Criteria for Shareholders to Propose Agenda and Nominate Candidate to be Elected as Director for the 2027 Annual General Meeting of Shareholders of Betagro Public Company Limited

1. Objective

In order to enhance the good corporate governance regarding the rights and equitable treatment of shareholders, therefore, Betagro Public Company Limited ("the Company") has given the opportunity to its shareholders to propose matter to be included as an agenda and/or nominate candidate to be elected as Director at the 2027 Annual General Meeting of Shareholder in advance, with reference to the criteria as described below.

2. Criteria

2.1 Qualification of the shareholders

The shareholders who wish to propose the agenda and/or nominate Director shall possess all qualifications as followed:

2.1.1 Being the shareholder of the Company holding minimum shares 5% of total paid-up share capital either by one or several shareholders combined.

2.1.2 Being the shareholders of the Company by the date the shareholder(s) propose the item on the agenda and/or nominate candidate to be elected as Director, and must hold those shares as stipulated in 2.1.1 on the shareholder registration on the date specified by the Board of Directors (Record Date).

2.2 The related documents

2.2.1 The evidence of shares' held such as

The certificate of shares' held from securities company (broker) or any other certificates from Thailand Securities Depository Co., Ltd. with a signed certified true copy.

2.2.2 Shareholder Identification

1) In case of person shareholder;

- must require to enclose the signed certified copy of Shareholder Identification or passport (for foreigner)
- If a shareholder has changed their title, name, or surname, the copy of evidence of those changes must be enclosed and certified true copy.
- If there are several shareholders collectively proposing the agenda, all shareholders must fill in Form to Propose Agenda to the Annual General Meeting and/or Form to Nominate Director and affix their signatures and enclose the evidences of shareholding and identification of each of them. In this regard, all shareholders shall jointly appoint one of the shareholders as their contact person with the Company and fill in the contact person name in the Form. Any contact from the Company to such contact person shall be deemed that such is a contact with all shareholders.

2) In case of juristic person

- Must be required to enclose a copy of the company's affidavit which was issued not later than three months and certified true and correct by the authorized director(s) of that juristic entity and;
- A copy of identification card or passport (for foreigner) of the authorized director(s) who signed this form his/her signatures on such evidences.

3 Proposal of Agenda

3.1 The Shareholder, fully qualified as in criteria 2.1 hereof, shall fill out the Form to Propose Agenda to the Annual General Meeting and Form to Nominate Director, with other complete supplementary documents as required by the Company, indicating whether it is the matter proposed for information, for approval or for consideration, as the case may be.

3.2 For an efficient meeting, the Company reserves its right not to include the following a proposal as the meeting agenda;

3.2.1 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. 2021*.

3.2.2 The proposal that violates to the law, rules, regulations of government agencies or other governing agencies or are not complied with the objective, the article of association, the shareholders' resolution, the good corporate governance of the Company.

3.2.3 The proposal that the Company has already operated.

3.2.4 The proposal that the information shareholders provided is incomplete or incorrect, or those who are unable to contact, or not comply with the Company's criteria.

3.2.5 The proposal that is beneficial for specific person or group.

Remarks *Matters defined in Section 89/28 of the Securities and Exchange Act (No. 4) B.E.2551 (Amended) are as follows:

(1) The proposal does not comply with rules as specified in the first paragraph (A shareholder or shareholders who hold shares and have the right to vote amounting to not less than five percent of the total number of the voting rights of the Company;

(2) The proposal is relevant to the ordinary business operation and the fact given by the shareholders does not indicated any reasonable ground to suspect the irregularity of such matters;

(3) The proposal is beyond the Company's power to produce the proposed result;

(4) The proposal was submitted to the shareholders meeting for its consideration within the previous twelve months and received the supporting votes of less than ten percent of the total number of the voting rights of the Company, unless the fact pertaining in the resubmission has significantly changed from that of the previous shareholders' meeting;

(5) Any other cases as specified in the notification of the Capital Market Supervisory Board.

4 Nomination of Director

Qualifications and Prohibitions of the person being nominated as Director

4.1 Having the qualifications and none of any prohibited characteristics according to

1) The Public Company Act

2) The Securities and Exchange Act
3) The other relevant acts e.g. The Securities and Exchange Commission (SEC), The Capital Market Supervisory Board and The Stock Exchange of Thailand (SET)
4) The Company's Articles of Association

4.2 Being knowledgeable, capable, honest, good integrity and carry out the business ethically.

4.3 Having sufficient time to devote his (her) knowledge and capabilities for the Company.

4.4 Should not serve as director of more than 4 companies listed on SET (exclude the Company)

5 Period and Channel for submitting proposals

The Shareholder who possess qualification according to the criteria no.2 must submit the form of Proposing Agenda and Nominating Director to the Board or may submit the proposal unofficially through Company Secretary Office's email address at cso@betagro.com before sending the original to the Board. In this regard, the original with the shareholder's signature must delivered to the Company between **November 1, 2026 to December 31, 2026**, via registered mail to the following address:

Company Secretary Office
Betagro Public Company Limited
Betagro Tower (North Park), 11th Floor, 323 Vibhavadi Rangsit Road, Thung Song Hong, Lak Si, Bangkok 10210

6 Consideration Procedures for Proposing an agenda item and a candidate to be nominated as a director

6.1 Board of Directors will consider the appropriateness of the agenda to be proposed to the shareholders' meeting. If the proposed matter has been approved by the Board of Directors to be included as agenda of the shareholders' meeting, the Company will specify in the invitation as the agenda from the shareholders together with the opinion of the Board of Directors.
If the proposed matter has not been approved by the Board of Directors, the Company will notify the shareholder proposing such agenda of the Board of Directors' resolution and reasons and notify the Annual General Meeting as a matter for acknowledgement.

6.2 The Nomination and Remuneration Committee will consider the appropriateness of a candidate to be nominated for the election as Director and further propose to the Board of Directors. The candidate shall possess qualification and do not have any prohibited characteristics as specified in criteria 4, unless the Board of Directors considers otherwise.
If the candidate has been approved by the Board of Directors, such candidate will be nominated for the election as Director at the shareholders' meeting and the Company will specify in the invitation as the Director nominated by the shareholders together with the opinion of the Board of Directors.
If the candidate has not been approved by the Board of Directors, the Company will notify the shareholder nominating such candidate of the Board of Directors' resolution.

Form to Propose Agenda to the 2027 Annual General Meeting of Shareholders

Date .....

1. General Data

Name (Mr./Mrs./Miss) .....

Place of work .....

Contact Address: .....

Phone No. ..... Fax No. .....

E-mail address .....

2. Number of Shareholding ..... shares as at .....

3. Proposed Agenda

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Objective: ( ) For Consideration ( ) For Acknowledgement ( ) For Approval

Details including reasonable supporting and supporting documents (if any)

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4. I hereby appoint the shareholder, Mr./Mrs./Miss .....

to be the contact person according to clause 2.2.2.

I certify that all information written in this form, the evidence of shares' held, and other support documents are correct and affix the name as evidence below and I give my permission to company disclose such information and supporting document as stated above.

..... Shareholder

( )

Remarks:

Shareholder is required to enclose the evidence of the shareholding as follow;

1. The evidence of shares' held such as
   ( ) The certificate of shares' held from securities company or any other certificates from Thailand Securities Depository Co., Ltd. with a signed certified true copy.
2. Shareholder Identification
   ( ) In case of person shareholder ; must require to enclose the signed certified copy of Shareholder Identification or passport (for foreigner)
   ( ) In case of juristic person ; must require to enclose a copy of the company's affidavit and a copy of identification card of passport (for foreigner) of the authorized director who signed this form his/her signatures on such evidences

Form to Nominate Director

Date .....

1. **General Data**

   Name (Mr./Mrs./Miss) .....

   Place of work .....

   Contact Address: .....

   Phone No. ..... Fax No. .....

   E-mail address .....

2. **Number of Shareholding** ..... shares as at .....

   Period of Shareholding ..... Year (s)

3. **I would like to nominate** (Mr./Mrs./Miss) ..... Age .....

   who is fully qualified in accordance with the criteria of the company to be the director and does not possess any forbidden qualifications according to the Company's criteria, and agree to practice in compliance with the Company's Good Corporate Governance.

4. I hereby appoint the Shareholder, Mr./Mrs./Miss..... to be the contact person according to Clause 2.2.2

I certify that all information written in this form, the evidence of shares' held, and other support documents are correct and affix the name as evidence below and I give my permission to company disclose such information and supporting document as stated above.

..... Shareholder

( )

Remarks:

Shareholder is required to enclose the evidence of the shareholding as follows;

1. The evidence of shares' held such as

   ( ) The certificate of shares' held from securities company or any other certificates from Thailand Securities Depository Co., Ltd. with a signed certified true copy.

2. Shareholder Identification

   ( ) In case of person shareholder ; must require to enclose the signed certified copy of Shareholder Identification or passport (for foreigner)

   ( ) In case of juristic person ; must require to enclose a copy of the company's affidavit and a copy of identification card or passport (for foreigner) of the authorized director who signed this form his/her signatures on such evidences.

Photo

Form of Information of the Candidate for Director Election and Consent Letter

1. **General Information** (Please enclose a copy of valid identification card/passport (in case of foreigner) and certified true copy)

   Name - Surname (Thai): .....

   Name – Surname (English): .....

   Nationality ..... Date of Birth: ..... Age ..... years

   Address No. ..... Road ..... Sub-district .....

   District ..... Province .....

   Home/Office Tel. No. ..... Mobile Phone No. .....

   E-mail address: .....

2. **Education** (Please enclose the copy of academic qualification certificates and certified true copy)

☐ Undergraduate	☐ Bachelor Degree	☐ Above Bachelor Degree
Year	Institution	Major
.....	.....	.....
.....	.....	.....
.....	.....	.....

3. **Working Experience** (Please enclose Curriculum Vitae and certified true copy)

Year	Company	Position
.....	.....	.....
.....	.....	.....
.....	.....	.....

4. **Job responsibility at the present position**

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5. **Securities holding in Betagro Public Company Limited** (including spouse and minor child and also including the juristic person that such person or spouse or minor child holding more than 30 percent of the total voting rights of the said juristic person)

   Ordinary Shares..... shares

6. Having direct / indirect interests (Please specify nature of the transactions and characteristics of such interests, including transaction value)

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7. Required documents certified by nominated candidates

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

I, ..., acknowledge and give my consent of being nominated for the election as Director of Betagro Public Company Limited in the 2027 Annual General Meeting of Shareholders, and certify that the information provided above is true and supporting documents submitted herewith are complete, accurate, and true, and without omission of any material facts. I hereby certify that I possess qualifications and do not have any prohibited characteristics as stipulated by the Public Limited Companies Law, Securities and Exchange Law, rules and regulation of the Company and relevant governing agencies and the good corporate governance of the Company, including criteria as specified in criteria 4. I agree that if the Board of Directors has nominated me for the election as Director to the shareholders' meeting, I shall fully cooperate with the Company and comply with the rules and regulations of the Company.

..... Candidate's signature

(.....)

Date .....