

**Criteria for Minority Shareholders to  
Propose an Additional Agenda for the AGM 2026 in Advance  
Baan Rock Garden Public Company Limited**

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**(1) Objective**

Baan Rock Garden Public Company Limited (BROCK) has set up the criteria to authorize minority shareholders to propose agenda prior to the Annual General Meeting of Shareholders as a part of BROCK's Good Corporate Governance of BROCK with the purpose of equitable and fairness treatment of all shareholders. In addition to ensure a fair and transparent consideration procedure, the Company has established a set of criteria for shareholders to propose the Agenda before the Annual General Meeting of Shareholders Agenda in order to refine the agenda to be truly beneficial to the Company.

**(2) The qualifications of the shareholders who are eligible to make propose an additional agenda.**

1. Must be the shareholder of the company either single or several shareholders.
2. Must have ratio of shareholding not less than 100,000 shares.
3. Must hold the shares in the company in a ratio determined in Item 2 and must hold the shares on the date which the proposal of the additional agenda or of the name of Director is made.

**(3) Proposed of Additional Agenda**

3.1 The matters which can be proposed as additional agenda:

- 3.1.1 The matters which are not against the law, announcements, rules and regulations of the government agencies or the supervising agency and must be in compliance with the objectives, articles of the company, the resolution of the meeting, the principles of good corporate governance of the company.
- 3.1.2 The matters which are beneficial to the shareholders in general.

3.2 The matters which cannot be proposed as additional agenda:

- 3.2.1 The matters which are benefits to specific persons for group of persons.
- 3.2.2 The matters which are not under the control of the company.
- 3.2.3 The matters without complete information or not sufficient to make a consideration.
- 3.2.4 The original matter which has previously been proposed but the Board of Director's Meeting found that such matter should not be made additional agenda.



- 3.3 Shareholders fully qualified under these criteria must fill out the “Form to propose an additional agenda for the Annual General Meeting of Shareholder 2026” and must also attach the complete sets of related documents and evidences of shareholder, as follows:
- 3.3.1 Evidences of shareholding including certificates issued by security companies or other evidences issued by Thailand Securities Depository Co., Ltd. (TSD) or by the Stock Exchange of Thailand (SET).
  - 3.3.2 Evidences of identification; in case of a natural person, a shareholder must attach certified copies of ID card or passport (in case of a foreigner); and in case of a juristic person, such shareholder must attach certified copies of its certificate of incorporation and copies of ID card(s) and passport(s) (in case of foreigner(s)) of its authorized director(s) signing and corporate seal therein;
  - 3.3.3 Additional documents in favor of the consideration thereof (if any);

Send all of the above-mentioned documents and evidences to the Secretary to the Board of Directors as  
from **October 22, 2025 until January 15, 2026** to the address below:

**The Secretary to the Board of Directors of Baan Rock Garden Public Company Limited.**  
**601 Ramkhamheang 39 Pracha-Uthit Rd., Wangthonglang Bangkok 10310**

- 3.4 In case, several shareholders jointly propose a meeting agenda, all of them must fill out the “Form to propose an additional agenda for the Annual General Meeting of Shareholder 2026” and must jointly affix their signatures as evidence; then, collect and send it in 1 (one) set and propose the same to the Board of Directors; and in case, shareholders shall propose matters to be included in more than 1 agenda, such shareholders must prepare the “Form to propose an additional agenda for the Annual General Meeting of Shareholder 2026” (1 Form per agenda).
- 3.5 The secretary of the company shall be the person who will screen both the qualifications of the proposing shareholder and the preliminary information first before making any proposal to the Board of Director’s Meeting further. And once the proposed additional Agenda has obtained an approval from the Board of Directors, the company will make a proposal of such Agenda for an approval in the annual general meeting of shareholders further. Any proposed Agenda which has not been approved by the Board of Director’s meeting, the company will inform such shareholder in writing further.



**Form to propose an additional agenda for the Annual General Meeting of Shareholders 2026**

**Baan Rock Garden Public Company Limited**

Date.....

I/We (Mr./Mrs./Miss) .....

Residing .....Road.....Kwaeng/Tambol.....

Khet/Amphur.....Province.....Postal Code.....

Telephone No.....Fax No.....E-Mail.....

As a shareholder of the Baan Rock Garden Public Company Limited, holding the total amount of  
.....Shares, would like to propose an additional agenda for the Annual General Meeting of  
Shareholders 2026 with following details.

Subject 1.....

Reason to propose

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Subject 2.....

Reason to propose

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I/We certify that information in this Form and supporting documents are true and correct

Signed..... shareholder

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