

JUBILEE ENTERPRISE

PUBLIC COMPANY LIMITED

Criteria and Procedure to Propose the Annual General Meeting of Shareholder Agenda

Objectives

Jubilee Enterprise Public Company Limited deems it necessary to have a strong determination to adhere to the principles of good corporate governance when conducting its business. The Company recognizes the importance of the rights of shareholders and equitable treatment of shareholders. Therefore, the Company gives shareholders the opportunity to propose an agenda for the 2025 Annual General Shareholders' Meeting in advance. The Company has set out the criteria and guidelines for the shareholders to propose an agenda that will be the Company's benefits of development as follows:

Criteria and procedure

1. Minimum qualifications of shareholders

- 1.1 Must be the Company shareholder holding at least 5 percent of total issued shares by one or several shareholders combined.
- 1.2 Having held the shares continuously for at least one year by the date the shareholders propose the agenda item.

2. Conditions for proposing the agenda

- 2.1 The shareholder or shareholders wishing to propose the agenda must write an official letter to the Board of Directors and give all the required details.
- 2.2 The shareholder must indicate his/her name, address, phone number, and number of shares held as of the proposed date. If there is more than one shareholder, these details of all such shareholders must be given.

3. Proposal which the Board of Directors may refuse to include as the agenda of the meeting

The Board of Directors may decline to include any proposed agenda item if it considers that any of the following is applicable:

- 3.1 Matter is relevant to the ordinary business operation;
- 3.2 Matter is beyond the Company's power to produce the intended result;
- 3.3 Matters that shareholders have previously proposed to the shareholder meeting for consideration in the past twelve months and that were supported by a resolution of less than ten percent of the total number of voting rights of the Company, unless the facts in the new presentation have changed significantly from the facts at the time of presentation to the previous shareholder meeting.
- 3.4 Matter is outside the authority of a shareholder meeting of the Company;
- 3.5 Matter or evidence submitted by shareholders is incomplete, untrue, or ambiguous;
- 3.6 Matter that is contradictory to applicable laws, regulations, or guidelines of regulatory bodies and/or to the principle of good corporate governance;
- 3.7 Matter that is not relevant and is unlikely to benefit the Company and shareholders

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4. Guideline for proposing the agenda

The shareholder wishing to propose the agenda must write an official letter to the Board of Directors, giving all the required details as follows:

- 4.1 Title of the Agenda
- 4.2 Objective of the Agenda, specifying whether it is for acknowledgment of information or approval.
- 4.3 Details of the Agenda, such as reasons/facts, main points of consideration, etc.
- 4.4 Other information deemed necessary or helpful.

5. Required documents and evidence

The shareholders must show evidence of their shareholding and identity as follows:

- 5.1 Shareholding credentials: Certificate from securities company, evidence from the SET or Thailand Securities Depository Co., Ltd.
- 5.2 Every proposing shareholder, and in case more than one shareholder jointly proposes the agenda, must separately fill out the "Proposed Agenda for the Annual General Meeting of Shareholder Form" (*Details as Form A*) and sign their names as evidence. Then, the forms should be gathered into one set with the documents required of all such shareholders as follows:
 - 5.2.1 Individual person
A certified photocopy of Thai citizen ID or passport (for foreigners) and shareholding credentials in 5.1
 - 5.2.2 Juristic person
A certified photocopy of the company affidavit and a certified photocopy of the Thai citizen ID or passport (for foreigners) of the authorized director(s) and shareholding credentials in 5.1

6. Submission period

- 6.1 During the period **from November 29th, 2024 to January 31st, 2025**
- 6.2 The fully qualified shareholders can send the proposal to Email: ir@jubileediamond.co.th in advance and submit the official documents specified in Items 4 and 5 to

Company Secretary,
Jubilee Enterprise Public Company Limited, 179 Bangkok City Tower, 10th Floor
South Sathorn Rd., Thungmahamek, Sathorn, Bangkok 10120

7. Process for consideration

- 7.1 Company Secretary will do a primary screening of the proposal of shareholders.
- 7.2 Company Secretary will forward a primary screening of the proposed agenda to the Executive Committee (EXCOM) to consider the applicable requirements and documents.
- 7.3 EXCOM will forward the proposal and documents with an opinion and recommendation to the Board of Directors.
- 7.4 The decision of the Board of Directors will be notified to the proposers in the invitation to the Annual General Meeting of Shareholders.
- 7.5 The Board of Directors will include the proposal agenda item in the agenda for the Annual General Meeting of Shareholders **unless** the Board of Directors decides that the proposed agenda item or supporting documents do not meet the applicable requirements or the item should be declined under item 3.