Christiani & Nielsen (Thai) Public Company Limited (the "Company")
Criteria for Shareholders to Propose Candidates for Appointment as Directors

Objective:
To promote good corporate governance and the equitable treatment of all shareholders, the Company provides minority shareholders with an opportunity to nominate qualified candidates for appointment as directors of the Company. The Board of Directors has therefore established the following criteria and procedures for such nominations.

Definitions:
"Company" means Christiani & Nielsen (Thai) Public Company Limited
"Director" means Director of Christiani & Nielsen (Thai) Public Company Limited
"Board" means the Board of Directors of Director of Christiani & Nielsen (Thai) Public Company Limited
"Nomination and Remuneration Committee" means Nomination and Remuneration Committee of Christiani & Nielsen (Thai) Public Company Limited

Criteria for Shareholders to Nominate Candidates for Appointment as Directors
1. Qualifications of Shareholders
Shareholders wishing to nominate candidates for appointment as directors must meet the following qualifications:

(1) Be a shareholder of the Company holding at least 2,000,000 shares, whether individually or jointly with other shareholders.
(2) Hold the aforementioned number of shares as of the date on which the candidate is nominated for appointment as a director of the Company.
(3) Provide evidence of shareholding, including a certified true copy of the share certificate, a certification letter issued by a securities company, or other evidence issued by the Stock Exchange of Thailand or Thailand Securities Depository Co., Ltd.

2. Nomination Period
Shareholders may nominate candidates for appointment as directors in advance of the Annual General Meeting of Shareholders from **1 October 2026 to 31 December 2026.** The Company reserves the right to consider nominations received within one year from the date of receipt of the shareholder's written submission.

3. Nomination of Candidates for Appointment as Directors
3.1 Qualifications of Director Candidates

(1) Meet all qualifications and not possess any prohibited characteristics under the Public Limited Companies Act, the Securities and Exchange Act, relevant regulations of the Stock Exchange of Thailand, the Securities and Exchange Commission, and other applicable laws.
(2) Be persons of integrity and good ethical conduct, possess a good professional record, exercise independent judgment, perform their duties honestly and diligently, and be able to attend Board of Directors' meetings regularly.
(3) Possess knowledge, expertise, or experience in business administration, construction contracting, finance, accounting, or other fields relevant to the Company's business.
(4) Be able to devote sufficient time to the Company's affairs and perform duties as assigned by the Board of Directors.
(5) Have completed the Director Certification Program (DCP) and obtained the relevant certificate from the Thai Institute of Directors (IOD).
(6) Have no conflict of interest with the Company, including:
    - Engaging in any business, or being a partner in an ordinary partnership, an unlimited-liability partner in a limited partnership, or a director of any private or public company engaging in a business of the same nature as, and competing with, the Company's business;
    - Not being a party to any contract with, receiving any concession from, or having any interest of a similar nature with the Company, or being a partner in an ordinary partnership, an unlimited-liability partner in a limited partnership, or a director of any private or public company engaging in any business of the nature described above; or
    - Having any other circumstances prescribed under the Public Limited Companies Act and/or other applicable laws.

(7) Meet any additional qualifications prescribed to ensure compliance with applicable laws and regulations.
(8) Not hold directorships in more than five listed companies and not hold any position in a business that competes with the Company.

4. Procedure for Proposing Director Candidates

4.1 Nomination Form and Supporting Documents

Shareholders meeting the qualifications specified in Clause 1 may nominate director candidates as follows:

(1) Complete and sign the **"Form for Proposing a Candidate for Appointment as a Director" (Form B.)** (available on the Company's website). In the case of a juristic person, the form must be signed by the authorized director(s) and affixed with the corporate seal (if any). The nominee's written consent must also be included.

If a candidate is nominated by more than one shareholder, each shareholder must submit a separately completed and signed Form B for that candidate, and all forms shall be submitted together as one set. The proposing shareholders shall designate one person as the sole contact person for coordination with the Company.

(2) Complete the **"Profile of Nominated Director for the 2027 Annual General Meeting of Shareholders" (Form C.)** (available on the Company's website), including the nominee's profile, personal information, and written consent. Supporting documents shall include a copy of the nominee's identification card or passport (for foreign nationals), educational qualifications, and any other relevant information, with all copies certified as true copies.

(3) Submit the following supporting documents together with Form B, one set for each nominee:

(a) Proof of Shareholding

- A certified true copy of the share certificate, a certificate issued by a securities company, or other evidence issued by the Stock Exchange of Thailand or Thailand Securities Depository Co., Ltd.

(b) Proof of Identity of the Shareholder

Individual Shareholder

- A certified true copy of a valid identification card or, in the case of a foreign shareholder, a passport.

Juristic Person

- A certified true copy of the certificate of registration, issued within the preceding three months, certified by the authorized director(s) and affixed with the corporate seal (if any).
- A certified true copy of the valid identification card of the authorized director(s) or, in the case of a foreign director, a passport.

(c) Change of Name

- Where a shareholder has changed their title, first name, or surname, a certified true copy of the relevant supporting evidence shall be submitted.

(4) Submission of Documents

Documents specified in Clause 4.1 may initially be submitted by fax at **+66 2 338 8090** or email at **ir@cn-thai.co.th**, provided that the original documents are subsequently sent to the Company by registered mail no later than **31 December 2026**. The postmark date shall be deemed the submission date. Documents should be sent to the following address:

Company Secretary Division
Christiani & Nielsen (Thai) Public Company Limited
727 La Salle Road,
Bangna Tai Subdistrict Bangna District,
Bangkok 10260
(Director Nomination)

5. Procedures for Consideration

The Nomination and Remuneration Committee shall review and screen director nominations in accordance with the Company's nomination process before recommending qualified candidates to the Board of Directors for consideration and approval.

Candidates approved by the Board of Directors shall be included in the agenda for the Annual General Meeting of Shareholders, together with the Board's opinion, for shareholders' consideration and appointment in accordance with the Company's Articles of Association.

For candidates not approved by the Nomination and Remuneration Committee or the Board of Directors, the Company shall notify shareholders through the Company's website at **www.cn-thai.co.th** or other appropriate communication channels and shall also inform the Annual General Meeting of Shareholders on the meeting date.

The decision of the Board of Directors shall be final.

For enquiries, please contact the Company Secretary Division at Tel. +66 2 338 8000 extensions 8079, 8077 and 8121 or Facsimile +66 2 338 8090

Christiani & Nielsen (Thai) Public Company Limited

Form for Proposing a Candidate for Appointment as a Director (Form B.)

Date.....

Name-Surname of Proposer (shareholder) ……

Address……..

……..……

Telephone…… Facsimile…….....……..... E-mail ……..

Number of shares held as of the proposal date..……..……..…shares

I would like to nominate **Mr./Mrs./Miss** ....., aged ..... **years**, as a candidate for appointment as a director of the Company. The nominee possesses all qualifications and none of the prohibited characteristics prescribed by the Company. Attached are the nominee's written consent, supporting documents relating to qualifications, including educational records, reference letters, certificates of work experience, and other relevant documents, together with the **"Profile of Nominated Director for the 2027 Annual General Meeting of Shareholders" (Form C.)**, all duly certified, totaling ..... **sheets**.

I hereby certify that the information provided in the **"Form for Proposing a Candidate for Appointment as a Director" (Form B.)**, together with all supporting documents, including evidence of shareholding, the nominee's consent, and other relevant documents, is true, accurate, and complete in all respects.

..... **Shareholder's Signature**

(.....)

Date.....

I, **Mr./Mrs./Miss** ....., the nominated candidate, hereby confirm that the information and supporting documents submitted in connection with my nomination are true and accurate. I consent to being nominated for appointment as a director of the Company and, if appointed, undertake to perform my duties to the best of my ability and in accordance with the Company's principles of good corporate governance.

..... **Nominated Candidate’s Signature**

(.....)