



**Criteria for Shareholders to propose AGM Agenda  
for the Annual General Shareholder’s Meeting of the year 2023**

**1. Objective**

Earth Tech Environment Public Company Limited (“the company”) recognizes the rights and equitable treatment of all shareholders which is set forth in the good corporate governance principles. The Company would like to invite and set the criteria for the shareholders, to propose any matter considered important and truly beneficial to the Company as agenda(s) for the 2023 Annual General Meeting of Shareholders. The criteria are as follows:

**2. The Qualifications of Shareholder**

Single or multiple shareholders Holding shares and having voting rights in aggregate not less than 5% of the total number of shares with voting rights of the Company

**3. Proposal of the AGM Agenda**

*The proposal that will not be placed on the agenda:*

1. The proposal that violates applicable laws, announcements, rules and regulations of the government agencies, or regulatory or involved agencies, or actions not in compliance with the objectives, the Company’s articles of association, the resolution of shareholder’s meeting and the good corporate governance of the Company.
2. The proposal that is beneficial for specific person or group.
3. The proposal lying under management authority of the Company, except the ones causing material impacts on shareholders in general.
4. The proposal that the Company has already implemented.
5. The proposal that is beyond the control of the Company.
6. The proposal from shareholders who are not fully qualified as specified in Section 2.2 and whose information provided is incomplete or incorrect, or from shareholders who are unreachable.
7. The proposal that information provided is incomplete or incorrect or proposed by those shareholders who cannot be contacted, or proposed in the overtime specified period.
8. The proposal that the Board deems unnecessary to place on the agenda.

**4. Consideration / Procedures**

4.1 Shareholders who is qualified can download the Form for Proposing Agenda in Advance via the Company’s website at [www.etcenvi.com](http://www.etcenvi.com) and submit the complete form and support documents to the following mailing address:

Board of Nomination and Remuneration Committee  
or Corporate Secretary  
Earth Tech Environment Public Company Limited  
88,88/1 Kangkoi Industrial Estate, Moo 1, Ban-that, Kangkoi,  
Saraburi 18110, Thailand.

And Sending the official proposal together with supporting document beneficial for the Board consideration must be delivered to the Company with in November 30<sup>th</sup>, 2022 by hand or via registered post the date of the postage stamp will be adhered to as important.

For further information required please contact Secretarial Company Department  
Tel. 036-200-294-5 Fax. 036-200-295

4.2 In case the information or documents are incorrect or incomplete, the Office of Corporate Secretary will notify the shareholders within 7 working days after the date of delivered. If the shareholders fail to correct and submit the proposal to the Company within the due date noticed to the shareholders, the Office of Corporate Secretary reserves the rights not to submit the shareholders' proposal to the Board of Directors for consideration.

4.3 The proposal approved by the Board of Directors will be included in the agenda of The notice of the Annual General Meeting of Shareholders, along with the Board's opinion.

4.4 The proposal declined by the Board of Directors will be notified to the shareholders via The Stock Exchange of Thailand online system and will also be informed at the Annual General Meeting of Shareholders.

***The Company's Board of Directors will consider the appropriacy of proposal proposed by shareholders. In this regards, the Board's resolution is final.***

## **5. Supporting Documents**

Shareholders are required to submit supplementary documents with the proposal as follows:

**5.1 The Evidence of shareholding**, i.e. certified true copy of certificate of shares or certificate of shares issued by a broker or any other certificated from the stock Exchange of Thailand or Thailand Securities Depository Co.,Ltd.

### **5.2 The Evidence of Combined Shareholders:**

- (1) Natural persons : A certified true copy of valid identification card/passport (for foreigner) ready to sign for authentication.
- (2) Juristic persons : Copy of corporate certificate and of valid identification card/passport (In case of a foreigner) that has not expired of the authorized director who has signed ready to sign for authentication.

**5.3 Supporting Documents required for Proposal of the Agenda**

- (1) Form for Proposing Agenda in Advance for the Annual General Shareholder’s Meeting of the year 2023.

if combined shareholders wish to propose the agenda, all of them must fill out the form and sign or affix their names as evidence. Then gathered each of these forms into one set, each set for one proposal.

In addition, all combined shareholders must fill out a name of a person who will be their consent. In this regard, any contacts between the Company and the consent means the ones between. The company and all signed combined shareholders.

- (2) Certified true copies of other supporting documents beneficial for the Board’s consideration (if any).

**6. Deadline for proposal submission** The Company allows shareholders to submit the aforementioned proposals from November 1<sup>st</sup>, 2022 to November 30<sup>th</sup>, 2022

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**Criteria for Shareholders to propose Director Nominee  
in advance for the Annual General Shareholder's Meeting of the year 2023**

**1. Objective**

Earth Tech Environment Public Company Limited (“the company”) recognizes the rights and equitable treatment of all shareholders which is set forth in the good corporate governance principles. The Company would like to invite and set the criteria for the shareholders, to propose director candidate in advance for the 2023 Annual General Meeting of Shareholders. The criteria are as follows:

**2. The Qualifications of Shareholder**

Single or multiple shareholders Holding shares and having voting rights in aggregate not less than 5% of the total number of shares with voting rights of the Company

**3. The Nomination of Director**

***3.1 Director Qualifications***

The Company will consider the director nominee who must possess the following qualifications:

- (1) Being fully qualified and not be prohibited according to:
  - The Public Company Act
  - The Securities and Exchange Act
  - The Securities and Exchange Commission
  - The Capital Market Supervisory Board
  - The Stock Exchange of Thailand
  - The Company's Articles of Association
- (2) Having the knowledge, skills, experiences and capability such or being qualified in other areas that are beneficial to the Company's business.
- (3) Dedicating time and effort to the discharge of duties as per his/her responsibility.
- (4) Being a person who do not operate or participate in any act which has the same, and in competition with the business of the Company or in a way that would be beneficial for oneself or other persons benefits.

***3.2 Independent Director Qualifications***

Those who qualify as independent directors. Having the qualification according to the company's definition of “Independent Director” regulations prescribed by the company.

#### **4. Consideration / Procedures**

4.1 Shareholders who is qualified can download the Form for Proposing Agenda in Advance via the Company's website at [www.etcenvi.com](http://www.etcenvi.com) and submit the complete form and support documents to the following mailing address:

Board of Nomination and Remuneration Committee  
or Corporate Secretary  
Earth Tech Environment Public Company Limited  
88,88/1 Kangkoi Industrial Estate, Moo 1, Ban-that, Kangkoi,  
Saraburi 18110, Thailand.

And sending the official proposal together with supporting document beneficial for the Board consideration must be delivered to the Company with in November 30<sup>th</sup>, 2022 by hand or via registered post the date of the postage stamp will be adhered to as important.

For further information required please contact Secretarial Company Department  
Tel. 036-200-294-5 Fax. : 036-200-295

4.2 In case the information or documents are incorrect or incomplete, the Office of Corporate Secretary will notify the shareholders within 7 working days after the date of delivered. If the shareholders fail to correct and submit the proposal to the Company within the due date noticed to the shareholders, the Office of Corporate Secretary reserves the rights not to submit the shareholders' proposal to the Board of Nomination and Remuneration Committee for consideration.

4.3 Office of Corporate Secretary will submit the qualified candidate proposed by the shareholders to the Board of Nomination and Remuneration Committee before forwarding to the Board of Directors for final consideration. After the Board's approval, the names of candidates will be included in the agenda of the notice of the Annual General Meeting of Shareholders, together with the Board's opinion.

4.4 The proposal declined by the Board of Directors will be notified to the shareholders via the Stock Exchange of Thailand online system and the Company's website : [www.etcenvi.com](http://www.etcenvi.com) and will also be informed at the Annual General Meeting of Shareholders.

The Company's Board of Directors will consider the appropriacy of proposal proposed by shareholders. In this regards, the Board's resolution is final.

#### **5. Supporting Documents**

Shareholders are required to submit supplementary documents with the proposal as follows:

**5.1 The Evidence of shareholding**, i.e. certified true copy of certificate of shares or certificate of shares issued by a broker or any other certificated from the stock Exchange of Thailand or Thailand Securities Depository Co.,Ltd.

**5.2 The Evidence of Combined Shareholders:**

- (1) Natural persons : A certified true copy of valid identification card/passport (for foreigner) ready to sign for authentication.
- (2) Juristic persons : Copy of corporate certificate and of valid identification card/passport (In case of a foreigner) that has not expired of the authorized director who has signed ready to sign for authentication.

**5.3 Supporting Documents required for Proposal of Director Nominee**

- (1) Form for proposing Director Nominee for the Annual General Shareholders' Meeting of the year 2023.

If combined shareholders wish to propose name of nominee for the Company's Board Of Directors, all of them must fill out the form and sign or affix their names As evidence. Then gathered each of these forms into one set, each set for one nominee.

In addition, all combined shareholders must fill out a name of a person who will be their consent. In this regard, any contacts between the Company and the consent means the ones between the company and all signed combined shareholders.

- (2) Nominee Profile, signed by the nominee himself/herself.
- (3) Certified true copy of relevant documents such as evidence of education qualifications, working / training experiences, and evidence of shares held.
- (4) Certified true copies of other supporting documents beneficial for the Board's Consideration (if any).

**6. Deadline for proposal submission** The Company allows shareholders to submit the aforementioned proposals from November 1<sup>st</sup>, 2022 to November 30<sup>th</sup>, 2022

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**Submission of the Question regarding the Company  
for the Annual General Meeting of Shareholders in advance**

**Qualification of shareholders who are entitled to submit questions in advance**

Being a shareholder who is entitled to attend and exercise his/her voting rights in the AGM when the Company sets the Record Date to determine the right of shareholders to attend the shareholders meeting.

**Matter of Question**

- Must be relevant to the agenda of the AGM.
  - 1) To consider and certify the Board of Directors' report on the operating performance of the Company for the year.
  - 2) To approve the Financial Statement for the year.
  - 3) To approve the dividends payment for the year. (If any)
  - 4) To approve the allocation of net profit for the year as legal reserve fund. (If any)
  - 5) To consider and approve the appointment of the auditor and the audit fee for the year.
  - 6) To consider and approve the election of the directors replacing those retired by rotation and the remuneration of the directors for the year.
  
- Significant Information of the Company.

**Consideration Process**

- All qualified shareholders are able to submit their questions in advance by using the submission form as attached herewith and e-mail questions to the Company Secretary at E-mail : [ananya.n@e-tech.co.th](mailto:ananya.n@e-tech.co.th) or fax them to number 036-200-295. However, The shareholders must submit such documents to the company by March 31<sup>st</sup>, 2023.
  
  - All questions submitted will be initially considered by the Company Secretary and then present them to the Board of Directors or the management team for preparing explanation of such questions in the meeting.
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