Criteria for Granting Shareholders the Right to Propose Agenda Items and Nominate Individuals for Consideration for Election to the Board of Directors in Advance at the 2027 Annual General Meeting of Shareholders

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The Board of Directors of Thai Capital Corporation Public Company Limited ("the Company") recognizes and places importance on granting rights to shareholders in accordance with the principles of good corporate governance. Therefore, the Company provides an opportunity for shareholders to propose matters that they consider important and beneficial to the Company, to consider including as the agenda for the 2027 Annual General Meeting of Shareholders. Additionally, shareholders are also invited to propose the names of individuals with suitable qualifications to be considered for election to the Board of Directors in advance. The criteria and guidelines for this process are as follows:

1. Qualifications of Shareholders

Shareholders who wish to propose agenda items and/or nominate individuals for consideration for election to the Board of Directors must meet the following qualifications:

1.1 Be a shareholder of the company on the date of proposing the agenda item or nominating a director and maybe a single shareholder or a group of shareholders.
1.2 Hold at least 5% of the total shares with voting rights of the company (approximately 69.78 million shares). In addition, such shares must have been held continuously for no less than 1 year.

2. Proposing the agenda

2.1 Matters that will not to be included on the agenda.

1) Matters that conflict with laws, announcements, regulations, rules and regulations. of government agencies or the agency that regulates the Company or does not comply with the objectives and regulations of the Company, shareholder meeting resolution and principles of good corporate governance.
2) Matters that are for the benefit of a specific person or group of people.
3) Matters under the management authority of the Board of Directors except in cases that cause significant damage to shareholders.
4) Matters that the company has already acted on.
5) Matters that are beyond the company's authority to act upon.
6) Matters proposed by shareholders who do not have complete qualifications according to item 1, or matters for which shareholders provide incomplete, incorrect information, or cannot be contacted.
7) Matters that have been proposed to the shareholders' meeting for consideration in the past 12 months and received support from less than 10% of the total voting shares, where the facts of the matter have not significantly changed.

3. Nomination of Directors

3.1 Qualifications of Company Directors.

An individual proposed for election to the Board of Directors must meet the following qualifications:

1) Have all qualifications and do not have prohibited characteristics according to laws and other regulations related to being a director in a listed company.

2) Have knowledge, abilities, expertise and diverse experiences in various professional fields that are beneficial to the performance of duties and necessary for the composition of the Board of Directors which corresponds to strategy for operating the Company's business.
3) Be responsible and able to devote full time to effectively perform your duties as a Company director. Including performing duties with care and honesty.
4) Holding directorship positions in not more than 5 listed companies.

3.2 Independent Director Qualifications.

Persons who are nominated to be considered for election as independent directors of the Company must have the qualifications in accordance with the Notification of Capital Market Supervisory Board and the criteria of "Definition of Independent Director Qualification" as prescribed by the Company and announced on the Company's website.

4. Procedure and Method of Consideration

4.1 Proposing the Agenda.

1) The Company Secretary will initially gather/review the proposal as set by the criteria and act according to the Company procedure before proposing to the Company's Board of Directors for consideration.
2) The proposal approved by the Company's Board of Directors will be included on the agenda of the AGM notice, as agenda proposed by shareholders.

4.2 Nomination of the Directors.

1) The Company Secretary will initially gather/review the correctness and completeness of information and qualifications of director nominee and proceed according to the Company procedures before proposing to the Nomination and Remuneration Committee and the Company's Board of Directors for consideration respectively.
2) The name of nominee approved by the Board of Director along with the Board opinion will be included in the agenda of the AGM notice, as nominee proposed by shareholders.

The decision of the Board of Directors is considered final. For the matters not included in the agenda or a person who has not been approved to be nominated as a company director, the Company will inform shareholders further.

5. Documentary Evidence

Shareholders must submit the following documentary evidence for consideration.

5.1 The Evidence of Shareholding, i.e. certificate of shares held issued by Securities Companies or any other certificates from the Stock Exchange of Thailand or Thailand Securities Depository Co., Ltd.

5.2 The Evidence of Shareholders:

1) Shareholders who are natural people: i.e. A certified true copy of a valid identification card or passport (in case of non-residents).
2) Shareholders who are Juristic persons: A certified true copy of its company registration documents and valid identification card or passport (in case of non-residents) with certified signatures of the Authorized Director.

5.3 Supporting Documents required for Proposing the Agenda.

1) Form for Exercising Right to Propose Meeting Agendas in the Annual General Meeting of Shareholders for the Year 2027.

   In the case of several shareholders jointly proposing an agenda, every shareholder must fill in details and sign as evidence. Collected into one set by separating one form per agenda proposal.

   In this regard, please specify the name of one shareholder in the group to act as the contact representative on behalf of all the joint shareholders. It should be considered that any communication made by the Company with the designated representative will be deemed as communication with all shareholders who have signed.

2) Additional supporting documents that may be useful for the Board of Directors' consideration (if any), with Certified true copies signed.

5.4 Supporting Documents required for Nominating Directors.

1) From Exercising the Right to Nominate the Individual for Consideration for Election to the Board of Directors in the 2027 Annual General Meeting of Shareholders.

   In the case of several shareholders jointly nominating directors, every shareholder must fill in details and sign as evidence. Collected into one set by separating one form per director nomination.

   In this regard, please specify the name of one shareholder in the group to act as the contact representative on behalf of all the joint shareholders. It should be considered that any communication made by the Company with the designated representative will be deemed as communication with all shareholders who have signed.

2) Information Form and Consent of Persons Nominated to Serve as Company Directors, signed by the nominee himself/herself.
3) Certified true copy of relevant documents such as evidence of an identification card, education qualifications, working/training experiences, and evidence of shares held.
4) Certified true copies of other supporting documents are beneficial for the Board's consideration (if any).

6. Time Period for Submitting Matters and Contact Channels

Shareholders who have all the qualifications may propose agenda items and/or nominate directors for the 2027 Annual General Meeting of Shareholders in advance from 16 November 2026 to 31 December 2026, by sending documents and evidence to the Company at the address below

Company Secretary
Thai Capital Corporation Public Company Limited
No. 87/2 CRC Tower, All Seasons Place, 45th Floor, Wireless Road,
Lumpini, Pathumwan, Bangkok 10330

For further information required, please contact Company Secretary, Tel. 02-685-3600 ext. 300 or Email address: phawinee.t@thaicapital.co.th

Form for Exercising Rights to Propose Meeting Agendas in the 2027 Annual General Meeting of Shareholders

Date .....

I am (Mr./Mrs./Miss) .....

Is a shareholder of Thai Capital Corporation Public Company Limited ..... shares

Address .....

Mobile Phone No. ..... E-mail address .....

I would like to propose an agenda for the Annual General Meeting of Shareholders for the year .....

..... with a proposal for consideration .....

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And there is additional information that will be useful for consideration as follows:

(such as facts or reasons, etc.)

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which has additional supporting documents that have been signed to certify authenticity on every page, total ..... sheets.

In the case of several shareholders jointly proposing an agenda. (Please specify the name of the shareholder who represents in contacting the Company.)

I hereby assign Mr./Mrs./Miss .....

which is a shareholder of Thai Capital Corporation Public Company Limited ..... shares

Address .....

Mobile Phone No. ..... E-mail address .....

is a person assigned to contact the Company on my behalf.

I hereby certify that various information and supporting documents attached here are accurate, complete and true in all respects.

Sign ..... Shareholder

(.....)

Sign ..... Representative of Shareholder

(.....)

Form for Exercising Rights to Propose Director Nominee
in the 2027 Annual General Meeting of Shareholders

Date.....

I am (Mr./Mrs./Miss) .....

Is a shareholder of Thai Capital Corporation Public Company Limited.....shares

Address.....

Mobile Phone No.....E-mail address.....

I would like to propose Mr./Mrs./Miss.....

to be considered for election as the Company's director in the 2027 Annual General Meeting of Shareholders. That said person has all the qualifications and does not have any prohibited characteristics according to the specified criteria and there is evidence of consent of the person nominated as a director along with information and supporting documents for consideration of qualifications specified by the company which has been signed to certify authenticity on every page.

In the case of several shareholders jointly proposing to nominate directors. (Please specify the name of the shareholder who represents in contacting the Company.)

I hereby assign Mr./Mrs./Miss .....

which is a shareholder of Thai Capital Corporation Public Company Limited.....shares

Address.....

Mobile Phone No.....E-mail address.....

is a person assigned to contact the Company on my behalf.

I hereby certify that various information and supporting documents attached here are accurate, complete and true in all respects.

Sign.....Shareholder

(.....)

Sign.....Representative of Shareholder

(.....)

Information Form and Consent of Person Nominated to serve as Company Directors

Date .....

I am (Mr./Mrs./Miss) ..... acknowledged the nomination and agreed to consent to be considered for election to serve as a director/independent director of Thai Capital Corporation Public Company Limited and certify that I am fully qualified, suitable, and do not have any prohibited characteristics by law to be the Company's director according to the Public Limited Companies Act. Securities and Exchange Act and other related laws. Including regulations and principles of good corporate governance of the Company. I agree to allow the company to check my qualifications regarding the presence or absence of prohibited characteristics as specified by relevant laws and regulations in all respects.

I would like to inform that the following details for consideration by the company and shareholders:

Part 1: Personal Data

Name – Surname .....
Date of Birth ..... Age ..... years, Gender ....., Nationality .....
Address .....
Mobile Phone No. ..... E-mail address .....
is a shareholder of Thai Capital Corporation Public Company Limited as of ..... totaling number of shares ..... shares.

Employer's name .....
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Mobile Phone No. ..... E-mail address .....
Position .....

Marital status ( ) Single ( ) Married ( ) Divorced ( ) Other (.....)
Spouse's Name ..... Age ..... years,
Number of the Company shares held ..... shares,

The number of children .....
(1) Name – Surname ..... Age ..... years,
Number of the Company shares held ..... shares,
(2) Name – Surname ..... Age ..... years,
Number of the Company shares held ..... shares,

(3) Name – Surname..... Age..... years,
Number of the Company shares held ..... shares,
(4) Name – Surname..... Age..... years,
Number of the Company shares held ..... shares,

Education

Name of Institute	Level of Eeducation	Faculty/Major	Year Attended

Training Record

Training Course	Name of Institute	Year Attended

Part 2: Working Experience

Working Experience/Holding the position of director or executive in listed companies on the stock exchange. (Rewinding 5 years until the present)

Employer's Name	Business Type	Position	Date Employed

Working Experience/Holding the position of director or executive in other companies. (Rewinding 5 years until the present)

Employer's Name	Business Type	Position	Date Employed

Having direct and indirect interests in Thai Capital Corporation Public Company Limited / Subsidiaries / Associates and related companies such as holding shares or joining as partners or being a director of a company that operates a business of the same nature and/or in competition with the business of the Company. (Please specify details)

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Recording of Litigation or Being Prosecuted. (except for petty offenses)

Level of Court of Justice	Status (Plaintiff / Defendant / Claimant)	Lawsuit (Civil / Criminal / Bankruptcy)	Discussion / base of fault	Capital	Results of the Lawsuit

I hereby certify that various information and supporting documents attached here are accurate, complete and true in all respects.

Sign.....Nominated person

(.....)