

Criteria to propose subject matters to be included as the agenda and
qualified candidate to be nominated as the director for
the Annual General Shareholders' Meeting for the year 2022

Objective

Noble Development Public Company Limited ('the Company') fully embraces the importance of equitable and fairness treatment of all shareholders. To comply with good corporate governance practice, the Company provides the opportunity for the shareholders to propose subject matters to be included as the agenda, and qualified candidate to be nominated as the director for the Annual General Shareholders' Meeting for the year 2022, according to the company's criteria as follows:

Criteria

1. The Qualifications of Shareholder

The shareholders who wish to propose subject matters to be included as the agenda or qualified candidate to be nominated as the director must have continuously held the Company's shares, at least 5% of total outstanding shares, either individually or collectively, for a continuous period of at least 12 months from the holding date until the proposed date.

2. Proposing subject matters to be included as the agenda

2.1 The shareholders who fulfill requirement qualifications in Clause 1 shall submit the Form to propose subject matters to be included as the agenda for the Annual General Shareholders' Meeting for the year 2022 (Form A) and enclose the following documents:

- Evidence of shareholding such as the certified letter of the securities company or other evidences certified by the Thailand Securities Depository Company Limited or the Stock Exchange of Thailand
- Evidence of Identification such as (a) for ordinary person must enclose certified true copy of identification card or passport (in case of foreigner), (b) for juristic person: *Juristic Person Registered in Thailand* must enclose the certified true copy of the Affidavit, certified by the Ministry of Commerce not later than 1 months, signed by the authorized director(s) as shown in the Affidavit, affixed the company seal (if any) and certified true copy of identification card or passport (in case of foreigner) of the authorized directors who sign the Form A. : *Juristic Person Registered in Foreign Countries* must enclose the certified true copy of the Affidavit, the Affidavit must be certified by the Notary Public officer and by authorized government official, issued not later than 1 months by the government authority that has juristic power in the country where the juristic person is domiciled, signed by the authorized director(s) as shown in the Affidavit, affixed the company seal (if any) and certified true copy of identification card or passport (in case of foreigner) of the authorized directors who sign the Form A.

- Other additional supporting documents that considered useful considerations (if any).

Please submit the form and documents to the Company within **December 31, 2021** to this following address

Company Secretary

Noble Development Public Company Limited

Noble Building, 1035 Ploenchit Road,

Lumpini, Pathumwan Bangkok 10330 Thailand

In case many shareholders aggregate to propose subject matters to be included as the agenda and possess all qualifications in Clause 1, each shareholder must affix his/her names as evidence, and submit the evidence of shares' held, support documents (if any) all together into one set, and subscribe all the names to appoint one person (1 name) hereinafter referred to as "contact person". If the Company contacts this "contact person", it shall be deemed that the Company contacts all shareholders who have affixed their names.

In case the shareholders propose more than one subject matters to be included as the agenda, the shareholders must fill Form A separately (one Form A per one agenda), and affix their names as evidence completely.

2.2 To compose an effective Annual General Shareholders' Meeting, the company reserves the right not to include the following subject matters as the agenda:

- A proposal that violates applicable laws, notifications, codes, rules, and regulations of the government agencies, or regulatory or involved agencies, or actions not in compliance with the Company's objectives, Articles of Association, the resolution of shareholders' meeting, and good corporate governance policy.
- A proposal that is beyond the control of the Company.
- A proposal that is unlikely to be beneficial to the Company operations.
- A proposal that is within the management authority of the Company, except those matters which will significantly affect the shareholders in general.
- A proposal that is routine or related to normal business operation.
- A proposal that the shareholders who do not possess all required qualification.
- A proposal that provide information that is incomplete, incorrect, or having inaccurate statement, ambiguous proposal, and unable to contact the shareholder or unable to propose within the time limit.
- A proposal that the company has already operated.
- A proposal, as stipulated by laws, for consideration at Annual General Shareholders' Meeting, which has already been included as the agenda by the Company.

2.3 The above proposal by the shareholders shall meet scrutiny by independent directors before further submission to the Board of Directors for consideration. The proposal, under approval by the Board of Directors, will be included as the agenda for the Annual General Shareholders' Meeting for the Year 2022. For the proposal disapproved by the Board of Directors, the Company will inform the shareholders with reasons of the Board's disapproval through the Company's website or other appropriate communication channels.

2.4 The company reserves the rights not to propose subject matters to be included as the agenda in Annual General Meeting agenda if the shareholders do not completely fill the form or not enclose evidences regarding their identities and shareholdings according to the company's requirement or the shareholders do not meet the qualifications of shareholder.

3. Procedure to propose qualified candidate to be nominated as the director

3.1 The shareholders who possess qualification according to Clause 1 of the criteria may propose qualified candidate to be nominated as the director by fill in the Form to propose qualified candidate to be nominated as the director for the Annual General Shareholders' Meeting for the year 2022 (Form B) and affix the nominee's signature and enclose the following documents:

- Evidence of shareholding such as certified letter of the securities company or other evidences certified by the Thailand Securities Depository Company Limited or Stock Exchange of Thailand
- Evidence of Identification such as (a) for ordinary person must enclose certified true copy of identification card or passport (in case of foreigner), (b) for juristic person: Juristic Person Registered in Thailand must enclose the certified true copy of the Affidavit, certified by the Ministry of Commerce not later than 1 months, signed by the authorized director(s) as shown in the Affidavit, affixed the company seal (if any) and certified true copy of identification card or passport (in case of foreigner) of the authorized directors who sign the Form B : *Juristic Person Registered in Foreign Countries* must enclose the certified true copy of the Affidavit, the Affidavit must be certified by the Notary Public officer and by authorized government official, issued not later than 1 months by the government authority that has juristic power in the country where the juristic person is domiciled, signed by the authorized director(s) as shown in the Affidavit, affixed the company seal (if any) and certified true copy of identification card or passport (in case of foreigner) of the authorized directors who sign the Form B.
- Complete Detail of qualified candidate to be nominated as the director Form (Form C), affix name of nominated person as evidence of consent and certified true copy of related documents from nominated person such as of identification card, house registration, marriage registration (if any), education certification, seminar/training certification, 1- inch or 2-inch front view photo.

Please submit the form and documents to the Company within **December 31, 2021** to this following address

Company Secretary

Noble Development Public Company Limited

Noble Building, 1035 Ploenchit Road

Lumpini, Pathumwan Bangkok 10330 Thailand

In case many shareholders aggregate to propose qualified candidate to be nominated as the director, each shareholder must affix his/her names as evidence, and submit the evidence of shares' held, support documents (if any) all together into one set. The shareholders shall appoint the same person as a "contact person". If the Company contacts this "contact person", it shall be deemed that the Company contacts all shareholders who have affixed their names.

In case the shareholders propose more than one qualified candidate to be nominated as the director, the shareholders must fill in Form B separately (One Form B per One nominee), together with **Detail of qualified candidate to be nominated as the director Form (Form C)** and affix their names as evidence completely.

3.2 The qualified candidate to be nominated as the director must possess required qualifications and having none of the forbidden qualification according to the following:

- Possess authentic qualification and are not prohibited person under the Public Limited Company Act, the Securities and Exchange Act, related rule and regulations, and good corporate governance policy.
- Having no conflict of interest with the company by either carry on a business or being a partner in a general partnership or being an unlimited liabilities partner in a limited partnership or a director in other private or public company, which carry on the same business nature or in competition with the business of the company, neither for self-benefit nor benefit of anyone else

3.3 The Nomination committee will consider, scrutinize, and select the qualified candidate who provides information and evidences that is complete, correct, and sufficient, to be nominated as the director. The qualified candidate to be nominated as the director approved by the Board of Directors will be included in the election of the Company's director agenda of the Annual General Shareholders' Meeting for the Year 2022. Those who are nominated but are not approved by the Board of Directors, the Company will inform the shareholders with reasons of the Board's disapproval through the Company's website or other appropriate communication channels.

3.4 The company reserves the rights not to propose any qualified candidates for the director nomination in the cases that the shareholders and the nominees for the director nominations do not complete the form or enclosed incomplete evidences of the shareholders and the nominees; the shareholders and the nominees for the director are disqualified.

Noble Development Public Company Limited
Form to propose subject matters to be included as the agenda for
the Annual General Shareholders' Meeting for the year 2022

(1) I/We, Mr./Mrs./Miss..... am/are (a) shareholder(s) of Noble Development Public Company Limited, holding the total number of.....shares, residing at Road..... Sub-District District Province Postal Code..... Telephone no..... Email.....

(2) would like to propose subject matters to be included as the agenda for the Annual General Shareholders' Meeting for the year 2022

Subject

Reason.....

Additional supporting (if any) has been certified true copy of total amount..... pages

(3) I/We, here appoint Mr./Mrs./Miss.....as contact person to contact with the Company according to the company's criteria.

I hereby certify that the statements in this document and in the supplementary documents are true and correct in all respects.

Signed.....Shareholder

(.....)

Date.....

Remark: Enclosed evidences must include:

- (1) Evidence of shareholding, such as the certified certificate letter of the securities company or other evidences certified by the Thailand Securities Depository Company Limited or the Stock Exchange of Thailand.
- (2) Evidence of Identification such as (a) for ordinary person must enclose certified true copy of identification card or passport (in case of foreigner), (b) for juristic person: Juristic Person Registered in Thailand must enclose the certified true copy of the Affidavit, certified by the Ministry of Commerce not later than 1 months, signed by the authorized director(s) as shown in the Affidavit, affixed the company seal (if any) and certified true copy of identification card or passport (in case of foreigner) of the authorized directors who sign the Form A. : *Juristic Person Registered in Foreign Countries* must enclose the certified true copy of the Affidavit, the Affidavit must be certified by the Notary Public officer and by authorized government official, issued not later than 1 months by the government authority that has juristic power in the country where the juristic person is domiciled, signed by the authorized director(s) as shown in the Affidavit, affixed the company seal (if any) and certified true copy of identification card or passport (in case of foreigner) of the authorized directors who sign the Form A.
- (3) Name changing evidence must be provided with signature to certify true copy in case shareholder has changed name or surname.

Noble Development Public Company Limited
Form to propose qualified candidate to be nominated as the director
for the Annual General Shareholders' Meeting for the year 2022

(1) I/We, Mr./Mrs./Miss..... am/are (a) shareholder(s) of Noble Development Public Company Limited, holding the total number of.....shares, residing at Road..... Sub-District District Province Postal Code..... Telephone no..... Email.....

(2) would like to propose Mr./Mrs./Miss..... to qualified candidate to be nominated as the director for the Annual General Shareholders' Meeting for the year 2022, who is fully qualified and does not have any prohibited characteristics in accordance with the Company's criteria, hereunder affixed my signature as an evidence in "**Detail of qualified candidate to be nominated as the director Form (Form C)**" and certified true copy of additional supporting (if any) total amount.....pages. All documents and information are certified and correct, I hereby consent the disclosure.

(3) I/We, here appoint Mr./Mrs./Miss.....as contact person to contact with the Company according to the company's criteria.

I hereby certify that the statements in this document and in the supplementary documents are true and correct in all respects.

Signed.....Shareholder

(.....)

Date.....

Remark: Enclosed evidences must include:

- (1) Evidence of shareholding, such as the certified certificate letter of the securities company or other evidences certified by the Thailand Securities Depository Company Limited or the Stock Exchange of Thailand.
- (2) Evidence of Identification such as (a) for ordinary person must enclose certified true copy of identification card or passport (in case of foreigner), (b) for juristic person: Juristic Person Registered in Thailand must enclose the certified true copy of the Affidavit, certified by the Ministry of Commerce not later than 1 months, signed by the authorized director(s) as shown in the Affidavit, affixed the company seal (if any) and certified true copy of identification card or passport (in case of foreigner) of the authorized directors who sign the Form B : *Juristic Person Registered in Foreign Countries* must enclose the certified true copy of the Affidavit, the Affidavit must be certified by the Notary Public officer and by authorized government official, issued not later than 1 months by the government authority that has juristic power in the country where the juristic person is domiciled, signed by the authorized director(s) as shown in the Affidavit, affixed the company seal (if any) and certified true copy of identification card or passport (in case of foreigner) of the authorized directors who sign the Form B.
- (3) Complete Detail of qualified candidate to be nominated as the director Form (Form C) , affix name of nominated person as evidence of consent and certified true copy of related documents from nominated person such as of identification card, house registration, marriage registration (if any), education certification, seminar/training certification, 1- inch or 2-inch front view photo.
- (4) Name changing evidence must be provided with signature to certify true copy in case shareholder has changed name or surname.

Noble Development Public Company Limited**Detail of qualified candidate to be nominated as the director Form**

I/We, Mr./Mrs./Miss....., as the person to qualified candidate to be nominated as the director of Noble Development Public Company Limited as of

I hereby certify that

1. I am fully qualified according to the law governing the limited public companies, the law governing securities and other related laws, the regulations of the Stock Exchange of Thailand and the regulations of the Securities and Exchange Commission or other relevant laws have been specified in the qualification and scope of work of the Board of Directors.

2. I understand in scopes and responsibilities of the director according to the company's rules and regulations.

3. I understand in the Code of Best Practice for Directors of Listed Companies issued by the Stock Exchange of Thailand.

I have enclosed herewith my detail as follows;

1) I/We, Mr./Mrs./Miss.....
 Date of Birth.....Nationality.....Status.....
 residing at Road..... Sub-District
 District Province Postal Code.....
 Telephone no..... Email.....

2) Number of shareholdings in Noble Development Public Company Limitedshares

3) Academic Background (Bachelor's degree)

3.1 Institution.....Education.....
 Major.....year of graduation.....

3.2 Institution.....Education.....
 Major.....year of graduation.....

3.3 Institution.....Education.....
 Major.....year of graduation.....

3.4 Institution.....Education.....
 Major.....year of graduation.....

3.5 Institution.....Education.....
 Major.....year of graduation.....

- 4) Related training programs held by the Thai Institute of Directors Association
 - 4.1 Name of Program.....Year of attendance.....
 - 4.2 Name of Program.....Year of attendance.....
 - 4.3 Name of Program.....Year of attendance.....
 - 4.4 Name of Program.....Year of attendance.....
 - 4.5 Name of Program.....Year of attendance.....
- 5) Position in other companies (Please specify all companies)
 - 5.1 Company.....Position.....
Address.....Telephone.....
 - 5.2 Company.....Position.....
Address.....Telephone.....
 - 5.3 Company.....Position.....
Address.....Telephone.....
 - 5.4 Company.....Position.....
Address.....Telephone.....
 - 5.5 Company.....Position.....
Address.....Telephone.....
- 6) Experience
 - 6.1 Company.....Period.....
Position.....
 - 6.2 Company.....Period.....
Position.....
 - 6.3 Company.....Period.....
Position.....
 - 6.4 Company.....Period.....
Position.....
 - 6.5 Company.....Period.....
Position.....
- 7) Spouse's name-surname.....Age.....years
Number of shareholdings in Noble Development Public Company Limitedshares
- 8) Minor Children
 - 8.1 Name.....Age.....years
Number of shareholdings in Noble Development Public Company Limitedshares
 - 8.2 Name.....Age.....years
Number of shareholdings in Noble Development Public Company Limitedshares
 - 8.3 Name.....Age.....years
Number of shareholdings in Noble Development Public Company Limitedshares

8.4 Name.....Age.....years
Number of shareholdings in Noble Development Public Company Limitedshares
8.5 Name.....Age.....years
Number of shareholdings in Noble Development Public Company Limitedshares

I agree and accept the nomination as a qualified candidate for the director of the Company and certify that all information and all supplementary documents are true and correct and I hereby consent to the disclosure of the attached information and evidence. In witness whereof, I therefore sign my name as evidence below.

Signed.....Candidate
(.....)
Date.....

- Remark: Enclosed evidences must include:
- (1) A copy of identification card
 - (2) A copy of house registration
 - (3) A copy of marriage registration (if any)
 - (4) A copy of education certification
 - (5) 1- inch or 2-inch front view photo
 - (6) Evidence of shareholding, such as the certified certificate letter of the securities company or other evidences certified by the Thailand Securities Depository Company Limited or the Stock Exchange of Thailand.