- Translation -

Criteria for Granting Rights to Shareholders for Proposing Agenda and Nominating Persons to be Elected as Director(s) for the 2027 Annual General Meeting of Shareholders

Objective:

Tidlor Holdings Public Company Limited (the "Company") recognizes the importance of shareholders as business owners and of good corporate governance. The Company therefore has a policy to encourage shareholders to express their opinions, especially on matters that may benefit its business operations. For the 2027 Annual General Meeting of Shareholders, the Company grants shareholders the following rights before delivery of the notice of the shareholders' meeting:

(1) To propose agenda items for the Annual General Meeting that they consider important and beneficial; and

(2) To nominate qualified persons to be elected as directors.

Criteria:

1. Grant period

November 13, 2026 to December 30, 2026

2. Qualifications of shareholders entitled to propose an agenda item or make a nomination

2.1 One or several shareholders hold the Company's shares carrying voting rights.

2.2 The aggregate shares carrying voting rights must represent not less than 5% of the total voting rights of the Company as of the date of submission (equivalent to not less than *143,031,954* shares based on the reference figures below*).

*Remark: * As of November 13, 2026, the Company had 2,895,929,570 issued and paid-up ordinary shares and held 35,290,500 treasury shares. Accordingly, 2,860,639,070 shares are used as the reference total for voting rights, representing an indicative 5% minimum of 143,031,954 shares. The total voting rights and the applicable minimum shareholding may change as of the date of submission.*

3. Documents and information for consideration

The Company requires shareholders exercising these rights to provide the following documents and information:

(1) Evidence showing the status of all shareholders jointly proposing an agenda item:

- Natural persons: a certified true copy of the identification card (or a certified true copy of the passport in the case of a foreigner).
- Juristic persons: a certified true copy of the affidavit (in the case of a juristic person registered abroad, notary public certification is required) and certified true copies of the identification cards of the authorized directors (or certified true copies of the passports in the case of foreign directors).

(2) Evidence confirming the continuing shareholding of all shareholders, such as a share certificate, a certificate from a securities company, or evidence from Thailand Securities Depository Co., Ltd.

(3) Name, address, and telephone number of the shareholder proposing the matter (in the case of more than one shareholder, information on all shareholders must be provided).

(4) A statement as to whether the matter is proposed for acknowledgment, approval, or consideration, together with the purpose and details of the proposed matter, beneficial information for consideration, reasons, issues for consideration, and expected benefits for the Company and shareholders.

(5) Additional required documents for nominating a person to be elected as a director:

(5.1) A written proposal stating the name of the person nominated to be elected as a director.

(5.2) A letter of consent from the person nominated to be elected as a director, including the nominated person's personal profile, e.g., name, age, nationality, education, Thai Institute of Directors Association (IOD) training, and number of shares held in the Company; working references, e.g., current position, directorships in other companies, work experience, contact address, and telephone number; together with relevant documents, e.g., evidence of education, training, and employment background, as well as statements certifying that:

- The nominee has the qualifications prescribed by law and is ready to perform the duties of the director of the Company.
- The information and documentary evidence provided are true and accurate.
- During the nomination process, from the date of the letter of consent until the date the Company delivers the notice of the shareholders' meeting, the nominee will not disclose the nomination to any person.
- The nominee will strictly comply with the Company's selection process.

4. Conditions for consideration

Proposing meeting agenda

Part I: Matters that will not be considered as agenda items are as follows:

(1) The qualifications of the proposing shareholders do not meet the prescribed criteria.

(2) Matters relating to the Company's normal business where the facts referred to by the shareholders do not indicate reasonable grounds for suspecting any irregularity.

(3) Matters beyond the authority of the Company to carry out for the intended purpose.

(4) Matters previously proposed by shareholders at a shareholders' meeting during the preceding 12 months and supported by less than 10% of the total voting rights, where the facts have not materially changed from the previous proposal.

(5) Other cases as prescribed by the Capital Market Supervisory Board.

Part II: The Company will consider incorporating a proposed agenda item only if it is appropriate and beneficial to the Company and the shareholders.

Nominating persons to be elected as directors

A nominated person must have full qualifications in accordance with the regulations of the Company's regulators and relevant laws, as amended, including the following:

(1) Securities and Exchange Act B.E. 2535 (1992), as amended.

(2) Public Limited Companies Act B.E. 2535 (1992), as amended.

(3) Non-Life Insurance Act B.E. 2535 (1992), as amended.

(4) Life Insurance Act B.E. 2535 (1992), as amended.

(5) Notification of the Ministry of Finance regarding business subject to approval under Section 5 of the Revolutionary Council Decree No. 58 (Personal Loan Business under Supervision).

(6) Notification of the Ministry of Finance regarding business subject to approval under Section 5 of the Revolutionary Council Decree No. 58 (Nano Finance Business under Supervision).

5. Channel for submission

Shareholders must submit a proposal letter and supporting documents either in person or by registered post by December 30, 2026 (as determined by the postmark date) to the following address:

Corporate Secretary
Tidlor Holdings Public Company Limited
Corporate Secretariat Department
1000/9 BTS Visionary Park 29th floor North Tower, Phahonyothin Rd.,
Chom Phon, Chatuchak, Bangkok 10900

6. The Company's decision process

Proposing meeting agenda

The Audit Committee of the Company (consisting entirely of independent directors) will consider matters proposed by shareholders before submitting them to the Board of Directors. Matters approved by the Board of Directors will be incorporated into the notice of the 2027 Annual General Meeting of Shareholders as agenda items.

Nominating persons to be elected as directors

The Nomination and Remuneration Committee of the Company will consider the nominated persons (together with other candidates that the Company considers appropriate) in accordance with the Company's director nomination process and propose qualified persons to the Board of Directors before their names are included in the notice of the 2027 Annual General Meeting of Shareholders for the shareholders' consideration.

The Company's decision is considered final, and the Company will announce the results on its website following the resolution of the Board of Directors.