Criteria for Shareholders to Propose Agenda Items and Director Nominees in Advance for the 2026 Annual General Shareholders' Meeting (AGM)

<u>Objective</u>

Beryl 8 Plus Public Company Limited (the "**Company**") recognizes the importance of equitable shareholder rights and good corporate governance. Therefore, prior to the Annual General Shareholders' Meeting, the Company provides shareholders with the opportunity to exercise their rights by proposing matters that are considered beneficial to the Company for inclusion as agenda items of the 2026 Annual General Shareholders' Meeting ("**AGM**"), as well as by nominating qualified persons in advance for consideration and election as directors of the Company, subject to the criteria and procedures set forth below.

1. Qualification of Shareholders

Shareholders who are entitled to propose agenda items for the AGM and/or to nominate candidates for election as directors of the Company must meet the following qualifications:

1.1 Be a shareholder of the Company as of the date of submission of the AGM agenda proposal and/or the date of submission of the director nomination. This right can be exercised by an individual shareholder or jointly by several shareholders.

1.2 Hold shares representing not less than five percent (5%) of the Company's total issued shares with voting rights.

2. Proposal of Agenda Items for the AGM

2.1 Shareholders who meet the qualifications under Clause 1 are entitled to propose matters for inclusion in the AGM agenda. Each proposal must clearly specify the objectives and details of the proposed matter, together with relevant supporting information for consideration.

2.2 To ensure the efficiency of the AGM, the Company reserves the right not to include the following matters in the AGM agenda:

(1) Proposals that are contrary to laws, notifications, rules, or regulations of government agencies or regulators of the Company, or that are inconsistent with the Company's objectives, Articles of Association, resolutions of the shareholders' meeting, or the Company's Corporate Governance Policy.

(2) Proposals relating to the Company's ordinary business operations where the facts presented by the shareholder do not indicate reasonable grounds to suspect irregularity.

(3) Proposals that are beyond the scope of the Company's objectives or authority.

(4) Proposals that are matters required by law to be considered at every AGM, which the Company already includes in all AGMs.

(5) Proposals that are not beneficial to the Company's operations.

(6) Proposals that contain incomplete or inaccurate information, or cases where additional information is required but the Company is unable to contact the proposing shareholder.

(7) Proposals previously submitted to an AGM within the past 12 months that received support of less than ten percent (10%) of the total voting rights, where material facts remain unchanged; as well as proposals already implemented by the Company or that duplicate previously submitted matters.

(8) Proposals that do not comply with the Company's prescribed criteria for proposing agenda items in advance of the AGM.

3. Nomination of Director Candidates

3.1 Shareholders who meet the qualifications under Clause 1 of these criteria are entitled to nominate persons for election as directors of the Company. The nomination must include complete details of the proposed candidate, relevant supporting information, and the nominee's written consent.

3.2 **Qualification of Director Candidates**

Persons nominated for election as directors of the Company must possess the following qualifications:

(1) Possess knowledge, competence, honesty, integrity, business ethics, and sufficient time to dedicate their expertise and duties for the benefit of the Company.

(2) Have full qualifications and must not possess any prohibited characteristics as prescribed under the Public Limited Companies Act, the Securities and Exchange Act, and other applicable laws.

(3) Not engage in a business that has the same nature and is in competition with the Company's business, nor be a partner in a general partnership, or an unlimited liability partner in a limited partnership, or a director in any other juristic person engaged in a business of the same nature

and in competition with the Company's business, whether for personal benefit or for others, unless such information has been disclosed to the shareholders' meeting prior to the resolution of appointment.

(4) Independent directors must possess the qualifications of independence as prescribed by the Office of the Securities and Exchange Commission and the Stock Exchange of Thailand, and must be able to safeguard the interests of all shareholders equally, ensuring the prevention of conflicts of interest. In addition, independent directors must be capable of attending meetings and working effectively with the entire Board of Directors, while being able to express opinions independently.

4. Procedures and Consideration by the Company

The Corporate Secretary shall compile the proposed AGM agenda items and/or the names of persons nominated for election as directors by the shareholders, and submit them to the Company's independent directors for preliminary screening. The independent directors shall then present their recommendations to the Board of Directors for consideration and conclusion, prior to determining whether such proposals will be included in the AGM agenda.

The Company reserves the right to consider only those requests that are duly completed in the prescribed form, accompanied by sufficient supporting documents, and properly submitted to the Company in accordance with the criteria. In cases where several shareholders jointly submit an agenda proposal and/or nominate a director candidate in accordance with Clause 1, all shareholders must affix their signatures and provide identity documents as well as evidence of shareholding. One shareholder must be designated as the contact person, and any communication by the Company with such designated person shall be deemed as communication with all shareholders who signed the proposal.

In the event that the Board of Directors resolves not to include any proposed agenda item and/or nominated candidate in the AGM agenda, the Company will notify the shareholders of such decision at the AGM.

5. Period for Submission of Proposals

From October 1, 2025 – December 31, 2025.

6. **Required Supporting Documents for the Proposal of AGM Agenda Items and/or the Nomination of Director Candidates**

6.1 Shareholders are required to submit the original completed form of the AGM agenda proposal and/or the nomination form for director candidates, duly signed by the shareholder(s) (forms are available on the Company's website: www.beryl8.com), together with the following supporting documents for consideration:

(1) A copy of evidence showing shareholding in the Company, such as a certificate issued by a securities company, or other evidence from the Thailand Securities Depository Co., Ltd., the Stock Exchange of Thailand, or a custodian, indicating the number of shares held by the shareholder; or a copy of the share certificate. All such documents must be certified as true copies by the shareholder.

(2) Evidence of identification

1) In the case of an individual: a copy of the identification card or a passport (in the case of foreign nationals), duly certified as a true copy.

2) In the case of a juristic person: a copy of the company affidavit issued not more than three (3) months prior to submission, and a copy of the identification card or passport (in the case of foreign nationals) of the authorized director(s) who signed the form, all duly certified as true copies.

(3) A consent letter from the person nominated as a candidate for election as a director of the Company, together with relevant supporting documents, such as a recent photograph, copies of educational certificates, training certificates, curriculum vitae, employment records, and evidence of shareholding in the Company (if any), duly certified as true copies (applicable only for the nomination of candidates for election as directors).

6.2 Submit the documents under Clause 6.1 by registered mail or by hand delivery **within December 31, 2025** to the following address:

Corporate Secretary Department
Beryl 8 Plus Public Company Limited
No. 33/4 The 9th Tower Grand Rama 9 Building (Tower B),
19th Floor, Rama 9 Road, Huai Khwang, Bangkok 10310