

RS Public Company Limited

27 RS Group Bldg., Prasert-Manukitch Rd.
Sena Nikhom, Chatuchak, Bangkok 10900, Thailand

02 037 8888 | www.rs.co.th

RS PUBLIC COMPANY LIMITED

Criteria for Minority Shareholders to propose the Agenda for 2024 Annual General Meeting in advance

Objective

Recognizing the importance of shareholders and corporate governance promotion, RS Public Company Limited (“the Company”) facilitates minority shareholders in proposing, in advance of the Annual General Meeting of Shareholders (AGM) schedule, to be considered to include in the AGM agenda with reference to the criteria below.

To allow the minority shareholders to propose an Agenda to the RS’s Annual General Meeting of Shareholders (the “AGM”) is considered as part of Good Corporate Governance and to show the equitable and fairness treatment of all shareholders. Therefore, for clarity and transparency of procedures and methods for consideration, to be ensure that the agenda will be delicately selected and truly beneficial to the Company and able to perform his or her duties effectively to attain the highest benefits of the Company and stakeholders under the details below:

Criteria

1. Qualification of shareholder

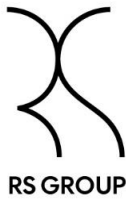
Information of shareholders who would like to propose an item on the agenda must be identified names, addresses, contact channels, number of shares held and certifying that such shareholders have held shares and having the right to vote amounting to not less than 5 percent of the total number of the voting rights of the Company either by one shareholder or several shareholders combined as of the date of proposing the agenda. And, Shareholders must have held those shares continuously for at least 12 months by the date the shareholder proposes the item on the agenda.

2. Proposal of the agenda

The Shareholder, fully qualified as in criteria No.1, can fill out the “Proposed Agenda for 2024 Annual General Meeting Form”. In additional, the Shareholder must be identified the subject to be proposed together with a summary of the essence documentary, evidence and brief details. The shareholder must be identified clearly, proposal for acknowledgment, approval or consideration as the case may be. Therefore, the shareholder must submit the original of the mentioned documents with signing the name as evidence, including evidence of share’s held as in criteria No.1 and the mentioned documents completely and correctly for the company secretary for consideration within 14 December 2023 via registered mail to the following address.

<p>Company Secretary Department RS Public Company Limited 27 RS Group Bldg., Tower A, Prasert-Manukitch Rd., Sena Nikhom, Chatuchak, Bangkok, Thailand 10900</p>
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In case where several shareholders would jointly propose the agenda, each of them must fill out the mentioned form and sign their names as evidence. Then the forms should be gathered into one set.



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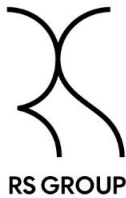
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3. For an efficient AGM, the Company reserves its right not to include the following matters as the meeting agenda;
 - 1) Matters relating to normal course of business of the Company
 - 2) Matters that are beyond authority of the Company
 - 3) Matters that shareholders already proposed in AGM within the past 3 years, and those under support by less than 10% of total voting shares, given that the factual events have not changed significantly
 - 4) Matters proposed by shareholders who are not qualified, as specified in criteria No.1, or do not follow the procedures set forth by the Company in the Criteria for the shareholder to propose the AGM agenda
 - 5) Matters unlike to benefit the Company
 - 6) Matters or evidence sufficed by shareholders is incomplete or untrue or incorrect or inadequate or ambiguous
 - 7) Matters lying under management authority of the Company, except the ones causing material impacts on shareholders in general
 - 8) Matters that violates applicable laws, rules, regulations of the government agencies, or regulatory or involved agencies, or action not in compliance with the objectives, the articles of association, the shareholders' resolution, the good corporate governance of the Company and the business conduct of the Company
 - 9) Matters, as stipulated by laws, for consideration at AGM, which has been pursued regularly by the Company
 - 10) Matters already undertaken by the Company
 - 11) Matters previously submitted for consideration by other shareholders
4. The above matters proposed by shareholders shall meet scrutiny before further submission to the Board of Directors for consideration. Any matters, under approval by the Board, will be included in the AGM agenda as attached in the Notice for 2024 AGM.

In case that the Board of Directors refuse to include matters proposed by the shareholders as an agenda in any meeting. The notice of that meeting will clearly state the following information:

- 1) Reasons for refusing to include the following matter as an agenda in the shareholders' meeting.
- 2) In the case where a shareholder resolves with a majority vote of the total number of votes of the shareholders who attend the meeting and have the right to vote agreed to include such matters as the agenda of the shareholders' meeting. The Board of Directors will include such matter as an agenda in the next shareholders' meeting.



Proposed Agenda for 2024 Annual General Meeting Form

1. General information of shareholder

Name (Mr., Mrs., Miss, Company and others / Surname): _____

Present / Contact address:

Residing at _____ Village / Building _____

Moo no. _____ Soi _____

Road _____ Sub-District _____

District _____ Province _____

Postal code _____ Country _____

Telephone No. _____ Email _____

Contact foreign address: (For foreign shareholder) _____

2. Shares held: _____

3. Subject of the agenda proposed: _____

Objective: To consider To acknowledge To inform

Details: _____

The supporting documents enclosed: No Enclosed Enclosed amount _____page

4. Documents required need to enclose with this Form

4.1 Valid evidence of the shares' held shown the number of shares held and the period of holding as in the criteria of the Company such as the certificate of shares' held from securities company or any other certificates from Thailand Securities Depository Co., Ltd (TSD), the stock Exchange of Thailand (SET) or Custodian or Certified true copy of the certificate of share.

No Evidence of share held Evidence of share held amount _____pages

4.2 Shareholder identification document: For natural person the copy of the identification card or passport (in case of the foreigner) must be enclosed and certified true copy. In case shareholders are commercial registration, the copy of certificate of commercial registration must be enclosed. Also, the copy of director nominee's identification card or passport (in case of the foreigner) who has signed his/her name in this Form must be enclosed and certified true copy.

No Identification document Identification document amount _____pages

5. Certified Statement:

I certify that all information written in this Form, the evidence of shares' held and other supporting documents are correct and accept to disclose these information by the Company.

_____ Shareholder's Signature

(_____)

Date _____