



Criteria for granting rights to shareholders to propose meeting agendas for shareholders and criteria for nominating individuals to be considered for election as directors of BlueVenture Group Public Company Limited

Objective

The Company has therefore established criteria for shareholders to propose agenda items for the General Shareholders' Meeting and names of directors in advance to allow shareholders the opportunity to propose agenda items and nominate individuals to select the directors in advance of the annual general meeting of shareholders, which is part of the principles of good corporate governance in treating all shareholders fairly and equally by opening up their rights. This shareholder helps screen the agenda that will truly benefit the company and selects qualified people for the Nomination and Remuneration Committee to consider and give opinions to the Board of Directors before proposing to the shareholder meeting for further consideration and approval.

Qualifications of shareholders who can exercise their rights

Shareholders who can exercise their rights to propose matters must have the following two qualifications:

1. Being a shareholder of the company on the date of the proposal
2. Being one or more shareholders who hold shares and have voting rights totaling not less than 5 percent of the total number of voting rights of the company.

Criteria for proposing agenda

Shareholders can propose meeting agendas for the board to consider including as part of the meeting agenda for shareholders by filling out the agenda proposal form (Form 1), which can be downloaded from the company website <https://investor.blueventuregroup.co.th/en/downloads/shareholders-meeting> and sending other additional documents to the company secretary to companysecretary@blueventuregroup.co.th within January 31 of each year for consideration by the Board of Directors.



Matters that will not be considered for inclusion in the meeting agenda

1. Matters that conflict with the laws, announcements, rules, and regulations of government agencies or the agency that regulates the company or do not comply with the objectives of the company, the resolution of the shareholder meeting, or principles of good corporate governance
2. Matters that are not beneficial to the company's operations or are for the benefit of any specific person or group of persons
3. Matters under the management authority of the company, except in cases that cause significant damage to shareholders as a whole.
4. Matters that the company has already dealt with
5. Matters that are beyond the power of the company
6. Matters that shareholders have previously proposed to the shareholders' meeting for consideration in the past 12 months and which received a resolution of support with less than 10 percent of the total voting rights of the company, where the facts of that matter have not been any significant change
7. Matters in which shareholders provide incomplete information or have ambiguous or incorrect statements.
8. Other matters that the Board of Directors has considered and is of the opinion that there is no need to include them on the agenda. The Board of Directors must have appropriate reasons and be able to explain them to shareholders for understanding.

Criteria for proposing a person to be the company director

Shareholders can nominate individuals who have appropriate qualifications and do not have prohibited characteristics as required by law to be selected as directors by filling out the Director Nomination Form (Form 2 , which can be downloaded. You can download it from the company website, <https://investor.blueventuregroup.co.th/en/downloads/shareholders-meeting>, along with submitting other additional documents for consideration by the committee. Such proposal must be consented by the proposer.

In the case of several shareholders joining together to nominate directors, every shareholder must fill out the "Director Nomination Form", sign them as evidence and send them together as one package.

Persons nominated as directors must have the qualifications and not have prohibited characteristics, as follows:

- Having appropriate qualifications and not having prohibited characteristics according to the Public Company Limited Act, the Securities and Exchange Act, and the good corporate governance of the company
- Having knowledge and abilities that are significantly beneficial to the company's business



- Should not serve as director of more than 5 listed companies.

The person who has been approved by the board will be included in the meeting agenda and will be informed in the meeting notice that he or she is the person nominated by the shareholders.

Channels for proposing

Shareholders who have all the qualifications must fill out “Form for nominating persons to be considered for selection as directors” together with the required documents and evidence and send it to the Company Secretary at companysecretary@blueventuregroup.co.th by January 31 of each year for the Nomination and Remuneration Committee to consider and scrutinize before proposing to Board of Directors. Please send the original documents officially by registered mail to Company Secretary, Blue Venture Group Public Company Limited, 100/22 Sathorn Nakorn Tower, 15th Floor, North Sathorn Road, Silom, Bangrak, Bangkok 10500

Consideration process

1. Shareholders who have all the qualifications must fill out the “Form for Proposing Persons to Be Selected as Directors” together with the required documents and evidence and send it to the Company Secretary at companysecretary@blueventuregroup.co.th by January 31 of each year for the Nomination and Remuneration Committee to consider and scrutinize before proposing to the Board of Directors. Please send the original documents officially by registered mail to Company Secretary, Blue Venture Group Public Company Limited, No. 48/21 Soi Ratchadaphisek 20, Ratchadaphisek Road Samsen Nok Subdistrict Huai Khwang District, Bangkok 10310.

2. The Nomination and Remuneration Committee will consider the suitability and reasonableness of the matters and names of persons proposed by shareholders before adding them to the agenda for the consideration of the Board of Directors.

3. The Board of Directors will consider the matters and names of persons proposed by shareholders, and if they are considered important or interesting, the Board will consider including them as an agenda for the shareholders' meeting. If the Board of Directors refuses to accept the matter, the list of persons proposed by shareholders to the Board of Directors will explain the reasons at the shareholders' meeting.

Period of exercising rights

The period when the Company's Board of Directors informs shareholders about the opening of their rights through sending news to the Stock Exchange of Thailand.