

The Criteria for Shareholders Right to Propose Agenda, Nomination of Directors and Submission the Questions in Advance with Regard to the Annual General Meeting of Shareholders for the year 2024

1.Objective

Micro Leasing Public Company Limited recognizes the importance of shareholder's rights and the equitable treatment of shareholders, in accordance with the good corporate governance and to comply with the provision of Section 89/28 of the Securities and Exchange Act B.E. 2535 (including its amendments). The Company would like to invite the shareholders to propose the agenda items and director nominate candidates to be elected to the Annual General Meeting of Shareholders as follows:

2. The Criteria and Procedure to proposal of Agenda

2.1 Qualifications of Shareholders

Being one or more shareholders of the Company, collectively hold shares accounting for at least five percent of the Company's total number of voting rights.

2.2 Proposals of agenda items

2.2.1 Criteria for the Agenda Proposals that will not be accepted as follows:

- (1) Matters defined in Section 89/28, of the Securities and Exchange Act B.E. 2535 (including its amendments) and Notifications of Capital Market Supervisory Board.
- (2) Matters contradicting laws, notifications, rules and regulations of governmental agencies or agencies supervising companies or matters which do not conform to company's objectives, articles of association or shareholders' meeting resolutions.

*Matters defined in Section 89/28, of the Securities and Exchange Act B.E.2535 (including its amendments) as follow:

- (1) The proposal does not comply with rules as specified in the first paragraph
(A shareholder or shareholders who hold shares and have the right to vote

amounting to not less than five percent of the total number of the voting rights of the company).

- (2) The proposal is relevant to the ordinary business operation and the fact given by the shareholder does not indicate any reasonable ground to suspect the irregularity of such matter.
 - (3) The proposal is beyond the company's power to produce the proposed result.
 - (4) The proposal was submitted to the shareholders meeting for its consideration within the previous twelve months and received the supporting votes of less than ten percent of the total number of the voting rights of the company, unless the fact pertaining in the resubmission has significantly changed from that of the previous shareholders' meeting.
 - (5) Any other cases as specified in the notification of the Capital Market Supervisory Board.
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- (3) Matters which have already been undertaken by the Company.
 - (4) Matters proposed by the shareholder who fill in incomplete or incorrect information or is unable to contact or do not follow the Criteria required by the Company.
 - (5) Matters proposed by shareholder who is not fully qualified as specified in 2.1

2.3 Process of consideration

2.3.1 The shareholder who possesses the qualification as specified in 2.1 - 2.2 can propose an agenda item by completing "Agenda Proposal Form for the year 2024 Annual General Meeting of Shareholders". From October 1, 2023 to December 31, 2023 to allow sufficient time for the Excom Committee to consider and make proposal to the Board of Directors. Therefore the original form together with the supporting documents as stated to the Company by December 31,2023 at Company Secretary "Micro Leasing Public Company Limited, 863/3 Petchkasem Road, Sanamchan, Mueang Nakhon Pathom, Nakhon Pathom 73000".

2.3.2 In the case that shareholders who are fully qualified as specified in 2.1 - 2.2, each of the proposing shareholder shall complete "Agenda Proposal Form for the year 2024

Annual General Meeting of Shareholders”, affix their signatures therein and together submit the same, together with the supporting documents as stated in 4, as a set of documents, to the Company’s Board of Directors, And the original form together with the supporting documents at “Company Secretary”.

2.3.3 In the case that one or several shareholders who are fully qualified as specified in 2.1 – 2.2 propose more than one agenda item, such shareholder shall prepare one “Agenda Proposal Form for the year 2024 Annual General Meeting of Shareholders” for each agenda item and affix their signatures therein to submitting the original document as stated and the original form together with the supporting documents at “Company Secretary”.

2.3.4 The agenda items which are approved by the Board of Directors will be included in the meeting agenda and contained in the Meeting notice together with the opinion 3 of the Board of Directors and delivered to the shareholders. As for the disapproved agenda, The Company will be including such disapproved and disqualified agenda items in the agenda for acknowledgement, along with the reason for disapproval, in the Shareholders Meeting.

3. The Criteria and Procedure to Nomination of Directors

3.1 Qualifications of Shareholders

Being the Company’s shareholder on the proposal date and on the record date for the right to attend the meeting.

3.2 Proposals of nominate candidates for election as directors

3.2.1 Being truly qualified and not having any disqualifications under the acts governing public limited companies, the acts governing securities and exchange and the acts governing good corporate governance.

3.2.2 Being knowledgeable and competent, performing director’s duties with responsibility, care and in a fiduciary manner.

3.2.3 Should not serve as directors of more than 5 other listed companies.

3.2.4 The Board of Directors is prohibited from the operation of the same nature and in competition with the Company or being a partner in a limited partnership or a partner

without limit or being director in private companies or other public companies, having the business of the same nature and in competition with the Company.

3.3 Process of consideration

3.3.1 The shareholder who possesses the full qualification as specified in 3.1 - 3.2 can propose the nomination of directors by completing “Nomination of Director Form”, affixing his/her signature before delivering the original form together with the supporting documents as stated in 4 and the relevant documents of the nominated person, by E-mail address : kandanai.c@microleasingplc.com. From October 1,2023 - December 31,2023 to allow sufficient time for the Nomination Committee to consider and make proposal to the Board of Directors. Therefore, the original form together with the supporting documents as stated to the Company by December 31,2023 at “Company Secretary” Micro Leasing Public Company Limited, 863/3 Petchkasem Road, Sanamchan, Mueang Nakhon Pathom, Nakhon Pathom 73000.

3.3.2 In the case that shareholders who are fully qualified as specified 3.1 - 3.2 collectively propose the nomination of directors to the Board of Directors, each of the proposing shareholders shall complete “Nomination of Director Form”, affix their signatures therein and together submit the same, together with the supporting documents of each shareholder and the relevant documents of the nominated person as stated in 4, as a set of documents to the Company’s Board of Directors and the original form together with the supporting documents as stated to allow sufficient time for the Nomination Committee to consider and make proposal to the Board of Directors. To the Company by December 31,2023 at “Company Secretary”.

3.3.3 In the case that one or several shareholders who are fully qualified as specified in 3.1 - 3.2 propose more than one nomination, such shareholder shall prepare one “Nomination of Director Form” for each nomination person as stated in 4 , affix their signatures therein and submit the same, together with the supporting documents and the relevant documents of all the nominated persons, and the original form together with the supporting documents as stated to allow sufficient time for the Nomination Committee to

consider and make proposal to the Board of Directors. To the Company by December 31,2023 at “Company Secretary”.

3.3.4 The list of nominated persons which is approved by the Board of Directors will be included in the Shareholders’ Meeting agenda, together with the opinion of the Board of Directors. With regard to nominations disapproved by the Board of Directors as stated in 3.1 - 3.2, the Company will include such disapproved nominations in the agenda for acknowledgement, along with the reason for disapproval, in the Shareholders’ Meeting.

4. Supplementary documents for the agenda proposal and nomination of directors

1) Agenda Proposal Form for the year 2024 Annual General Meeting of Shareholders and/ or Nominate of Director Form.

2) The evidence of shares held as of the nomination date, such as certified true copy of share certificate or the certificate of shares held from Security Company or any other certificates from the Stock Exchange of Thailand or Thailand Securities Depository Co.,Ltd.

3) **Natural Person** : a certified copy of identification card / passport (for foreigner).

Juristic Person : a copy of the company’s affidavit and a copy of identification card or passport (for foreigner) of the authorized director who signed the “Form to Propose Agenda” or “Form to Nominate Directors”.

4) If a shareholder has his/her title, name or surname changed, a copy of evidence of those changes must be enclosed and certified true copy.

5) For the nomination of directors, resume of the candidate including personal background, education, work experiences, skill / professional areas, list of companies he/she has participated in management, number of shares held in the Company, conflict of interest with the Company and its subsidiaries / affiliates of the Company or juristic persons which may have conflict of interest, contact address and other information considered suitable to propose to the Board for consideration including a consent letter of the candidate if he or she has been selected.

5. Submission of questions in advance with regard to Annual General Meeting of Shareholder’s 2024

5.1 Guidelines shareholders to submission of questions in advance for shareholders who intend to submit the questions in advance with regard to annual meeting 2024 could inform information and the questions in advance at “Company Secretary” Micro Leasing Public Company

Limited, 863/3 Petchkasem Road, Sanamchan, Mueang Nakhon Pathom, Nakhon Pathom 73000.

Please attach relevant documents as follows:

- a) Name - Surname, address , telephone number
- b) E-mail address (if any)
- c) Number of shares held
- d) Question to be asked
- e) Other relevant information (if any)
- f) For sharing information with other shareholders, all enquiries will be fulfilled to Annual General Meeting of Shareholder's 2024.

5.2 Channels for sending enquires

- a) Via Registered Mail
"Company Secretary" MICRO LEASING PUBLIC COMPANY LIMITED
863/3 Petchkasem Road, Sanamchan, Mueng, Nakhon Pathom 73000
- b) E-mail address kandanai.c@microleasingplc.com

6. The period of time for shareholders to propose agenda and qualified candidates to be nominated as directors and submission of questions in advance for the 2024 Annual General Meeting of Shareholders is from October 1,2023 to December 31,2023.