

Criteria for Shareholders to Propose Agenda Items for the Shareholders' Meeting and to Nominate
Candidates for Election as Directors at the 2027 Annual General Meeting of Shareholders
MFEC Public Company Limited

MFEC Public Company Limited (the “Company”) is committed to the fair and equitable treatment of all shareholders and recognizes the importance of the principles of good corporate governance. Accordingly, the Company provides shareholders with the opportunity to propose matters that they consider beneficial to the Company for consideration for inclusion in the agenda of the 2027 Annual General Meeting of Shareholders, as well as to nominate qualified candidates for consideration for election as directors of the Company, in accordance with the following screening criteria:

1. Qualifications of Eligible Shareholders

1.1 Proposing a Matter for Inclusion in the Meeting Agenda

- Being a shareholder of the Company who has continuously held shares up to the date of the agenda proposal.

1.2 Nominating a Candidate for Election as a Director of the Company

- Being an individual shareholder or a group of shareholders who collectively hold shares carrying not less than 5% of the Company's total voting rights, and who have continuously held such shares for not less than one (1) year up to the date of nomination.

2. Proposal Criteria

2.1 Proposing a Matter for Inclusion in the Meeting Agenda

Shareholder(s) shall complete the “Agenda Proposal Form for the 2027 Annual General Meeting of Shareholders (Form 1)” and submit it together with the supporting documents. The Company reserves the right not to include any of the following matters in the meeting agenda:

- (1) Any matter that violates any law, notification, rule or regulation of a government agency or regulatory authority, or that is inconsistent with the Company's objectives, Articles of Association, resolutions of shareholders' meetings, or the Company's principles of good corporate governance;
- (2) Any matter that is not beneficial to the Company's operations or is intended for the benefit of any particular person or group of persons;
- (3) Any matter that falls within the ordinary management authority of the Management, unless such matter may cause material damage;
- (4) Any matter that the Company has already undertaken, or that is beyond the Company's authority to undertake;

(5) Any matter that the shareholder(s) has previously proposed within the preceding 12 months and that received supporting votes of less than 10%, where the facts relating to such matter have not materially changed; and

(6) Any matter where the shareholder(s) provides incomplete or ambiguous information, or fails to comply with the criteria prescribed by the Company.

2.2 Nominating a Candidate for Election as a Director of the Company

Shareholder(s) shall complete the “Form for Nomination of a Candidate for Election as a Director (Form 2)” and attach the “Profile of Candidate Nominated for Election as a Director (Form 3)”, together with the candidate’s letter of consent. The nominated candidate must possess the following qualifications:

- (1) Possess the required qualifications and have none of the prohibited characteristics prescribed under the Public Limited Companies Act, the Securities and Exchange Act, and the relevant notifications of the Capital Market Supervisory Board;
- (2) Have knowledge, abilities and integrity, and possess diverse professional experience aligned with the Company’s business, including information technology and cybersecurity (IT & Cybersecurity), digital business, accounting and finance, risk management, and law;
- (3) Have sufficient time to devote to performing his/her duties, and hold directorships in not more than five (5) other listed companies; and
- (4) In the case of a nomination as an independent director, meet the qualifications prescribed in the Company’s definition of independent director and by Capital Market Supervisory Board.

3. Channels for Submission

- (1) Registered mail (to be received by the Company within the prescribed period):

Corporate Secretary Department

MFEC Public Company Limited

199 S-Oasis Building, 21st Floor, Vibhavadi-Rangsit Road, Chompol, Chatuchak, Bangkok 10900,
Thailand

- (2) E-mail: corporate-secretary@mfec.co.th (for expedience and on an unofficial basis, provided that the original documents must subsequently be submitted to the Company)

4. Consideration Procedures

4.1 Proposing a Matter for Inclusion in the Meeting Agenda

- (1) The Company Secretary will collect and conduct a preliminary review of the accuracy and completeness of the information and supporting documents/evidence, and submit them to the Board of Directors for consideration of their appropriateness.
- (2) The Board of Directors will consider the necessity and appropriateness of the proposed matters. The resolution of the Board of Directors shall be final.

(3) Matters approved by the Board of Directors will be included as agenda items in the Notice of the 2027 Annual General Meeting of Shareholders, together with the opinion of the Board of Directors. For matters not approved, the Company will inform the shareholders at the shareholders' meeting or through other appropriate disclosure channels.

4.2 Nominating a Candidate for Election as a Director of the Company

(1) The Company Secretary will collect and review the information and supporting documents/evidence of each nominated candidate, and submit them to the Chairman of the Nomination and Remuneration Committee (or a person designated by the Board of Directors) to jointly consider the candidate's qualifications, knowledge, abilities, experience and suitability.

(2) If the candidate is deemed suitable and sufficient information has been provided, the nomination will be submitted to the Board of Directors for approval. The decision of the Board of Directors shall be final.

(3) Candidates approved by the Board of Directors will be included in the agenda item for the election of directors in the Notice of the 2027 Annual General Meeting of Shareholders, together with the opinion of the Board of Directors. For candidates not approved, the Company will inform the shareholders of the reasons through appropriate channels.

5. Submission Period

From 1 October 2026 to 30 November 2026