

**The Rights of Shareholders  
to Propose Agendas for Annual General Meeting of Shareholders  
and to Propose a Qualified Candidate for Directorship**

In order to provide the equitable treatment to shareholders, Jasmine Technology Solution Public Company Limited (the “Company”) provides shareholders an opportunity to propose matters to be included in agenda for Annual General meeting of Shareholders (AGM agenda) and a qualified candidate to be nominated for directorship in advance, with reference to the criteria below.

1. Qualifications of the Shareholder

Shareholder who has the right to propose an AGM agenda or a qualified candidate for directorship must possess the following qualifications;

- 1.1 be the Company’s shareholder, with continuously holding minimum shares of not less than 5 percent of total number of the voting rights either for one shareholder or combined shareholders, and has continuously held shares at least 12 months until the date the shareholder proposes an AGM agenda or a qualified candidate for directorship, and
- 1.2 must have the evidence of shares held, such as copies of certificate of shares held issued by securities company, or any other certificates from the Stock Exchange of Thailand or Thailand Securities Depository Co., Ltd.

2. Proposal of the AGM Agenda

2.1 Matters that are excluded from the AGM agenda.

- (1) Matters relating to normal business of the Company
- (2) Matters that are beyond authority of the Company
- (3) Matters that shareholders already proposed in shareholders’ meetings within the past 12 months and were supported by less than 10 percent of total number of the voting rights, provided that the facts of said matters have not yet changed significantly
- (4) Matters proposed by shareholders who are not qualified, not able to provide complete and correct information and evidence, and not able to propose on the time set forth.
- (5) Matters that are unlikely to benefit the Company
- (6) Matters or evidences sufficed by shareholders are incomplete or untrue or ambiguous.
- (7) Matters lying under management authority of the company, except the ones causing material impacts on shareholders in general.
- (8) Matters that violate the laws, rules, regulations of the government agencies and other regulatory bodies, or are not complied with the objectives or articles of the Company

(9) Matters, as stipulated by laws, for AGM consideration, which have been pursued regularly by the Company.

(10) Matters already undertaken by the Company

## 2.2 Procedure to propose an AGM Agenda

(1) The shareholder who possesses qualifications according to Item 1 above must fill in the “Proposed Agenda Form for Annual General Shareholders’ Meeting for the Year 2022” (**Form “A”**) with his/her signature. In case many shareholders have unified to propose AGM agenda, each shareholder must fill in **Form A** and sign their names as evidence separately and gather into one set.

(2) Shareholder must enclose the following documents with **Form A**:

(a) The evidence of shares held as of the proposal date, such as the certificate of shares held issued by securities companies or any other certificates from the Stock Exchange of Thailand (“SET”) or Thailand Securities Depository Co., Ltd.

(b) Other required documents:

In case shareholder is an individual:

- A copy of identity card/ government officer identity card/ driver’s license/ passport or alien identity card, which has not expired, must be enclosed and certified true and correct by the shareholders.

In case shareholder is a juristic person:

- A copy of the juristic person certificate backdated not more than three months, certified true and correct by an authorized person(s) of that juristic person, and
- A copy of identity card/ government officer identity card/ driver’s license/ passport or alien identity card of the authorized person(s), which has not expired, must be enclosed and certified true and correct by that person(s).

## 3. The Nomination of a Qualified Candidate for Directorship

3.1 The shareholder who possesses qualifications according to Item 1 above must fill in the “Nominated Qualified Candidate for Directorship Form” (**Form “B”**) with his/her signature. In case many shareholders have unified to propose a qualified candidate for directorship, each shareholder must fill in **Form B** and sign their names as evidence separately and gather into one set.

3.2 The proposed candidate must fill in the “Resume of Proposed Candidate for Directorship” (**Form “C”**) with his/her signature.

3.3 Shareholder must enclose the documents as mentioned in 2.2 (2) together with the supporting documents of candidate's qualification, i.e. a copy of identity card or passport, education and work experience (Curriculum Vitae).

Shareholders may send **Form A, B and/or C** with the required documents to email [racd\\_jts@jasmine.com](mailto:racd_jts@jasmine.com) or by a registered mail to: Company Secretary, Jasmine Technology Solution Public Company Limited No. 200, Moo 4, 9<sup>th</sup> Floor, Jasmine International Tower, Chaengwatana Road, Tambon Pakkret, Amphoe Pakkret, Nonthaburi 11120

The Company Secretary will initially review the accuracy and completeness of **Form A** and the required documents for the Board's consideration. In the case that the proposed matters have been included in the AGM agenda, it will be remarked as "agenda from shareholders" in the notice to shareholders. In the case that the Board of Directors denies the proposed matters, the Board of Directors will inform the rationales at the meeting.

The Company currently does not have a nomination committee, which is in the process of studying and recruiting suitable person and will continue appointing to perform as a person who considers and scrutinizes the information in form B and C before presenting to the Board of Directors. In the even that the Board of Directors deems it appropriate to nominate such person to the shareholders' meeting for consideration and election as a director, the Company will inform in the invitation letter that the person who has been nominated by the shareholders.

The Company reserves the rights to consider the proposal to be listed in the AGM agenda. Only the agenda items that benefit the Company and shareholders as a whole and comply with the related laws and regulations will be included.