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Thai Wacoal Public Company Limited

Criteria for Shareholders to Propose Agenda and/or Nominate Candidates to be Elected as Directors for 2027 Annual General Meeting of Shareholders

1. Objective

Thai Wacoal Public Company Limited recognizes the rights and equitable treatment of shareholders in accordance with the principles of good corporate governance. Accordingly, the Company provides an opportunity for shareholders to propose matters deemed beneficial to the Company for consideration and inclusion as meeting agendas, and/or to nominate candidates to be elected as directors in advance of the 2027 Annual General Meeting of Shareholders (AGM). The criteria and guidelines for such proposals are as follows:

2. Qualifications of Shareholder

The shareholder eligible to propose the AGM agenda and/or to nominate candidates to be elected as directors must possess the qualifications required by law as follows:

1. Representing one single shareholder or several shareholders at the date proposing the agenda and/or at the date nominating the candidate.
2. Holding a minimum of 5 percent shares of the Company's total number of voting rights or not less than 6,000,000 shares.

3. Proposal of the AGM Agenda

3.1 Such item the Company reserves the rights not to include as meeting agenda

(1) The item proposed by shareholders who are not completely qualified, or not having complete and correct information or evidence, or failing to submit within the time specified;

(2) The item relating to normal business operation of the Company, whereby no allegation could be justified as to the irregularities of such operations;

(3) The item lying beyond the authority of the Company to so proceed;

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(4) The item previously proposed by the shareholder to Shareholders' Meeting during the past 12 months which had received the support of less than 10 percent of total voting rights of the Company, except only in such case where new information significantly different from those submitted earlier arise;

(5) The item violating the laws, rules, regulations of any government agencies or other government authorities supervising the Company, or not complying with the objective, the Company's Articles of Association, the shareholders' resolution and good corporate governance practices of the Company;

(6) The item already implemented by the Company;

(7) Other items in accordance with the announcement by The Capital Market Supervisory Board.

3.2 <u>Proposal Procedure</u>

The shareholder possessing all qualifications required by the criteria may propose the AGM agenda, by taking the following procedures:

(1) Fill in "Form for Agenda Proposal for 2027 Annual General Meeting of Shareholders" (Form A) with his/her signature and attach required documents as stated above.

(2) In case a group of shareholders has collectively proposed AGM agenda to the Board, each shareholder must fill in Form A and sign their names as evidence separately together with attach required documents as stated above, before being compiled together into one set. A representative of the group should be selected to act as a contact person for the group, whereby his or her contact address and telephone number should be specified for further contact and information purpose.

(3) In case a shareholder has proposed more than 1 AGM agenda to the Board, the shareholder must fill in Form A (1 Form A per 1 Agenda) and sign his/her name together with attach required documents as stated above, before being compiled together into one set.

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(4) Send Form A together with required documents to the channel specified by the Company (see item 5) within the timeframe specified (see item 6).

3.3 Screening Procedure

(1) The Company Secretary will initially review the proposal. If the information provided by the shareholder is incomplete or incorrect, the Company Secretary will notify the shareholder to revise them accordingly. If the information and document is complete and correct, the Company Secretary will then submit the proposal to the Board of Directors whose decision shall be deemed final.

(2) The proposal already approved by the Board of Directors shall be included in the agenda of the 2027 AGM notice, accompanied by the opinion of the Board of Directors.

(3) The proposal disapproved by the Board of Directors shall be informed to the shareholders at the AGM accordingly, accompanied by the reason of the Board's disapproval in the AGM notice.

In the case that the shareholders' meeting agrees 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 proposal shall be included in the agenda for the next shareholders' meeting.

4. Nomination of Candidate for Directorship

4.1 Proposal Procedure

The shareholder possessing all qualifications required by the criteria may nominate candidates to be elected as directors, by taking the following procedures:

(1) Fill in "Form for the Nomination of Candidate to be Elected as Director for 2027 Annual General Meeting of Shareholders" (Form B) with his/her signature and attach required documents as stated above.

(2) In case a group of shareholders has collectively nominated candidate to the Board, each shareholder must fill in Form B and sign their names as evidence separately together with attach required documents as stated above,

before being compiled together into one set. A representative of the group should be selected to act as a contact person for the group, whereby his or her contact address and telephone number should be specified for further contact and information purpose.

(3) In case a shareholder has proposed more than 1 candidate to the Board, the shareholder must fill in Form B (1 Form B per 1 candidate) and sign his/her name together with attach required documents as stated above, before being compiled together into one set.

(4) Fill in "Profile of Nominated Candidate to be Elected as Director for 2027 Annual General Meeting of Shareholders" (Form C) with candidate's signature and attach required documents certified by nominated candidate.

(5) Send Form B and Form C together with required documents to the channel specified by the Company (see item 5) within the timeframe specified (see item 6).

4.2 Qualifications of Directors / Independent Directors

(1) Possessing due qualifications, and having no restrictions prohibited by laws and the Company's Articles of Association.

(2) Possessing the necessary knowledge, capabilities and experience that are beneficial to the Company's operations.

(3) Possessing leadership, vision, morality and ethics, with a transparent work history, and independence in decision-making.

(4) For independent directors must meet the qualifications in accordance with the criteria established by the Capital Market Supervisory Board and the Charter for the Board of Directors.

4.3 Screening Procedure

(1) The Company Secretary will initially review the proposal. If the information and document is complete and correct, the proposal will be submitted to the Nomination and Remuneration Committee who shall consider the qualifications of such candidate and present their opinions to the Board of Directors recommending whether the candidate should be further nominated

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for directorship at the AGM. The decision by the Board of Directors shall be deemed final.

(2) The candidate's name approved by the Board of Directors shall be included for further nominated for directorship in the agenda of the 2027 AGM notice, accompanied by the opinion of the Board of Directors.

(3) The candidate's name disapproved by the Board of Directors shall be informed to the shareholders at the AGM accordingly, accompanied by the reason of the Board's disapproval.

5. Channels for Submitting Proposals

5.1 Send signed documents and evidences to receive the Board of Directors' consideration via channels

- E-mail: secretariat@wacoal.co.th or
- Send registered mail to the following address:

  Miss Chama Sungrungsan
  Company Secretary
  Thai Wacoal Public Company Limited
  132 Soi Charoenrat 7, Bangklo, Bangkholaem, Bangkok 10120

5.2 For further information, please contact the Company Secretary at telephone no. 0-2289-3100-9 Ext. 331 or by email: secretariat@wacoal.co.th

6. Submission Timeframe for Proposing Agenda and/or Director Nominee

The submission period is from 1 - 31 December, 2026.

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Thai Wacoal Public Company Limited

Form for Agenda Proposal for 2027 Annual General Meeting of Shareholders (Form A)

Date.....

1. **General Information**

   I (Proposer): .....

   Current Address / Contact Address:

   No. .....Village/Building..... Moo.....Trok/Soi .....

   Road.....Sub-district.....District.....

   Province.....Postal Code.....

   Telephone..... E-mail.....

   Overseas Address : (Only for foreigner, please specify overseas contact address)

   .....

   .....

   .....

2. **Number of Shares Held in the Company:**.....shares, representing.....% of the total voting rights (as of the date of proposing the agenda).

3. **Proposed Agenda:** .....

   Objective: [ ] For Acknowledgement [ ] For Approval [ ] For Consideration

   Details and Reasons for the Proposed Agenda:.....

   .....

   .....

   Other supporting documents (if any) have been enclosed and certified as true copy on every page, totaling ..... pages.

4. Certification

I hereby certify that all information and supporting documents attached hereto are accurate, complete and true in all respects. I also certify that the total number of shares held by me and other shareholder (s) (if any) is not less than 5 percent of the total voting rights of the Company.

Signed by..... Shareholder

( )

Remark:

1. The personal data collected will be treated in a manner consistent with the Privacy Policy and Privacy Notice for Shareholders stated in the Company's website: https://corporate.wacoal.co.th/privacy_en
2. The shareholders are required to submit the following documents for consideration.
   - 2.1 The evidence of shareholding: The certified true copy of share certificate or the certificate of shares held issued by broker or Thailand Securities Depository Co., Ltd. or custodian.
   - 2.2 The evidence of the shareholder identification, which may appear as sensitive information such as religion. Please ensure that is concealed before submitting documents to the Company. The Company does not intend to collect this type of information and appreciates your cooperation in this matter.
     - In case the shareholder is an individual person: a copy of identification card or a copy of passport (in case of a foreigner) of shareholder (s), together with a true copy certified by that shareholder (s).
     - In case the shareholder is a juristic person: a copy of the juristic person's certificate, and a copy of identification card or a copy of passport (in case of a foreigner) of the authorized signatory who signed the form, together with a true copy certified by that signatory.

     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.

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Thai Wacoal Public Company Limited

Form for the Nomination of Candidate to be Elected as Director for 2027 Annual General Meeting of Shareholders (Form B)

Date.....

1. **General Information**

   I (Proposer): .....

   Current Address / Contact Address:

   No. .....Village/Building..... Moo.....Trok/Soi.....

   Road.....Sub-district.....District.....

   Province.....Postal Code.....

   Telephone..... E-mail.....

   Overseas Address: (Only for foreigner, please specify overseas contact address)

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2. **Number of Shares Held in the Company:**.....shares, representing.....% of the total voting rights (as of the date of proposing the candidate).

3. **Name of Nominated Candidate for Election as Director:**

   .....

   .....

   who possesses all the required qualifications and has no prohibited characteristics in accordance with the Company's criteria. The candidate has given consent and signed to certified that the information provided in the "Profile of Nominated Candidate to be Elected as Director for 2027 Annual General Meeting of Shareholders (Form C)" and all attached supporting documents are accurate, complete and true in all respects.

4. Certification

I hereby certify that all information and supporting documents attached hereto are accurate, complete and true in all respects. I also certify that the total number of shares held by me and other shareholder (s) (if any) is not less than 5 percent of the total voting rights of the Company.

Signed by..... Shareholder

( )

Remark:

1. The personal data collected will be treated in a manner consistent with the Privacy Policy and Privacy Notice for Shareholders stated in the Company's website: https://corporate.wacoal.co.th/privacy_en
2. The shareholders are required to submit the following documents for consideration.
   - 2.1 The evidence of shareholding: The certified true copy of share certificate or the certificate of shares held issued by broker or Thailand Securities Depository Co., Ltd. or custodian.
   - 2.2 The evidence of the shareholder identification, which may appear as sensitive information such as religion. Please ensure that is concealed before submitting documents to the Company. The Company does not intend to collect this type of information and appreciates your cooperation in this matter.
     - In case the shareholder is an individual person: a copy of identification card or a copy of passport (in case of a foreigner) of shareholder (s), together with a true copy certified by that shareholder (s).
     - In case the shareholder is a juristic person: a copy of the juristic person's certificate, and a copy of identification card or a copy of passport (in case of a foreigner) of the authorized signatory who signed the form, together with a true copy certified by that signatory.

   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.

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Color Photo
1 Inch

Thai Wacoal Public Company Limited

Profile of Nominated Candidate to be Elected as Director for 2027 Annual General Meeting of Shareholders (Form C)

Date.....

1. General Information of Candidate

(1) Name-Surname (in English) .....

(in Thai) .....

(Former name-surname.....)

(2) Date of Birth .....Age .....Years Nationality .....

(3) ID Card Number / Passport Number (for foreign nationals) .....

(4) Marital Status [ ] Single [ ] Married [ ] Divorced [ ] Widow

(5) Spouse's Name ..... (Former name-surname .....)

(6) Details of Children

Name of Children	Date of Birth	Age (Years)	Place of Work

2. Address

(1) Work Place:

Company name.....

No.....Building..... Moo.....Trok/Soi.....Road.....

Sub-district.....District.....Province.....

Postal Code.....Telephone..... E-mail.....

(2) Current Address / Contact Address:

No.....Building..... Moo.....Trok/Soi.....Road.....

Sub-district.....District.....Province.....

Postal Code.....Telephone..... E-mail.....

.../2

(3) Overseas Address: (Only for foreigner, please specify overseas contact address)

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3. Professional Background

(1) Education

Institute	Degree and Major Subject	Year Graduated

(2) Training Background related to Director of Listed Company

Course	Organized by	Year Attended

4. Work Experience over the last five years

Period (Year)	Organization	Type of Business	Position

5. Skill / professional areas

.....

.....

.....

6. Shareholding in Thai Wacoal Plc. as of.....(the proposal date)

Ordinary Share ..... shares

Spouse's Ordinary Share ..... shares

Underaged Children

(1) Name..... holding ordinary share .....shares

(2) Name..... holding ordinary share .....shares

(3) Name..... holding ordinary share .....shares

7. Businesses Related to the Candidate, Spouse, and Underaged Children

Name of Business	Type of Business	Related Persons	% of Shares Held	Position in Related Business	Period (Year)

Remark State: All businesses now serving as directors or executives, and businesses now holding more than 1.0 percent of paid-up shares of those businesses.

8. Litigation Records (Except petty offence)

Court Judgement	Status (Plaintiff/ Defendant/ Interpleader)	Type of Suit (Civil/Criminal /Bankruptcy)	Charge or Accusation	Litigated Sum	Case No.	Case Outcome

I, (Mr./Mrs./Ms.) ....., hereby consent to be nominated for election as a director of the Company, and certify that all details provided in the above information form, together with the supporting documents attached hereto, are accurate, complete, and true in all respects.

Signed by.....Nominated Candidate

(.....)

Remark:

1. The personal data collected will be treated in a manner consistent with the Privacy Policy and Privacy Notice for Directors, the Management, and Candidate for Directors or the Management stated in the Company's website: https://corporate.wacoal.co.th/privacy_en
2. The nominated candidate is required to submit the following documents along with certified true copies, for consideration.
   - 2.1 Copy of identification card
   - 2.2 Copy of passport (In case of a foreigner)
   - 2.3 Copy of education record / certificates
   - 2.4 Reference letter from the present or latest company

   If a nominated candidate has his/her title, name or surname changed, a copy of evidence of those changes must be enclosed.

   The evidence of the nominated candidate identification, which may appear as sensitive information such as religion. Please ensure that is concealed before submitting documents to the Company. The Company does not intend to collect this type of information and appreciates your cooperation in this matter.

Personal Data Processing Consent Form
for the Nominated Candidate to be Elected as Director
for 2027 Annual General Meeting of Shareholders

I, (Mr./Mrs./Ms.) ....., hereby consent to Thai Wacoal Public Company Limited collecting, using, and disclosing the personal data of the nominated candidate to be elected as director for 2027 Annual General Meeting of Shareholders and any related persons as provided in this form and the attached documents—such as name-surname, ID card number/passport number (for foreign nationals), and date of birth—for the period necessary to evaluate qualifications and suitability for the directorship, as well as to prepare reports and documents related to the Company's Annual General Meeting of Shareholders, including the disclosure of such personal data of the candidate and related persons in reports and documents publicly disclosed.

Signed by..... Consenting Person

(.....)

Date.....