Criteria for Shareholders to Propose Agenda Items or Nominate Director Candidates for the 2026 Annual General Meeting of Shareholders.

Objective

In order to promote good corporate governance and ensure the fair and equitable treatment of all shareholders, IT CITY Public Company Limited (the "Company") provides an opportunity for shareholders to propose matters to be included as agenda items and to nominate qualified candidates for election as directors in advance of the 2026 Annual General Meeting of Shareholders, in accordance with the criteria set out below.

Qualification of the Shareholder

The shareholder or group of shareholders who wish to propose any matter to be included as an agenda item or to nominate a director candidate for consideration at the Annual General Meeting of Shareholders must hold shares amounting to not less than 0.1 percent of the Company's paid-up registered capital, either individually or collectively, and must have held such shares continuously for a period of not less than 12 months up to the date of the proposal.

Procedures for Shareholders to Propose Meeting Agenda Items or Director Candidates

1. The shareholder who meets the qualification requirements may propose an issue to be included as an agenda item in the Annual General Meeting of Shareholders by completing the "2026 Ordinary Shareholders Meeting Agenda Proposal Form" (Form A), or nominate a person to be considered for election as a director by completing the "2026 Ordinary Shareholders Meeting Director Candidate Proposal Form" (Form B), and attach evidence of shareholding, which includes a certificate from a securities company or other relevant evidence issued by the Thailand Securities Depository Company Limited or the Stock Exchange of Thailand, to be submitted to the Company by December 31, 2025. The shareholders may informally submit a proposed agenda item or director nominee to the Company Secretary via email at companysec@itcity.co.th or through the Company's website at www.itcity.co.th under the Investor Relations section, from December 1, 2025 to December 31, 2025, before submitting the original documents to the Company at the address below:

   Company Secretary
   IT CITY Public Company Limited
   P.O. Box 62, Pratunam Post Office, Bangkok 10409
   Tel. +66 (0) 2656 5030–39 ext. 1318, 1427

   In case of a group of shareholders proposing meeting agenda or proposing director candidate, every shareholder must fill out "Form A" or "Form B" with signature and submit to the company together.

2. In case a shareholder or a group of shareholders proposes more than one agenda item or nominates more than one director candidate, the shareholder(s) must complete the "2026 Annual General Meeting of Shareholders Agenda Proposal Form" — one form per agenda item — or the "2026 Annual General Meeting of Shareholders Director Candidate Proposal Form" — one form per candidate — and sign each form accordingly.

Qualifications of Directors

1. Possessing all the required qualifications and not possessing any prohibited characteristics of a director pursuant to the Public Limited Companies Act, the Securities and Exchange Act, and other laws relevant to good corporate governance of the Company.
2. Knowledgeable, competent, and possessing a diversity of skills and experience beneficial to the Company's business.
3. Dedicated and able to devote sufficient time to perform their duties and responsibilities effectively.

The Company reserves the right not to include the following matters on the agenda of the Annual General Meeting of Shareholders:

1. Any matter that violates any law, notification, rule, or regulation of government authorities or regulatory bodies, or that is inconsistent with the Company's objectives, Articles of Association, shareholders' resolutions, or principles of good corporate governance.
2. Any matter that is proposed for the benefit of a specific person or group of persons.
3. Any matter that falls within the Company's normal management authority, unless it may cause significant damage to the shareholders as a whole.
4. Any matter that the Company has already undertaken.
5. Any matter that is beyond the authority or control of the Company.
6. Any matter previously proposed by shareholders within the past 12 months and supported by less than 10 percent of the total voting shares entitled to vote, provided that there has been no significant change in the facts of the matter since then.
7. Any matter for which the information provided by the shareholder is incomplete, inaccurate, or misleading.
8. Any matter proposed by shareholders who do not meet the qualification requirements, fail to provide complete supporting documents or information, or do not submit proposals within the prescribed period.

Procedures for Consideration of Shareholder Proposals

1. The Company Secretary will screen and review shareholder proposals in accordance with the relevant criteria and applicable laws before submitting them to the Board of Directors for consideration.

2. Proposals approved by the Board, along with the Board's opinion, will be included as agenda items in the notice of the Annual General Meeting of Shareholders. For proposals not approved by the Board, the Company will notify the shareholders of the Board's reasons through the Stock Exchange of Thailand's channel and post the information on the Company's website.

Company Secretary
Tel. +66 (0) 2656 5030–39 ext. 1318, 1427

(Form A)

2026 Annual General Meeting of Shareholders – Agenda Proposal Form

IT CITY Public Company Limited

Part A – Shareholders' information

Name (Mr./Mrs./Miss)...Surname...

Address...

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Home/Office Phone...Mobile Phone...

E-mail Address...Number of Shares Held..shares

Period of Shareholding...months

Part B – Proposed agenda

Please specify agenda, supporting details, reasons, and purpose (for approval, consideration, or acknowledgment).

I hereby certify that all information provided in this Form, including evidence of shares held and other supporting documents, is true and correct.

Signature of Shareholder: --

Name (in full): --

Date: --

(Form B)

Form for Proposal of Director Candidate(s) for the 2026 Annual General Meeting of Shareholders

IT CITY Public Company Limited

Part A – Shareholder's information

Name (Mr./Mrs./Miss)..Surname...

Address...

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Home/Office Phone...Mobile Phone..

E-mail Address... Number of Shares Held...shares

Period of Share Holding...months

Part B – Information for Consideration

Please provide supporting details and reasons to propose candidates for the position of director.

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(1) I would like to nominate (Mr./Mrs./Miss)..age........................ as a qualified candidate who possesses all the qualifications as required by the Company's criteria for Directors. The nominee has given his/her consent and certifies that all supporting documents submitted herewith, including personal profile, resume, and other relevant documents, are true and correct.

(2) I, (Mr./Mrs./Miss)..., certify that the information provided above is complete and true, and the evidence of shares held and other supporting documents submitted herewith are true and correct.

Signature of Shareholder: ---

Name (in full): ---

Date: ---

(3) I, (Mr./Mrs./Miss).., who has been nominated as a candidate for director of the Company, hereby give my consent and certify that the information disclosed and documents submitted herewith are true and correct.

Signature of Candidate: ---

Name (in full): ---

Date: ---

Remark:

1. The shareholder must enclose evidence of shareholding, i.e., a certificate issued by a securities company or any other evidence issued by the Stock Exchange of Thailand (SET). For a juristic shareholder, a copy of the juristic entity's Certificate of Incorporation and a certified true and correct copy of the valid identification card or passport (in case of a foreigner) of the authorized signatory(ies) of that entity shall be attached.
2. In case of a group of shareholders proposing meeting agenda or proposing director candidate, each shareholder must complete Form A or Form B with his/her signature and submit together as a set to the Company for consideration.
3. In case the shareholders change their title, name, or surname, a certified true and correct copy of the relevant document shall be enclosed.
4. A shareholder who provides incomplete or incorrect information, or is unable to be contacted or is unqualified shall not be entitled to propose the agenda.
5. Shareholders may initially submit an unofficial copy of Form A or Form B to the Company Secretary via email at companysec@itcity.co.th or through the Company's website at www.itcity.co.th under the Investor Relations section, prior to submitting the original Form A or Form B to the Company at the address specified in the criteria by 31 December 2025.