

Criteria for submission related questions in advance for the Annual General Meeting of Shareholders

Chic Republic Public Company Limited (the “Company”) provides equal treatment of all shareholders and realize about importance of shareholder rights and for the principle of Good Governance. Therefore, the Company gives the opportunity for shareholders to propose agenda and/or nominate qualified candidate to be elected as director and/or send related questions before the Annual General Meeting of Shareholders (“AGM”), the Company has set up the criteria as follows:

1. Shareholder qualification

1.1 Being shareholder of the Company, either individually or collectively, holding shares not less than 5% of the Company’s total issued shares with evidence of shareholding. If there are several shareholders collectively have to sign as evidence and collect all shareholders’ evidence into one unit.

1.2 Continuously holding shares at least 6 months as of the proposed date.

1.3 The shareholder who has complete specifications in clause 1.1 and 1.2 can propose agenda of the AGM and fill in “Agenda Proposal Form” and/or “Director Nomination Form” with completely related documents to the Company Secretary within the deadline.

1.4 The shareholder who has complete specifications in clause 1.2 can send related questions of the AGM and fill in “Question Form” with completely related documents to the Company Secretary within the deadline.

2. Criteria

2.1 To consider to include proposal in the agenda: The proposal that will not be included in the agenda as follows:

- 1) A proposal that relates to the Company’s normal business operation.
- 2) A proposal that violates to the law, notifications, rules and regulations of the government agencies or other governing agencies or is not complied with the objectives, the articles of association, the shareholders’ resolution or the good corporate governance of the Company.
- 3) A proposal that is not beneficial to the Company’s operation and other proposal which are considered by the Board of Directors that not necessary to include in the agenda. The Board of Directors has appropriate reasons and will explain to shareholders to understand.
- 4) A proposal that is beyond the ability of the Company to perform.
- 5) Any other cases as specified in the notification of the Capital Market Supervisory Board.
- 6) A proposal that is solely beneficial to any specific person or group.
- 7) A proposal by shareholder who has incomplete or insufficient qualified, information and evidence or be late.

8) A proposal that the shareholders already proposed to the AGM during the past 12 months but was supported by less than 10% of the total voting shares and there is no material change on the facts of the said matter.

2.2 To consider the candidate to be elected as Director

- 1) Candidate must be fully qualified by section 68 of Public Limited Company Act B.E. 2535, Securities and Exchange Commission, The Securities Exchange of Thailand and Corporate Good Governance.
- 2) Having knowledge and skill significantly beneficial to the Company's businesses.
- 3) Having leadership and vision.
- 4) Being independent.
- 5) Not engaging in a business or being a partner in other company which carries on businesses with the same nature and in competition with the Company's businesses. Whether for own benefit or others' benefit.

2.3 To consider questions Question must relate issues as follows:

- 1) The Company information
- 2) Agenda of the AGM

3. Supporting documents

3.1 Evidence of Shareholding, i.e. a certificate issued by the securities company or any other evidence issued by Thailand Securities Depository Company Limited or the Stock Exchange of Thailand and documents (if any).

3.2 Shareholder's Identification

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| <u>Individual</u> | Copy of identification card / passport (in case of foreigner) and certified true copy. |
| <u>Juristic Person</u> | Copy of affidavit issued not more than 1 month and copy of identification card / passport (in case of foreigner) of the authorized director affixing signature on Agenda Proposal Form and certified true copy. |

3.3 "Agenda Proposal Form" and/or "Director Nomination Form" and/or "Question Form"

Sending the documents with completely signed and supporting documents as specified in Clause 3 which unofficially submit the copy of such documents via email address: chic.secretary@chicrepublicthai.com before sending to the Company Secretary via registered mail to the following address within the deadline:

To: Company Secretary

Chic Republic Public Company Limited
No. 90 Soi Yothin Pattana Pradit Manutham Road, Klong Jan,
Bangkapi, Bangkok 10240

4. Consideration procedure of the Board of Directors after receiving from the shareholders

4.1 The Company Secretary will collect and consider the completeness, accurate and integrity of “Agenda Proposal Form” and/or “Director Nomination Form” and/or “Question Form” with supporting document as specified in Clause 3 and criteria as Clause 1 – 2 for the support of consideration of the Board of Directors.

4.2 Consideration by the Board of Directors

○ If the proposed matter **has been approved by the Board of Directors** to be included as agenda with approval at the AGM and the Company will specify in the invitation as the agenda from the shareholders.

○ If the proposed matter **has not been approved by the Board of Directors**, the Board of Directors will notify shareholders with explanation via the Company’s website: <https://investor.chicrepublicthai.com> and notify at the Annual General Meeting of Shareholders.