

Criteria for shareholders to propose agenda and nominee to be elected as Director

For the 2025 Annual General Meeting of Shareholders

1. Objective

News Network Corporation Public Company Limited (the "Company") has implemented a policy to the shareholders' right and equitable treatment of shareholders in accordance with the Good Corporate Governance policy. The Company would like to invite shareholders to propose and matter considered important and truly beneficial to the Company as agenda for the 2025 Annual General Meeting of Shareholders and nominee to be elected as director prior to the meeting. The criteria are as follows:

2. Criteria

2.1 The qualifications of shareholders who have the right to propose matters to be included in the agenda and/or propose the names of persons to be selected as directors of the Company in advance at the 2025 Annual General Meeting of Shareholders of the Company must have the following qualifications:

2.1.1 Being one or more shareholders who hold shares and have voting rights totaling not less than 5 percent of the total number of shares with voting rights of the Company.

2.1.2 Being a shareholder of the Company on the date of proposing the matter to be included in the agenda of the meeting and/or proposing the name of a person to be considered for selection as a director of the Company and must be a shareholder whose name appears in the shareholder register in the proportion specified in Section 2.1.1 on the date specified by the Board of Directors (Record Date).

2.2 Documents to be submitted to the Company, together with the proposal form for inclusion in the meeting agenda and/or the form for nominating individuals to be considered for selection as directors of the Company.

2.2.1 Evidence of shareholding includes share certificates or shareholding certificates from a securities company (broker) or from the Thailand Securities Depository Co., Ltd. In the case of copies, a signature must be signed to certify that the copies are correct.

2.2.2 Evidence of shareholder identification

1) In the case where the shareholder is a natural person

- A copy of the shareholder's ID card or government official ID card or driver's license or passport (in the case of foreigners) that has not expired, with a signature certifying that the copy is correct.
- A copy of evidence of change of title, name, surname, with a certified true copy (in the case of a change of title, name, surname)

- In the case of an agenda proposed by several shareholders, each shareholder must fill in their details and sign their name to include it in the agenda for the general shareholders' meeting and/or the form for proposing a list of persons to be elected as directors of the company, including the identification documents of each shareholder completely. In this regard, fill in the name of the shareholder whom each shareholder has designated as a representative to be contacted, 1 name, and the company's contact with the person assigned shall be considered as contacting all shareholders.

2) In the case where the shareholder is a juristic person

- A copy of the certificate of incorporation, not older than 3 months, certified as correct by an authorized person of the juristic person.
- A copy of the national ID card or government official ID card or driver's license or passport (in the case of foreigners) that has not expired of the authorized person of the juristic person, with a signature certifying that the copy is correct.

3. Proposing the agenda

3.1 Shareholders who meet the above criteria can propose matters for consideration as an agenda by filling out the "Form for Proposing Matters to be Include as Agenda for the General Shareholders' Meeting" together with complete and relevant supporting documents, clearly stating whether it is a matter to be proposed for acknowledgement, consideration or approval, as the case may be.

3.2 In order to ensure that the meeting is conducted efficiently, the Company reserves the right not to include the following matters in the meeting agenda:

- 3.2.1 Matters specified in Section 89/28 of the Securities and Exchange Act B.E. 2008 as amended*
- 3.2.2 Matters that are contrary to laws, announcements and regulations of government agencies or agencies that supervise the Company or are not in accordance with the objectives, regulations, resolutions of the shareholders' meeting and good corporate governance of the Company.
- 3.2.3 Matters that the Company has already taken action on.
- 3.2.4 Matters in which shareholders provide incomplete or incorrect information, or are unable to be contacted, or do not comply with the criteria set by the Company.
- 3.2.5 Matters that are for the benefit of a particular person or group of persons.

Note: * Matters specified in Section 89/28 of the Securities and Exchange Act B.E. 2551 as amended include:

- (1) It is a matter that does not comply with the criteria specified in paragraph one (a single shareholder or shareholders who hold shares in aggregate not less than five percent of the total number of voting shares of the Company);
- (2) It is a matter related to the Company's normal business operations and the facts stated, where the shareholders do not show any reason to suspect the irregularity of such matter;
- (3) It is a matter beyond the Company's authority to carry out to achieve the desired results;
- (4) It is a matter that shareholders have already proposed to the shareholders' meeting for consideration within the past twelve months and such matter has been supported by a resolution with less than ten percent of the total voting rights of the Company, unless the facts in the new submission have changed significantly from the facts at the time of the submission to the previous shareholders' meeting;
- (5) any other case as announced by the Securities and Exchange Commission;

4. Submission of names of persons to be considered for selection as directors of the company.

4.1 Has all the qualifications and is not a prohibited characteristic according to the following items:

4.1.1 Public Limited Companies Act

4.1.2 Securities and Exchange Act

4.1.3 Related rules, regulations, orders or announcements issued by the Securities and Exchange Commission, the Capital Market Supervisory Board and the Stock Exchange of Thailand.

4.1.4 Company regulations

4.2 Be a person with knowledge, ability, honesty, integrity and ethics in business operations.

4.3 Able to perform duties to the fullest extent and regularly attend the Board of Directors' meetings.

4.4 Can hold a director position in no more than 5 listed companies.

5. Period and channels for proposing meeting agendas and/or names of persons to be selected as directors of the company.

Shareholders who are fully qualified under Section 2 must prepare a letter to propose the agenda and/or list of persons to the Board of Directors using the form to propose matters to be included as agendas and to propose the list of persons to be considered for selection as directors of the Company by sending the matter unofficially to the e-mail address: ir@newsnetwork.co.th before sending the original to the Board of Directors later at the address below. In this regard, the shareholders must send the original with their signature as evidence, which can be sent to the Company from **16 December 2024 – 31 January 2025** to allow the Board of Directors sufficient time to consider the meeting agenda.

Send documents to: News Network Corporation Public Company Limited, No. 944, Mitrtown Office Tower, 28th Floor, Room No. 2807-2810, Rama IV Road, Wang Mai Subdistrict, Pathum Wan District, Bangkok 10330.

6. The operation of the board of directors after receiving the matter and list of persons from shareholders.

6.1 The Board of Directors will consider the appropriateness of the agenda to be presented to the shareholders' meeting. Matters approved by the Board of Directors will be included in the agenda for the shareholders' meeting. The Company will notify in the meeting invitation letter that they are agendas set by the shareholders, along with the opinions of the Board of Directors. For matters not approved by the Board of Directors, the Company will send a letter informing the shareholders of the resolution of the Board of Directors' meeting, along with reasons, and will notify them again at the general shareholders' meeting.

6.2 The Nomination and Remuneration Committee will consider the suitability of the persons nominated for selection as directors of the Company in order to propose to the Board of Directors. For persons who are approved by the Board of Directors, the Company will include their names as persons nominated for election as directors of the Company in the shareholders' meeting. The Company will specify in the meeting invitation letter that they are nominated by the shareholders, along with the opinions of the Board of Directors. For persons who are not approved by the Board of Directors, the Company will send a letter informing the shareholders of the resolution of the Board of Directors' meeting.

Form for proposing matters to be included in the agenda of the general shareholders' meeting

Date

1. General information

Name (Mr./Mrs./Miss).....

workplace.....

Current address (where you can be contacted).....

Tel. Fax.

E-mail address

2. Number of shares held Shares as of.....

3. Agenda to be proposed

.....
.....

objective () To consider () For your information () To approve

Details: Please state the facts and reasons for the proposed agenda, and attach supporting documents (if any).

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4. I hereby authorize the shareholder Mr./Mrs./Miss..... to be the shareholder assigned by me in accordance with the criteria in Section 2.2.2.

I hereby certify that the information in this Agenda Proposal Form, the shareholding evidence and additional supporting documents are correct, complete and true in all respects and consent to the Company disclosing such information or supporting documents.

Signed.....Shareholder

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note

Documents that shareholders must attach with the proposal to be included in the agenda of the meeting

1. Evidence of shareholding includes:

() A certificate from a securities company or other evidence from the Stock Exchange of Thailand, the Securities Depository Center (Thailand) or the custodian, or a copy of the share certificate with a signature certifying that the copy is correct.

2. Proof of identity includes:

() In the case of a shareholder being an individual, a copy of the national ID card or passport (in the case of a foreigner) must be attached, along with a signature certifying that the copy is correct.

() In the case where the shareholder is a juristic person, a copy of the certificate of juristic person and a copy of the national ID card or passport (in the case of a foreigner) of the authorized signatory who signed the agenda proposal form must be attached, with a certified true copy.

Form for nominating individuals to be considered for election as directors of the company

Date

1. General information

Name (Mr./Mrs./Miss).....

workplace.....

Current address (where you can be contacted).....

Tel. Fax.

E-mail address

2. Number of shares held shares as of date.....

Duration of holding shares..... years

3. I would like to propose a name.

(Mr./Mrs./Miss).....Age.....years

To be considered for selection as a director of the company, where the said person has all the qualifications and does not have any prohibited characteristics according to the criteria and has evidence of consent of the nominated person, along with supporting documents for consideration of qualifications, including education and work history, and additional supporting documents that have been signed to certify their correctness.

4. I hereby authorize the shareholder Mr./Mrs./Miss to be the shareholder assigned by me in accordance with the criteria in Section 2.2.2.

I hereby certify that the information in the form for nominating a person to be considered for election as a director of the Company, evidence of shareholding, and supporting documents are correct, complete, and true in every respect, and I consent to the Company disclosing such information or documents.

Signed.....Shareholder

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note

Documents that shareholders must attach with their request to nominate persons to be considered for election as directors of the company

1. Evidence of shareholding, including:

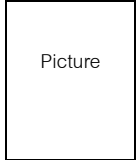
- () Certificate from the securities company or other evidence from the Stock Exchange of Thailand, the Securities Depository Center (Thailand) or the custodian, or a copy of the share certificate with a signature certifying that the copy is correct.

2. Evidence of identity, including:

- () In the case of a shareholder who is a natural person, a copy of the national ID card or passport (in the case of a foreigner) must be attached, with a signature certifying that the copy is correct.

- () In the case of a juristic person, a copy of the certificate of juristic person and a copy of the national ID card or passport (in the case of a foreigner) of the authorized signatory who signed the form for nominating a person to be considered for election as a company director must be attached, with a signature certifying that the copy is correct.

**Information Form of Persons Nominated
for Consideration for Election as Directors of the Company and Letter of Consent**



1. General information (Please attach a copy of your ID card or passport that has not expired and a certified true copy)

Name-Surname (Thai).....
 Name-Surname (English).....
 Nationality..... Date/Month/Year of Birth:AgeYear
 House No.Road.....Sub-district/District.....
 District/Area.....Province.....
 Home/Work Telephone Number.....Mobile Phone Number.....
 E-mail address

2. Educational qualifications (please attach a copy of educational evidence with a certified true copy)

<input type="checkbox"/> Below bachelor's degree	<input type="checkbox"/> Bachelor's degree	<input type="checkbox"/> Higher than bachelor's degree
Year	institution	Field of Study
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3. Work history (Please attach your work history with a certified true copy)

Year	company	position
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.....
.....

4. Responsibilities in current position

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5. Number of securities held in News Network Corporation Public Company Limited (including spouse and minor children, as well as juristic persons in which the person or spouse or minor children hold shares exceeding 30 percent of the total voting rights of such juristic persons)

Common shares, number of shares

6. Direct/indirect interest (Please specify the nature of the report and nature of the interest along with the value of the item)

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7. Supporting documents certified by the nominated person

- 1) Copy of ID card
- 2) Copy of house registration
- 3) Copy of passport (in case of foreigners)
- 4) Copy of proof of educational qualifications
- 5) Certificate of employment from the current or most recent workplace

I..... acknowledge and consent to be nominated for election as a director of News Network Corporation Public Company Limited at the 2025 Annual General Meeting of Shareholders and hereby certify that my information above and the supporting documents submitted herewith are correct, complete, true, and do not omit any essential information that should be disclosed. I also certify that I have the qualifications and do not have any prohibited characteristics under the Public Limited Company Act, the Securities and Exchange Act, the Company's regulations and related regulatory agencies, and the Company's good corporate governance, including the criteria in Section 4. If I am selected by the Board of Directors to be nominated to the Shareholders' Meeting, I will fully cooperate with the Company and comply with the Company's regulations.

..... Nominated Person

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Date.....