

## **Criteria for Shareholders to Propose an Agenda Item and to Nominate Candidates for Directorship in Advance for the 2025 Annual General Meeting (“AGM”)**

To comply with Section 89/28 of the Securities and Exchange Act B.E.2535, a shareholder or shareholders who hold shares and have the right voting to vote amounting to not less than five (5) percent of the Company’s total voting rights can propose agenda items and nominate director candidates in advance for the 2025 AGM. The proposals should adhere to the procedures and criteria specified by the Company, as follows:

- The “Agenda Proposal for the 2025 Annual General Meeting” and/or “Nomination of Director Candidates” forms must be completed and signed, and all supporting documents must be enclosed.
- The original forms, duly signed, together with all supporting documents must be sent to the Company by registered mail as follows:  
Company Secretary, Business Alignment Public Company Limited  
92/45 Sathorn Thani Building 2, 16<sup>th</sup> Floor, North Sathorn Rd., Silom, Bangrak, Bangkok 10500
- The submission period ends December 31, 2024, with the date of receipt being taken as, and evidenced by, the postmarked date on the envelope.

### **Criteria**

1. The Board of Directors reserves the right to consider the agenda item for the Annual General Meeting, which is important and beneficial to the shareholders and the Company.
2. The Company reserves the right not to consider any matters that not proposed by the shareholders of the Company.
3. The Company reserves the right not to consider any matters where the documentation is incomplete.
4. In case of the nomination of director candidates, there should be at least the following information:
  - 4.1. Information of director candidate:
    - 4.1.1 Basic Information such as name, age, work experience, educational background, shareholding in the Company and photo, etc.
    - 4.1.2 Position in any business that is in significant competition with the Company's business or has a significant relationship with the Company (if any).
    - 4.1.3 Letter of consent of the director candidates.
  - 4.2 Qualification director candidate:
    - 4.2.1 Qualified or not under any of the prohibitions under the Public Company Limited Act
    - 4.2.2 Knowledgeable, capable, and possessing a variety of skills and work experiences that benefit the Company.
    - 4.2.3 Possess leadership skills and the ability to oversee the Company’s executives efficiently.

4.2.4 Interested in the Company's business and able to dedicate time

4.2.5 Not holding a position as a political official, director, or official of a political party.

5. Apart from the letter of consent, the candidates may be required to appear in person before the Company's Nomination and Remuneration Committee if requested.

The company secretary will review the accuracy and completeness of the documents before proposing the Board of Directors for consideration. In the case of matters that are included as agenda items for the Meeting, the Company will inform the shareholders through the notice calling that they are on the agenda. If the Board of Directors rejects a matter proposed by shareholders, the Board will provide reasons for such rejection to the shareholders at the Meeting.

**Agenda Proposal for the 2025 Annual General Meeting**

Name Mr./Mrs./Miss \_\_\_\_\_  
 ID No. / Passport No. \_\_\_\_\_ being a shareholder of Business Alignment  
 Public Company Limited.

## Contact Address:

House No. \_\_\_\_\_ Building \_\_\_\_\_ Street \_\_\_\_\_ Soi \_\_\_\_\_  
 Sub-district \_\_\_\_\_ District \_\_\_\_\_ Province \_\_\_\_\_ Zip code \_\_\_\_\_  
 Telephone No. \_\_\_\_\_ Mobile No. \_\_\_\_\_ E-mail \_\_\_\_\_

A total of \_\_\_\_\_ shareholders, hold a total of \_\_\_\_\_ shares (All shareholders' documents have been attached.)

**The Detail of Proposed Agenda**  To consider and approve  To acknowledge  other \_\_\_\_\_

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**Objectives / Rationale** (Please attach the supporting documents)

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I certify that all information in this form, evidence of shareholdings and any supporting documents are correct. I give consent to the Company to collect, use and disclose my data and documents, and hereby affix my signature as evidence below.

Signature \_\_\_\_\_ Shareholder  
 ( \_\_\_\_\_ )  
 Date \_\_\_\_\_ / \_\_\_\_\_ / \_\_\_\_\_

The following documents shall be attached:

1. Evidence of the shareholding: a copy of share certificate being certified true and correct or certificate of shareholding from the security company or other evidence of shareholding from the Stock Exchange of Thailand or Thailand Securities Depository Co., Ltd.

2. Where the shareholder is an individual: a copy of his/her identification card or government officer identification card or driver's license, certified true and correct by the shareholder. Such evidence of identity must be valid.
3. Where the shareholder is a legal entity: a copy of the company's Affidavit not more than 3 months, certified true and correct by an authorized director(s) of the company, and the authorized director(s)' identification card or government officer identification card or driver's license or passport, certified true and correct. Such the authorized director(s)'evidence of identity must be valid.
4. Where the shareholders jointly propose the agenda, all shareholders shall duly sign the original forms and submit them together as a single set to the Company.
5. Where the evidence is beneficial to the consideration, the documents shall be certified true and correct.
6. The Company reserves the right to disqualify shareholders who cannot be reached or provide incomplete or inaccurate information.

**Nomination of Director Candidates**

Name Mr./Mrs./Miss \_\_\_\_\_  
ID No. / Passport No. \_\_\_\_\_ being a shareholder of Business Alignment  
PCL.

## Contact Address:

House No. \_\_\_\_\_ Building \_\_\_\_\_ Street \_\_\_\_\_ Soi \_\_\_\_\_  
Sub-district \_\_\_\_\_ District \_\_\_\_\_ Province \_\_\_\_\_ Zip code \_\_\_\_\_  
Telephone No. \_\_\_\_\_ Mobile No. \_\_\_\_\_ E-mail \_\_\_\_\_

A total of \_\_\_\_\_ shareholders, hold a total of \_\_\_\_\_ shares (All shareholders' documents have been attached.)

I would like to nominate (Mr./Mrs./Miss) \_\_\_\_\_  
a qualified candidate who possesses all qualifications as stated in criteria of director to be appointed as the Company's director. Such people have made his/her consent and certifies that all documents submitted herewith, personal profile, resume and other supporting documents as such, are correct. (The additional details as shown in the attachment.)

Signature \_\_\_\_\_ Shareholder  
( \_\_\_\_\_ )  
Date \_\_\_\_\_ / \_\_\_\_\_ / \_\_\_\_\_

### Information of Director Candidates

1. Name (Mr./Mrs./Miss) \_\_\_\_\_  
 Nationality \_\_\_\_\_ Date of birth \_\_\_\_\_ Age \_\_\_\_\_

2. Contact Address

House

No. \_\_\_\_\_ Building \_\_\_\_\_ Street \_\_\_\_\_ Soi \_\_\_\_\_

Sub-district \_\_\_\_\_ District \_\_\_\_\_ Province \_\_\_\_\_ Zip code \_\_\_\_\_

Telephone No. \_\_\_\_\_ Mobile No. \_\_\_\_\_ E-mail \_\_\_\_\_

3. The position of director for consideration and appointment

Director

Independent Director

Audit Committee

4. Educational Background

Year of Graduation	Degree	Field of Study	Institution

5. Work Experience

Year of Employment	Position	Workplace

6. Shareholding in the Company

Person	No. of Shares
1. Director Candidates	
2. Spouse of Director Candidates	
3. Minor Child of Director Candidates _____ _____	
4. Juristic persons in items 1, 2 and 3 together hold shares exceeding 30 percent. This includes a case that the aforementioned persons hold more than 10 percent of shares in other juristic persons, which is considered being major shareholders of such juristic persons	
5. Others	

7. Relationship with executive directors, major shareholders and controlling persons of the Company, if any

\_\_\_\_\_  
\_\_\_\_\_

I, Mr. Mrs., Ms....., a director candidate of the Company consent and acknowledge the nomination and certify that all information in this form and any supporting documents are correct. I give consent to the Company to collect, use and disclose my data and documents, and hereby affix my signature as evidence below.

Signature \_\_\_\_\_ Director Candidate  
( \_\_\_\_\_ )  
Date \_\_\_\_ / \_\_\_\_ / \_\_\_\_

Shareholders must attach the following evidence:

1. Evidence of the shareholding; certificate of Securities or Thailand Securities Depository Co., Ltd. or Stock Exchange of Thailand (SET) or other documents that show the securities holding.
2. In case the shareholder is a natural person, a copy of identification card must be attached or identification card, civil servant or driver's license or passport that not expiration and certify signed authentication.
3. In the case of a shareholder being a juristic person, a certified copy of the juristic person's affidavit of not more than 3 months, certified by the authorized person of the juristic person and a certified copy of his / her identification card or identification card, civil servant's license or driver's license or passport that not expiration and certify signed authentication.
4. In case several shareholders jointly propose the agenda. All shareholders must complete the agenda form with signature. And send to the company including set of all documents.
5. The person proposed to be considered as a director of the company, please attach supporting evidence that will be useful for consideration and the document must also be authenticated/certify.
6. The company reserves the right to disqualify the shareholders who provide inaccurate, inaccurate or inaccessible information.