



**Criteria for Shareholder to propose the agenda item(s) and director(s) nomination for
the 2025 Annual General Meeting of Shareholders (“AGM”) in advance
KEX Express (Thailand) Public Company Limited**

1) Shareholder qualification

Proposing the agenda item(s)

Shareholder who wishes to propose the matter(s) shall have the following qualification:

- 1.1 Being a shareholder of KEX Express (Thailand) Public Company Limited (“the Company”) at the proposing date; and
- 1.2 Being a shareholder or shareholders who individually or collectively hold minimum shares of at least 5 percent of the Company’s total shares eligible to vote.

Proposing the candidate(s) to be nominated as the director(s)

Shareholder who wishes to propose the candidate(s) to be nominated as the director(s) must be a shareholder of the Company at the proposing date.

2) Proposal criteria

Proposing the agenda item(s)

Shareholder can propose the AGM agenda item(s) to the Board of Directors by filling in Form 1 (download available at <https://investor.th.kex-express.com>) and then submit the form along with any other supporting information for the Board of Directors’ consideration.

In connection herewith, the Company shall not accept the following matters as the meeting agenda:

- 2.1 Any matter that violates the law, rules and regulations of any government agency, or any regulatory body or does not comply with the Company’s objective, the article of association, the shareholders’ resolution, and the good corporate governance of the Company;
- 2.2 Any matter that is not beneficial to the Company or is beneficial to a specific person or group;
- 2.3 Any matter that is within the scope of management authority of the Company unless it has significant negative impact on the shareholder(s) as a whole;
- 2.4 Any matter that the Company has already implemented;
- 2.5 Any matter that is beyond the capacity and control of the Company;
- 2.6 Any matter that the shareholder(s) has already proposed in the shareholders’ meeting during the past 12 months and received supporting votes of less than 10 per cent of the total number of the voting rights, unless the fact pertaining in the resubmission has significantly changed from that of the previous shareholders’ meeting;
- 2.7 Any matter where the information provided is incomplete, ambiguous, or incorrect.

Proposing the candidate(s) to be nominated as the director(s)

Shareholder who wishes to nominate the list of qualified candidate(s) to be elected as director(s) must complete Form to nominate KEX’s director(s) (Form 2) and the resume of a proposed candidate(s)



(Form 3). All forms can be downloaded from <https://investor.th.kex-express.com>. Shareholder may submit any other supporting information for the Board of Directors' consideration. In this regard, such proposal shall be received consent from the proposed candidate(s).

3) Channel for submitting proposal(s)

3.1 E-mail: Company.Secretary@kex-express.com (unofficial) and then submit the original copy by registered mail within 31st January 2025

3.2 Registered mail to:

KEX Express (Thailand) Public Company Limited
Company Secretary
Room 906, 9th Floor, Chao Phya Tower, No. 89,
Soi Wat Suan Plu, Charoen Krung Road, Bang Rak Sub-District, Bang Rak District,
Bangkok, Thailand 10500

4) Documentation required

A list of documents required and relevant details are provided on the last page of Form 1, 2 and 3.

5) Consideration procedures

Proposing the agenda item(s)

1. The Company Secretary will initially review the proposal and supporting documents in relation there to before proposing to the Nomination and Remuneration Committee.
2. The Nomination and Remuneration Committee will consider the proposed agenda(s) before proposing to the Board of Directors for consideration.
3. If the Board of Directors agrees that the issues are significant or beneficial to the Company or shareholder(s) as a whole, the Board will incorporate those issue(s) in the AGM agenda item(s). If the Board of Directors rejects any shareholders' proposal(s), the Company will report such rejection and its rationales to the shareholder(s) at the shareholders' meeting.

Proposing the candidate(s) to be nominated as the director(s)

1. The Company Secretary will gather the proposal and supporting documents of proposed candidate(s) before proposing to the Nomination and Remuneration Committee.
2. The Nomination and Remuneration Committee will consider the qualifications, knowledge, competency, experience of the candidate(s) in connection with skill and expertise required as well as ethics of proposed candidate(s) so that it could promote the board efficiency before proposing to the Board of Directors for consideration.
3. If the Board of Directors agrees that the proposed candidate(s) is qualified to be nominated as the Company's director(s), the Board of Directors will propose such candidate(s) in the appointment of the director agenda item of the AGM for approval.

6) Submission period

From 26th November 2024 until 31st January 2025