

**Criteria for Shareholders to Propose Agenda Items for the 2026 Annual General Meeting
and Nominate Individuals for Director Consideration
Terabyte Plus Public Company Limited**

Terabyte Plus Public Company Limited (“the Company”) is committed to treating all shareholders fairly and equally, and recognizes the importance of good corporate governance. Therefore, the Company provides shareholders with the opportunity to propose matters that are beneficial to the Company for inclusion in the agenda of the 2026 Annual General Meeting (AGM), as well as to nominate qualified individuals for consideration as Company directors. The criteria for screening proposed agenda items and selecting suitable director candidates are as follows:

1. Qualifications of Eligible Shareholders

(1) Proposing Agenda Items

A single shareholder or multiple shareholders holding shares and having combined voting rights of not less than 5% of the total voting shares of the Company as of the date of the proposal.

(2) Nominating Director Candidates

Must be a shareholder of the Company as of the date of nomination.

2. Proposal Criteria

(1) Proposing Agenda Items

Shareholders may propose agenda items for the Board of Directors to consider for inclusion in the AGM by completing the “Agenda Proposal Form (Form 1),” which can be downloaded from Web Site: <https://investor.terabyteplus.com>, and submitting any additional supporting documents for the Board’s consideration. The Company will not include the following matters as agenda items:

- 1.1 Matters that violate laws, announcements, regulations, or rules of government agencies or regulatory bodies, or that are inconsistent with the Company’s objectives, shareholder resolutions, or good corporate governance principles.
- 1.2 Matters not beneficial to the Company’s operations or intended for the benefit of specific individuals or groups.
- 1.3 Matters under the Company’s management authority, except in cases causing significant damage to shareholders as a whole.
- 1.4 Matters already undertaken by the Company.
- 1.5 Matters related to the Company’s normal business operations where the shareholder does not provide reasonable grounds for suspicion of irregularity.
- 1.6 Matters beyond the Company’s authority.
- 1.7 Matters previously proposed to the shareholders’ meeting within the past 12 months and received less than 10% of the total voting rights, unless there has been a significant change in facts.
- 1.8 Matters where the shareholder provides incomplete, ambiguous, or incorrect information, cannot be contacted, or does not comply with the Company’s specified criteria.
- 1.9 Matters proposed by shareholders who, as of the record date, do not hold at least 5% of the Company’s total voting rights.

(2) Nominating Director Candidates

Shareholders may nominate qualified individuals who do not possess any prohibited characteristics as specified by law for consideration as Company directors by completing the “Director Nomination Form (Form 2),” available at Web Site: <https://investor.terabyteplus.com>, and submitting any additional supporting documents for the Board’s consideration. The nominee must consent to the nomination. Nominees must have the following qualifications and not possess any prohibited characteristics:

- 2.1 Possess the qualifications and not have any prohibited characteristics as specified by the Public Limited Companies Act, Securities and Exchange Act, and other relevant laws, as well as the Company’s good corporate governance principles.
- 2.2 Have knowledge and abilities beneficial to the Company’s business, integrity, business ethics, and diverse experience in professional fields relevant and important to the Board’s composition, such as telecommunications, digital business, information technology and cybersecurity, economics and financial accounting, risk management, law, and sustainable business operations.
- 2.3 Have sufficient time to dedicate their knowledge and abilities to the Company, including preparing for and attending Board and committee meetings. May serve as a director in no more than four other listed companies and must not serve as a director in companies or businesses that compete with or are related to the Company’s business.
- 2.4 For independent directors, must meet the qualifications as specified by the Capital Market Supervisory Board and the Company’s definition of “independent director” as announced on the Company’s website.

3. Submission Channels

- (1) **E-mail:** companysecretary@terabyteplus.com (the original documents must also be sent by post to the Company by January 31, 2026)

- (2) **Registered Mail:**

Company Secretary Section
Terabyte Plus Public Company Limited
230 CS Tower, 12th Floor
Ratchadaphisek Road
Huai Khwang Subdistrict, Huai Khwang District
Bangkok
10310

4. Supporting Documents

Details of the required documents for proposing agenda items and nominating director candidates can be found at the end of Forms 1 and 2.

5. Consideration Process

(1) Proposing Agenda Items

- 1.1 The Company Secretary will initially screen the proposals and supporting documents and submit them to the Nomination and Remuneration Committee for consideration.
- 1.2 The Nomination and Remuneration Committee will assess the appropriateness and reasonableness of the proposed matters before submitting them to the Board of Directors.
- 1.3 The Board of Directors will consider the proposals and, if deemed important or beneficial to the Company, will include them in the AGM agenda. If the Board rejects a proposal, the reasons will be explained at the AGM.

(2) Nominating Director Candidates

- 2.2 The Company Secretary will initially screen and compile the complete supporting documents of the nominees and submit them to the Nomination and Remuneration Committee for consideration.
- 2.3 The Nomination and Remuneration Committee will evaluate the qualifications, knowledge, abilities, experience, skills, and ethics of the nominees to support the Board's work and submit suitable candidates to the Board of Directors.
- 3.3 If the Board of Directors agrees with the nomination, the candidate's name will be included in the agenda for the election of directors at the AGM.

6. Period for Exercising Shareholder Rights

From December 1, 2025, to January 31, 2026.