Criteria for Shareholders to Propose Agenda and Nominate Candidate to be elected as Director at the 2027 Annual General Meeting of Shareholders of Rojukiss International Public Company Limited

Objectives

Rojukiss International Public Company Limited (the "**Company**") has concerned with the rights and equitable treatment of shareholders. In order to enhance good corporate governance principles, the Company provides an opportunity for shareholders to propose issues that they feel are beneficial to the Company for consideration for inclusion in the agenda of the Annual General Meeting of Shareholders and nominate a qualified candidate(s) to be elected as the director(s) of the Company in advance according to the criteria specified by the Company.

For the 2027 Annual General Meeting of Shareholders, the Company would like to encourage the shareholders to propose agenda and nominate a candidate(s) to be elected as the director(s) in advance. The period of proposal and nomination is **from November 1, 2026, to December 31, 2026**. In addition, to ensure that the consideration procedures and methods are undoubted and transparent, the Company has determined the criteria and procedures as follows:

The Criteria

1. Qualifications of Shareholders

The shareholders eligible to propose agenda or nominate a candidate(s) to be elected as the director(s) must be an individual shareholder or group of shareholders of the Company holding a minimum of **5%** of the total voting rights of the Company on the date of proposing.

2. Proposal of Agenda

The Board of Director reserves the right to consider only proposals which are seen as beneficial to the Company and overall shareholders and which comply with related rules and regulations for inclusion on the agenda.

2.1 The proposal that will not be deemed as one of the agenda:

(1) A proposal that violates to the law, notifications, principles, rules and regulations of the government agencies or other company governing agencies, or is not complied with the objectives, the articles of association, the shareholders' resolution or the good corporate governance of the Company.
(2) A proposal that relates to the Company's normal business operation and the reference made by the shareholders does not indicate any irregularity thereof.
(3) A proposal that relates to a routine matter or is within the management authority of the Board of Directors except those matters having a significant negative impact on the shareholders in general.
(4) A proposal that is beyond the ability of the Company to perform.
(5) A proposal that is solely beneficial to any specific person or group.
(6) A proposal that shareholders already proposed to the shareholders' meeting during the past 12 months but was supported by less than 10 percent of the total voting shares of the Company and the facts of the said matter have not yet been changed significantly.
(7) A proposal for the matter that the Company has already adopted or implemented.
(8) A proposal that the information provided by the shareholder is incomplete, insufficient, or having untrue statement, ambiguous or unable to propose within the specified time.
(9) A proposal that is not beneficial to the Company's operation.

(10) A proposal proposed by a shareholder or group of shareholders whose information is incomplete or does not meet the criteria mentioned above or a proposal proposed by the shareholders who are not fully qualified according to the criteria specified in Clause 1.

(11) Any other cases as notified by the Securities and Exchange Commission (SEC)

2.2 Supporting Documents for the Proposal of Agenda

(1) Evidence of shareholding of each shareholder jointly proposing the agenda to show the full qualifications as specified in Clause 1, i.e., a certificate issued by the securities company or any other evidence issued by the Stock Exchange of Thailand or Thailand Securities Depository Co., Ltd. showing a number of shares held, or copy of share certificate, certified true copies by such shareholders.

(2) Form to Propose Agenda to the Annual General Meeting of Shareholders (Form A) as attached hereto, together with the shareholder's signature affixed therein. The shareholders proposing an AGM agenda have to identify their names, last names, addresses, contact numbers, and the number of shares held as at the proposing date; then complete all other required details.

(3) Shareholder's Identification, valid and certified true copy, as follows:

Individual	:	Copy of identification card/ passport (in case of foreigner)
Juristic Person	:	Copy of affidavit issued not more than 3 months and copy of identification card/ passport (in case of foreigner) of the authorized representative affixing signature on Form A

(4) If a shareholder has changed their title, name, or surname, the copy of evidence of those changes must be enclosed and certified true copy.

(5) Each Form A is to be used for one proposed agenda only. If there are proposals of more than one agenda, Form A must be filled in separately for each agenda.

(6) If there are several shareholders collectively proposing the agenda, all shareholders must fill in Form A and affix their signatures and enclose the evidence of shareholding and identification of each of them. In this regard, all shareholders shall jointly appoint one of the shareholders as their contact person with the Company and fill in the contact person's name in Form A. Any contact from the Company to such contact person shall be deemed that such is a contact with all shareholders.

(7) Documents in support of consideration of the Board of Directors (if any).

2.3 Submission of Documents

The Documents specified in Clause 2.2 **must be delivered to and arrived at the Company no later than January 15, 2027** in order to allow the Company to review the information and check the documents, and to allow the Board of Directors to have sufficient time to consider the agenda, where all documents must be sent via registered mail to the following address:

Company Secretary
Rojukiss International Public Company Limited
No.100/8, 100/51-54 Vongvanij Complex Building B, 12th, 19th Floors,
Rama IX Rd, Huai Khwang, Huai Khwang, Bangkok 10310

Before sending the original documents as specified above, the shareholders may **unofficially** submit the copy of such documents for preliminary review via email address of the Company Secretary at kiss_agm@rojukiss.com or via facsimile at 02-645-1156.

2.4 Consideration Procedure

(1) The Board of Directors will consider the appropriateness of the agenda to be proposed to the shareholders' meeting. The matters to be proposed as agenda shall not be the matters specified in Clause 2.1, unless the Board of Directors considers otherwise.
(2) If the proposed matter has been approved by the Board of Directors to be included as the agenda of the shareholders' meeting, the Company will specify in the invitation as the agenda from the shareholders together with the opinion of the Board of Directors.
(3) If the proposed matter has not been approved by the Board of Directors, the Company will notify of the Board of Directors' resolution and reasons through the Company's website and the Stock Exchange of Thailand's information disclosure system and notify the Annual General Meeting of Shareholders for acknowledgment.

3. Nomination of Director

3.1 A person to be nominated for the election as Director shall possess qualifications and not have any prohibited characteristics as follows:

(1) Having qualifications and not having any prohibited characteristics under the law in relation to public limited companies, securities, and exchange; and, rules and regulations of the Company and relevant governing agencies and the good corporate governance of the Company;
(2) Possess, in case of nomination for independent directors, eligible independent director qualifications in accordance with the notification of the Capital Market Supervisory Board No. TorChor. 39/2559 Re: Application for and Approval of Offer for Sale of Newly Issued Shares dated September 30, 2016 (including amendments thereto)
(3) Having knowledge and skill significantly beneficial to the Company's businesses, being dedicated with the ability to perform the director's duties with care and loyalty, being able to fully perform the duties, and being able to regularly attend the Board of Directors meetings.

3.2 Supporting Documents for the Nomination of Director

(1) Evidence of shareholding of each shareholder jointly proposing the candidate to show the full qualifications as specified in Clause 1, i.e., a certificate issued by the securities company or any other evidence issued by the Stock Exchange of Thailand or Thailand Securities Depository Co., Ltd. showing a number of shares held, or copy of share certificate, certified true copies by such shareholders.
(2) Form to Nominate the Candidate to be elected as Director (Form B) attached hereto, together with the complete shareholder's signature affixed therein. The shareholders proposing the candidate have to identify their names, last names, addresses, contact numbers, and the number of shares held as at the proposing date; then complete all other required details.
(3) Form of Information of the Candidate to be Elected as Director and Consent Letter (Form C) attached hereto, together with the complete candidate's signature affixed therein.
(4) Supporting documents of the candidate's qualifications including the educational background and working experience (Curriculum Vitae) of the person who is a candidate to be elected as Director and certified true copy by the candidate.
(5) Shareholder's Identification, valid and certified true copy, as follows:

Individual	:	Copy of identification card/passport (in case of foreigner)
Juristic Person	:	Copy of affidavit issued not more than 3 months and copy of identification card/passport (in case of foreigner) of the authorized representative affixing signature on Form B

(6) If a shareholder has changed their title, name, or surname, the copy of evidence of those changes must be enclosed and certified true copy.

(7) Each set of Form B and Form C is to be used for the nomination of one person to be elected as Director only. If there is a nomination of more than one Director, a set of Form B and Form C shall be prepared separately for each candidate.

(8) If there are several shareholders collectively nominating the Director, all shareholders must fill in Form B and affix their signatures and enclose the evidence of shareholding and identification of each of them. In this regard, all shareholders shall jointly appoint one of the shareholders as their contact person with the Company and fill in the contact person's name in the form. Any contact from the Company to such contact person shall be deemed that such is a contact with all shareholders.

(9) Additional documents in support of consideration of the Board of Directors (if any).

3.3 Submission of Documents

The Documents specified in Clause 3.2 **must be delivered to and arrived at the Company no later than January 15, 2027** in order to allow the Company to review the information and check the documents, and to allow the Nomination and Remuneration Committee to have sufficient time to consider the agenda, where all documents must be sent via registered mail to the following address:

Company Secretary
Rojukiss International Public Company Limited
No.100/8, 100/51-54 Vongvanij Complex Building B, 12th, 19th Floors,
Rama IX Rd, Huai Khwang, Huai Khwang, Bangkok 10310

Before sending the original documents as specified above, the shareholder may **unofficially** submit the copy of such documents for preliminary review via email address of the Company Secretary at kiss_agm@rojukiss.com or via facsimile at 02-645-1156.

3.4 Consideration Procedure

(1) The Nomination and Remuneration Committee will consider the appropriateness of a candidate to be nominated for the election as Director and further propose to the Board of Directors. The candidate shall possess qualifications and not have any prohibited characteristics as specified in Clause 3.1, unless the Nomination and Remuneration Committee or the Board of Directors considers otherwise.

(2) If the candidate has been approved by the Board of Directors, such candidate will be nominated as a candidate for the election as Director at the shareholders' meeting and the Company will specify in the invitation as the Director nominated by the shareholders together with the opinion of the Nomination and Remuneration Committee and the Board of Directors.

(3) If the candidate has not been approved by the Nomination and Remuneration Committee or the Board of Directors, the Company will notify the Board of Directors' resolution and reasons to the shareholder who has proposed a candidate, and report to the 2027 Annual General Meeting of Shareholders.

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