Criteria for Shareholders to Propose AGM Agenda

and/or

To Nominate Candidates for Appointment as Directors in advance

Objectives:

ALUCON Public Company Limited ("ALUCON") is committed to adopting the best corporate governance practices and adhering to ethical business principles and transparency to ensure appropriate and fair sharing of benefits of all shareholders, investors, stakeholders, and other parties concerned.

Emphasizing the importance of our business conduct regarding the equitable treatment of all shareholders; the Company has allowed our shareholders to propose agenda and to nominate candidates for appointment as Directors at the 2027 Annual General Meeting of Shareholders in advance with the criteria as described below.

1. Qualification of Shareholders

Shareholders wishing to propose agenda and/or candidates to be elected as directors must possess the following qualifications:

(1) Being a shareholder or shareholders jointly holding the Company's shares at a minimum amount of 5 percent of the total number of voting rights of the company (approximately 2,160,000 shares).

(2) Provide evidence to confirm the foregoing qualifications, such as copies of share certificates or the statement/ confirmation of shareholding issued by the Securities Company or other evidence issued by the Stock Exchange of Thailand or Thailand Securities Depository Co., Ltd.

2. Criteria for proposing agenda

2.1 The process for proposing agenda

(1) Fill in and sign the AGM Agenda Proposal Form (Form A) and attach the required documents as stated above.

(2) In case a shareholder wishes to propose more than one agenda, each shareholder must fill in and sign Form A, one set for one proposed agenda, and attach the required documents thereto

2.2 Matters that will be declined to be included in the AGM agenda

(1) Matters proposed by shareholders who do not possess qualifications as indicated in Clause 1.

(2) Matters relating to normal business operations and allegations made by shareholders who do not present reasonable cause to suspect the abnormality of the said business operation.

(3) Matters that are beyond the authority of the Company to conduct to meet the expected results.

(4) Matters that have been previously proposed to Shareholders' Meetings during the past 12 months and were supported by less than 10 percent of the total voting rights of the Company. It is exceptional if the facts in the latter proposals have been changed significantly from the previous ones.

(5) Other matters corresponding to the notification of the Capital Supervisory Board.

(6) Matter that violates the laws, rules, and regulations of government agencies and other governing agencies or that do not comply with the objectives, the Articles of Association, the Shareholders' resolution, and the Good Corporate Governance of the Company.

(7) Matter that the Company has already implemented

(8) Matter proposed by the shareholder who fills in incomplete or incorrect information or is unable to contact or does not follow the Criteria required by the Company

(9) Matter proposed for personal benefits or special benefits for a particular group of persons.

2.3 Consideration procedure

(1) The Corporate Secretary will consider it a priority. If the information is complete and correct, the Corporate Secretary will propose it to the Board of Directors for consideration.

(2) The approved proposal will be contained in the agenda of the Annual General Meeting of Shareholders 2027 and published in the Notice to Annual General Meeting of Shareholders including the Directors' opinion.

(3) For disapproved proposals, the Board of Directors will inform in the agenda for acknowledgment in the Annual General Meeting of Shareholders including reasons.

3. Criteria for Director Nomination

3.1 Process for proposing a candidate

Shareholders who possess all qualifications compliance with the mentioned principle can propose a candidate to be the company's directors, the processing is:

(1) Fill in and sign the Director Nomination Proposal Form (Form B) and attach the required documentation as stated above.

(2) In case a shareholder wishes to propose more than one candidate, each shareholder must fill in and sign Form B, one set for one candidate, and attach the required documents thereto

(3) Fill in and sign the Inspection of Qualification of Director Form and Letter of Consent (Form 35-E2) and attach the required documents for consideration such as an I.D card or passport (for foreigners) House Registration, and education certificate. In case of nomination of more than 1 candidate, fill in one form per candidate.

3.2 Qualification of Directors/Independent Directors

(1) Be qualified and possess none of the characteristics prohibited under the Act and the related Notification.

(2) Be knowledgeable, and capable and possess a variety of skills and working experiences that are beneficial for the Company.

(3) Be capable of providing leadership, vision, ethics, and independence in deciding for the optimum benefit of the company and shareholders and able to use knowledge, capability, and experiences for business conduct and truly interested in the Company's business.

3.3 Independent Director means the Directors who are independent of major shareholders or the groups of majority shareholders and management of the Company. The qualifications of an Independent Director are such:

(1) does not hold more than 1 percent of total shares with voting rights of the Company, parent company, subsidiaries, affiliates, or juristic persons who may cause any conflict of interest (such shareholding includes shares of related person (s) by Section 258 of The Securities and Exchange Act B.E. 2535 (1992)).

(2) not being involved in management, of being a regular employee, temporary employee, salaried consultant, or authorized persons of the Company, parent company, subsidiaries, affiliates or subsidiaries at the same level or juristic persons with a potential conflict of interest (at present and over the past 2 years before the appointment).

(3) having no consanguineous relationship or relationship recognized through official registration, as parents, spouse, sibling, children, or children's spouse, with executives, majority shareholders of the Company or authorized persons of the Company or nominated persons to serve as executives or authorized persons of the Company or subsidiaries.

(4) having no business relations with the Company and affiliates which conveys having benefits or conflict of interest in the financial and operational management of the Company at present and over the past 2 years before appointment. Such relationships are, for instance:

- Being involved in management, or being a regular employee, temporary employee, salaried consultant, authorized person of the Company or subsidiaries, or person with a potential conflict of interest;
- having a business relationship, benefits, or interests, whether directly or indirectly, in the financial and operational management of the Company, subsidiaries, or persons with a potential conflict of interest causing loss of independence;
- those who are in professions such as auditors, legal advisors, financial advisors, or asset appraisers; and

- those who are close relatives of executives, majority shareholders of the Company, subsidiaries, or persons with a potential conflict of interest or those who are appointed as a representative to protect the interests of a Director or majority shareholders

3.4 Consideration procedure

(1) The Corporate Secretary will consider it a priority. If the information is complete and correct, the Corporate Secretary will propose it to the Board of Directors for consideration.

(2) The approved person by BOD will be proposed in the agenda of Director Election in the Annual General Meeting of Shareholders 2027 and published in the Notice to Annual General Meeting of Shareholders including the Directors' opinion.

(3) For disapproved persons by BOD, the Board of Directors will inform in the Annual General Meeting of Shareholders including reasons.

4. Channel for submitting agenda proposal

Shareholders can submit agenda proposals through the channel as follows:

4.1 Send signed documents and various evidences as supporting documents for the Board of Directors' consideration by registered mail to:

Office of Corporate Secretary
ALUCON Public Company Limited
500 Moo 1 Soi Sirikam (Sukhumvit 72)
Sukhumvit Road, Samrong Nua Sub-district,
Muang Samutprakarn District, Samutprakarn Province
Thailand 10270

4.2 For further information required, please contact the Corporate Secretary

Tel. 02-3980147 ext. 364

Fax. 02-3983455

E-mail: intiporn@alucon.th.com

5. Submission period

Shareholders can submit the proposal from 16th November 2026 till 31st December 2026. As such, the postmarked date on the envelope will be accounted for.

Form A.

AGM Agenda Proposal From

I, (Mr. / Ms.) .....as a shareholder of ALUCON Public Company Limited, holding .....shares, residing at .....Road ..... Sub-district.....

.....District ..... Province .....

.....Mobile Number ..... Telephone (Home/Office).....

E-mail address (if any).....

(1) I would like to propose an agenda for the 2027 Annual General Meeting of Shareholders

Subject:.....

(2) and have a proposal for consideration as follows:

.....

.....

.....

with the matter of facts, objectives, or reasons to declare as follows:

.....

.....

.....

and certified copies of the supporting documents for consideration, total ... pages.

I hereby certify that all statements contained herein, including evidence of shareholding and the supporting documents for consideration, are accurate in all respects; in witness whereof, I hereunder affix my signature as evidence.

.....**Shareholder**

( )

Date.....

Remarks: The shareholders must herewith enclose the following documents:

1. Evidence of shareholding: share certificate issued by a securities company or other evidence issued by Thailand Securities Depository Co., Ltd. and the Stock Exchange of Thailand.
2. Copy of Identification i.e. in case the shareholder is an ordinary person, the shareholder must enclose a copy of the identification card or passport (for non-Thai citizens). In case shareholders are juristic persons, a copy of the corporate affidavit and a copy of the authorized director's identification or passport (in case of foreigners) must be enclosed and certified true copies by such director.
3. The Company shall revoke the rights of shareholders to propose the AGM agenda if it is found that the information provided is incomplete or incorrect. The decision of the Board of Directors shall be final.

Form B.

Director Nomination Proposal Form

I, (Mr. / Ms.) .....as a shareholder of ALUCON Public Company Limited, holding .....shares, residing at.....

.....Road ..... Sub-district.....

.....District ..... Province .....Mobile Number ..... Telephone .....E-mail (if any).....

(1) would like to nominate (Mr./Ms.).....Age .....
who has the suitable qualifications for appointment as Director of ALUCON and has no prohibited characteristics by the criteria of qualifications laid down by the Company and provides evidence of nomination consent as well as the certified copies of qualifications such as biography, academic, and career record and supporting documents, total .....pages.

(2) I, (Mr. / Ms.) ....., hereby certify that all statements contained herein, including evidence of shareholding and supporting documents for consideration are accurate in all respects; in witness whereof, I hereunder affix my signature as evidence.

.....Shareholder
( )
Date.....

(3) I, (Mr. / Ms.) ....., person, who is nominated to be under Clause (1), hereby consent and certify that I am fully qualified and do not possess any prohibited characteristics by Clause 3.2 of the Company's criteria to grant rights to the shareholder to nominate a person for directorship. The aforementioned disclosure of information and submitted documents of all pages are correct and complete; in witness whereof, I hereunder affix my signature as evidence.

.....Nominated Person
( )
Date.....

Remarks: The shareholders shall herewith enclose the following documents:

1. Evidence of shareholding: share certificate issued by a securities company or other evidence issued by Thailand Securities Depository Co., Ltd. and the Stock Exchange of Thailand.
2. Copy of Identification i.e. in case the shareholder is an ordinary person, the shareholder shall enclose a copy of the identification card or passport (for foreigners). In case shareholders are juristic persons, a copy of the corporate affidavit and a copy of the identification or passport (in case of foreigners) of the authorized director must be enclosed and certified true copies by such director.
4. The Company shall revoke the rights of shareholders to nominate a candidate for appointment as Director if found that the information provided is incomplete or incorrect. The decision of the Board of Directors shall be final.
5. The nominee must enclose the Qualifications Inspection Form and letter of consent to disclose the information by the inspection of qualifications of the Securities and Exchange Commission and the Stock Exchange of Thailand.

Inspection of Qualifications of Directors of ALUCON Public Company Limited

1. General Qualifications

No.	General Qualifications	Affirm	Deny
1.1	Having the necessary qualifications and experience for the business of the Company.		
1.2	Not being an insolvent person or a dishonest bankrupt and not being an incompetent person or a quasi-incompetent person.		
1.3	Not Having been sentenced to imprisonment by the court's final judgment except for a petty offense or offense committed by negligence and not having been sentenced to imprisonment by the court's final judgment of offenses involving the dishonest acquisition of money or property.		
1.4	Not being a person of unsound mind or a distraught person		
1.5	Not having been under the judgment or order of the court to have one's property forfeited due to being suspiciously wealthy or having suspiciously increased property		
1.6	Not being a member of the House of Parliament, the Senate, or local councils nor being a local administrator		
1.7	Not being a political government official except for the position of Director as specified by the law		
1.8	Not holding any position in any political party, nor being an officer of any political party		
1.9	Not having been fired, dismissed, or discharged due to malpractice		
1.10	Not having any controversy over any major shareholder of ALUCON		
1.11	Being prohibited from operating similar competing businesses or being directors of any other company either of a private company or public company operating similar competing businesses, neither for their benefit nor others' except that such director informs the Meeting before his/her appointment.		

No.	General Qualifications	Affirm	Deny
1.12	The Director shall notify the Company immediately if he/she has interest either directly or indirectly in any contracts made by the Company within the fiscal year or has more or fewer shares or debentures in the Company or affiliated companies within the fiscal year.		

2. Specific Qualifications for the Position of Audit Committee

No.	Specific Qualifications	Affirm	Deny
2.1	Holding shares not more than one percent of the paid-up capital of the Company (432,000 shares), including shares held by related persons		
2.2	Being a Non-executive Director of the Company or their major shareholders and not being an employee, an officer, or a consultant who receives salaries from the Company or their major shareholders. (presently and during the two years before the appointment)		
2.3	Not having interests either directly or indirectly in the financial or administrative work of any listed company or major shareholder nor having had such interests within 1 year before being appointed as an Audit Committee		
2.4	Not being a related person or close relative of any Executive Director, executive, or major shareholder of the Company		
2.5	Not being appointed to be the representatives to protect the interest of the Board of Directors, major shareholders, and shareholders related to major shareholders of the Company.		
2.6	Independently performing their duties, expressing their opinions, and reporting on operating results as assigned by the Board of Directors. Not being influenced by the Company's executives or major shareholders or their related persons or close relatives.		

Remarks: "Related Person" refers to

1) the spouse and a minor child;
2) a natural person who is a shareholder of the person referred to in Section 246 and Section 247 of the Securities and Exchange Act B.E. 2535 (1992) in an amount exceeding thirty percent of the total number of voting rights of such person, providing that the voting right of such shareholder's spouse and the minor child shall be included;
3) a juristic person who is a shareholder of the person referred to in Section 246 and Section 247 in an amount exceeding thirty percent of the total number of voting rights of such person;
4) a shareholder in the juristic person under (3) and the shareholders in all levels of upward shareholding, beginning from the shareholder in the juristic person under (3), providing that shareholding in each level exceeds thirty percent of the total number of voting rights of the juristic person in the immediate lower level. In cases where the shareholder at any level is a natural person, the voting right of such shareholder's spouse and the minor child shall be included;
5) a juristic person in which the persons referred to in Section 246 and Section 247 or the person under (1), (2), or (3) collectively hold shares in an amount exceeding thirty percent of the total number of voting rights of such juristic person;
6) a juristic person in which the juristic person under (5) holds its shares and its shareholders in all levels of downward shareholding, beginning from the shareholder in the juristic person under (5), providing that shareholding in each level exceeds thirty percent of the total number of voting rights of the juristic person in the immediate lower level;
7) an ordinary partnership in which the person referred to in Section 246 and Section 247 or the person under (1), (2), (3), (4), (5), (6) or the limited partnership under (8) is a partner;
8) a limited partnership in which the person referred to in Section 246 and Section 247 or the person under (1), (2), (3), (4), (5), (6) or ordinary partnership under (7) is an unlimited liability partner; and

9) a juristic person over which the persons under Section 246 and Section 247 have the power of management in respect of investment in securities.

FORM 35 - E2

Letter of Consent

(Inspection of the qualifications of the Company's Director or executive upon the Company's request)

Attention: Secretary General, the SEC Office

Whereas I, (Mr. / Ms.) ......, will be appointed by ALUCON Public Company Limited, having its principle located at 500 Moo. 1 Soi Sirikham (Sukhumvit 72), Sarong Nua, Muang Samutprakarn, Samutprakarn Province 10270 Tel. 0 2398 0147 ext. 364 as the Company's director/executive. As requested by the Company, I hereby give my permission to the SEC Office to disclose to the Company my personal information as to whether I possess any untrustworthy characteristic as specified in the Notification of the Securities and Exchange Commission No. Kor. Chor. 8/2553 Re: Determination of Untrustworthy Characteristics of Company Directors and Executives dated 23 April B.E. 2553 (2010). In this regard, I have also attached herewith my [*identification card or passport*].

Sincerely yours,

.....

( )

Date .....