



บริษัท ปลูกผักเพราะรักแม่ จำกัด (มหาชน) (สำนักงานใหญ่)

PLUK PHAK PRAW RAK MAE PUBLIC COMPANY LIMITED (HEAD OFFICE)

411 หมู่ 2 ตำบลหนองจ่อม อำเภอสันทราย จังหวัดเชียงใหม่ 50210

411 MOO 2, NONG CHOM, SAN SAI, CHIANG MAI, 50210

เลขประจำตัวผู้เสียภาษี 0107567000104

Criteria for Shareholders to Propose Meeting Agenda and Nominate Candidates for Directorship of the Company to be Elected in 2025 Annual General Meeting of Shareholders

Pluk Phak Praw Rak Mae Public Company Limited (“the Company”), would like to notify that in accordance with the principle of good corporate governance policy regarding the rights of shareholders. The Company is providing an opportunity for shareholders to propose agenda items and to nominate candidates for election as the directors of the Company at the 2025 Annual General Meeting of Shareholders in accordance with the criteria set as follows:

1. Proposal for Agenda

1.1 Shareholders who wish to propose agenda for the annual general meeting of shareholders for the year 2025 must be shareholders of the Company, either individually or collectively, holding at least 5% of the total voting shares (609,000,000 shares) as of the date of the proposal.

1.2 Eligible shareholders as specified in 1.1 must complete the " Form for Proposing Agenda for the Annual General Meeting of Shareholders for the Year 2025" and submit it to the Company, along with supporting documents, via email at comsec@ohkajhu.com, before submitting the original proposal form and supporting documents to the Company at the address below from October 15, 2024, to November 30, 2024, clearly indicating whether the proposal is for information, consideration, or approval (as applicable).

In the case of multiple shareholders combining to propose an agenda, each shareholder must complete and sign the " Form for Proposing Agenda for the Annual General Meeting of Shareholders for the Year 2025" and submit it together as a single package to;

Company Secretary

Pluk Phak Praw Rak Mae Public Company Limited

411 Moo 2, Nong Chom, San Sai, Chang Mai, 50210

1.3 The Board of Directors will consider the appropriateness of the proposed agenda items. The Board may reject any proposed agenda in the following cases:

1) The matter is defined in Section 89/28, paragraph two, of the Securities and Exchange Act B.E. 2535 (including amendments) as follows:

(1) It does not meet the criteria set forth in Section 89/28, paragraph one, meaning proposals made by shareholders who do not qualify under 1.1 or proposals that do not specify whether they are for information, consideration, or approval, along with the details of the matter.



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(2) It pertains to the company's ordinary business operations, and the facts claimed by the shareholders do not indicate any reasonable suspicion regarding the irregularity of the matter.

(3) the proposal is beyond the Company authority to implement the proposed results

(4) the proposal was submitted to the shareholders' meeting for its consideration within the previous 12 months and received the supporting votes of less than 10 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

2) Matters that violate the laws, rules, regulations of government authorities or regulatory agencies, or which is not in compliance with the objective, the Articles of Association, the Shareholders' resolution and Corporate Governance Ethical Standards and Code of Business Ethics of the Company

3) Matters that the Company has already implemented (whether the matter is ongoing or completed)

4) Matters with insufficient or inaccurate information, matters that the Company is unable to contact the proposing shareholder(s) for further information, matters that do not comply with the criteria set out by the Company

5) The matter is for the benefit of any individual or group of individuals specifically.

1.4 Matters approved by the Company Board of Directors will be included in the agenda for the annual general meeting, which will be indicated in the invitation letter as an agenda proposed by shareholders.

1.5 Matters not approved by the Company Board will be communicated to shareholders along with the reasons for rejection regarding their inclusion in this year's annual general meeting agenda. In cases where shareholders approve with a majority vote of the total voting rights present at the meeting, the Board will include the matter in the agenda for the next shareholders' meeting.

2. Nomination of Qualified Individuals for Election as Directors

2.1 The proposer must be a shareholder with qualifications as specified in 1.1.

2.2 Shareholders must complete the "Nomination Form for Election Consideration as Company Director" and the "letter of consent to propose and certify the qualifications of the nominee for the position of director" and submit them to the Company along with supporting documents via email at comsec@ohkajhu.com before submitting the original forms and documents to the Company at the address below from October 15, 2024, to November 30, 2024.



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In the case of multiple shareholders proposing individuals for election as directors, all shareholders must complete the nomination form and provide a brief biography of the proposed individual, along with signatures as evidence, and submit it together as a single package to;

Company Secretary

Pluk Phak Praw Rak Mae Public Company Limited

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2.3 Individuals nominated for the board must meet the qualifications and not possess any disqualifying characteristics of a director as follows:

1) Must possess correct qualifications and not have any disqualifying characteristics according to the Public Limited Companies Act, the Securities and Exchange Act, the company's regulations, and the company's good corporate governance policies.

2) Must exhibit leadership qualities, possess a broad vision, have recognized moral and ethical standards, and a good employment history.

3) Must have knowledge, skills, diversity of skills, and experiences that are significantly beneficial to the company's business, including finance, accounting, law, information technology, marketing, human resource management, and business management in the food industry.

4) Must show interest in the company's operations, be able to devote time fully, maintain good physical health, participate constructively in meetings, and be willing to express opinions during meetings.

5) Must not serve as a director in more than four other listed companies on the Stock Exchange of Thailand.

6) Must not conduct or participate in businesses that are identical to and compete with the company's business, whether for personal or third-party benefit.

7) Must not be a political official, member of the House of Representatives, Senator, local council member, or a local executive, officer, or hold any position in a political party.

2.4 The Nomination and Remuneration Committee will consider the qualifications of the nominated individuals and provide feedback to the Board of Directors for consideration in nominating the individual for election by the shareholders.

2.5 Individuals with qualifications approved by the Board, along with the Board's opinions, will be included in the election agenda in the invitation for the annual general meeting of shareholders. Individuals not approved by the Nomination and Remuneration Committee, or the Company Board will be communicated to shareholders and reported as an agenda item for information in the shareholders' meeting.