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Criteria for Shareholders to Propose Agenda and Nomination of Directors for the 2027 Annual General Shareholders' Meeting

1. Objective

In accordance with the good corporate governance regarding the rights and equitable treatment of shareholders, the board of Directors of Country Group Holdings Public Company Limited ("the Company") has set up the criteria for shareholders to propose the agenda including questions and suggestions, and to nominate qualified candidate(s) for director position in advance for the 2027 Annual General Meeting of Shareholders.

2. The Qualifications of Shareholder

Shareholder who wishes to propose the agenda and/or director nominee must be qualified in accordance with the criteria as follows:

2.1 Being shareholders of the Company which can be either owned by one shareholder or combined shareholders.

2.2 Holding a minimum of 5% of the total shares issued and continuously held those shares for at least 12 months at the date of proposing agenda or director nominee.

3. Proposal of the Agenda

The Proposal that will not be included in the AGM agenda

3.1 The proposal from shareholders who are not fully qualified as specified in Section 2 and whose information provided is incomplete or incorrect, or from shareholders who are unreachable.

3.2 The proposal that violates to the applicable laws, announcements, rules, regulations of government agencies or other governing agencies or does not comply with the objective, the article of association, the shareholders' resolution, and the good corporate governance practice of the Company.

3.3 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.

3.4 The proposal that is beneficial for specific person or a group of people.

3.5 The proposal was submitted to the shareholders meeting for its consideration within the previous 12 months and received the supporting votes of less than 10% of the total voting shares, unless the fact pertaining in the resubmission has significantly changed from that of the previous shareholders' meeting.

3.6 The proposal is beyond the company's power to produce the proposed result.

3.7 The proposal that is not beneficial to the Company's operations.

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4. The Nomination of Director

The candidate must possess required qualifications and having none of the forbidden qualifications according to the following:

4.1 Duly qualified in accordance with the Public Limited Company Act, the Securities and Exchange Act, the Company's Articles of Association and the good corporate governance practice of the Company.

4.2 Being ethical and integrity leader and should possess good background experienced as well.

4.3 Being an expert with knowledge, capability and experience that are beneficial to the Company's operation.

4.4 Having no conflict of interest with the Company

(1) Carry on a business or being a partner in a general partnership or a director in other private or public company which carry on businesses of the same nature as or in competition with the businesses of the Company and not being a contractor or having alike conflict of interest with the Company.

(2) Or other cases according to the Public Limited Company Act and/or as specified by the law

4.5 Willing to devote sufficient time to effectively carrying out their duties and responsibilities, including attending Board and Committee meetings and performing duties as assigned by the Board of Directors.

5. Consideration Procedure

5.1 The shareholder who complete qualifications according to Clause 2, must submit "the Agenda Proposal Form for the 2027 Annual General Meeting of Shareholders" and/or "Director Nomination Form" and affix their signatures as evidence, together with supporting documents beneficial for board consideration (if any) to CGH unofficially through the Secretary to the Board of Directors email address at companysec@cgholdings.co.th before sending the original to the Company **within January 31, 2027** marked to the attention of:

BOD Secretary & Legal Division
Country Group Holdings Public Company Limited
130-132 Sindhorn Tower 2, 15th Floor Wireless Road,
Lumpini, Pathumwan Bangkok, 10330

5.2 In case many shareholders having complete qualifications according to Clause 2, propose the agenda and/or director nominee, all shareholders must affix their signatures as evidence and provide the evidence of shareholding which shall be totaled to not less than those stipulated. The shareholders shall appoint the same person as a contact person. When the Company contacts the appointed contact person, it shall be deemed that the Company contacts all shareholders who have signed their names.

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5.3 In case one or more than one shareholder having complete qualifications according to Clause 2, propose multiple agenda items or nominate multiple directors, separate forms must be used for each agenda item and for each nomination, and affix their signatures as evidence. The evidence of nominee's consent must be provided including supporting documents of candidates' qualifications such as education and work experience, together with supporting documents beneficial for board consideration (if any).

5.4 The Company Secretary will initially review the proposal, and then the Nomination and Remuneration Committee and the Board of Directors will consider the director nominations. The qualified nominee selected by the Board of Directors will be informed and included as agenda item in the Notice of AGM including the Board of Directors opinion.

5.5 The proposal approved and selected by the Board of Directors will be included as the agenda item in the Notice of 2027 AGM including the Board of Directors opinion. If a proposal is turned down, the Company will inform the reason for the refusal through CGH's website or any other appropriate information dissemination channels.

The Company will terminate the rights of shareholders who have provided incomplete or incorrect information; or cannot be contacted; or unqualified.

6. <u>Supporting Documents</u>

The Shareholder must enclose the personal documents as follows:

6.1 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.

6.2 If the shareholder is a juristic person, a copy of the company's affidavit and copy of identification card/passport (in case of non-Thai nationality) of authorized directors must be enclosed and certified true copies by such directors.

6.3 If the shareholder is an individual, a certified true copy of identification card/ passport (in case of non-Thai nationality) must be enclosed.

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

6.5 Resume of the candidate including personal background, education, work experiences, skill/ professional areas, list of companies he/she has participated in the management of in the board, 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.

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Agenda Proposal Form for the 2027 Annual General Meeting of Shareholders

including questions and suggestions

I am (Mr./Mrs./Miss/Company)....., being the shareholder of Country Group Holdings Public Company Limited .....shares, Residing at ..... Road ..... Sub-District ..... District ..... Province ..... Mobile Phone ..... Home/Office Phone ..... E-mail address (if any) .....

I would like to propose the agenda of the 2027 Annual General Meeting of Shareholders as follows:

Proposed Matter: .....
Objective: [ ] For consideration [ ] For acknowledgement
Reasons and details: .....
.....
.....

Proposed Matter: .....
Objective: [ ] For consideration [ ] For acknowledgement
Reasons and details: .....
.....
.....

Proposed Matter: .....
Objective: [ ] For consideration [ ] For acknowledgement
Reasons and details: .....
.....
.....

and additionally support documents (if any) have been enclosed and certified as a true copy at every page, ... pages in total.

I wish to send the questions and suggestions of the Company to answer in the Shareholders Meeting as follows: .....
.....
.....
.....

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I hereby assign (Mr./Mrs./Miss) .....
Address .....
..... Mobile Phone .....
appointed as my attorney-in-fact to contact with Country Group Holdings Public Company Limited.

I certify that all information in this Form, the evidence of shares held and other supporting documents are correct. I agree that the Company may disclose such information and evidence. I hereby affix my signature as evidence below.

Signed by ..... Shareholder
(.....)
Date .....

Remarks: The Shareholder must enclose the personal documents as follows:

1. 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.
2. If the shareholder is a juristic person, a copy of the company's affidavit and copy of identification card/passport (in case of non-Thai nationality) of authorized directors must be enclosed and certified true copies by such directors.
3. If the shareholder is an individual, a certified true copy of identification card/ passport (in case of non-Thai nationality) must be enclosed.
4. If the shareholder has his/her title, name or surname changed, a copy of evidence of those changes must be enclosed and certified true copy.

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Director Nomination Form

I am (Mr./Mrs./Miss/Company) ....., being the shareholder of Country Group Holdings Public Company Limited ..... shares, Residing at ..... Road ..... Sub-District ..... District ..... Province ..... Mobile Phone ..... Home/Office Phone ..... E-mail address (if any) .....

I wish to nominate the qualified person to be a director of Country Group Holdings Public Company Limited in which such nominated person's profile as shown as follow:

1. First name – Last name (Mr./Mrs./Miss/Others) .....
2. Date of Birth ..... Age ..... years, Nationality .....
3. Contact address .....
   .....
4. Status [ ] Single [ ] Married [ ] Divorced / Widowed
   - 4.1 Name of spouse .....
   - 4.2 Having ..... children as follows:
     - (1) ....., Age ..... years
     - (2) ....., Age ..... years
     - (3) ....., Age ..... years
5. Holding the shares in Country Group Holdings Public Company Limited ("**CGH**") as of ..... (date of nomination)
   - 5.1 The nominated person holding **CGH** ..... shares
   - 5.2 The spouse and non sui juris children holding **CGH** ..... shares
6. Education

Institution	Qualification / Major	Year of graduation
.....	.....	.....
.....	.....	.....
.....	.....	.....

7. Work experience (until now)

Place of work	Position	Period
.....	.....	.....
.....	.....	.....
.....	.....	.....
.....	.....	.....
.....	.....	.....

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8. The nominee including his/her spouse and non sui juris children who hold the shares in the Ordinary Partnership, Limited Partnership, Limited Company, Public Company or the juristic person in accordance with Section 246 and 247 of the Securities and Exchange Act have been authorized as a representative of such juristic person.

Relationship (please specify name)	Name of Business	Position	Share Proportion (%)
.....	.....	.....	.....
.....	.....	.....	.....
.....	.....	.....	.....
.....	.....	.....	.....

I certify that all information in this Form, the evidence of shares held and other supporting documents are correct. I agree that the Company may disclose such information and evidence. I hereby affix my signature as evidence below.

Signed by ..... Shareholder

(.....)

Date .....

I am (Mr./Mrs./Miss/Others) ..... have been nominated to be the Company's director of Country Group Holdings Public Company Limited and hereby certify that I possess all qualifications as required by the Securities and Exchange Act B.E. 2535 (as amended) and the rules, regulations or notifications of the Stock Exchange of Thailand or the Securities and Exchange Commission. I accept and acknowledge this nomination.

Please affix the photo size 1" (less than 1 month)

Signed by ..... Candidate

(.....)

Date .....

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Remarks: The Shareholder must enclose the personal documents as follows:

1. 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.
2. If the shareholder is a juristic person, a copy of the company's affidavit and copy of identification card/passport (in case of non-Thai nationality) of authorized directors must be enclosed and certified true copies by such directors.
3. If the shareholder is an individual, a certified true copy of identification card/ passport (in case of non-Thai nationality) must be enclosed.
4. If the shareholder has his/her title, name or surname changed, a copy of evidence of those changes must be enclosed and certified true copy.
5. Supporting documents of candidate's qualifications including education and work experience (Resume of Proposed Candidate for Director Position).
6. Other supporting documents beneficial for the Board of Director's consideration (if any).