

Criteria for Proposing Agenda Items and Nominating Persons to be Elected as a Director
For the Annual General Meeting of Shareholders of G-Able Public Company Limited

1. Objective

With respect to the right of shareholders to propose the agenda items and nominate persons to be considered for the election as GABLE directors in advance of the Annual General Meeting of Shareholders which is a part of the principles of Good Corporate Governance to ensure that all shareholders are fairly and equitably treated. Therefore, G-Able Public Company Limited (the "Company" or "GABLE") has set up the criteria for shareholders to propose the agenda items 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, Remuneration and Corporate Governance Committee will carefully consider and make proposal to the Board of Directors for consideration.

2. Proposal of the Agenda

- 2.1 Shareholders who are wishing to propose the agenda items must be the shareholders of the Company at the date proposing the agenda items, holding a minimum of five percent of the total issued shares, which can be either owned by one shareholder or combined several shareholders.
- 2.2 Shareholders possessing the qualifications as specified in clause 2.1 must complete the "Agenda Proposal Form for the Annual General Meeting of Shareholders of GABLE" and submit required relevant documents and evidence to the Corporate Secretary or e-mail address at CompanySecretary@g-able.com from 1 October – 31 December in every year to allow sufficient time for the Nomination, Remuneration and Corporate Governance Committee to consider and make proposal to the Board of Directors. If many shareholders have unified to propose the agenda items, each of them must complete the "Agenda Proposal Form for the Annual General Meeting of Shareholders of GABLE" and sign their names as evidence and send them altogether as one set.
- 2.3 Criteria for the Agenda Items Proposals that will not be accepted:
 - 2.3.1 Matters defined in Section 89/28 of the Securities and Exchange Act B.E. 2551 (Amended)*.
 - 2.3.2 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.
 - 2.3.3 Matters that the Company has already implemented.
 - 2.3.4 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.
 - 2.3.5 Matters proposed for personal benefits or special benefits for particular group of persons.

2.4 In the case that the Board of Directors approves the proposed matters, GABLE will include those matters in the meeting agenda remarked as "agenda from shareholders" in the notice to shareholders.

2.5 In the case that the Board of Directors denies the proposed matters, GABLE 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 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 authority to proceed as intended.
- (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 a Director

- 3.1 Shareholders who wish to propose any candidates for being a director must be the shareholders of the Company at the date proposing the candidate.
- 3.2 Shareholders possessing the qualifications as specified in clause 3.1 must complete the "Director Nomination Form for the Annual General Meeting of Shareholders of GABLE" and submit required relevant documents and evidence to Corporate Secretary via e-mail address: CompanySecretary@g-able.com from 1 October – 31 December in every year, the Nomination, Remuneration and Corporate Governance Committee will deliberate on shareholders' candidates together with other candidates before passing to the Board of Directors for their consideration.
- 3.3 If many shareholders have unified to propose the candidate, each of them must complete the "Director Nomination Form for the Annual General Meeting of Shareholders of GABLE" 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 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 skills that are important to the Company's businesses.
 - 3.4.3 Should not serve as directors of more than five listed companies in the Stock Exchange of Thailand, other than G-Able Public Company Limited.
- 3.5 The candidate agreed by the Board of Directors will be included in the agenda item and remarked as "proposed by shareholders" in the notice of the meeting to shareholders.



G-ABLE PUBLIC COMPANY LIMITED
 127/30 Panjathani Tower, 25th Floor, Nonsi Road,
 Chong Nonsi, Yannawa, Bangkok 10120 Thailand
 Company Registration No. 0107565000549

T +662 781 9000
 F +662 681 0425
 www.g-able.com

Agenda Proposal Form for the Annual General Meeting of Shareholders of GABLE

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

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

I would like to propose the agenda items of the 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 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 items shall signed their names in the Consent Letter for Personal Data Processing attached in this form.



G-ABLE PUBLIC COMPANY LIMITED
127/30 Panjathani Tower, 25th Floor, Nonsi Road,
Chong Nonsi, Yannawa, Bangkok 10120 Thailand
Company Registration No. 0107565000549

T +662 781 9000
F +662 681 0425
www.g-able.com

Remarks: A Shareholder must enclose the following evidence:

1. The evidence of shares held such as a certified true copy of the share certificate or confirmation letter from a securities company or other evidence from the SET or Thailand Securities Depository Co., Ltd.
2. If a shareholder is a juristic person, a copy of the company's affidavit and a 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.

**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 isn't 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 Notice for Shareholders, and Directors, detailed on the Company's website <https://www.g-able.com/th/policy/privacy>



Consent Letter for Personal Data Processing

(1) I,....., give consent to G-Able 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 G-Able 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.....



G-ABLE PUBLIC COMPANY LIMITED
127/30 Panjathani Tower, 25th Floor, Nonsi Road,
Chong Nonsi, Yannawa, Bangkok 10120 Thailand
Company Registration No. 0107565000549

T +662 781 9000
F +662 681 0425
www.g-able.com

Director Nomination Form for the Annual General Meeting of Shareholders of GABLE

I am (Mr./ Mrs./ Miss)being the shareholder of the G-Able 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 G-Able 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 evidence. I hereby affix my signature as evidence below.

Signed by..... Shareholder

(.....)

Date.....

Remarks: A Shareholder must enclose the following evidence:

1. The evidence of shares held such as a certified true copy of the share certificate or confirmation letter from a securities company or other evidence from the SET or Thailand Securities Depository Co., Ltd.
2. If a shareholder is a juristic person, a copy of the company's affidavit and a 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. Supporting documents for consideration of the qualifications of the nominated candidates include personal information, educational information, working experiences, capability/expertise, list of companies in which such person is an executive or director, number of shares held in the company, any interests of the Company, and subsidiaries/joint venture companies or any entities that may have conflicts with the Company, contact address and other information which it deems appropriate to propose to the Board of Directors for consideration including the consent letter of the person nominated as a director if selected.



G-ABLE PUBLIC COMPANY LIMITED
127/30 Panjathani Tower, 25th Floor, Nonsi Road,
Chong Nonsi, Yannawa, Bangkok 10120 Thailand
Company Registration No. 0107565000549

T +662 781 9000
F +662 681 0425
www.g-able.com

**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 isn't concealed, the Company will strikethrough it since such data is not required to be processed. The Company collects, uses, and discloses the personal data of shareholders following the Privacy Notice for Shareholders, and Directors, detailed on the Company's website <https://www.g-able.com/th/policy/privacy>*



G-ABLE PUBLIC COMPANY LIMITED
127/30 Panjathani Tower, 25th Floor, Nonsi Road,
Chong Nonsi, Yannawa, Bangkok 10120 Thailand
Company Registration No. 0107565000549

T +662 781 9000
F +662 681 0425
www.g-able.com

Consent Letter for Personal Data Processing

I,....., give consent to the G-Able 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 am (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	Place of work

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	



Person	Number of Shares
4. Juristic persons in clause 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 directors, executives, major shareholders and controlling persons of the Company (if any)

.....

I, Mr. Mrs., Ms....., a nominee to be elected as a director of the G-Able Public Company Limited, consent and acknowledge the 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 Director Nominee
 (.....)
 Date.....

Remarks: A shareholder must enclose the following evidence:

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 isn't concealed, the Company will strikethrough it since such data is not required to be processed. The Company collects, uses, and discloses the personal data of shareholders following the Privacy Notice for Shareholders, and Directors, detailed on the Company's website <https://www.g-able.com/th/policy/privacy>.*