support for the consideration of the Board of Directors (if any).

2.3 Submission of Documents

- (1) In order to allow the Company to review the information and check the documents and to allow the Board of Directors to have sufficient time to consider the agenda, documents specified in Clause 2.2 must arrived at the Company by April 30, 2024, via registered mail to the following address:

Company Secretary Division

Roctec Global Public Company Limited.

No.21, TST TOWER 22nd floor, Viphavadi-Rangsit Rd., Chomphon Sub-district, Chatuchak District, Bangkok 10900 Thailand

- (2) Before sending the original documents as specified in (1), the shareholder may unofficially submit the copy of such documents via email address of the Company Secretary at companysecretary@roctecglobal.co.th

2.4 Consideration Procedure

- (1) The Company Secretary will have a preliminary review of the proposal for the Board of Directors as follows:
 - 1.1) If it appears that the shareholder does not possess all qualifications as specified in Clause 1, the Company Secretary will notify such shareholder in writing for the close of such matter within May 7, 2024.
 - 1.2) If it appears that the shareholder possesses all qualifications as specified in Clause 1 but the information or documents are incomplete or incorrect, the Company Secretary will notify such shareholder in writing within May 7,2024 and if such shareholder fails

to rectify or provide information or deliver documents completely and correctly within May 13, 2024, the Company Secretary will notify such shareholder in writing for the close of such matter.

- 1.3) For the cases not falling into (1.1) or (1.2), the Company Secretary will gather the documents and propose to the Board of Directors.
- (2) The Board of Directors will consider the appropriateness of the agenda to be proposed to the shareholders' meeting. The matters to be proposed as agenda shall not be the matters specified in Clause 2.1, unless the Board of Directors considers otherwise.
- (3) If the proposed matter has been approved by the Board of Directors to be included as agenda of the shareholders' meeting, the Company will specify in the invitation as the agenda from the shareholders together with the opinion of the Board of Directors.
- (4) For the proposed matter that has not been approved by the Board of Directors to be included as agenda of the shareholders' meeting, the company will inform the resolution with the reason from the Board of Directors to the shareholder who proposed the matter within 3 business days from the resolution date. The company will inform again in the shareholders' meeting as the matter for information with the reason of denying.

3. Nomination of Director

3.1 A person to be nominated for the election as director shall possess qualifications and does not have any prohibited characteristics as follows:

- (1) Having qualifications and not having any prohibited characteristics under the Public Limited Companies Law, Securities and Exchange Law, rules and regulations of the Company and relevant governing agencies and the good corporate governance of the Company;
In case of nomination of candidates for independent directors and/or members of the Audit Committee of the Company, the candidates must possess additional qualifications as required by laws.
- (2) Having knowledge and skill significantly beneficial to the Company's businesses.
- (3) Being independent, able to perform as Director with duty of care and duty of loyalty, having good health both mentally and physically, able to contribute and dedicate for the Company's matters and having good working experience; and
- (4) Not carrying on a business or being a partner in a general partnership or being an unlimited liabilities partner in a limited partnership or a director in other private or public company which carries on businesses with the same nature or in competition with the Company's businesses.

3.2 Supporting Documents for the Nomination of Director

- (1) Good evidence to prove the Shareholder status as specified to show the full qualifications as specified in Clause 1, i.e., a confirmation letter issued by the securities company or any other evidence issued by the Stock Exchange of Thailand or Thailand Securities Depository Co., Ltd.

- (2) Form to Nominate ROCTEC's Director for the year 2024 (Form 2) attached hereto, together with the shareholder's signature affixed therein.
- (3) Resume of a proposed candidate to be elected as a director for the year 2024 (Form 3) attached hereto, together with the candidate's signature affixed therein.
- (4) Shareholder's Identification, valid and certified true copy, as follows:
 - Individual** Copy of identification card / passport (in case of foreigner)
 - Juristic Person** Copy of affidavit issued not more than 3 months and copy of identification card / passport (in case of foreigner) of the authorized representative affixing signature on Form 2
- (5) If a shareholder has changed their title, name, or surname, the copy of evidence of those changes must be enclosed and certified true copy.
- (6) Each set of Form 2 and Form 3 is to be used for the nomination of one Director only. If there is a nomination of more than one Director, a set of Form 2 and Form 3 shall be prepared separately for each candidate. If there are several shareholders collectively nominating the Director, all shareholders must fill in Form 2 and affix their signatures and enclose the evidences of shareholding and identification of each of them. In this regard, all shareholders shall jointly appoint one of the shareholders as their contact person with the Company and fill in the contact person name in the Form. Any contact from the Company to such contact person shall be deemed that such is a contact with all shareholders.
- (7) Documents beneficial in support for the consideration of the Board of Directors (if any).

3.3 Submission of Document

- (1) In order to allow the Company to review the information and check the documents and to allow the Nomination and Remuneration Committee and the Board of Directors to have sufficient time in making consideration, documents specified in Clause 3.2 must be delivered to and arrived at the Company by April 30, 2024 via registered mail to the following address:
 - Company Secretary Division**
 - Roctec Global Public Company Limited
 - No.21, TST TOWER 21nd floor, Viphavadi-Rangsit Rd., Chomphon Sub-district, Chatuchak District, Bangkok 10900 Thailand
- (2) Before sending the original documents as specified in (1), the shareholder may unofficially submit the copy of such documents via email address of the Company Secretary at mail to: companysecretary@roctecglobal.co.th

3.4 Consideration Procedure

- (1) The Company Secretary will have a preliminary review of the proposal for the Nomination and Remuneration Committee as follows:
 - (1.1) If it appears that the shareholder does not possess all qualifications as specified in Clause 1, the Company Secretary will notify such shareholder in writing for the close of such matter within May 7, 2024.

- (1.2) If it appears that the shareholder possesses all qualifications as specified in Clause 1 but the information or documents are incomplete or incorrect, the Company Secretary will notify such shareholder in writing within May 7, 2024 and if such shareholder fails to rectify or provide information or deliver documents completely and correctly within May 13, 2024, the Company Secretary will notify such shareholder in writing for the close of such matter.
- (1.3) For the cases not falling into (1.1) or (1.2), the Company Secretary gather the documents and propose to the Nomination and Remuneration Committee for consideration.
- (2) The Nomination and Remuneration Committee will consider the appropriateness of a candidate to be nominated for the election as Director and further propose to the Board of Directors. The candidate shall possess qualifications and do not have any prohibited characteristics as specified in Clause 3.1, unless the Nomination and Remuneration Committee or the Board of Directors considers otherwise.
- (3) If the candidate has been approved by the Board of Directors, such candidate will be nominated for the election as director at the 2024 Annual General Meeting of shareholders' and the Company will specify in the invitation as the director nominated by the shareholders together with the opinion of the Nomination and Remuneration Committee and the Board of Directors.
- (4) If the candidate has not been approved by the Nomination and Remuneration Committee or the Board of Directors, the Company will notify the shareholder nominating such candidate of the Nomination and Remuneration Committee's resolution or the Board of Directors' resolution within 3 business day after the resolution date.
