Criteria for Shareholders to Propose Candidates for Election as Directors in Advance
For the 2027 Annual General Meeting of Shareholders
Jaymart Group Holdings Public Company Limited

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1. Objective

With a view to promoting the rights and equitable treatment of shareholders in accordance with the principles of good corporate governance, Jay Mart Group Holdings Public Company Limited (the "Company") provides an opportunity for shareholders to propose qualified candidates for consideration and election as directors of the Company in advance of the Annual General Meeting of Shareholders.

Accordingly, the Company has established the following criteria and procedures to ensure that the proposal of director candidates is conducted in a transparent, appropriate, and equitable manner.

2. Qualifications of Shareholders Entitled to Propose Director Candidates

Shareholders who wish to propose candidates for consideration and election as directors of the Company must possess the following qualifications:

1. Be a shareholder of the Company as of the date of submission of the proposal.
2. Be an individual shareholder or a group of shareholders who collectively hold shares with voting rights of not less than **5 percent of the total number of shares carrying voting rights of the Company**.
3. Continuously hold such shares from the date of submission of the proposal until the Record Date for determining the shareholders entitled to attend the 2027 Annual General Meeting of Shareholders.

3. Criteria and Qualifications of Proposed Candidates

A person proposed for consideration and election as a director of the Company must possess the following qualifications:

1. Possess all qualifications and have none of the prohibited characteristics prescribed under:
    - the Public Limited Companies Act B.E. 2535 (1992), as amended;
    - the Securities and Exchange Act B.E. 2535 (1992), as amended;
    - the Company's Articles of Association; and
    - other applicable laws, rules, regulations, notifications, and requirements of the relevant regulatory authorities.
2. Possess knowledge, capabilities, qualifications, and experience that are relevant and beneficial to the Company's business and operations.
3. Be able to devote sufficient time and attention to the performance of duties and responsibilities as a director of the Company.
4. Be able to regularly attend meetings of the Board of Directors and other meetings or activities of the Company as may be required in connection with the performance of duties.
5. Not hold directorships in more than **five listed companies**, in accordance with the principles of good corporate governance.

6. In the case of a candidate proposed for appointment as an **Independent Director**, possess all qualifications and meet all independence requirements prescribed under the applicable notifications of the Capital Market Supervisory Board, as well as the qualifications and definition of an Independent Director prescribed by the Company.

4. Proposal Procedures and Submission Period

4.1 Documents Required for the Proposal

Shareholders wishing to propose a candidate for consideration and election as a director shall submit the following documents to the Company:

1. The **Form for Proposing Candidates for Election as Directors in Advance for the 2027 Annual General Meeting of Shareholders**, duly completed and signed by the proposing shareholder.
2. A **written consent form** duly signed by the proposed candidate.
3. Evidence of shareholding issued by a securities company or the Thailand Securities Depository Co., Ltd. ("**TSD**").
4. A copy of the identification card or passport of the proposing shareholder and the proposed candidate, duly certified as a true and correct copy.

   In the case of a juristic person, a copy of the certificate of incorporation or company registration certificate, together with a copy of the identification card or passport of the authorized signatory, duly certified as a true and correct copy, shall also be submitted.

5. Any other supporting documents relevant to the proposed candidate, if applicable.
6. In the event that several shareholders jointly propose a candidate, one of the participating shareholders shall be designated as the representative to complete and sign the proposal form. Each of the other participating shareholders shall provide the required shareholder information and affix his/her signature thereto. Evidence of shareholding of all participating shareholders shall be submitted together as one complete set of documents.

4.2 Submission Period and Submission Address

Shareholders may submit proposals together with all supporting documents to the Company during the period from **1 October 2026 to 31 December 2026**.

The date on which the Company receives the complete set of required documents shall be deemed the date of submission. The Company reserves the right not to consider any proposal submitted after the specified submission period or any proposal for which the required documents are incomplete.

Submission Address:
Company Secretary
(Through the Investor Relations Department)
Jay Mart Group Holdings Public Company Limited
187, 189 Jaymart Building, 7th Floor, Ramkhamhaeng Road,
Rat Phatthana Subdistrict, Saphan Sung District,
Bangkok 10240, Thailand
Telephone: +66 (0) 2308 8197, +66 (0) 2308 8068
E-mail: ir@jaymart.co.th; kulchaya@jaymart.co.th

5. Consideration Process

1. The **Company Secretary** shall conduct a preliminary review of the proposal and supporting documents to verify their completeness and compliance with the criteria prescribed by the Company.
2. Proposals and supporting documents that satisfy the prescribed criteria and are complete shall be submitted to the **Nomination and Remuneration, Corporate Governance and Sustainability Development Committee** (the "**NRCG Committee**") for consideration.
3. The NRCG Committee shall consider the qualifications and suitability of the proposed candidate in accordance with the Company's director nomination criteria, taking into consideration, among other matters, the composition and diversity of the Board of Directors, the qualifications and experience required for the Board, and the skills and expertise identified in the **Board Skill Matrix**. The NRCG Committee shall then submit its recommendation to the Board of Directors for consideration.
4. The **Board of Directors** shall consider and determine whether the proposed candidate is appropriate for inclusion as an agenda item for consideration at the Annual General Meeting of Shareholders. The decision of the Board of Directors in this regard shall be final.
5. In the event that the Board of Directors resolves to include the proposed candidate as an agenda item, the name of such candidate shall be disclosed in the Notice of the Annual General Meeting of Shareholders as a candidate proposed by a shareholder, together with the opinion and recommendation of the Board of Directors.
6. In the event that the proposed candidate is not approved for inclusion as an agenda item, the Company shall notify the proposing shareholder of the result of the consideration and the reasons therefor on the date on which the Board of Directors passes the relevant resolution or, at the latest, on the following business day.

The Company shall disclose such information through the information disclosure system of the Stock Exchange of Thailand, the Company's website at Jay Mart Group Holdings – Investor Relations, and shall also inform the shareholders at the Annual General Meeting of Shareholders.

6. Personal Data Protection

The Company shall collect, use, and disclose the personal data of shareholders and proposed candidates only to the extent necessary for the purpose of considering the proposals submitted pursuant to these criteria and for the purpose of convening and conducting the shareholders' meeting.

The processing of such personal data shall be carried out in accordance with the **Personal Data Protection Act B.E. 2562 (2019)** and the Company's Privacy Policy.