บริษัท อิ๊กดราซิล กรุ๊ป จำกัด (มหาชน)
YGGDRAZIL GROUP PUBLIC COMPANY LIMITED
348 ซอยลาดพร้าว 94 (ปัญจมิตร) แขวงพลับพลา เขตวังทองหลาง กรุงเทพฯ ประเทศไทย 10310 โทร: (662)-934-4364 โทรสาร: (662)-934-4560
348 Soi Ladprao 94 (Punjamitr), Phlapphla,

Criteria for Granting Shareholders the Right to Propose Agenda Items for the Annual General Meeting and Nominate Individuals for Board Election Consideration

Objective

Yggdrazil Group Public Company Limited (the "Company") recognizes the importance of shareholders and, in line with its policy of treating all shareholders equitably and fairly, provides an opportunity for shareholders to propose matters for inclusion as agenda items in the Annual General Meeting (AGM) and to nominate individuals for consideration as directors in advance of the Company's annual shareholders' meeting. This is conducted under clearly defined and transparent criteria and conditions established by the Company.

Shareholder Qualifications for Proposing Agenda Items and/or Nominating Individuals

Shareholders wishing to propose agenda items for the Annual General Meeting (AGM) and/or nominate individuals for consideration as directors of the Company must meet the following qualifications:

1. The shareholder must hold no less than 5% of the Company's total issued shares as of the date of the agenda proposal and/or nomination submission. This may be achieved either by a single shareholder or a group of shareholders collectively.
2. The shareholder must have held the shares specified in item 1 above for at least one continuous year and must continue to hold such shares from the proposal date until the date of the AGM.

Criteria for Proposing Agenda Items for the Annual General Meeting

Shareholders meeting the qualifications outlined above may propose agenda items for the Annual General Meeting (AGM) under the following conditions and procedures:

1. Submit a formal proposal to the Company's Board of Directors by completing the "Proposal Form for AGM Agenda Items," which can be downloaded from the Company's website. This form must be filled out in full, summarizing key details and attaching relevant documents and brief descriptions. If multiple shareholders are jointly proposing an agenda item, each shareholder must provide their details and sign the form.

2. Each proposed agenda item must specify whether it is for acknowledgment or approval. If the Board of Directors approves the proposed item, it will be included in the AGM agenda, with an indication that it was submitted by shareholders. For items not approved by the Board, the reasons for rejection will be provided in the AGM invitation letter and reiterated at the meeting.

Criteria for Exclusion of Proposed Agenda Items

The Board of Directors will evaluate the suitability of agenda items proposed by shareholders. Items will not be included in the agenda under the following conditions, unless otherwise decided by the Board, whose decision will be final:

1. Items that conflict with laws, announcements, regulations, or guidelines of governmental or regulatory bodies overseeing the Company, or that contradict the Company's objectives, articles of association, shareholder resolutions, principles of good corporate governance, or business ethics.
2. Items related to the Company's business operations for which shareholders have not raised any substantial concerns about irregularities.
3. Items beyond the authority of the Company to act upon.
4. Items intended to benefit specific individuals or groups rather than the Company as a whole.
5. Items that the Company has already undertaken or initiated.
6. Items previously proposed by shareholders within the past 12 months that received less than 10% of total voting rights in support and where the factual circumstances have not significantly changed.
7. Items where shareholders provided incomplete or incorrect information, cannot be contacted, or submitted unclear or inaccurate documentation or evidence.
8. Items that the Board of Directors considers to be within its management authority, except in cases where significant harm may result to the Company and/or shareholders as a whole.
9. Items that the Board of Directors deems unnecessary for the Company's operations or believes should not be included in the agenda for valid reasons, which the Board can explain to shareholders.

10. Items proposed by shareholders who do not meet the qualifications specified by the Company or fail to adhere to the established criteria for proposal submissions.

Criteria for Nominating Individuals for Election as Directors

Shareholders meeting the qualifications specified above may nominate individuals for consideration as directors under the following conditions and procedures:

1. Complete the "Nomination Form for Director Election at the Annual General Meeting," which is available for download from the Company's website. If multiple shareholders jointly nominate a candidate, each shareholder must fill in their details and sign the form.
2. The nominee for director election must complete the "Consent and Certification of Qualification Form" to confirm their acceptance of the nomination. The nominee must sign the form, certifying that the information provided is accurate, complete, and true, and agreeing to allow the Company to disclose this information or related documents as needed.
3. The Company's Nomination and Remuneration Committee will assess the nominee's qualifications using the same criteria applied to other nominees. The Committee will provide its recommendations to the Board of Directors, which will then decide whether to present the nominee for shareholder consideration at the AGM, unless the Committee decides otherwise.
4. Nominees for election as directors must possess suitable qualifications, including experience beneficial to the Company's business operations. They must also meet the qualifications required by the Public Limited Companies Act, the Securities and Exchange Act, other relevant laws, and applicable regulations, including announcements by the Securities and Exchange Commission, the Capital Market Supervisory Board, and the Stock Exchange of Thailand.
5. Individuals approved by the Board of Directors will have their names included in the agenda for director election. For individuals not approved, the Company will notify the shareholder who made the nomination following the Board meeting, provide an explanation on the Company's website, and inform shareholders at the Annual General Meeting.

Supporting Documents for Nominating Individuals for Director Election Consideration

1. Shareholders must provide the following documents, certified as true copies by the shareholder or an authorized representative in the case of a legal entity:

1.1 Proof of shareholding, such as a securities holding certificate from a securities company, or any other document issued by the Stock Exchange of Thailand or the Thailand Securities Depository Co., Ltd.

1.2 Proof of shareholder identification.

Individual	:	A copy of the national ID card, government-issued ID card, driver's license, passport, or alien certificate that is still valid.
Legal entity	:	A copy of the certificate of incorporation of the legal entity, dated no more than 3 months, and a copy of the national ID card, government-issued ID card, driver's license, passport, or alien certificate that is still valid, of the person who signs the aforementioned document. In the case of a legal entity registered abroad, the document must be notarized by a notary public.

2. The person nominated for election as a director must provide supporting documents for the qualification review, including a consent letter from the nominated person, personal biography, educational qualifications, work history, and other documents that are useful for the qualification assessment.

Channels for Submission

Shareholders must submit the required documents along with supporting evidence for consideration to the company by December 31 of each year, either to the address below or via the Investor Relations email at comsec@ygg-cg.com to facilitate the process for shareholders:

- In-person submission: Documents must be submitted between 09:00 AM – 05:00 PM, Monday to Friday.
- Postal submission: The company will consider the postmark on the envelope, provided it is dated by December 31 of each year.

- Email submission: Shareholders must submit the original signed form and supporting documents to the company by December 31 of each year.

Company Secretary
Yggdrazil Group Public Company Limited
348 Soi Lat Phrao (Phancha Mit), Phapphla Sub-district, Wang Thonglang Distict, Bangkok 10310

Agenda Proposal Form for the 2027 Annual General Meeting of Shareholders

1.) I, Mr./Mrs./Ms. ...., a shareholder of Yggdrazil Group Public Company Limited, holding a total of .... ordinary shares, residing at No. ..... Road ..... Sub-district/Ward ..... District ..... Province ..... Telephone ..... Mobile ..... Email (if any) .....

2.) I wish to propose an agenda item for the 2027 Annual General Meeting of Shareholders for acknowledgment/approval/consideration regarding:

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3.) The proposal and relevant information beneficial for consideration are as follows:

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Additional supporting documents have been attached, with each page duly signed for accuracy, totaling ..... pages.

I hereby certify that all statements in this agenda proposal form, shareholding evidence, and other supporting documents are accurate and true in all respects. As evidence, I have affixed my signature below.

Signature ..... Shareholder

(.....)

บริษัท อิ๊กดราซิล กรุ๊ป จำกัด (มหาชน)
YGGDRAZIL GROUP PUBLIC COMPANY LIMITED
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348 Soi Ladprao 94 (Punjamitr), Phlapphla,

Nomination Form for Candidate Consideration for Appointment as Company Director for the Year 2027

1.) I, Mr./Mrs./Ms. ....., a shareholder of Yggdrazil Group Public Company Limited, holding a total of ..... ordinary shares, residing at No. ..... Road ..... Sub-district/Ward ..... District ..... Province ..... Telephone ..... Mobile ..... Email (if any) .....

2.) I wish to nominate the following individuals for consideration:

Mr./Mrs./Ms. .....

Mr./Mrs./Ms. .....

Mr./Mrs./Ms. .....

for consideration to be appointed as a director of Yggdrazil Group Public Company Limited. The nominated individuals are fully qualified and have no prohibited characteristics as specified by law and relevant regulations. Additionally, each nominated person has provided consent in the Nominee Information Form for Director Appointment Consideration.

I hereby certify that all information in this nomination form for director appointment at this year's Annual General Meeting of Shareholders, as well as the shareholding evidence and other supporting documents, are accurate and true in all respects. As evidence, I have affixed my signature below.

Signature ..... Shareholder

(.....)

Consent Letter for Nomination and Certification of Qualifications of the Proposed Director

1. General Information

Name: Mr./Mrs./Ms. ..... Surname: .....

Nationality: ..... ID Number/Passport Number: .....

Date of Birth: ..... / ..... / ..... Age: ..... years

2. Current Contact Address

House No. ..... Moo No. ..... Street ..... Sub-district/Ward .....

District ..... Province .....Telephone Number ..... Email .....

3. Education and Training, Work Experience, and Current Position

3.1 Educational Background

Degree	Educational Institution	Field of Study	Year of Graduation

3.2 Work Experience

Position	Workplace	Years of Employment

3.3 Training Information

Training Course	Training Institution	Year of Trainin

4. **Shareholding Proportion in the Company**

Individuals	Number of Shares
1. The nominee	
2. The spouse of the nominee	
3. The minor children of the nominee: 1) ..... 2)	
4. Legal entities where the individuals in 1, 2, and 3 collectively hold more than 30% of shares, including cases where the aforementioned individuals hold more than 10% of shares in other entities, as this shareholding proportion qualifies them as major shareholders of that entity.	
5. Others	

5. **Relationship with Directors, Executives, Major Shareholders, or Controlling Persons of the Company (if any)**

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I, Mr./Mrs./Ms. ....., am the individual nominated for consideration for election as a director of Yggdrazil Group Public Company Limited. I consent to my nomination and acknowledge it. I certify that the information provided above is accurate and complete, and that the supporting documents submitted along with this form are true in all respects. I also consent to the company disclosing my information or supporting documents as necessary.

Signature.....

(.....)

Date ..... / ..... / .....

Note: Attached Documents

☐ Consent Letter for Nomination and Certification of Qualifications of the Proposed Director

☐ Identity Verification Document of the Proposed Director

☐ Document Confirming Inclusion in the Thai Whitelist

☐ Educational and Training Information, Work Experience, and Training History

☐ Proof of Shareholding Proportion in the Company (if applicable), such as a certificate of securities ownership from TSD

☐ Other Documents (if any)

***In the case of photocopies, please certify the copies as true copies.