

## **Regulations of using the right to propose the agenda on the Shareholders' Meeting and proposing the names of person for consideration to be the Director**

Rojana Industrial Park Public Company Limited focuses on good corporate governance which is an important factor to achieve the best benefits for every shareholder. The company also gives the rights to shareholders to propose the agenda of shareholders' meeting and propose the names of person for consideration to be the director according to the following regulations;

### **1 Qualification of shareholders and documents' requirement**

- 1.1 Any person who has the right to propose the agenda of the Annual General Shareholders' Meeting, and/or propose the names of person for consideration to be the director, shall have held not less than 5 % of the total company's shares and shall have held such qualifying shares continuously, for not less than 12 months prior to the date of proposing an agenda for the meeting.
- 1.2 In the case of multiple shareholders who propose the agenda or names of person to be the director, those shareholders shall fill in the form "Form of applying the right to propose the agenda of shareholders' meeting and propose the names of person for consideration to be the director" and shall sign their names as the evidence. Then, collect them together, and jointly nominate one person to coordinate with the company.
- 1.3 The evidence of shareholding shall be a copy of a share certificate, or other documentary verifications from the Stock Exchange of Thailand or the Thailand Securities Depository Co., Ltd.
- 1.4 In the case of the ordinary person, a copy of the identity card or passport must be attached and signed as the true and correct copy.
- 1.5 In the case of the juristic person, a copy of the juristic person's certification (not more than 6 months) and the copy of the identity card or passport of the authorized person must be attached and signed as the true and correct copies and stamped with the company stamp.
- 1.6 In case of title name's change, name and/or surname, of a shareholder, a copy of the changed document must be attached and signed as the true and correct copy.
- 1.7 In case of one shareholder or many shareholders who meet all the aforesaid requirements, desire to propose more than 1 agenda or propose more than 1 names of person, the shareholders shall make the form "Applying the right to propose the agenda of shareholders' meeting, and propose the names of person for consideration to be the director", 1 agenda for 1 form and/or 1 name of a person for 1 form.

## **2 Regulations of proposal consideration**

The company sets the regulations of shareholder's agenda meeting as follows;

- 2.1 To consider and approve the last minutes of the meeting
- 2.2 To consider and approve the company's performance of the last year and the annual report of the director
- 2.3 To consider and approve the balance sheet and income statement of the company and subsidiary
- 2.4 To consider and approve the dividend payment or no dividend payment
- 2.5 To consider and appoint a new director to replace the director who is retired by rotation
- 2.6 To consider and approve the remuneration payment's criteria for the board of director
- 2.7 To consider and appoint an auditor and set annual remuneration
- 2.8 Any other business (if any)

## **3 Topics which shall not be on the meeting agenda**

- 3.1 Topics which are related to the normal business of the company. The shareholders are not involved in the day-to-day running operation of the company business.
- 3.2 Topics which are contrary to the law, announcement, and company's rules and regulations.
- 3.3 Topics which give benefits, especially to a group of people.
- 3.4 Topics which are beyond the board's authority.
- 3.5 Topics that the board considered and agreed were unnecessary to be on the meeting agenda. The board shall explain such reasons to the shareholders.
- 3.6 Topics which are proposed by the shareholders who are unqualified as per the company's regulations.

## **4 Period and methods of how to make a proposal to the board**

- 4.1 The form of applying the right to propose the agenda of shareholders' meeting and propose the names of person for consideration to be the director and biography of a person was proposed a name for consideration to be the director, can be sent by E-mail to the company's secretary at [legal@rojana.com](mailto:legal@rojana.com) and please submit all the related documents within 3 working days.
- 4.2 This right can be used up to January 31, 2025 only.

### **Please submit the documents to the following address;**

Mrs. Wilai Plengwittaya, the company's secretary  
Rojana Industrial Park Public Company Limited  
No.2034/115 on the 26th floor, Italthai Tower  
New Petchburi Road, Khwaeng Bangkapi,  
Khet HuayKwang, Bangkok. 10310

## 5 Qualifications of the Director

- 5.1 Qualified person and whose motives are not against the Public Company Act, Securities, and Exchange Act, and the Principles of Good Corporate Governance for Listed Companies.
- 5.2 Having knowledge, capability, and experience which can make a contribution to the company's business.
- 5.3 Being a leader and can effectively monitor the executives' working performance.

## 6 Working process of the board after acknowledging the meeting agendas from the shareholders

- 6.1 Topics that the board considers and approves to be appropriate for the meeting agenda, shall be included in an invitation letter by the company to indicate those topics were proposed by shareholders.
- 6.2 For any topics that the board considers inappropriate for the meeting agenda, the reason for the rejection will be specified in the invitation to the shareholders' meeting.

The Company gives an opportunity to its shareholders to submit questions to be clarified at the AGM to the Company in advance of the meeting date. The submission details are as follows.

- **To submit questions and shareholder's information to the Company:** Name and surname of the shareholders address, mobile no. and email address (if any) which can be use as contact details including the shareholding proportion. and Questions, brief information.
- **Channels for receiving the questions:** via email to [legal@rojana.com](mailto:legal@rojana.com) and via registered mail to the company's secretary, Rojana Industrial Park Public Company Limited, No.2034/115 on the 26th floor, Italthai Tower, New Petchburi Road, Khwaeng Bangkokapi, Khet HuayKwang, Bangkok. 10310
- **Period for submission of questions:** Shareholders can submit the questions to the company from March 1<sup>st</sup>, 2025 onwards until the date of AGM.
- **Responding the questions:** In order that all shareholders equally acknowledge the same information, the submitted questions will be considers /and responded at the AGM.

**Form Using the right to propose the agenda of shareholders' meeting  
and propose the names of person for consideration to be the Director  
For the Annual General shareholders meeting in 2025**

Date.....

Name (Mr./Mrs./Miss/Others)..... is a shareholder  
of Rojana Industrial Park Public Company Limited. Shares registered no.....  
total..... shares

**Current address :**

No..... Mooban/building.....  
Moo..... Soi.....  
Road..... Tambon/Khwaeng.....  
Amphoe/Khet..... Province.....  
Postcode..... Country.....  
Phone number..... Fax..... E-mail.....

has an intention to propose the meeting agenda as follows;

**1. Agenda proposed**

1.1 Agenda 1

Topic.....

Objective  For consideration  For acknowledgment  For approve

Reason of proposal.....

Having attached documents  No attached documents

1.2 Agenda 2

Topic.....

Objective  For consideration  For acknowledgment  For approve

Reason of proposal.....

Having attached documents  No attached documents

**2. Qualified name list for consideration to be the director**

Name-Surname(Thai).....(Former surname).....

(English).....

I am certified that the information and documentary evidence is true and correct. I agree to let the company disclose such information or the above documentary.

Sign.....Shareholder  
(.....)

**Form Biography of a person who is proposed a name for consideration to be the Director  
For the Annual General shareholders meeting in 2025**

**General information**

Name-Surname(Thai).....(Former surname).....  
(English).....

**Brief biography : additional documents can be attached**

Date of birth..... age..... Nationality.....

Status       Single       Married       Divorced

Spouse name total of children..... total of children.....

**Holding shares of Rojana Industrial Park Public Company Limited**

A person who is selected to be the director holds shares totally ..... shares

Spouse holds shares totally ..... shares

Children who do not become as the legal age

1. Name..... Hold shares totally..... shares

2. Name..... Hold shares totally..... shares

**Current address**

**1. Company Address    Company**.....

No..... Mooban/building.....

Moo..... Soi.....

Road..... Tambon/Khwaeng.....

Amphoe/Khet..... Province..... Postcode.....

Phone number..... Fax..... E-mail.....

**2. Current address (available to contact)**

No..... Mooban/building.....

Moo..... Soi.....

Road..... Tambon/Khwaeng.....

Amphoe/Khet..... Province..... Postcode.....

Phone number..... Fax..... E-mail.....

**3. Foreign address** (for a person who is not of Thai nationality, please identify a foreign address that can be contacted)

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**Education: (please attach educational certificate)**

<b>Institute</b>	<b>Qualification</b>	<b>year of graduation</b>
.....	.....	.....
.....	.....	.....
.....	.....	.....

**Training course or seminar which is related to be the Director**

<b>Course</b>	<b>Institute</b>	<b>year of attending</b>
.....	.....	.....
.....	.....	.....
.....	.....	.....

**Working experiences - present**

<b>Company</b>	<b>Position</b>	<b>Type of business</b>	<b>Period (from-until)</b>
.....	.....	.....	.....
.....	.....	.....	.....
.....	.....	.....	.....

**Current position as the board of company limited or registered company**

<b>Company</b>	<b>Position</b>	<b>Type of business</b>	<b>Period (from-until)</b>
.....	.....	.....	.....
.....	.....	.....	.....
.....	.....	.....	.....

Reason of proposal

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.....  
.....

**Record of suing or sued (except petty offence)**

Court	Status (plaintiff/defendant /complainant)	Case (Civil/criminal/ bankrupt)	Claims/count	Capital	Case No.	Result.
.....	.....	.....	.....	.....	.....	.....
.....	.....	.....	.....	.....	.....	.....
.....	.....	.....	.....	.....	.....	.....
.....	.....	.....	.....	.....	.....	.....

I (Mr./Mrs./Miss/Others).....agree to propose a name and these documents for consideration to be the Director. I confirm that the information and documentary evidence is true and correct. I agree to let the company disclose such information or the above documentary. I hereby confirm by my signature below.

Signature.....person who is proposed a name  
(.....)

Date.....