

**Criteria for shareholders to nominate the qualified person to be elected as Director to the  
Annual General Meeting of Shareholders for the year 2025**

**Objective:**

In accordance with recommended best practices per “The Principles of Good Corporate Governance for Listed Companies” and to ensure that all shareholders are equitably treated, Everland Public Company Limited (the “Company” or “EVER”) should facilitate shareholders to nominate the qualified person for election as Director to the Annual General Meeting of Shareholders for the year 2025 (“AGM”). The Company has established the criteria and procedures for consideration of the qualified candidate for the election as Director as follows:

**Criteria for shareholders to nominate the qualified person to be elected as Director:**

1. Being a shareholder holding at least 5% of total shares of the Company (not less than 194.2 million shares).
2. A shareholder who wishes to nominate the qualified candidate to be elected as Director must hold shares as specified above on both of the dates which shareholder nominate the candidate for election as Director and on the book closure date of AGM.
3. A shareholder who wishes to nominate a Director must have the evidence of shares held, such as copies of certificate of shares held issued by Securities Company or any other certificates from the Stock Exchange of Thailand (SET) or Thailand Securities Depository Co., Ltd (TSD).
4. The nominated candidate for election as Director must possess the qualifications as follows:
  - (1) Qualified according to the Public Limited Companies Act, Securities and Exchange Act including other relevant laws and regulations and in accordance with the Good Corporate Governance Policy of the Company.
  - (2) Knowledgeable, possess good background experience, capable, independent to perform director’s duties with care and loyalty, and able to attend Directors’ meetings on a regular basis, as well as gender equity to be nominated as a director. However, the benefits of the Company are the most important consideration.
  - (3) Having knowledge in one or more of the following fields:
    - Having good knowledge, ability, and beneficial experiences in the area of property development, such as accountings, finances, strategy and business plan Management, etc.
    - Dedicated, and healthy mentally and physically, be of suitable age. The Candidate should attend the Directors’ meeting regularly, study meeting agendas in advance, and productively participate in the meeting in a straightforward manner. Reputable business persons of integrity and superb professional.
    - Good Corporate Governance.
  - (4) Holding position as a director in the maximum of 5 listed companies, including EA, and not in any competing business of the Company.
5. A shareholder who possesses the qualifications as above can submit the annexed form titled “Form to nominate the qualified person to be elected as Director” (“Form”)

6. A Shareholder can submit the Form and requisite information through email : [info@everland.co.th](mailto:info@everland.co.th) and send the original Form, duly signed, together with other supporting documents to the followings designated person within **31 December 2024**.

**Chairman of the Board**

Everland Public Company Limited

223/96 Country Complex Tower Building A 21<sup>st</sup>, Sanphawut Road,

Bangna Tai Sub-District, Bangna District, Bangkok 10260, Thailand

7. The Company will initially consider the nominated candidate's qualification before proposing to the AGM. The name of the qualified candidate, if approved by the Company, will be proposed to the AGM.
8. If a proposal is disapproved by the Company, the Company will post the reasons for refusal through the Company's website at [www.everland.co.th](http://www.everland.co.th) and/or any other appropriate information dissemination channels. **The decision of the Company shall be final.**

**The Shareholder who proposes the qualified candidate to be elected as Director must submit documents as follows:**

1. The evidence of shares held as of the proposal date, such as the statement or certificate of shareholding issued by the Securities Company or the Thailand Securities Depository Co., Ltd. (TSD) or the Stock Exchange of Thailand (SET) or copy of securities and certified true copies by such shareholder.
2. In case the shareholder is a person, please attach a copy of a valid ID card or passport (in case of nonresidents) and a certified true copy.
3. In case shareholder is a juristic person, please attach a copy of the company's affidavit/certificate of registration which has been issued by Department of Business Development Ministry of Commerce for not over than 3 months, or other equivalent agencies (for non-Thai juristic persons) and copy of identification card/passport (in case of non-Thai nationality) of authorized director must be enclosed, duly certified by the authorized director (s) who sign on the Form.
4. In case shareholder change title, name, or surname, the copy of evidence of those changes must be enclosed and certified true copy.
5. Other necessary documents.

**Form to nominate the qualified person to be elected as Director  
to the Annual General Meeting of Shareholders for the year 2025**

1. I am (Mr./Mrs./Miss) / We are .....  
being a shareholder of the Everland Public Company Limited (the "Company" or "EVER"),  
at ..... Soi ..... Road ..... Sub District .....  
District ..... Province ..... Zip Code .....  
Phone number ..... Email .....
2. On the date of this proposal, I am / We are shareholder of EVER with the total of ..... shares  
representing ..... % of total shares of the Company.
3. I / We would like to nominate (Mr./Mrs./Miss) ..... age ..... years,  
who is fully qualified and no forbidden qualification in accordance with these criteria for election to be the Company's  
director. The nominee has signed below as evidence of consent. The curriculum vitae of the nominee and other support  
documents have been enclosed and certified true copy on every page, total ..... pages.

I certify that all information written in this form, evidence of shareholding, and all other supporting documents are true and correct and allowing the Company to disclose all information and documents.

I / We have affixed my/our signature as evidence below.

Signature ..... (Shareholder)  
( ..... )  
Date .....

4. I am (Mr./Mrs./Miss) ....., the nominee for the election as Director.  
I consent and certify that I have full qualifications with no forbidden qualification according to the criterion of regulators.  
I agree to provide personal information, including acceptance for checking in personal qualifications with a related party.  
I hereby affix my signature as evidence thereof.

Signature ..... (Nominee)  
( ..... )  
Date .....