

GREEN40/2020

14<sup>th</sup> December 2020

Subject : Opportunity for Shareholders have the right to propose agenda and nominate candidates to be elected as Directors prior.

Attention : President  
Stock Exchange of Thailand

Green Resources Public Company Limited (GREEN) would like to inform that in order to comply with good corporate governance principles in respect of the rights of shareholders. GREEN has provided the shareholders an opportunity to propose the agenda. Also nominate persons to be elected as directors at the Annual General Meeting of Shareholders. For the Annual General Meeting of Shareholders for the year 2021, the shareholders can propose the above matters from 15<sup>th</sup> December 2020 – 31<sup>st</sup> January 2021, with details as attached. Which was published on the company's website at [www.greenresources.co.th](http://www.greenresources.co.th)

Please be informed accordingly.

Sincerely yours,

(Mr.Pipat Viriyamettakul)

Chief Executive Officer

**Proposing the Agenda and Name of the person to be elected as director**

**For the “GREEN” Annual General Meeting of Shareholders year 2021.**

**1. Objective**

Opportunity for Shareholders have the right to propose agenda and nominate candidates to be elected as Directors prior to the Annual General Meeting of Shareholders for the year 2021. This is part of the good corporate governance principles for equitable and fair treatment of all shareholders. GREEN Resources Public Company Limited has set criteria for shareholders to propose in advance both the agenda of the AGM and Name of the person to scrutinize the agenda that will truly benefit the company and select the qualified person for the Nomination and Remuneration Committee to consider and comment to the Board of Directors.

**2. Proposing the Agenda**

2.1 The shareholders who propose the agenda must be one or several shareholders holding GREEN at the date of proposing the agenda. Include not less than 5% of the total number of voting shares of the Company (not less than 40.90 million shares)

2.2 Shareholders who have qualified under Article 2.1 must fill out the “Form of Proposal for AGM agenda for GREEN year 2021” with documentary evidence. And send it to the company secretary or the E-mail address of the independent director : [info@greenresources.co.th](mailto:info@greenresources.co.th) starting from **December 15<sup>th</sup> 2020 - January 31<sup>st</sup> ,2021** for the Nomination and Remuneration Committee to scrutinize before proposing to the Board of Directors. This can be faxed unofficially to the number 02-504-5243 before.

In case several shareholders jointly propose the agenda of the shareholders' meeting. All shareholders must complete and sign a proposed agenda as well as evidence and send a package.

2.3 Matters not considered for inclusion in the agenda as follow :

2.3.1 Matters set forth in Section 89/28 of the Securities and Exchange Act BE 2551, as amended

- 2.3.2 A matter contrary to the laws, announcements and regulations of government agencies. Or regulatory authorities or does not comply with the rules and resolutions of the shareholders' meeting and good corporate governance.
- 2.3.3 The matter has already been implemented by the company.
- 2.3.4 The matter that the shareholders provide incomplete information or incorrect or can not be contacted or not follow the rules set by the company.
- 2.3.5 Possible subject matter for the benefit of any particular person or group of persons.
- 2.4 The matter approved by the Board of Directors will be included in the agenda, which will be announced in the invitation letter as an agenda item provided by the shareholders.
- 2.5 Matters which are not approved by the Board of Directors will be informed and explained in the AGM.

.....

\* The matters set forth in Section 89/28 of the Securities and Exchange Act BE 2551 amended as follows:

- 1) It is not according to the rules specified in the first paragraph. (One or more shareholders holding in aggregate. Not less than five percent of the total number of voting shares of the Company).
- 2) It is a matter relating to the conduct of the business of the company, and the facts cited by the shareholders do not express any suspicions about the irregularity of such matters.
- 3) It is beyond the control of the Company will achieve the results as desired.
- 4) It has been proposed by the shareholders to the shareholders' meeting for consideration in the past twelve months. The issue was supported by more than ten percent of the total rights of the company. Unless the facts of the new presentation have changed significantly from the facts at the time of the presentation to the previous shareholders' meeting.
- 5) Any other cases as prescribed by the Capital Market Commission.

### 3. Proposing the Name of the person

3.1 Shareholders to nominate directors to the shareholders of the Company as at the date of nomination.

3.2 Shareholders who have qualified under Article 3.1 must fill out the "Form of Proposal for AGM agenda for GREEN year 2020" with documentary evidence. And send it to the company secretary or the E-mail address of the independent director : [info@greenresources.co.th](mailto:info@greenresources.co.th) starting from **December 15<sup>th</sup> 2020 - January 31<sup>st</sup> ,2021** for the Nomination and Remuneration Committee to

scrutinize before proposing to the Board of Directors. This can be faxed unofficially to the number 02-504-5243 before.

3.3 The combined shareholders to nominate directors. All shareholders must fill out the "Nomination Director Form" and sign it as evidence and send it in the same package.

3.4 A person who has been nominated as a director and will be qualified as prohibitions as follow :

3.4.1 Have the right features and no prohibitions by Public limited company law, Securities and Exchange Law and Good Corporate Governance.

3.4.2 Knowledgeable and useful to the business of the company.

3.4.3 Should not be director more than 5 listed companies.

3.5 Person approved by the Board of Director. The names will be included in the agenda and will be announced in the meeting invitation letter as nominated by the shareholders.

แบบเสนอวาระการประชุมสามัญผู้ถือหุ้น GREEN ประจำปี 2564  
"Form of Proposal for AGM agenda for GREEN year 2021"

ข้าพเจ้า นาย/นาง/นางสาว.....เป็นผู้ถือหุ้นของ  
I/We Mr./Mrs./Miss Being a shareholder of

บริษัท กรีน รีซอร์สเซส จำกัด (มหาชน) จำนวน.....หุ้น ที่อยู่ เลขที่.....  
Green Resources Public Company Limited / amounting of shares Address No.

ถนน.....ตำบล/แขวง .....อำเภอ/เขต.....  
Road Sub-District District

จังหวัด.....โทรศัพท์.....โทรสาร.....  
Province Tel : FAX :

E-mail (ถ้ามี) .....

ข้าพเจ้ามีความประสงค์ขอเสนอวาระการประชุมสามัญผู้ถือหุ้นประจำปี 2564 ดังนี้  
I would like to propose the agenda of the Annual General Meeting of Shareholders for the year 2021 as follows:

เรื่องที่เสนอ : .....  
Subject to propose:

วัตถุประสงค์ :  เพื่อพิจารณา  เพื่อทราบ  
Objective : For consider and approve For Acknowledgement

โดยมีเหตุผลและรายละเอียด ดังนี้  
The reasons and more details below.

.....  
.....  
.....

และมีเอกสารประกอบเพื่อสนับสนุนข้อเสนอดังกล่าว จำนวน ..... แผ่น  
And documentation to support the above proposal. Amount sheet

ข้าพเจ้าขอรับรองว่าข้อความข้างต้น หลักฐานการถือหุ้น และเอกสารประกอบทั้งหมดถูกต้องทุกประการและยินยอม  
ให้บริษัทเปิดเผยข้อมูลหรือเอกสารหลักฐานดังกล่าวได้ จึงลงลายมือชื่อไว้เป็นหลักฐาน

I hereby certify that the above statement. Evidence of shareholding and all supporting documents are correct and allow the  
Company to disclose such information or documents and sign it as evidence.

ลงลายมือชื่อ.....ผู้ถือหุ้น  
Signature shareholder  
(.....)  
วันที่.....

หมายเหตุ : ผู้ถือหุ้นต้องแนบหลักฐาน ดังนี้

- 1.หลักฐานการถือหุ้น ได้แก่ สำเนาใบที่รับรองสำเนาถูกต้อง หรือหนังสือรับรองจากบริษัทหลักทรัพย์ หรือหลักฐานอื่นจากตลาดหลักทรัพย์ฯ หรือบริษัทศูนย์ฝากหลักทรัพย์ (ประเทศไทย) จำกัด
  - 2.ในกรณีที่ผู้ถือหุ้นเป็นนิติบุคคล ต้องแนบสำเนาหนังสือรับรองนิติบุคคล และสำเนาบัตรประจำตัวประชาชน / หนังสือเดินทาง (กรณีเป็นชาวต่างชาติ) ของกรรมการผู้มีอำนาจที่ลงนามในแบบฟอร์มนี้ และรับรองสำเนาถูกต้อง
  - 3.ในกรณีที่ผู้ถือหุ้นเป็นบุคคลธรรมดา ต้องแนบสำเนาบัตรประจำตัวประชาชน / หนังสือเดินทาง (กรณีเป็นชาวต่างชาติ) และรับรองสำเนาถูกต้อง
  - 4.ในกรณีที่ผู้ถือหุ้นมีการแก้ไขคำนำหน้าชื่อ ชื่อตัว ชื่อสกุล จะต้องแนบสำเนาหลักฐานการเปลี่ยนแปลงดังกล่าว และรับรองสำเนาถูกต้อง
- \*\*ในกรณีที่เสนอวาระการประชุมมากกว่า 1 วาระ ให้ใช้สำเนาแบบฟอร์มนี้ และกรอกข้อมูลพร้อมทั้งลงลายมือชื่อให้ครบถ้วน

Remark: Shareholders must attach the following evidence:

1. Proof of shareholding is a certified copy of the share certificate. Or a certificate from a securities company Or other evidence from the SET. Or Thailand Securities Depository Co., Ltd.
2. In case the shareholder is a juristic person A copy of corporate affidavit must be attached. And a copy of your ID card / passport (In case of a foreigner) of the authorized director signing this form and duly certified
3. If the shareholder is an individual. A copy of ID card / passport (In case of foreigner) and duly certified.
4. In case the shareholder has to amend the prefix, the name, surname, first name must be accompanied by a copy of the evidence of such change. and duly certified.

\*\* If more than one agenda item is proposed, use this form. And fill out the information and sign it completely.