

**Criteria for Exercising the Right to Propose Candidates for Consideration for Election as Directors
For the Annual General Meeting of Shareholders of IRPC Public Company Limited
(AGM 2027)**

IRPC Public Company Limited (the “Company”) recognizes the importance of shareholders’ rights and equitable treatment of shareholders. To promote the principles of good corporate governance (CG Code), the Company provides shareholders with an opportunity to propose candidates whom they consider qualified and suitable for consideration for election as directors at the Annual General Meeting of Shareholders (AGM) in advance on an annual basis, subject to the following criteria:

Criteria

1. Qualifications of Eligible Shareholders

- 1.1 The shareholder may be an individual shareholder or a group of shareholders acting jointly.
- 1.2 The shareholder(s) collectively must hold not less than four (4) percent of the total voting rights of the shareholders of the Company. This is a criterion established by the Company to promote shareholders’ rights to propose candidates for consideration for election as directors in advance.
- 1.3 The shareholder(s) must be listed in the shareholder register as of the book closing date or the Record Date (RD) for determining the right to attend the Annual General Meeting of Shareholders for that year, as announced by the Board of Directors.
- 1.4 The shareholder(s) must have continuously held the shares for a period of not less than twelve (12) months, from the date of share acquisition until the book closing date or the Record Date (RD) for determining the right to attend the Annual General Meeting of Shareholders for that year.

2. Proposal of Candidates for Consideration for Election as Directors

- 2.1 A shareholder who meets all the qualifications specified in Clause 1 may propose a candidate whom the shareholder considers qualified and suitable for consideration for election as a director by completing the “FORM FOR EXERCISING THE RIGHT TO PROPOSE A CANDIDATE FOR CONSIDERATION FOR ELECTION AS A DIRECTOR”, together with all relevant and complete supporting documents, and submitting them to the Company within the period and through the channels specified in Clause 5.
- 2.2 In the case where several shareholders jointly propose a candidate for consideration for election as a director of the Company, all shareholders must complete the “FORM FOR EXERCISING THE RIGHT TO PROPOSE A CANDIDATE FOR CONSIDERATION FOR ELECTION AS A DIRECTOR” and sign the form as evidence. A separate form shall be submitted for each candidate proposed for election as a director, and all forms shall be collected and submitted as one set.
- 2.3 A candidate proposed for consideration for election as a director must possess the following qualifications:

- (1) Have all qualifications and none of the prohibited characteristics prescribed by applicable laws, including the Public Limited Companies Act, the Securities and Exchange Act, notifications of the Capital Market Supervisory Board, rules and regulations of the Securities and Exchange Commission, rules and regulations of the Stock Exchange of Thailand, the Company's Articles of Association, the Company's principles of good corporate governance, and other relevant requirements. The candidate must also not possess any characteristics, indicating a lack of suitability to be entrusted with the management of the Company's business.
- (2) Possess qualifications in accordance with the Cabinet Resolution dated January 24, 2011, regarding the appointment of senior government officials or individuals to serve as directors of state-owned enterprises and/or juristic persons in which state-owned enterprises hold shares in several entities (not exceeding three entities).
- (3) Possess knowledge, capabilities, expertise, and diverse professional experience that can contribute to and are appropriate for the nature of the Company's business, thereby creating the greatest benefit and enhancing value for the Company and its shareholders.
- (4) Possess characteristics and an image that support and promote the Company's good corporate governance practices and create value for the Company, including integrity, ethics, independence, courage to express opinions, creativity, the ability to perform duties with due care and loyalty (Duty of Care and Duty of Loyalty), dedication and commitment of time, and social acceptance.

3. Procedures and Consideration Process

- 3.1 The Company will conduct a preliminary screening of the qualifications of candidates proposed by shareholders in accordance with the prescribed criteria before submitting the candidates to the Nomination and Remuneration Committee and the Board of Directors for further consideration.
- 3.2 Once the Board of Directors approves a proposed candidate, the name of such candidate will be included in the agenda item regarding the election of directors at the Annual General Meeting of Shareholders and will appear in the Notice of the Annual General Meeting of Shareholders.
- 3.3 For candidates who are not approved, the Company will inform the shareholders at the shareholders' meeting, together with an explanation of the reasons for such non-approval.
- 3.4 The decision or resolution of the Board of Directors shall be final.

4. Supporting Documents and Evidence

- 4.1 Evidence of shareholding, including a shareholding certificate issued by a securities company or supporting evidence issued by the Stock Exchange of Thailand or Thailand Securities Depository Co., Ltd.

- 4.2 Supporting documents of all shareholders, in the case where several shareholders jointly propose a candidate for consideration for election as a director, as follows:
- (1) Individual shareholder: A copy of a valid identification card or passport (in the case of a foreign shareholder), duly certified as a true copy.
 - (2) Juristic person: A copy of the juristic person's certificate of registration, together with a copy of the valid identification card or passport (in the case of a foreign shareholder) of the authorized director who has signed the form, duly certified as a true copy.
- 4.3 The "FORM FOR EXECERCISING THE RIGHT TO PROPOSE A CANDIDATE FOR CONSIDERATION FOR ELECTION AS A DIRECTOR" must be completed and signed by the shareholder as evidence. In the case where several shareholders jointly propose a candidate for consideration for election as a director, all shareholders must complete and sign the form and submit the forms together as one set. A separate form shall be submitted for each candidate proposed for election as a director. One shareholder among the group shall be designated as the representative for receiving communications on behalf of all jointly proposing shareholders. Any communication by the Company with such designated representatives shall be deemed to constitute communication with all shareholders who have signed the form.
- 4.4 The "INFORMATION AND CONSENT FORM OF THE CANDIDATE PROPOSED FOR CONSIDERATION FOR ELECTION AS A DIRECTOR", duly signed and certified by the proposed candidate.
- 4.5 Relevant supporting documents, duly signed and certified as true copies by the proposed candidate, including educational qualifications, work experience, training records, and evidence of shareholding in the Company.
- 4.6 Any other additional supporting documents that may be beneficial to the consideration of the Board of Directors (if any), duly signed and certified as true copies.

5. Period and Channels for Proposing Candidates

Shareholders may submit the original documents and duly signed supporting evidence to the Company from **4 September 2026 to 31 December 2026**, through the following channels:

5.1 By Post:

ATTN: The Company Secretary (Corporate Affairs Office)

IRPC Public Company Limited

555/2 Energy Complex Building B, 10th Floor,

Vibhavadi-Rangsit Road, Chatuchak, Bangkok 10900

5.2 Email: cg@irpc.co.th

5.3 Company's website: www.irpc.co.th

For any inquiries, shareholders may contact the Company Secretary or Corporate Governance Officer.

Tel. 0 2765 7920 or by email at cg@irpc.co.th.