

## Proposal of Agenda and Candidate Nominated as Director in Advance for the 2024 Annual General Meeting of Shareholders of Thachang Green Energy Public Company Limited

### 1. Objective

With respect to the right of shareholders to propose the agenda and nominate persons to be considered for the election as director(s) in advance of the 2024 Annual General Meeting of Shareholders which is a part of the principles of Good Corporate Governance to ensure that all shareholders are fairly and equitably treated, Thachang Green Energy Public Company Limited (the "Company" or "TGE") has set up the criteria for shareholders to propose the agenda and nominate the director in advance. It demonstrates clear guidelines to ensure that all agenda items genuinely benefit the Company and that the director nominee has suitable qualifications. The Nomination, Remuneration, and Corporate Governance Committee will carefully consider and make a proposal to the Board of Directors.

### 2. Proposal of the Agenda

- 2.1. Shareholders wishing to propose the agenda must be the shareholders of the Company with qualifications as specified in the Securities and Exchange Act or other relevant laws.
- 2.2. Shareholders with the qualifications specified in 2.1 above must complete the "Agenda Proposal Form" and submit the required documents and evidence to the Company Secretary at [comsec@tge.co.th](mailto:comsec@tge.co.th) from November 1 - 30, 2023.

If many shareholders have unified to propose the agenda, they must complete the "Agenda Proposal Form", sign their names as evidence, and send them all together as one set.

- 2.3. Criteria for the Agenda Proposals that will not be accepted:
  - 2.3.1. Matters defined in Section 89/28 of the Securities and Exchange Act B.E. 2551 (as amended)
  - 2.3.2. Matters that violate the laws, rules, and regulations of government agencies and other governing agencies or that have not complied with the objectives, the Articles of Association, the Shareholders' resolution, and the Good Corporate Governance of the Company
  - 2.3.3. Matters that the Company has already implemented
  - 2.3.4. Matters proposed by the shareholder who fills in incomplete or incorrect information or is unable to contact or does not follow the Criteria required by the Company

- 2.3.5. Matters proposed for personal benefits or special benefits for a particular group of persons
- 2.4. In the case that the Board of Directors approves the proposed matters, the Company will include those matters in the meeting agenda remarked as "agenda from shareholders" in the notice to shareholders
- 2.5. In the case that the Board of Directors denies the proposed matters, the Company will inform rationales in the shareholders' meeting.

### 3. The Nomination of the Director

- 3.1. Shareholders wishing to propose any candidate for being a director must be the shareholders of the Company with qualifications as specified in the Securities and Exchange Act or other relevant laws.
- 3.2. Shareholders with the qualifications specified in 3.1 above must complete the "Form for Nominating Director Candidate" and submit the required documents and evidence to Company Secretary at [comsec@tge.co.th](mailto:comsec@tge.co.th) from November 1 - 30, 2023.

If many shareholders have unified to propose the candidate, they must complete the "Form for Nominating Director Candidate", sign their names as evidence, and send them all together as one set.

- 3.3. Any candidate to be proposed for being a director must possess the following key qualifications and does not have prohibited characteristics:
  - 3.3.1. Possessing the required qualifications and not having prohibited characteristics of a director according to the Public Limited Companies Act, the Securities and Exchange Act, and the Good Corporate Governance of the Company;
  - 3.3.2. Having knowledge and skill in the areas significantly beneficial to the Company;
  - 3.3.3. Should not serve as directors of more than four other listed companies which listed in the Stock Exchange of Thailand.
  - 3.3.4. The candidate agreed by the Board will be included in the agenda and remarked as "proposed by shareholders" in the notice to shareholders.