PP Prime Public Company Limited

Guidelines on exercising shareholder's rights to propose agenda(s) for discussion at the common shareholder meeting and nominating director(s) in advance

Item 1. Objective

PP Prime Pcl. is aware of the importance of its shareholders and in order to comply with good corporate governance practice, before each shareholder meeting, the company provides an opportunity to shareholders to propose issues that are deemed beneficial to the company and its shareholders for consideration as agenda(s) at common shareholder meeting in line with the company's guidelines.

Item 2. Shareholder qualifications

Shareholders who are eligible to propose issues as agenda(s) for discussion at the common shareholder meeting and nominate director(s) in advance must each hold not less than 5% of shares with voting rights in the company which can be by a single shareholder or a group of shareholders as of the date of proposing the agenda for shareholder meeting or on the date of nominating director(s) by producing proof of shareholding e.g. certification from a securities company or other document from the Stock Exchange of Thailand or The Thailand Securities Depository Co., Ltd.

Item 3. Proposing issues as agenda(s) for discussion at the meeting

Shareholders who meet the above qualifications per item 2 of this guidelines can propose issues for consideration as agenda(s) in the meeting by completing the **Form for proposing agenda(s) for annual common shareholder meeting (Attachment 1)** (found at the end of this guidelines) together with all related proof to be sent via registered mail to the company within 14 December 2026 per the following address:

Company Secretary Department (Miss Sopawadee Pinnasak and Miss Sasiporn Panturatana)
PP Prime Public Company Limited
No. 1279/1 Bor Bai Mai Building , Ramkhamhaeng Road , Huamark , Bangkapi Bangkok 10240
Telephone: 093-810-0361, 02-108-6889 ext. 308, 395

Remark: Shareholders who wish to propose issues as agenda for discussion at the meeting can send in a copy of the **Form for proposing agenda(s) for annual common shareholder meeting (Attachment 1)** together with all related evidence required as specified in Item 5.3 to e-mail address: *ir@ppprime.co.th* in advance followed by the original documents via registered mail as mentioned above.

In the case a group of shareholders proposing agenda(s), each shareholder in the group must complete the information required per Attachment 1 and sign as evidence then consolidate the documents as one set. In order

for the meeting to proceed efficiently, the company reserves the right not to include the following issues as agenda for the meeting.

(1) Issues on the company's ongoing performance where the fact does not reflect any evidence of irregularity in the company.

(2) Issues beyond the company's control.

(3) Issues proposed by any shareholder without the required qualifications as specified in item 2 or who provides incomplete or insufficient evidence.

(4) Issues that violate the laws, rules of the government authorities, supervisory authorities, related agencies, the company's objectives, the company's Article of Association and business ethics.

(5) Issues that, by laws, must be considered at the shareholder meeting and the company has been including them as agenda(s) for shareholder meeting each time.

(6) Issues that the company has already implemented.

(7) Issues that had been raised the past.

(8) Issues beneficial only to an individual or a group of individuals.

(9) Other cases where the Securities and Exchange Commission has announced.

Item 4. Steps for consideration

The company's board of directors shall consider within no later than March 2027 and issues approved by the Board shall be included as agenda(s) for the meeting and advised via the next invitation letter for common shareholder meeting.

Item 5. Nominating director(s)

5.1 Director qualifications and descriptions

An individual nominated as a director must have the necessary qualifications and not possess prohibited characteristics, as follows:

(1) Be knowledgeable, capable, independent, perform the director duties with great care, be honest, can fully commit the time, be of suitable age, be physically healthy and mentally stable, can regularly attend director meetings, be well- prepared in advance for a meeting, be creative at meetings, be straightforwardly, be bold in expressing opinions at meetings and/or be a reputable business person by way of work experience and behave ethically.

(2) Possesses the right qualifications and does not have any characteristic of a prohibited person per public company's law/regulations, the Securities and Exchange Commission's Act/regulations and those related to company's good corporate governance practices.

(3) Possesses knowledge and capabilities that are essentials to the business and the company.

(4) Should not hold several directorship positions at the same time.

5.2 **Steps in nominating director(s)**

(1) Shareholders who meet the required qualifications per item 2 must prepare the form **Nominating director(s)** for presentation to the company's Board of Directors per Attachment 2 (found at the end of this guidelines) together with related evidence in full and sent via registered mail within 14 December 2026 per the following address.

Company Secretary Department (Miss Sopawadee Pinnasak and Miss Sasiporn Panturatana)
PP Prime Public Company Limited
No. 1279/1 Bor Bai Mai Building , Ramkhamhaeng Road , Huamark , Bangkapi Bangkok 10240
Telephone: 093-810-0361, 02-108-6889 ext. 308, 395

Remark: Shareholders who wish to nominate director(s) may send a copy of the form **Nominating director(s)** (Attachment 2) together with related proof in full as specified in item 5.3 via e-mail: *ir@ppprime.co.th* subsequently followed by the original documents via registered mail as mentioned above.

5.3 **Documentary proof which must be attached with the forms i.e. Form for proposing agenda(s) for annual common shareholder meeting and/or Form for nominating director(s)**

(1) Proof of shareholding per the guidelines in item 2 titled shareholders' qualifications i.e. certification from a securities company or other document from the Stock Exchange of Thailand or The Thailand Securities Depository Co., Ltd.

(2) Proof of consent from the person nominated as director(s).

(3) Documents substantiating the director qualifications, for example, education background, work experience (Curriculum Vitae) of the person being nominated as director(s).

(4) In case of a group of shareholders who meet the required qualifications per item 2 wishing to nominate director(s) for consideration by the company's Board of Directors, the first shareholder in the group must completely fill in the form per Attachment 2 with signature as evidence. The other members of the group only need to complete Section 1 of Attachment 2 with signature. All documents and evidence of shareholding of all group members are to be submitted to the company's Board of Directors or a copy can be sent early followed by the original documents.

(5) In case a shareholder or a group of shareholders who meet the required qualifications per item 2 nominate more than one directors, the shareholders must completely prepare attachment 2 for each nominated person with signature as evidence together with the proof per (1)-(3) of the nominated persons (i.e. the candidates) or send copies of the documents first followed by the originals later.

5.4 **Guidelines and process for consideration**

5.4.1 If a shareholder provides incomplete or incorrect information, the company's secretary shall inform the shareholder within no later than January 2027. If the shareholder fails to remedy the deficiency, the company's secretary shall inform the shareholder in writing about closing the case.

5.4.2 If the person being nominated is not fully qualified or meet the description of a prohibited person per item 5.1 or the shareholder nominating a candidate for directorship is not fully qualified per item 2, the company's secretary shall notify the shareholder on closing the case within no later than March 2027.

5.4.3 In case where 5.4.1 or 5.4.2 do not apply, the company's secretary shall collate and propose to the company's Board of Directors meeting within no later than March 2027.

5.4.4 The company's Board of Directors shall consider the suitability of the candidates nominated based on the duties and responsibilities of the Board of Directors unless they decide otherwise.

5.4.5 The person(s) who receive the approval of the company's Board of Directors shall be included in the shareholder meeting's agenda along with the Board of Directors' comments and for the persons not selected, the company shall inform the shareholders of the Board's resolution immediately after the Board's meeting or on the next business day after the meeting. The announcement shall also be made through the Stock Exchange of Thailand and on the company's website at http://www.ppprime.co.th as well as to inform the shareholders at the shareholder meeting.

Attachment 1

Form for proposing agenda(s) for annual common shareholder meeting

(1) I, Mr/Mrs/Ms_____

Is a shareholder of PP Prime Pcl. totaling_____shares

Resides at_____Road_____Sub-District_____

District_____Province_____Mobile phone no._____

Home/office telephone number_____E-mail (if available)_____

(2) I wish to propose agenda(s) for common shareholding meeting for the year_____

on_____

(3) with the following suggestion(s) for your consideration_____

_____

together with accompanying information to assist in the consideration (e.g. facts or reasons etc.).____

_____

Attached are certified documents to substantiate totaling_____page(s).

I hereby confirm that the statements in this Attachment 1, proof of shareholding and additional accompanying documents are completely correct and true. As evidence, I consent to sign below.

_____Shareholder

(_____)

_____Date

Remark:

1. Shareholders must attach the following documents
   1.1 Proof of shareholding i.e. a copy of share certificate, certification from a securities company or other evidence of the Stock Exchange of Thailand or The Thailand Securities Depository Co., Ltd.
   1.2 In the case where the shareholder is an ordinary person, must attach a certified true copy of Thai ID card or a copy of passport (in case of foreigner).
   1.3 In the case where the shareholder is a juristic entity, must attach a certified true copy of juristic entity certificate and a certified true copy of Thai ID card/passport (in case of foreigner) of the director who signed the Guidelines on proposing agenda(s) for annual common shareholder meeting.
2. In case of a group of shareholders, each shareholder in the group must complete "**Form for proposing agenda(s) for annual common shareholder meeting**", sign as evidence and consolidate all documents into one set.

Please send To:

Company Secretary Department (Miss Sopawadee Pinnasak and Miss Sasiporn Panturatana)
PP Prime Public Company Limited
No. 1279/1 Bor Bai Mai Building , Ramkhamhaeng Road , Huamark , Bangkapi Bangkok 10240

(A proposal for the Annual Meeting of Shareholders)

Attachment 2

Nominating director(s) Form

Section I: Shareholder information

(1) I, Mr/Ms/Mrs_____is a shareholder of **PP Prime** Pcl. Totaling_____shares. Residing at_____Road_____ Sub-district_____District_____Province_____ Mobile phone no._____Home telephone no. _____ E-mail (if available)_____

(2) I wish to nominate Mr/Mrs/Ms_____Age_____years to be the director of PP Prime Pcl. (who is fully qualified and not a person that meets the description of a prohibited person per the company' s guidelines with evidence of consent from the person being nominated together with documents for consideration on qualifications including education background, work experience and other documents duly certified for correctness on each page totaling____pages).

I confirm that the statements in this Attachment 2, proof of shareholding, proof of consent and all accompanying documents are correct. As evidence, I agree to sign below.

_____Shareholder

(_____)

_____Date

Section 2: Consent and confirmation of nominated person to become a director.

Date_____

(3) I, Mr/Mrs/Ms_____, the person nominated as a director per (2) agreed and confirm having the necessary qualifications and do not meet the description of prohibited person per the abovementioned guidelines and agree to follow good corporate governance practices. As evidence, I agree to sign as follows.

_____**Nominated person to become a director**

(_____)

Date_____

Section 3: Information on nominated person as a director

1.1 Name/Last name (in Thai): Name_____Last name_____

English name: Name_____Last name_____

1.2 Type of ID

( ) National ID

( ) Passport (only for foreigner)

ID no.:_____Issued at_____

Expiry Date_____(Please attach a copy of the ID card or Passport)

1.3 Nationality:_____

1.4 Date/Month/Year of birth: _____

1.5 Name of spouse (pre-marriage surname):_____

1.6 Children totaling:_____i.e.

1.6.1 Name-Last name: _____ Age_____years.

Place of work:_____

1.6.2 Name-Last name: _____ Age_____years.

Place of work:_____

1.6.3 Name-Last name: _____ Age _____years.

Place of work:_____

1.6.4 Name-Last name: _____ Age _____years.

Place of work:_____

1.7 Present address/Contact address:

No._____Building_____Alley_____Road_____

Sub-District_____District_____Province_____

Postalcode_____Country_____Telephone_____

Fax_____E-mail (if any)_____

Overseas address_____ (in case of foreigner)

1.8 Reference of person(s) for convenience of contact_____

1.9 Education ( ) Bachelor degree ( ) Masters degree and above

Education background	Major/Concentration	University	Year started	Year completed

1.10 Related trainings organized by the Thai Institute of Director.

Training Courses

[ ] Director Certification Program (DCP) Training year_____

[ ] Director Accreditation Program (DAP) Training year_____

[ ] Audit Committee Program (ACP) Training year_____

[ ] The Role of Chairman (RCM) Training year_____

[ ] Finance for Non-Finance Director (FN) Training year_____

[ ] Others ____ Training year_____

1.11 Work experience

Year	Name of Employer	Type of business	Last position held

1.12 Information on shareholding that can be verified and audited (including spouse/person living together as husband and wife and children below legal age)

_____

_____

_____

Qualifications and Prohibited characteristics

I acknowledge that, in searching for the company's director, the search committee must consider the necessary qualifications and identify any prohibited characteristics in line with related laws which I fully understand. I confirm that:

( ) I **have** the necessary qualifications and **do not meet** the description of prohibited person as specified in the Public Company Act, Commercial Banking Act, Securities & Exchange Commission Act and any related announcements.

( ) I do **not** have the necessary qualifications or I **meet** the description of prohibited person as specified in the Public Company Act, Commercial Banking Act, Securities & Exchange Commission Act and any related announcements. **Please elaborate as follows.**_____

_____

_____

_____

_____

Other information to assist in the deliberation (if any, please state)

Special skills/expertise in _____

_____

Achievements that I am proud of _____

_____

Section 4: Consent and confirmation (for person being nominated)

Confirmation of the person being nominated.

(A) I have given my above historical information to the company and confirm that the information and documents used as evidence attached are correct and complete, not untruthful and not missing any pertinent information that should be reported.

(B) I agree to accept the nomination as the company's director and agree to let the company examine any information that I inform the company including any other information about myself, for example, credit information, information regarding directorship or management position or check for any history of offence which the company shall use for considering candidates for the position of the company's director.

_____

(_____)

_____Date

Remark:

1. Shareholders must attach the following documents
   1.1 Proof of shareholding i.e. a copy of share certificate, certification from a securities company or other evidence of the Stock Exchange of Thailand or The Thailand Securities Depository Co., Ltd.
   1.2 In the case where the shareholder is an ordinary person, must attach a certified true copy of Thai ID card or a copy of passport (in case of foreigner).
   1.3 In the case where the shareholder is a juristic entity, must attach a certified true copy of juristic entity certificate and a certified true copy of Thai ID card/passport (in case of foreigner) of the director who signed the Guidelines on proposing agenda(s) for annual common shareholder meeting.
2. In case of a group of shareholders, each shareholder in the group must complete "**Form for proposing agenda(s) for annual common shareholder meeting**", sign as evidence and consolidate all documents into one set.

Please send To:

Company Secretary Department (Miss Sopawadee Pinnasak and Miss Sasiporn Panturatana)
PP Prime Public Company Limited
No. 1279/1 Bor Bai Mai Building , Ramkhamhaeng Road , Huamark , Bangkapi Bangkok 10240

(A proposal for the Annual Meeting of Shareholders)