



**Criteria for shareholders to propose agenda items and to nominate candidate  
for the Board of Directors in advance for the 2026 Annual General Meeting of Shareholders**

Ubon Bio Ethanol Public Company Limited (the “Company”) recognizes the importance of treating all shareholders fairly and equally, as well as on promoting shareholders’ rights to attend shareholders’ meetings. To facilitate and encourage greater shareholder participation in such meetings, in line with good corporate governance principles, the Company provides opportunities for shareholders to propose matters deemed significant and appropriate for inclusion in the agenda of the Annual General Meeting of Shareholders (“AGM”), as well as to nominate qualified and suitable individuals for consideration and election as directors of the Company in advance of the AGM.

The Company has established clear criteria and procedures for shareholders to propose meeting agenda items and nominate candidates for election as directors prior to the AGM. This is to ensure transparency, clarity, and adherence to good corporate governance principles, with the objective of ensuring that meeting agendas are beneficial to the Company and that qualified individuals are nominated in compliance with applicable laws and regulations. The details are as follows:

**1. Proposal for inclusion of an agenda item for consideration**

**1.1 Qualifications of Shareholders Eligible to Propose Agenda Items**

1.1.1 The shareholder, or shareholders collectively, shall hold not less than five percent of the total voting shares of the Company and must have continuously held such shares from the date the agenda item until the book closing date for determining the right to attend the shareholders’ meeting.

1.1.2 The shareholder shall be able to provide evidence of shareholding, such as a shareholding certificate issued by a securities company, or other evidence issued by the Stock Exchange of Thailand or the Thailand Securities Depository Co., Ltd., as applicable.

**1.2 Criteria for Proposing Agenda Items for Consideration**

1.2.1 Conditions for consideration of issue to be placed on the agenda. The Board of Directors reserves as 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. The Board of Directors shall not consider the following proposals for the agenda of the General Meeting:



**บริษัท อุบล ไบโ อีทานอล จำกัด (มหาชน)  
UBON BIO ETHANOL PUBLIC COMPANY LIMITED**

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- 1) The qualification of the shareholder is offered not meet the criteria.
- 2) Issues relating to normal business of the company and the shareholder does not show that it is an appropriate reason that should be considered.
- 3) Issues beyond the authority of the company to take action to achieve the results as desired.
- 4) Issues that the shareholder has not complete the information or incorrect or not propose within specified period.
- 5) Issues that do not follow the Company's Objectives, Articles of Association, resolutions of General Meetings of Shareholders and principles of Good Corporate Governance, or which violate applicable laws, rules, regulations of government agencies or relevant regulatory agencies.
- 6) Being the issues that the shareholder used to propose to the General Meeting for consideration during the past twelve months and such issue received supportive resolution with the votes of less than 10% of the amount of the total voting rights of the company except that the information contained in the new proposal has significantly changed from the information already proposed at the previous General Meeting.
- 7) Issues that the Company has already implemented.
- 8) Issues that are beneficial for a specific person or group.
- 9) Any other cases as notified by the Securities and Exchange Commission.

### 1.3 Procedures for Consideration

1.3.1 The shareholders who possess the qualifications set forth in Section 1.1 must fill in the "Form to Propose Issues for the Annual General Meeting of Shareholders Agenda" (Form A.) and sign his/her name. In case where many shareholders have unified to propose an item for the Annual General Meeting for Shareholders Agenda, each shareholder must fill in Form A. and sign their name as evidence, and consolidate all the forms into one set.

1.3.2 Shareholders must enclose the following documents with Form A.:

- 1) The evidence of shares held such as the certificate of shares held from a securities company or any other certificates from Stock Exchange of Thailand or the Thailand Securities Depository Company Limited.

- 2) Personal identification documents:

Individual person:

Certified and signed copy of Thai national identification card or passport (for foreign nationals).

Juristic person:

Copy of company's affidavit (not less than 6 months) and copy of Thai national identification card or passport (for foreign nationals) of the authorized directors. Certified and signed by said directors.

- 3) Shareholders may submit an unofficial copy Form A. together with the evidence to the Company via e-mail at [comsec@ubonbioethanol.com](mailto:comsec@ubonbioethanol.com) and must submit an official proposal to the Company via registered mail at:

Company Secretary

Ubon Bio Ethanol Public Company Limited,

130-132 Sindhorn Tower 2, 7<sup>th</sup> Floor, Wireless Road,

Lumpini, Pathumwan, Bangkok 10330.

- 4) The Board of Directors will consider the suitable proposals which do not violate the criteria set forth in Section 1.2.1 (1)-(9).
- 5) Proposed issues approved by the Board of Directors will be included in the agenda of the Invitation Letter to Annual General Meeting of Shareholders together with the Board of Directors' opinions. Justification for rejection of any proposals will be declared in the Annual General Meeting of Shareholders.

## 2. Nomination of Candidates for the Board of Directors

### 2.1 Qualifications of shareholders eligible to nominate candidates for the Board of Directors

2.1.1 Must be a shareholder of the Company on the date of proposing the candidate.

2.1.2 The shareholder shall be able to provide evidence of shareholding, such as a shareholding certificate issued by a securities company, or other evidence issued by the Stock Exchange of Thailand or the Thailand Securities Depository Co., Ltd., as applicable.

- 2.2 Criteria for proposing a candidate for election to the Company's Board of Directors
- 2.2.1 The candidates nominated for the Board of Directors should possess the following qualifications:
- 1) Must possess the required qualifications and not possess the prohibited characteristics set by the Public Limited Companies Act, the Securities and Exchange Act, the Articles of Association of the Company and the principles of Good Corporate Governance.
  - 2) Be knowledgeable, proficient and experienced in a manner beneficial to the Company's operation.
- 2.3 Procedures for consideration
- 2.3.1 The shareholder who possesses the qualifications set forth in Section 2.1 must fill in "Form for Nomination of a Candidate for the Board of Directors of the Company" (Form B.) and sign his/her name. In cases where many shareholders have unified to propose a candidate for the Board of Directors, each shareholder must fill in Form B. and sign their names as evidence, and consolidate all the forms into one set.
- 2.3.2 The nominated candidate must fill in the "Form of Personal Information of a Candidate Nominated for the Board of Directors" (Form C.) and sign his/her name.
- 2.3.3 The nominated candidate must prepare the evidence for submission to the Company as mentioned in Section 2.3.1 and 2.3.2 along with documentation showing educational background, personal background, and work experience.
- 2.3.4 The nominated candidate may submit an unofficial copy Form A. together with the evidence to the Company via e-mail at [comsec@ubonbioethanol.com](mailto:comsec@ubonbioethanol.com) and must submit an official proposal to the Company via registered mail at:
- Company Secretary  
Ubon Bio Ethanol Public Company Limited,  
130-132 Sindhorn Tower 2, 7<sup>th</sup> Floor, Wireless Road,  
Lumpini, Pathumwan, Bangkok 10330.
- 2.3.5 The Board of Directors will consider the suitability of nominees.
- 2.3.6 Nominees approved by the Board of Directors shall be included in the agenda of the Annual General Meeting of Shareholders notice along with the Board of Directors' opinions. Justification for rejection of any nominations will be declared in the Annual General Meeting of Shareholders.

**Period for submitting proposal**

Shareholders who wish to propose matters for the Board of Directors' consideration to be included as agenda items for the Annual General Meeting of Shareholders, and/or to nominate qualified candidates for election as directors, may submit their proposals in writing to the Company during the period from 16 October 2025 to 31 December 2025.