

-Translations-

At. ICHI-010/2024

September 30, 2024

Subject: Invitation to shareholders prior propose agenda(s) and nominate qualify candidate(s) to be elected as the Company's director(s) in the 2025 Annual General Meeting of Shareholders.

To: President,
The Stock Exchange of Thailand

Ichitan Group Public Company Limited (the Company) has realized the importance of the equitable treatment of the rights of shareholders in comply with the Good Corporate Governance Practices. The Company has prior opened an opportunity to shareholders to propose agenda(s) and qualified candidate for being nominated as the Company's director in the 2025 Annual General Meeting of Shareholders. All criteria and procedure regarding these issues are posted on the Company's website at www.ichitangroup.com/investor.php/propose from September 30, 2024 to December 31, 2024.

Please be informed accordingly.

Yours Sincerely,



.....
(Miss Jinda Songrod)

The Company Secretary

Ichitan Group Public Company Limited

-Translations-

September 30, 2024

**Criteria for minority shareholders to propose agenda and director nominee
for the 2025 Annual General Meeting of Shareholders (AGM) in advance.**

1. Objective

Ichitan Group Public Company Limited (the “Company”) or Stock Exchange of Thailand symbol “ICHI”, the Company has realized good corporate governance practices in accordance with the equitable and fairness treatment of all shareholders. As a result, the Company has provided the opportunity to all shareholders in proposing agenda and qualified candidate to be a director nominee for the 2025 Annual General Meeting of Shareholders (AGM) in advance. The Board of Directors will consider the proposed agenda and qualifications of nominee director before these will be included in the agenda of the 2025 AGMs’ notice further.

2. Definition

“The Company”	means	Ichitan Group Public Company Limited
“The Boards”	means	The Board of Directors of Ichitan Group Public Company Limited
“Directors”	means	Director of Ichitan Group Public Company Limited
“Agenda”	means	The agenda of the Annual General Shareholders’ Meeting of Ichitan Group Public Company Limited

3. The qualification of Shareholder

3.1 The shareholders who wish to propose the agenda or director nominee must possess qualifications according to the criteria hereunder:

- 3.1.1 Being the shareholder of the Company which can be either one shareholder or combined shareholders.
- 3.1.2 Holding minimum shares not less than 3% of issued share and paid-up capital of the Company.
- 3.1.3 Requiring to hold those shares in Item No. 3.1.2 and have to held the Company’s share until the date that shareholder proposes the agenda or director nominee, including with the shareholder must show the evidence of holding share such as the certified letter of the securities company from relevant regulatory authority.

3.2 Criteria for shareholders to prior propose agenda for the AGM.

- 3.2.1 The shareholder shall propose the agenda of the AGM in writing including with shareholder’s signature. In case, there is shareholder more than one (1) person then all shareholders who propose agenda for the AGM have to fill and sign in the form, then compile and submit into one set to the Company.
- 3.2.2 The shareholder who is proposing agenda for the AGM, has to completely identify their name, last name, address, contact number, and total number of holding share as of the date that shareholder proposing the agenda and other related information.

4. Procedure to propose the agenda.

4.1 General Agenda

- 4.1.1 Indicating the heading of the agenda together with details and reasons.
- 4.1.2 The agenda which have been approved by the Boards, it shall be included as the agenda of the Invitation letter to attend the AGM.
- 4.1.3 The Boards shall consider the proposed agenda in regard to that it will not be applicable to prohibition agenda unless the Boards has other comment.

4.2 Procedure to propose nominated person as the Company's director.

- 4.2.1 To indicate the details of nominated person in the provided form that available on the Company's website
<http://www.ichitangroup.com/investor.php/propose>
- 4.2.2 The director nominee shall have all required qualifications and does not have any forbidden qualifications that have regulated in Public Company Act B.E. 2535/ The Securities and Exchange Act B.E. 2535 and amended to be The Securities and Exchange Act B.E.2551 (No.4)/ Notification of the Office of the Securities and Exchange Commission, Thailand and The Articles of Association of the Company.

4.3 The proposed agenda that will not be included in the AGM's agenda.

- 4.3.1 The proposed agenda that is over control of the Company.
- 4.3.2 The proposed agenda that violates to the law, rules, and regulations of government agencies or are not complied with the objective, the article of association, the shareholders' resolution, and the good corporate governance of the Company.
- 4.3.3 The proposed agenda that is the significantly effect on the shareholders in general.
- 4.3.4 The proposed agenda that the Company has already carry out.
- 4.3.5 The proposed agenda that is beneficial for specific person or group.
- 4.3.6 The proposed agenda that the shareholders have already proposed in the shareholders' meeting within the past one (1) years and were supported by less than 10% of total voting shares, provided that the facts of said matter have not yet changed significantly.
- 4.3.7 The proposed agenda that relate to normal business operation of the Company which do not appear any doubt about uncommon case of the said agenda.
- 4.3.8 The proposed agenda that the shareholders provided information incompletely or incorrectly or unable to contact.
- 4.3.9 The agenda that proposed by shareholders who do not have fully qualified in accordance with Item No. 3.1.

5. Procedure to Consideration

- 5.1 The Company Secretary will initially compile the proposed agenda to the Boards for consideration. As the Boards has approved then will be included in the agenda of the Invitation letter to attend the AGM. The Board of Directors will comment on the agenda as proposed by the shareholders.
- 5.2 For proposing person as "Director", the Company Secretary will compile and propose to the Nomination and Remuneration Committee for initially considerations. If the director nominee is qualified, the Company Secretary will propose to the Boards. Name and experience of nominee director will be disclosed as attached document in the agenda of director nomination for considering in the AGM further.
- 5.3 The nominated director must be present on the day of the Annual General Meeting of Shareholders.

6. Period of proposing agenda

Duration September 30, 2024 to December 31, 2024

7. The document that require proposing agenda for the AGM.

7.1 Shareholders have to submit original “Form for proposed Agenda in the AGM Meeting” that signed by shareholders together with all relevant documents for consideration. (the form that the Company has been posted on its website)

7.1.1 The evidence of shares being held by combined shareholders who proposed agenda such as a statement or certificate of shares held in the Company issued by authorized Securities Company (Custodian) or any other certificate from the Stock Exchange of Thailand (SET) or Thailand Securities Depository Co., Ltd. (“TSD”) evidencing the shares held by the shareholders including with certify true copy.

7.1.2 The evidence documents of all shareholders who proposed the agenda:

Individuals: Sending the copy of identification card or passport (in the case of a foreigner) with signature certified true copy

Juristic person: Sending the Copy of juristic person certificate issued within the last 1 month and copy of identification card or passport (for non-Thai juristic persons) of the authorized signatory directors who have signed the proposal form. Also a certified true copy of the letter of consent of the person nominated for election as a director of the Company and other relevant documents including evidence of education certificate, training, work experience, the number of shareholding certificate and etc. (Only the agenda for proposing nominated person as the Company’s director.) Submit the complete form and original documents in accordance with Item No.7.1 by registered mail to the Company within December 31, 2024 as the address hereunder;

The Office of Company Secretary
Ichitan Group Public Company limited
Address: No. 8 T-One Building, 42nd – 44th Floors,
Soi Sukhumvit 40, Phra Khanong Sub-District,
Khlong Toei District, Bangkok 10110 Thailand

The Company reserves the right to consider only the proposal that is completely filled out with sufficient supporting documents, according to the Company’s criteria with relevant rules and regulations and also considered as beneficial to the Company and shareholders as a whole. In the event that the Boards considered not to include such proposals or nominated names in the agenda, the Company will explain the reasons to the shareholders and report to the 2025 Annual General Meeting of Shareholders for further acknowledgement.

Enclosed: 1. Form Propose Agenda in the Annual General Meeting of Shareholder / Nominate Director in advance.

Remarks: The Securities and Exchange Act B.E. 2551: section 89/28

Form to propose agenda(s) and Nominate Director
in the Annual General Meeting of Shareholder in advance

Information about Shareholder who propose agenda / Nominate Director in the AGM.

I am (Mr. / Mrs. / Miss/Other).....being the shareholder of ICHITAN GROUP
PUBLIC COMPANY LIMITED, holding.....shares,
Residing at.....Building.....Road.....Soi.....
Sub-District.....District.....Province.....
Postal Code..... Home/Office Phone.....Fax.....
Mobile.....E-mail.....

Shareholder's signature.....

(.....)

Dated/...../.....

Total shareholder.....person(s), holding total number ofshare

(Including the shareholders on page No.2 and attached documents (if are any)) for approval

The Board of Directors allows minor shareholders, individual or combined shareholders with the total amount of shares not less than 3% of issued share, to propose agenda or nominee director for the AGM in advance. The Board of Directors reserves the rights to propose the agenda in case shareholders do not follow the guidelines as mentioned.

- ☐ To Propose Agenda in the AGM [] for acknowledged [] for consideration [] for approval
☐ To Nominated person as the Company's Director [] for approval

Fact / Reason / Consideration Issue

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In case shareholders nominate a person to be the director, the nominated person needs to give consent.

Without the evidence of consent from the nominated person, the Board of Directors reserves the rights to reject the nomination.

I,..... am nominated from the shareholders to be the director.

I certify that I am qualified in accordance with the criteria of the Stock Exchange of Thailand and the Security and Exchange Commission to be nominated as a director. I consent and am aware of this nomination.

residing at.....Building.....Road.....Soi.....
Sub-District.....District.....Province.....
Postal Code..... Home/Office Phone.....Fax.....
Mobile.....E-mail.....

Signature.....

(.....)

Dated...../...../.....

The director nominee

Information about Shareholder who propose agenda / Nominate Director in the AGM. (Continued)

Shareholders shall study and follow the guidelines about allowing minor shareholders to prior propose agenda in the AGM.

I am (Mr. / Mrs. / Miss/Other).....being the shareholder of
ICHITAN GROUP PUBLIC COMPANY LIMITED, holding.....shares,
Residing at.....Building.....Road.....Soi.....
Sub-District.....District.....Province.....
Postal Code..... Home/Office Phone.....Fax.....
Mobile.....E-mail.....

Shareholder's signature.....
(.....)

Dated...../...../.....

I am (Mr. / Mrs. / Miss/Other).....being the shareholder of
ICHITAN GROUP PUBLIC COMPANY LIMITED, holding.....shares,
Residing at.....Building.....Road.....Soi.....
Sub-District.....District.....Province.....
Postal Code..... Home/Office Phone.....Fax.....
Mobile.....E-mail.....

Shareholder's signature.....
(.....)

Dated...../...../.....

I am (Mr. / Mrs. / Miss/Other).....being the shareholder of
ICHITAN GROUP PUBLIC COMPANY LIMITED, holding.....shares,
Residing at.....Building.....Road.....Soi.....
Sub-District.....District.....Province.....
Postal Code..... Home/Office Phone.....Fax.....
Mobile.....E-mail.....

Shareholder's signature.....
(.....)

Dated...../...../.....

Remark: The shareholder must enclose the following documents with this form;

1. The evidence of shares being held as of the proposal date, such as a statement or certificate of shares held in the Company issued by an authorized Securities Company (Custodian) or any other certificate from the Stock Exchange of Thailand (SET) or Thailand Securities Depository Co., Ltd. ("TSD") evidencing the shares held by the shareholder.
2. The evidence documents of all shareholders who proposed the agenda:
 - Individuals: Sending the copy of identification card or passport (in the case of a foreigner) and must be enclosed, duly certified true copy by the shareholder.
 - Juristic person: Sending the copy of the company's affidavit/certificate of registration issued by Department of Business Development (not over 1 month), Ministry of Commerce or other equivalent agencies (for non-Thai juristic persons) and copy of identification card/ passport (in case of non-Thai nationality) of authorized director must be enclosed, duly certified true copy by an authorized director.
3. Other document (if any)

The Office of Company Secretary
Ichitan Group Public Company Limited
Address: No. 8 T-One Building, 42nd - 44th Floors,
Soi Sukhumvit 40, Phra Khanong Sub-District,
Khlong Toei District, Bangkok 10110 Thailand