



Criteria for Shareholders to Propose Agenda for Consideration at the 2025 Annual General Meeting of Shareholders

Objectives

SiS Distribution (Thailand) Public Company Limited (“the Company”) places great importance on equitable treatment for all shareholders. To promote transparency and fairness in compliance with corporate governance principles, the Company provides an opportunity for shareholders to propose matters beneficial to the Company for inclusion in the agenda of the 2025 Annual General Meeting of Shareholders. This process will be conducted in accordance with the Company’s clearly defined and transparent procedures, criteria, and considerations outlined as follows:

Qualifications of Shareholders Eligible to Propose Agenda for Meeting Consideration

Shareholders who wish to propose matters for inclusion in the meeting agenda must meet the following qualifications:

1. Must be a shareholder of the Company, either individually or collectively with other shareholders. The total shareholding must not be less than 3% of the total shares with voting rights.
2. Shareholders must hold shares in the proportion specified in Item 1 continuously, from the date of acquiring such shares until the date the agenda proposal is submitted, for a period of no less than 12 months.

Conditions for Proposing Agenda for Meeting Consideration

Shareholders who meet the required qualifications must complete the "Proposal Form for Consideration to be Included in the Agenda of the 2025 Annual General Meeting of Shareholders", sign the form, and attach with evidence of shareholding and relevant documents with any supporting materials that may assist the Board of Directors in their consideration. The complete set of documents must be submitted to the Company via registered mail or email at the address provided below no later than January 31st, 2025.

In case of joint submissions by multiple shareholders, each shareholder must complete and sign the "Proposal Form for Consideration to be Included in the Agenda of the 2025 Annual General Meeting of Shareholders" as evidence. All forms and signatures must be compiled into a single set. A representative must be designated to act as the primary contact person on behalf of the group, with their name clearly indicated in the submission. Communication with the designated representative will be deemed as communication with all shareholders in the group.

Each agenda proposal must be submitted using a separate Proposal Form for Agenda, with all required documents attached. The complete set must be sent to the Company via registered mail or email at the address provided below no later than January 31st, 2025.



Address for submitting via registered mail: Company Secretary
9 Pakin Building, 9th Floor, Room No.901,
Ratchadaphisek Road, Din Daeng, Din Daeng, Bangkok 10400
Tel: +662 020 3316

E-mail Address: CompanySecretary@sisthai.com

The Company Secretary will present the proposals to the independent directors for preliminary screening and notify the results by February 2025. Proposals that meet the screening criteria will be submitted by the Company Secretary to the Board of Directors for final acceptance. Proposals accepted by the Board of Directors will be included as agenda in the invitation to the shareholders' meeting, along with the Board of Directors' comments.

Considerations for Proposed Agenda

To ensure the meeting is conducted efficiently, the Company will not consider the following matters as agenda for the Annual General Meeting of Shareholders:

1. Proposals from shareholders who do not meet the qualifications specified.
2. Proposals where the shareholder has not provided complete, sufficient, accurate, or truthful information, or where the proposal is vague, cannot be contacted, or are submitted after the specified deadline.
3. Proposals that violate laws, regulations, announcements, or rules from regulatory authorities, government agencies, or related entities, or are inconsistent with the Company's policies, business ethics, shareholder resolutions, or principles of good corporate governance.
4. Proposals that are required by law to be considered at the shareholders' meeting and have already been scheduled or acted upon by the Company.
5. Proposals outside the powers and responsibilities of the Annual General Meeting of Shareholders according to the law.
6. Proposals that are beyond the scope of the Company's objectives or authorities.
7. Proposals previously submitted to the shareholders' meeting within the last 12 months and supported by less than 10% of the total shares with voting rights, where the facts surrounding the proposal have not materially changed.
8. Proposals related to routine matters or those within the Board of Directors' management authority, except in cases where they cause significant harm to overall shareholders.
9. Proposals that benefit any individual or group of individuals specifically, or those that do not contribute to the Company's operations.



Proposal Form for Consideration to be Included in
the Agenda of the 2025 Annual General Meeting of Shareholders

(1) I am (Mr./Mrs./Miss) being the shareholder of
SiS Distribution (Thailand) Public Company Limited, holding.....shares,
resident atMooVillage / Building
Road.....Sub district
District.....Province Zip Code
Mobile phone number.....Home/office phone number.....
E-mail address (if any).....

(2) wish to propose an agenda for () Acknowledgement () Consideration
Subject.....
Detail.....

Other information and that useful for consideration (such as facts or reason, etc.)
.....
.....
.....
.....

Which includes additional supporting documents that have been duly signed on each page to certify
their accuracy for page(s).

(3) I hereby appoint Mr./Mrs./Miss to act on my behalf to liaise
with the Company, under the conditions for proposing matters for consideration to be included in the
meeting agenda, as mentioned above.

I hereby certify that the text, information, shareholding evidence, and additional supporting documents
in every copy are true and accurate in every respect. I also consent to the Company disclosing this information
and supporting documents to any party as evidence of this matter. I have affixed my signature as evidence
below.

..... (Shareholder)

(.....)

Date

The proposer of the agenda must submit documentation as follows:

- Shareholders must attach evidence of shareholding, such as the certificate of shareholding issued by the securities companies or any other evidence from the Thailand Securities Depository Company Limited, or the Stock Exchange of Thailand (SET) or copy of Securities Paper and certified true copies by such shareholders.
- In the case of individual shareholders, it is required to attach a copy of the national ID card or a copy of the passport (for foreign nationals) that is still valid, along with a signed certification verifying the correctness of the copy.
- In the case of a legal entity, it is necessary to attach a copy of the corporate certificate and a copy of the national ID card or a copy of the passport (for foreign nationals) that is still valid for the authorized signatory of the legal entity. The authorized signatory, whose signature appears on this proposal form, must also sign a certification confirming the accuracy of the attached copy.
- In the event that a shareholder has made changes to their title, first name, or last name, it is necessary to attach supporting documentation for the aforementioned changes. Additionally, a certified verification of the accuracy of the attached copy is required.
- Any other documents deemed necessary for consideration or selection.