



**Ratch Pathana Energy Public Company Limited**  
**The Criteria for Shareholders to Propose Agenda Item(s) and/or Qualified Candidate(s)**  
**to be Considered for the Election as the Company's Director(s) in Advance for the**  
**2025 Annual General Meeting of Shareholders**

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**1. Objectives**

Ratch Pathana Energy Public Company Limited ("the Company") recognizes the rights and equitable treatments to all shareholders and the practice of Good Corporate Governance Principles. The Company, therefore, provides the opportunity to shareholders to participate in proposing agenda item(s) and/or qualified candidate(s) to be considered for the election as the Company's director(s) in advance for the 2025 Annual General Meeting of Shareholders by following company's criteria.

**2. Qualifications of shareholders who have the rights to propose agenda item(s) and/or qualified candidate(s) to be considered as the Company's director(s) in advance**

Shareholders who would like to propose agenda item(s) and/or qualified candidate(s) to be considered for the election as the Company's director(s) in advance for the 2025 Annual General Meeting of Shareholders must possess the qualifications based on the regulation as follows:

- 2.1 Being the Company's shareholder (s) either by being one individual shareholder or combined shareholders.
- 2.2 Holding minimum shareholding of no less than 5 percent of the total voting rights of the Company.
- 2.3 Holding the amount of shares as stipulated in Clause 2.1 on the date of proposing the agenda item(s) and/or qualified candidate(s) to be considered as the Company's director(s).
- 2.4 Holding the amount of shares as stipulated in Clause 2.1 on the Record Date to determine the rights of shareholders to attend the Annual General Meeting of Shareholders of that year.

**3. The criteria for proposing agenda item(s)**

**3.1 The proposal that will not be placed on the agenda item(s)**

- (1) A proposal that violates to the laws, notifications, regulations, rules and procedure of government or authority or proposal that is not corresponding to Company Articles of Association, resolutions of Annual General Meeting of Shareholders and the principles of Good Corporate Governance.
- (2) A proposal that has no benefit to the Company's operations.
- (3) A proposal that is in favour of a specific person or group.
- (4) A proposal that is under the Board of Directors' authority except the one causing significant damages to general shareholders.
- (5) A proposal that is beyond authority of the Company to act upon.
- (6) A proposal that the company has been operated.

- (7) A proposal that has been previously proposed to Annual General Meeting of Shareholders during the past 12 months and were supported by less than ten percent of total voting rights of the Company. It is exceptional if the facts in the latter proposals are changed significantly from the previous one.
- (8) A proposal proposed by shareholders who are not qualified, unable to provide complete and correct information and evidence, or not be able to propose on the time set forth.
- (9) Other matters corresponding to notification of Capital Market Supervisory Board.

### **3.2 The Process for proposing agenda**

- (1) The qualified shareholder according to Clause 2. is required to completely fill in the Agenda Proposal Form of the 2025 Annual General Meeting of Shareholders (Form A) with signature and attach required documents as stated above. The proposal shall be prepared on a basis of 1 Form for 1 Agenda Item.
- (2) In case a group of shareholders wishes to propose agenda, each shareholder must individually fill in Form A with signature and attach required documents as stated above. All documents should be gathered into one set and identify one person to be coordinator with the Company.
- (3) In case a shareholder or group of shareholders would like to propose more than 1 agenda, each shareholder individually fills in Form A with signature, which shall be prepared on a basis of 1 Form for 1 Agenda Item. All documents should be gathered into one set.

### **3.3 Consideration Procedures**

- (1) The Company secretary will initially consider the completeness of the information and the document, and then notify to Board of Directors for consideration of the appropriateness of the agenda item(s) proposed by the shareholder. The Board of Directors judgment is deemed the matter comes to an end.
- (2) The approved proposal will be contained in agenda item(s) of the 2025 Annual General Meeting of Shareholders and published in the Notice of the Annual General Meeting of Shareholders including the Directors' opinion.
- (3) For disapproved proposal, the Company will inform in the agenda item(s) for acknowledgement in Annual General Meeting of Shareholders including reasons.

## **4. The criteria for nominating qualified candidate(s) to be Company's Director(s)**

### **4.1 Qualifications of Director(s)/Independent Director(s)**

- (1) Be qualified and possess none of the characteristics prohibited under Act and the related Notification as follows:
  - Holding directorship in no more than 5 listed companies.
  - Not being a political official, member of the House of Representatives, senator, member of the local council or local administrator.

- Being able to dedicate time and abilities for the utmost benefits of the Company as his/her duties and being available to attend the Company's meetings regularly.
  - None of actions in other organization's management in the way that would reduce the Company's benefit or in favor of any person or juristic person, no matter for the benefit of his/her own or others.
- (2) Be knowledgeable, capable and possess a variety of skills and working experiences that are beneficial for the Company.
  - (3) Be capable of providing leadership, vision, ethic and independent in making decision for the optimum benefit of the company and shareholders and able to use knowledge, capability and experiences for the business conduct and truly interested in Company's business.

#### **4.2 The process for proposing qualified candidate(s)**

- (1) Shareholders who possess all qualifications compliance with the mentioned criteria can propose candidate(s) to be considered as company's director(s), and the Candidate Nomination Form of the 2025 Annual General Meeting of Shareholders (Form B.) is required to completely fill in with signature, and attach required documents as stated above.
- (2) In case a group of shareholders wishes to propose a person to be considered for the election as company's director, each shareholder must individually fill in Form B with signature, which shall be prepared on a basis of 1 Form for 1 person, and attach required documents as stated above. All documents should be gathered into one set and identify one person to be a coordinator with the Company.
- (3) In case a shareholder or group of shareholders would like to propose more than one person to be considered for the election as company's director, each shareholder must fill in Form B with signature wholly, which shall be prepared on a basis of 1 Form for 1 person, and attach required documents as stated above. All documents should be gathered into one set.
- (4) Completely fill in Profile of Nominated Persons for the 2025 Annual General Meeting of Shareholders (Form C) with signature and attach the required documents for consideration such as a Copy of Identification Card or Passport (for foreigners), a Copy of House Registration, Educational Certificate and the Present Working Document or the latest with certification true and correct. In case of nomination more than 1 person, please prepare on a basis of 1 Form for 1 person.

#### **4.3 Consideration Procedure**

- (1) The Company secretary will consider in prior. If the information is complete, the Company secretary will propose to Nomination and Remuneration Committee to consider the qualification as stated above and propose to the Board of Directors for consideration. The Board of Directors judgment is deemed the matter comes to an end.

- (2) The approved person will be proposed in the agenda of Director Election in the 2025 Annual General Meeting of Shareholders and published in the Notice of Annual General Meeting of Shareholders including the Directors' opinion.
- (3) For disapproved person, the Company will inform in the Annual General Meeting of Shareholders including reasons.

## **5. The related documents**

**5.1 The evidence of shares holding** such as share certificates, share certificates from broker or any other certificates from Thailand Securities Depository Co., Ltd. If it is a copy, it must be certified as true and correct.

### **5.2 Shareholder identification**

#### In case of Individual shareholder

Valid copy of Identification Card or alien identification card or Passport  
(for foreigners) of shareholder with certification true and correct.

#### In case of Juristic Person

Copy of juristic person certificate not exceeding 6 months and valid copy of Identification Card or alien identification card or passport (for foreigners) of the authorized signature with certification true and correct.

## **6. Channels for submitting agenda proposal**

Shareholder can submit agenda proposal through channels as follows:

**6.1** Send signed documents and various evidence as supporting documents for Board of Directors' consideration by registered mail to:

The Company Secretary  
Ratch Pathana Energy Public Company Limited  
No. 636 Moo 11, Sukaphiban 8 Road, Nongkharm, Sriracha,  
Chonburi 20230

**6.2** For further information required, call the Company's Secretary,

Tel. 038 - 481 - 555

Fax. 038 - 481 - 551

Email: [csecretary@ratchpathana.com](mailto:csecretary@ratchpathana.com)

## **7. The submission periods**

Shareholder can submit the proposal during November 11, 2024 to December 31, 2024. As such, postmarked date on the envelope will be accounted for.



Ratch Pathana Energy Public Company Limited  
the 2025 Annual General Meeting of Shareholders  
Agenda Proposal Form (Form A)

Date.....

1. General Data

Name-Surname of proposer: .....

Present Address / Contact Address:

Address.....Village/Building.....Moo..... Soi.....

Road.....Sub District..... District.....

Province.....Postal Code.....Country .....

Telephone No..... Fax No. .... E-mail .....

Oversea address: (In case of Foreigners, please specify the contact oversea address)

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.....  
.....  
.....

2. No. of Share Holding:.....shares

3. Proposed Agenda: .....

Objective: ☐ For approval or consideration ☐ For acknowledgement

Details including reasonable supporting: .....

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Supporting documents:

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.....

4. The evidence of shareholders to submit herewith the proposal

4.1 The evidence of shares holding such as share certificate, share certificate from broker or any other certificates from Thailand Securities Depository Co., Ltd. If it is a copy, it must be certified as true and correct.

4.2 Shareholder identification

In case of Individual shareholder

Valid copy of Identification Card or Alien Identification Card or Passport  
(for foreigners) of shareholder with certification true and correct.



In case of Juristic Person

Copy of juristic person certificate not exceeding 6 months and valid copy of Identification Card or Alien Identification Card or Passport (for foreigners) of the authorized signature with certification true and correct

**5. The Certification**

I certify that the information provided above is complete and true and supporting documents submitted herewith are true and I give my permission to Company disclose such information and supporting document as stated above.

Signature ..... Shareholder

(.....)



Ratch Pathana Energy Public Company Limited  
the 2025 Annual General Meeting of Shareholders  
Candidate Nomination Form (Form B)

Date.....

**1. General Data**

Name-Surname of proposer: .....

**Present Address / Contact Address:**

Address.....Village/Building.....Moo..... Soi.....

Road.....Sub District..... District.....

Province.....Postal Code.....Country .....

Telephone No..... Fax No. .... E-mail .....

Oversea address: (In case of Foreigners, please specify the contact oversea address)

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**2. No. of Share Holding:**.....shares

**3. Name of Nomination of Candidate to be elected as Company Director:**

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**4. The evidence of shareholders to submit herewith the proposal**

**4.1 The evidence of shares holding** such as share certificate, share certificate from broker or any other certificates from Thailand Securities Depository Co., Ltd. If it is a copy, it must be certified as true and correct.

**4.2 Shareholder identification**

In case of Individual shareholder

Valid copy of Identification Card or Alien Identification Card or Passport  
(for foreigners) of shareholder with certification true and correct.

In case of Juristic Person

Copy of juristic person certificate not exceeding 6 months and valid copy of Identification Card or Alien Identification Card or Passport (for foreigners) of the authorized signature with certification true and correct



## 5. The Certification

I certify that the information provided above is complete and true and supporting documents submitted herewith are true and I give my permission to Company disclose such information and supporting document as stated above.

Signature ..... Shareholder  
(.....)





Ratch Pathana Energy Public Company Limited  
the 2025 Annual General Meeting of Shareholders  
Profile of Nominated Person (Form C)

A photo  
Approximate  
2in x 2in

Date.....

**1. General Data of Candidate**

- (1) Name–Surname (Thai).....(Earlier Family name.....)  
(English).....
- (2) Date of Birth .....Age ..... Years Nationality.....
- (3) Marital Status [ ] Single [ ] Married [ ] Divorced
- (4) Spouse’s Name .....(Earlier family name.....)
- (5) Children’s Details

| Name  | Date of Birth | Age (Year) | Company |
|-------|---------------|------------|---------|
| ..... | .....         | .....      | .....   |
| ..... | .....         | .....      | .....   |
| ..... | .....         | .....      | .....   |
| ..... | .....         | .....      | .....   |
| ..... | .....         | .....      | .....   |

**2. Present Address**

- (1) Company Address  
Company Name: .....  
Address..... Soi.....Road.....  
Sub District..... District.....Province.....  
Postal Code.....Telephone No.....
- (2) Present Address/Contact Address  
Address..... Soi.....Road.....  
Sub District..... District.....Province.....  
Postal Code.....Telephone No.....

**3. Professional Qualifications**

- (1) Highest Education Qualification

| Institute Name | Qualification/Major | Graduate Year |
|----------------|---------------------|---------------|
| .....          | .....               | .....         |
| .....          | .....               | .....         |
| .....          | .....               | .....         |

(2) Training programs of Thai Institute of Directors Association

| Program | Year  |
|---------|-------|
| .....   | ..... |
| .....   | ..... |

#### 4. Work Experiences

| Period | Company Name | Business Type | Position |
|--------|--------------|---------------|----------|
| .....  | .....        | .....         | .....    |
| .....  | .....        | .....         | .....    |
| .....  | .....        | .....         | .....    |
| .....  | .....        | .....         | .....    |

#### 5. Job responsibility at the present position

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 .....

#### 6. Shareholding in Ratch Pathana Energy PCL, on..... (Nomination Date)

Common shares ..... Shares

Spouse's Common Shares ..... Shares

Under-age Children

(1) Name.....common shares..... shares

(2) Name.....common shares..... shares

#### 7. Related business of yourself, spouse and under-aged children

| Company Name | Business Type | Related Person | % of shareholding | Position in Related Company | Since Year |
|--------------|---------------|----------------|-------------------|-----------------------------|------------|
| .....        | .....         | .....          | .....             | .....                       | .....      |
| .....        | .....         | .....          | .....             | .....                       | .....      |

**Remarked:** All business now serving as Directors or Executives, and business now holding more than 1.0 percent of all shares sold of those business.

#### 8. Litigation Record (Except petty offence)

| Court | Status<br>(Plaintiff/Defendant<br>/Interpleader) | Type of Suit<br>(Civil/Criminal/<br>Bankruptcy) | Charge/Count | Litigated sum | Suit No | Judgment |
|-------|--|---|--------------|---------------|---------|----------|
| ..... | .....  | .....   | .....        | .....         | .....   | .....    |
| ..... | .....  | .....   | .....        | .....         | .....   | .....    |
| ..... | .....  | .....   | .....        | .....         | .....   | .....    |

#### 9. Required documents certified by nominated candidates

(1) Copy of Identification Card



- (2) Copy of House Registration
- (3) Passport (for foreigners)
- (4) Copies of Education Certificate
- (5) Reference Letter from a present or latest company

I (Mr./Mrs./Miss) .....give consent and information as stated above for the nomination and appointment as Company's Directors and certify that the information provided above is complete and true, and supporting documents submitted are true and I give my permission to Company disclosure such information and supporting document as stated above.

Signature..... Nominated Person  
(.....)