บริษัท พลังงานบริสุทธิ์ จำกัด (มหาชน)
Energy Absolute Public Company Limited
89 อาคารเอไอเอ แคปปิตอล เซ็นเตอร์ ชั้น16 ถนนรัชดาภิเษก แขวงดินแดง เขตดินแดง กรุงเทพฯ 10400
โทรศัพท์ 02 248 2488-92 ,02 002 3667-9 แฟกซ์ 02 248 2493 ทะเบียนเลขที่ 0107551000061

Criteria for shareholders to propose the Agenda
for the Annual General Meeting 2021

Objective:

In accordance with the recommended best practices per "The Principles of Good Corporate Governance for Listed Companies" to ensure that all shareholders owe treated equally. We, Energy Absolute Public Company Limited ("the Company" or "EA") should facilitates minority shareholders to propose agenda to the Annual General Meeting of Shareholders for the year 2021 ("AGM") in advance and ensure that all shareholders are equitably treated and the select agenda is beneficial to the Company. For clarity and transparency of the procedures and methods for consideration, the Company has established the criteria and procedures for the consideration of the matters proposed as follows:

Criteria for shareholders to propose the agenda for the AGM:

Shareholder (s) who wishes to propose the agenda must possess the following qualifications:

1. Being the shareholder (s) of the Company which can be either one shareholder or combined shareholder to propose the agenda for the AGM.
2. Shareholder (s) must hold at least 5% of the total shares of the Company (not less than 186.50 million shares).
3. Must be shareholder (s) holding shares as specified above on the date which shareholder (s) proposes the agenda and on the book closure date of AGM.
4. The evidence of shares held of shareholder (s), such as copies of certificate of shares held issued by the Securities Company or any other certificate from the Stock Exchange of Thailand (SET) or Thailand Securities Depository Co., Ltd. (TSD), together with the Form must be submitted to the Company.

Consideration and Procedures:

1. Shareholder (s) who possesses the qualification herein above can submit the Form **"The Proposed Agenda for the Annual General Meeting of Shareholders for the year 2021" ("Form")** to the Corporate Secretary of the Company through email : **Corp.Secretary@energyabsolute.co.th** and send the original Form, duly signed, together with other supporting documents as required to the following address within 15 January 2021.

   The Office of the Corporate Secretary
   Energy Absolute Public Company Limited
   No. 89 AIA Capital Center, 16th Floor, Ratchadaphisek Road,
   Dindaeng Sub-District, Dindaeng District, Bangkok 10400, Thailand

2. The Board of Directors reserves right and may refuse to include the following proposals as the agenda of the AGM:
   (1) The proposals that specific in the section 89/28 of the Securities and Exchange Act (No.4) B.E.2551 amended[1]
   (2) The proposals that are beneficially only to a specific group or person.
   (3) The proposals that under the operation of the Company.
   (4) The proposals that under the control of management of the Company unless such proposals may lead or create the problem / damage to total shareholders.
3. The proposal which has been accepted by the Board of Directors will be included in the AGM and the Board of Directors will provide opinion that such agenda has been proposed by shareholder (s).
4. The proposal that has been rejected by the Board of Directors, it shall be notified as the matter for information in the AGM providing with the reasons of such refusal.

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[1] Section 89/28 of the Securities and Exchange Act (No.4) B.E. 2551 amended specific that the Board of Directors may refuse to include the proposal as the agenda of the shareholders meeting as follows :

(1) The proposal does not comply with rules as specified in the first paragraph (Being a shareholder or shareholders who hold total shares and have the right to vote amounting to less than 5% of the total voting right of the Company) ;

(2) The proposal is relevant to the ordinary business operation and the fact given by the shareholders does not indicate any reasonable ground to suspect the irregularity of such ;

(3) the proposal is beyond the company's power to produce the purposed result;

(4) 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 number of the voting rights of the company, unless the fact pertaining in the resubmission has significantly changed from that of the previous shareholders' meeting;

(5) Any other cases as specified in the notification of the Capital Market Supervisory Board.

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The Proposed Agenda

For the Shareholders' Annual General Meeting of 2021 ("Form")

Date _____

Name-Surname of Proposer (Shareholder (s))_____

Address_____

_____

Phone No. _____ Fax No. _____ Email _____

No. of EA shares held (as of the proposal date) _____shares equivalent to_____% of total shares of the Company

Objective : ☐ For information ☐ For consideration ☐ For approval

Proposed Agenda : _____

_____

Reason / Rationale : _____

_____

_____

Total supporting documents : _____pages

I certify that all information written in the Form, the evidence of share ownership, and other supporting documents are correct and give consent to disclose such information and documents.

I hereby sign my name as evidence below.

Signed by _____Shareholder (s)

( )

Remarks: Shareholder (s) must enclose the following documents with the Form;

1. The evidence of shares held as of the proposal date, such as the statement or certificate of shares held in the Company issued by an authorized Securities Company or any other certificate from the Stock Exchange of Thailand ("SET") or Thailand Securities Depository Co., Ltd. ("TSD") evidencing the shares held by the Proposer.
2. In case the shareholder is a person, please attach a copy of valid ID card or passport (in case of non-Thai nationality) and certified true copy.
3. In case shareholder is a juristic person, please attach a copy of company's affidavit/certificate of registration which has been issued for not over than 3 months by Department of Business Development, Ministry of Commerce or other equivalent agencies (for non-Thai juristic persons) and copy of identification card / passport (in case of non-Thai nationality) of authorized director must be enclosed, duly certified by an authorized director.
4. In case shareholder (s) changes title, name, or surname, the copy of evidence of those changes shall be enclosed and certified true copy.
5. In case of the proposal is group of shareholders, all shareholders must sign on the Form and provide all their supporting document as specific in 1 - 4.