



Criteria for shareholders right for agenda proposal for Annual General Meeting of Shareholders for the year 2023

1. Objective

Applied DB Public Company Limited (the “Company”) is aware of the importance of shareholders participation which will support the good corporate governance practice with regard to Shareholders’ rights. In order to enhance standard regarding the rights of shareholders and to ensure of the equal treatment toward all shareholders.

2. Qualifications of Shareholders

A shareholder or shareholders who hold shares and have the right to vote in the aggregate amount of not less than 5 percent of the total shares with voting rights of the Company may submit a written proposal to request the board of directors to include such proposed matter into the agenda of the shareholders’ meeting.

3. Duration of the proposal

October 1 – December 31, 2022

4. The Proposal that will not be placed on the Agenda

- 4.1 Matters that are against laws and/or government & authority’s rules and regulations and/or matters that are not corresponding to the Company objectives, articles of association, resolution of AGM and business conduct of the Company.
- 4.2 Matters that is beneficial for specific person or group and no benefit to the Company.
- 4.3 Matters that are related to the management authority of Board of Directors, unless in case of causing significant damage to shareholders as a whole.
- 4.4 Matters which have been completed.
- 4.5 Matters that are beyond authority of the Company to conduct.
- 4.6 Matters that do not meet the criteria or matters fails to propose in a specified period.
- 4.7 Information provided by the shareholders, Documents Are incomplete, incorrect unable to contact.
- 4.8 The proposal was submitted to shareholders’ meeting for its consideration within the previous 12 months and received the supporting votes of less than 10% of the total number of the voting rights of the Company except significantly changed proposal.

5. Conditions and procedures for consideration

- 5.1 The shareholder shall complete the agenda proposal form send to the Company Secretary within December 31, 2022 and submit via E-mail or Post Office. The shareholders must send the original form with signature or other certificates from the Stock Exchange of Thailand and supporting documents to be evidence to the Company as duration of the proposal to provide sufficient time for the Board of Directors for consider.
- 5.2 In case one or several shareholders, qualified according to criteria, propose the agenda for the meeting, each shareholder must individually fill in and sign the form respectively as well as provide the required document as stated in the form. All original forms and certified copies of documents should be gathered into one set and send to the Company as duration of the proposal.



- 5.3 In case one or several shareholders, qualified according to criteria, propose of more than one agenda, the shareholder must complete the form with signature and supporting documents (if any) to be evidence to the Board of Directors for consider as duration of the proposal.
- 5.4 The Company Secretary will collect all documents proposing to the Executive Committee in prior to submission to the Board of Directors.
- 5.5 In case of incomplete or incorrect information, the Company Secretary will notify to shareholders within January 8, 2023. If there is no correction and return the original by January 15, 2023 (if this falls on the holiday, the date shall postpone to the prior working day), the Company Secretary will send the letter to shareholders to annul such subject.
- 5.6 In case the proposed agenda does not meet the criteria, the Company Secretary will send the letter to shareholders to annul such subject within January 15, 2023.
- 5.7 The matters that do not meet the criteria 4, the Company Secretary will propose to the meeting of the Board of Directors on February 2023.
- 5.8 The proposed agenda will be considered by the Board of Directors.
- 5.9 The proposal approved by the Board of Directors will be included in the agenda of the Annual General Meeting of shareholders with the Board's opinion. The Company will inform the shareholders with reasons for the proposal disapproved after the Board of Directors meeting or the next working day via the SET channel, Company's website at www.adb.co.th and will report in the shareholder meeting.
- 5.10 For further information, please contact the Company Secretary, Tel.0-2709-4040 Ext.1097-1099

6. Documents for consideration

- 6.1 The shareholder who possesses qualification according to no.2 of the criteria must submit the “**Agenda Proposal Form for Annual General Meeting of Shareholders for year 2023**” to the Board of Directors with the follows document;
- (1) The evidence of holding share, the certificate of shares' held from Securities Company or other similar documents from the Thailand Securities Depository Co.,Ltd. or the Stock Exchange of Thailand.
 - (2) A certified true copy of identification card or passport (in case of foreign shareholder)
 - (3) The support document beneficial for board consideration (if any)
- 6.2 All documents could be sent in advance through e-mail adb-cs@adb.co.th, and the original must be delivered to the Company within December 31, 2022 (According to the date stamped Post office to the specified destination), Send the registered mail to Company Secretary at **Applied DB Public Company Limited address no.252 Moo 4, Sukhumvit Road, Prakasa, Muang, Samutprakarn, 10280.**
- 6.3 In case many shareholders have unified to propose agenda to the board, the first shareholder shall complete the “**Agenda Proposal Form for Annual General Meeting of Shareholders for year 2023**” and affix their names as evidence, proposal form and affix their names as evidence separately, enclosed the evidence of shares held and support documents (if any) to the Company as 6.2
- 6.4 In case one or more shareholders possesses qualification according to no.3 need to propose more than one agenda, they complete the “**Agenda Proposal Form for Annual General Meeting of Shareholders for year 2023**”, and affix their name evidently need to propose more than one agenda, they complete each form for each agenda, and affix their name evidently.



Agenda Proposal Form for Annual General Meeting of Shareholders for year 2023

1. (1) I am (Mr./Mrs./Miss)..... being the shareholder
of Applied DB Public Company Limited, holding shares,
residing at Sub-District District,.....
Province Mobile Phone
Home/Office Phone E-mail (if any).....

(2) I am (Mr./Mrs./Miss)..... being the shareholder
of Applied DB Public Company Limited, holding shares,
residing at Sub-District District,.....
Province Mobile Phone
Home/Office Phone E-mail (if any).....

(3) I am (Mr./Mrs./Miss)..... being the shareholder
of Applied DB Public Company Limited, holding shares,
residing at Sub-District District,.....
Province Mobile Phone
Home/Office Phone E-mail (if any).....

2. I would like to propose agendas for Annual General Meeting of Shareholders for year 2023

Subject 1

Subject 2

Subject 3

3. Suggestions

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Supporting documents for consideration

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Additional supporting documents with certified of true and correct copy totalingpages.



I hereby certify that the information and evident provided above are true and correct. In witness where of have signed my name hereunder.

..... Shareholder's
(.....)
Date.....

..... Shareholder's
(.....)
Date.....

..... Shareholder's
(.....)
Date.....

Remarks ;

1. The shareholders must enclose the evidence of shareholding such as certify letter issued by securities companies or any other from the Stock Exchange of Thailand. In case of juristic persons, the copy of corporate affidavit and identification card or passport (in case of foreigners) of the authorized director must be enclosed and certified correct copies by such director.
2. The shareholders may submit the Agenda Proposal Form to the Company Secretary via e-mail to adb-cs@adb.co.th, or by registered mail to Company secretary at Applied DB Public Company Limited 252 Moo 4, Sukhumvit Road, Prakasa, Muang, Samutprakarn, 10280.
3. In case several shareholders propose the agenda for the meeting, each shareholder must individually fill in and sign Agenda Proposal Form separately and gather into one set according to criteria 6.3.
4. In case one or several shareholders propose of more than one agenda, the agenda proposal form must be filled separately for each agenda according to criteria 6.4
5. In case the shareholders have changed their title, name, or last name, the copies of evidence of those changes must be enclosed and certified correct copies.
6. The company will revoke the rights of shareholders to nominate director candidates if it is found that the information provided is incomplete, incorrect, nor those shareholders cannot be contacted or do not meet the criteria.