

Criteria and Procedures for Proposing Agenda Item and Directors Nomination for 2024 Annual General Shareholders' Meeting

1. Objective

Consistent with P.S.P Specialties Public Company Limited (the "Company")'s Good Corporate Governance practice to ensure that all shareholders receive equitable treatment, eligible shareholders are invited to propose an agenda item for annual general meeting of shareholders and nomination of qualified candidates for Director election according to the Company's criteria and procedures.

2. Qualification of Shareholder

Shareholder who wishes to propose agenda items or directors nomination must possess the following qualifications:

- 2.1 Being the shareholder of the Company as of the proposed agenda date or the proposed director nomination date, which can be either one shareholder or combined shareholders, and must hold those shares as stipulated in 2.2 on the Record date in order to determine the right to attend the Annual General Meeting of Shareholders for the year 2024,
- 2.2 Holding not less than 5% of the total voting rights of the Company,
- 2.3 Being able to provide shareholding evidence, e.g. certification letter showing number of shares issued by securities companies or other evidence issued by the Stock Exchange of Thailand or the Thailand Securities Depository Co., Ltd.

3. Proposal of the Agenda

3.1 The proposal that will not be placed on the agenda

- (1) Matters defined in Section 89/28 of the Securities and Exchange Act B.E. 2535 amended by the Securities and Exchange Act (No.4) B.E. 2551
- (2) The proposal that violates the law, rules, regulations of government agencies or other governing agencies or does not comply with the objective, the article of association, the shareholders' resolution, the good corporate governance of the Company.
- (3) The proposal that the Company has already operated.
- (4) The proposal that the information shareholders provided is incomplete, incorrect or does not comply with the Company's criteria, or the proposal that the Company is unable to contact the shareholders submitting the proposal.
- (5) The proposal that is beneficial for specific person or group.

P.S.P. Specialties Public Company Limited

Head Office

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(6) The proposal that is under power and authority of the Board of Directors unless it causes significant effect on the shareholders in general

3.2 Consideration procedure for proposing agenda

(1) The shareholder who possesses qualification according to the criteria no.2 must complete and sign the The Proposed Agenda to the Annual General Shareholders' Meeting Form, and the shareholder must enclose the evidence as details appear in the remark of the form and submit all documents to the Company via registered mail to:-

Corporate Secretary Office
P.S.P. Specialties Public Company Limited
100/149 Moo 1, Tha Chin Sub-district,
Mueang Samut Sakhon District,
Samut Sakhon Province, 74000

Please note that the Company will only consider the form that arrives within January 31, 2024.

(2) In case many shareholders have unified to propose agenda and all of them possessing the qualification as specified, each shareholder must complete and sign the form and consolidate all the forms into one set.

(3) The Company Secretary will initially review the proposed agenda before proposing to the Board of Directors. The agenda that does not pass the initial review due to not meeting the criteria set in No. 2 or related to the criteria No. 3.1, will be notified.

(4) The Board of Directors will consider the proposals to be placed on the agenda and the decision is final.

(5) The proposals approved by the Board of Directors will be included in the agenda of the AGM and informed in the AGM notice that the agenda is proposed by the shareholders. For the proposals disapproved by the Board of Directors, the Company will inform the shareholders with the reason of the Board of Directors' refusal.

4. Proposal of Director Nomination

4.1 Director qualification

The director nominee must possess key qualification and must not possess prohibited qualification as follows:

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- (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 other related laws, rules, regulations, announcements, the Article of Associations of the Company and the Good Corporate Governance of the Company.
- (2) Having knowledge, independent and skill in the areas significantly beneficial to the Company.
- (3) Not serving as a director more than 5 listed companies.

4.2 Consideration procedure for director nomination

- (1) The shareholder who possesses qualification according to the criteria no.2 must complete and sign the Director Nomination Form and the shareholder must enclose the evidence as details appear in the remark of the form and submit all documents to the Company via registered mail to:

Corporate Secretary Office
P.S.P. Specialties Public Company Limited
100/149 Moo 1, Tha Chin Sub-district,
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Please note that the Company will only consider the form that arrives within January 31, 2024.

- (2) In case many shareholders have unified to propose agenda and all of them possessing the qualification as specified, each shareholder must complete and sign the form and consolidate all the forms into one set.
- (3) The Nomination and Remuneration Committee will initially review the proposed candidates before proposing to the Board of Directors for consideration.
- (4) The nomination agreed by the Board of Directors will be included in the Agenda and remarked as “proposed by shareholders” in the notice to shareholders.

5. Submission Period

From December 21, 2023 until January 31, 2024

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