Chayo Group Pcl.
เลขที่ 44/543-544 ถนนพหลโยธิน แขวงอนุสาวรีย์ เขตบางเขน กรุงเทพมหานคร 10220
No. 44/543-544 Phahonyothin Road, Anusawari Sub-district, Bang Khen District, Bangkok, 10220 .
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Criteria for Shareholders to Propose Agenda Items for the Annual General Meeting of Shareholders and to Nominate Persons for Election as Directors

1. Objective

Chayo Group Public Company Limited ("Chayo Group" or "the Company") is committed to maintaining good corporate governance by treating all shareholders equally. Providing minority shareholders with the opportunity to propose agenda items for the Annual General Meeting of Shareholders and to nominate individuals for election as directors is part of the Company's good governance practice. This ensures fairness and equality for all shareholders. Therefore, to establish a clear and transparent process for consideration

The Company has set forth criteria for shareholders to propose agenda items and nominate directors in advance. This process will help screen proposals to be presented to the shareholders' meeting.

2. Qualifications of Shareholders Eligible to Propose Agenda Items for the Annual General Meeting of Shareholders and to Nominate Persons for Election as Directors

2.1 Must be a shareholder of the Company.

2.2 Must hold a minimum shareholding of no less than 5% of the total issued and paid-up shares of the Company, either as a single shareholder or in combination with other shareholders.

2.3 Must have continuously held the shares in accordance with 2.2 for no less than 6 months up to the date of the proposal.

3. Proposal of Agenda Items

The Company will not include the following matters as agenda items:

3.1 Matters that are contrary to laws, regulations, rules of government agencies, or regulatory authorities overseeing the Company, or that do not align with the objectives, articles of association, resolutions of shareholders' meetings, or the Company's good corporate governance.

3.2 Matters that are intended for the benefit of a specific individual or group of individuals.

3.3 Matters that fall under the authority of the Board of Directors, except for beneficial suggestions from shareholders.

3.4 Matters relating to the normal business operations of the Company, unless there is a clear indication of irregularity.

3.5 Matters beyond the Company's power to act upon.

3.6 Matters previously proposed by shareholders for consideration at shareholders' meetings within the past three years that received less than 10% of the total eligible voting shares, unless there has been a significant change in relevant facts.

3.7 Matters in which shareholders have provided incomplete or incorrect information.

3.8 Matters proposed by shareholders who do not meet the qualifications stated in Section 2.

3.9 Other matters that the Board of Directors deems unnecessary to include as agenda items.

4. Procedure for Consideration (Proposal of Agenda Items)

4.1 Shareholders who meet the qualifications outlined in Section 2 must submit the Annual General Meeting of Shareholders agenda proposal form to the Board of Directors, or informally notify the agenda via the Company Secretary's email at thanita.r@chayo555.com, before submitting the original document to the Board later.

Shareholders must send the original signed form as proof, along with supporting documents such as a shareholding certificate from a securities company or other evidence from Thailand Securities Depository Co., Ltd. (TSD), to the Company between October 7, 2026, and December 31, 2026, to allow the Board sufficient time to consider the proposed agenda and prepare for the Annual General Meeting of Shareholders. The Company reserves the right not to consider proposals from shareholders if the information or supporting documents are incomplete, incorrect, or if the shareholder cannot be contacted. Shareholders can send the original form and documents to the following address:

> Company Secretary (3rd Floor)
> Chayo Group Public Company Limited
> 44/543-544 Phaholyothin Road, Anusawari Sub-district, Bangkhen District,
> Bangkok 10220, Thailand
> (Proposal for Annual General Meeting of Shareholders Agenda Items)

4.2 In the case where multiple shareholders jointly propose agenda items to the Board of Directors, the first shareholder must fully complete the Annual General Meeting of Shareholders agenda proposal form and sign it as proof. For the second shareholder onward, they are required to fill in only Section 1 of the form and sign as proof as well. All forms, along with supporting documents of shareholding and any additional documentation (if applicable) from each shareholder, must be compiled into a single set and submitted to the Board of Directors for consideration.

4.3 In the case where a single shareholder or multiple shareholders propose more than one agenda item, each agenda item must be submitted using a separate Annual General Meeting of Shareholders agenda proposal form. Each form must be fully completed and signed for certification.

4.4 The Company Secretary will conduct an initial screening for the Board of Directors based on the following criteria:

1) If the information provided by the shareholders is incomplete or incorrect, the Company Secretary will notify the shareholders in writing that their proposal will not be considered by the Board, no later than 5:00 PM on January 8, 2027.

2) If the proposal is submitted by shareholders who do not meet the qualifications stated in Section 2, the Company Secretary will notify the shareholders in writing by 5:00 PM on January 8, 2027, informing them that their proposal will not be considered by the Board.

3) Proposals that do not fall under categories 1) or 2) will be compiled by the Company Secretary and presented to the Board of Directors.

4.5 The Board of Directors will determine the appropriateness of the proposed agenda items, ensuring that they do not fall under the categories outlined in Section 3. The Board's decision is final.

4.6 The Board may delegate relevant matters to a sub-committee for further review before making a final decision.

4.7 Agenda items approved by the Board will be included in the meeting invitation letter for the shareholders' meeting, along with the Board's opinion. For agenda items that are not approved, the Company will notify the shareholders in writing.

5. Qualifications of Persons Nominated for Director

5.1 Must not be a bankrupt person, an incompetent person, or a quasi-incompetent person.

5.2 Must not have been imprisoned by a final court judgment for an offense involving fraudulent intent.

5.3 Must not have been dismissed or removed from a position in a government agency for corruption-related offenses.

5.4 Must have ethical standards in both professional and personal life.

5.5 Must possess qualifications that do not conflict with the Public Limited Companies Act B.E. 2535 (1992), the Securities and Exchange Act B.E. 2535 (1992), or any laws, announcements, regulations, and rules of government agencies or regulatory authorities overseeing the Company, and must not conflict with the objectives, articles of association, resolutions of shareholders' meetings, or the Company's good corporate governance.

5.6 Must demonstrate responsibility and have sufficient time to perform the duties of a company director, including the ability to regularly attend board meetings.

6. Procedure for Consideration (Nomination of Persons for Election as Directors)

6.1 Shareholders who meet the qualifications outlined in Section 2 must prepare (1) the form for nominating a person for election as a director and (2) the information form of the nominated person for the director position, and submit these to the Board of Directors. Alternatively, shareholders may informally notify the nomination via the Company Secretary's email at thanita.r@chayo555.com, before submitting the original documents to the Board at a later date. Shareholders must submit the original signed forms as proof, along with supporting documents as required in the forms. These must be submitted to the Company between October 7, 2026, and December 31, 2026, to allow the Board sufficient time for consideration and to present the proposal at the Annual General Meeting of Shareholders.

The Company reserves the right not to consider the nominated person for election as a director if the shareholder's information or attached documents are incomplete, incorrect, or if the shareholder cannot be contacted. Shareholders can send the original forms and documents to the following address:

> Company Secretary (3rd Floor)
> Chayo Group Public Company Limited
> 44/543-544 Phaholyothin Road, Anusawari Sub-district, Bangkhen District, Bangkok 10220, Thailand
> (Nomination of Persons for Election as Directors)

6.2 In case multiple shareholders jointly nominate a person for election as a director to the Board, the shareholders must meet the qualifications outlined in Section 2 and prepare the nomination form as follows:

- The first shareholder must fully complete the nomination form for the person proposed for election as a director and sign it as proof. For the second shareholder and onwards, they must complete only Section 1 of the nomination form and sign as proof. All forms and shareholding evidence, as well as any supporting documents (if any), from all shareholders must be compiled into a single set for submission to the Board.
- The shareholders must have the person nominated for election as a director complete the information form for the person nominated for the director position, sign it, and provide the required supporting documents as specified in the form. In the case where one or more shareholders, meeting the qualifications in Section 2, nominate more than one person for election as a director to the Board, the shareholders must complete one nomination form and

one information form for each nominee. The Company Secretary will conduct an initial screening for the Board of Directors based on the following criteria:

1) If the information provided by the shareholders is incomplete or incorrect, the Company Secretary will notify the shareholders in writing that their proposal will not be considered by the Board, no later than 5:00 PM on January 9, 2026.

2) If the proposal is submitted by shareholders who do not meet the qualifications stated in Section 2, the Company Secretary will notify the shareholders in writing by 5:00 PM on January 9, 2026, informing them that their proposal will not be considered by the Board.

3) Proposals that do not fall under categories 1) or 2) will be compiled by the Company Secretary and presented to the Nomination and Remuneration Committee for further consideration.

6.3 The Nomination and Remuneration Committee will conduct an initial review before forwarding the names of qualified candidates to the Board of Directors for final consideration.

6.4 The Board of Directors will determine the appropriateness of the nominated person for the director position, and its decision will be final.

6.5 Persons approved by the Board will be included in the meeting agenda along with the Board's opinion. For those not approved, the Company will notify the shareholders in writing, providing a formal explanation of the reasons.

7. Right Exercise Period:

From October 7, 2026, to December 31, 2026.

8. Contact the Company:

For any inquiries, shareholders can contact:

Company Secretary at 02-016-4409

Email: thanita.r@chayo555.com