

PLT010/2023

October 26, 2023

Subject Right of Shareholders to propose Agenda and Nominees to be elected as Directors in Advance
for the 2024 Annual General Meeting of Shareholders

To President
The Stock Exchange of Thailand

Pilatus Marine Public Company Limited (“the Company”) hereby announces that, in accordance with the good corporate governance practice relating to the treatment of shareholders' rights, the Company would welcome shareholders' proposal for the agenda and the candidates to be considered for the election as the Company's directors at the 2024 Annual General Meeting of Shareholders. The said issues for the 2024 Annual General Meeting of Shareholders can be proposed from October 26 - December 26, 2023, as per details attached which have been posted on the Company's website, www.pilatusmarine.co.th.

Please be informed accordingly.

Yours sincerely,

- Signed by -

(Mr. Varawit Chimtawan)

Chief Executive Officer

Pilatus Marine Public Company Limited

Proposal of Agenda and Director Nominee in Advance
for the 2024 Annual General Meeting of Shareholders

1. Objective

With respect to the right of shareholders to propose the agenda and nominate persons to be considered for the election as the Company's directors in advance of the Annual General Meeting of Shareholders for the year 2024 which is a part of the principles of Good Corporate Governance to ensure that all shareholders are fairly and equitably treated, Pilatus Marine Public Company Limited (the "Company") has set up the criteria for shareholders to propose the agenda and nominate the director in advance. It demonstrates clear guidelines to ensure that all agenda items are genuinely beneficial to the Company and the director nominee has suitable qualification. The Nomination and Remuneration Committee will carefully consider and make proposal to the Board of Directors.

2. Proposal of the Agenda

2.1 Shareholders wishing to propose the agenda must be the shareholders of the Company at the date proposing the agenda holding a minimum of five percent of the total shares issued by the Company (not less than 48 million shares), which can be either owned by one shareholder or combined shareholders.

2.2 Shareholders possessing the qualifications as specified in 2.1 above must complete the "Agenda Proposal Form for 2024 Annual General Meeting of Shareholders" and may unofficially submit required documents and evidences to the Company Secretary via E-mail address: companysecretary@pilatusmarine.co.th from Thursday, October, 26 - Tuesday, December 26, 2023 to allow sufficient time for the Board of Directors to consider the proposed agenda. The original documents can be officially submitted to the following address:

Company Secretary Office
Pilatus Marine Public Company Limited
84/1-4 Young Place Grand Le Jardin
1st – 4th Floor, Soi Phahon Yothin 37,
Lad Yao, Chatuchak, Bangkok 10900 Thailand

2.3 If many shareholders have unified to propose the agenda, each of them must complete the "Agenda Proposal Form for the 2024 Annual General Meeting of Shareholders" and sign their names as evidence and send them altogether as one set.

- 2.4 Criteria for the Agenda Proposals that will not be accepted:
- 2.4.1 Matters defined in Section 89/28 of the Securities and Exchange Act (No. 4) B.E. 2551 (Amended)*
 - 2.4.2 Matters that violate the laws, rules, regulations of government agencies and other governing agencies or that are not complied with the objectives, the Articles of Association, the Shareholders' resolution and the Good Corporate Governance of the Company
 - 2.4.3 Matters that the Company has already implemented
 - 2.4.4 Matters proposed by the shareholder who fill in incomplete or incorrect information or is unable to contact or do not follow the Criteria required by the Company
 - 2.4.5 Matters proposed for personal benefits or special benefits for particular group of persons
- 2.5 In the case that the Board of Directors approves the proposed matters, the Company will include those matters in the meeting agenda remarked as "agenda from shareholders" in the notice to shareholders.
- 2.6 In the case that the Board of Directors denies the proposed matters, the Company will provide rationales in the notice of the shareholders meeting. In the case that the shareholders meeting agreed to include the proposed matters with simple majority of total number of votes of the shareholders present at the meeting and eligible to vote, the matters will be included in the agenda for the next shareholders meeting.

* Matters defined in Section 89/28 of the Securities and Exchange Act (No.4) B.E. 2551 (Amended) are as follows:

- (1) The proposal does not comply with rules as specified in the first paragraph (A shareholder or shareholders who hold shares and have the right to vote amounting to not less than five percent of the total number of the voting rights of the company);
- (2) The proposal is relevant to the ordinary business operation and the fact given by the shareholder does not indicate any reasonable ground to suspect the irregularity of such matter;
- (3) The proposal is beyond the company's power to produce the proposed result;
- (4) The proposal was submitted to the shareholders meeting for its consideration within the previous twelve months and received the supporting votes of less than ten percent 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.

3. The Nomination of the Director

- 3.1 Shareholders wishing to propose any candidate for being a director must be the shareholders of the Company at the date proposing the agenda holding a minimum of five percent of the total shares issued by the Company (not less than 48 million shares), which can be either owned by one shareholder or combined shareholders.
- 3.2 Shareholders possessing the qualifications as specified in 3.1 above must complete the "Director Nomination Form for the 2024 Annual General Meeting of Shareholders" and may unofficially submit required documents and evidences to the Company Secretary via E-mail address: companysecretary@pilatusmarine.co.th from Thursday, October, 26 - Tuesday, December 26, 2023 to allow sufficient time for the Nomination and Remuneration Committee to consider and make proposal to the Board of Directors. The original documents can be officially submitted to the following address:
- Company Secretary Office
Pilatus Marine Public Company Limited
84/1-4 Young Place Grand Le Jardin
1st – 4th Floor, Soi Phahon Yothin 37,
Lad Yao, Chatuchak, Bangkok 10900 Thailand
- 3.3 If many shareholders have unified to propose the candidate, each of them must complete the "Director Nomination Form for the 2024 Annual General Meeting of Shareholders" and sign their names as evidence and consolidate all the forms into one set.
- 3.4 Any candidate to be proposed for being a director must possess the following key qualifications and does not have prohibited characteristics:
- 3.4.1 Possessing the required qualifications and not having prohibited characteristics of a director according to the Public Limited Companies Act, the Securities and Exchange Act, and the good governance principles of the Company;
- 3.4.2 Having knowledge and skill in the areas significantly beneficial to the Company;
- 3.5 The candidate agreed by the Board will be included in the Agenda and remarked as "proposed by shareholders" in the notice to shareholders.



Agenda Proposal Form
for the 2024 Annual General Meeting of Shareholders

(1) I, (Mr./ Mrs./ Miss)being the shareholder of the Pilatus Marine Public Company Limited, holding..... shares or totalingpercent of all the voting shares as of....., residing at Road Sub-district District Province Telephone Number Facsimile Number E-mail address (if any)

(2) I, (Mr./ Mrs./ Miss)being the shareholder of the Pilatus Marine Public Company Limited, holding..... shares or totalingpercent of all the voting shares as of....., residing at Road Sub-district District Province Telephone Number Facsimile Number E-mail address (if any)

The total number of shares held is, amounting to percent of all the voting shares.

I would like to propose the agenda of the 2024 Annual General Meeting of Shareholders as follows:

Proposed Matter:

Objective: For consideration For acknowledgement For approval

Reasons and details:

And have the documents supporting the above proposal pages in total.

I certify that all information in this form, the evidence of shares holding and other supporting documents are correct. I (all of us) also certify that the total number of shares held (jointly) by me (all of us) is not less than five percent of all the voting shares, which is in accordance with Section 89/28 of the Securities and Exchange Act (No. 4) B.E. 2551 (Amended). I hereby affix my signature as evidence below.

Signed by Shareholder (1)* Signed by Shareholder (2)*
 (.....) (.....)
 Date Date

*All shareholders who propose agenda above shall signed their names in the Consent Letter for Personal Data Processing attached in this form.

Remarks: A Shareholder must enclose the following evidences:

1. The evidence of shares held such as a certified true copy of the share certificate or the certificate of shares held from Security Company or any other certificates from the Stock Exchange of Thailand (SET) or Thailand Securities Depository Co. Ltd. (TSD).
2. If a shareholder is a juristic person, a copy of the company's affidavit and copy of identification card*/passport (in case of non-Thai nationality) of authorized directors must be enclosed and certified true copies by such directors.
3. If a shareholder is an individual, a certified true copy of identification card*/ passport (in case of non-Thai nationality) must be enclosed.
4. If a shareholder has his/her title, name or surname changed, a copy of evidence of those changes must be enclosed and certified true copy.

In case shareholder(s) wish to propose more than one agenda item, the shareholder(s) must complete one set of the agenda proposal form per one agenda item.

**Please conceal your religion on the certified true copy of the identification card. In case that the religion on the copy of your identification card is not concealed, the Company will strikethrough the details since such data is not required to be processed.*

The Company collects, uses, and discloses the personal data of shareholders following the Privacy Policy detailed on the Company's website <https://www.pilatusmarine.co.th/th/privacy-policy/>



Consent Letter for Personal Data Processing

(1) I,....., give consent to Pilatus Marine Public Company Limited (“the Company”) to collect, use and disclose my personal data, including name, surname, date of share purchase, number of shares held and the ratio of shares held to all the voting shares, for the minutes and attachments of the general meetings of shareholders of the Company, and for specifying my personal data in the publicly disclosed minutes and attachment.

Signed by Shareholder

(.....)

Date

Consent Letter for Personal Data Processing

(2) I,....., give consent to Pilatus Marine Public Company Limited (“the Company”) to collect, use and disclose my personal data, including name, surname, date of share purchase, number of shares held and the ratio of shares held to all the voting shares, for the minutes and attachments of the general meetings of shareholders of the Company, and for specifying my personal data in the publicly disclosed minutes and attachment.

Signed by Shareholder

(.....)

Date



Director Nomination Form

for the 2024 Annual General Meeting of Shareholders

I, (Mr./ Mrs./ Miss)being the shareholder of the Pilatus Marine Public Company Limited, holding..... shares or totalingpercent of all the voting shares as of....., residing at Road Sub-district District Province Telephone Number Facsimile Number E-mail address (if any)

I would like to nominate (Mr./ Mrs./ Miss) as a candidate to be a director of Pilatus Marine Public Company Limited and the said candidate has given consent to my nomination. Details could be found in the attachment "Consent Letter for Nominating and Certifying the Qualifications of a Director Nominee".

I certify that all information in this form, the evidence of shares held and other supporting documents are correct. I agree that the Company may disclose such information and evidences. I hereby affix my signature as evidence below.

Signed by Shareholder

(.....)

Date

Remarks: A Shareholder must enclose the following evidences:

1. The evidence of shares held such as a certified true copy of the share certificate or the certificate of shares held from Security Company or any other certificates from the Stock Exchange of Thailand (SET) or Thailand Securities Depository Co. Ltd. (TSD).
2. If a shareholder is a juristic person, a copy of the company's affidavit and copy of identification card*/passport (in case of non-Thai nationality) of authorized directors must be enclosed and certified true copies by such directors.
3. If a shareholder is an individual, a certified true copy of identification card*/ passport (in case of non-Thai nationality) must be enclosed.
4. If a shareholder has his/her title, name or surname changed, a copy of evidence of those changes must be enclosed and certified true copy.
5. In case shareholder(s) wish to propose more than one director candidate, the shareholder(s) must complete one set of director nomination form per one director candidate.

6. The supporting documents of director candidate's qualifications include personal records, educational background, work experience, competency/expertise, list of the companies that the candidate(s) is serving as an executive committee or the director, the number of shares held, stake with the Company and its subsidiary/associated company or any juristic persons that may have conflict of interest with the Company, the address, and other information beneficial for board consideration (if any) including the consent letter of the persons who will be nominated to be elected as directors of the Company.

**Please conceal your religion on the certified true copy of the identification card. In case that the religion on the copy of your identification card is not concealed, the Company will strikethrough the details since such data is not required to be processed.*

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Consent Letter for Personal Data Processing

I,....., give consent to Pilatus Marine Public Company Limited (“the Company”) to collect, use and disclose my personal data, including name, surname, date of share purchase, number of shares held and the ratio of shares held to all the voting shares, for the minutes and attachments of the general meetings of shareholders of the Company, and for specifying my personal data in the publicly disclosed minutes and attachment.

Signed by Shareholder

(.....)

Date

Consent Letter for Nominating and Certifying the Qualifications of a Director Nominee

I, (Mr./ Mrs./ Miss).....
 Nationality Identification Card No Date of Birth
 Age years, residing at Road.....
 Sub-district District.....Province
 Telephone Number Facsimile Number
 E-mail address (if any).....

Education

Degree	Institution	Fields of Study	Year of Graduation

Working Experience

Position	Place of Work	Year of Employment

Training

Course	Place of training	Year of Training

Ownership of the Company's Shares

Person	Number of Shares
1. Director nominee	
2. Spouse of the director nominee	
3. Underage children of the director nominee	
4. Juristic persons in item 1, 2 and 3 together hold shares exceeding 30 percent. This includes a case that the aforementioned persons hold more than 10 percent of shares in other juristic persons, which is considered being major shareholders of such juristic persons.	
5. Others	

Relationship with executive directors, major shareholders and controlling persons of the Company (if any)

.....
.....

I, Mr. Mrs., Ms....., a nominee to be elected as a director of Pilatus Marine Public Company Limited, **consent and acknowledge the aforementioned nomination**, and certify that my information is correct and complete. The additional documents attached herewith are also true and correct. I give consent to the Company to collect, use and disclose my data and document.

Signed by Shareholder

(.....)

Date

Remarks: A shareholder must enclose the following evidences:

1. A proof of identity of a director nominee such as a certified true copy of identification card/ passport (in case of non-Thai nationality).
2. If a director nominee has his/her title, name or surname changed, a copy of evidence of those changes must be enclosed and certified true copy.
3. The evidence of shares held such as a certified true copy of the share certificate (if any).

**Please conceal your religion on the certified true copy of the identification card. In case that the religion on the copy of your identification card is not concealed, the Company will strikethrough it since such data is not required to be processed.*

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