

September 30, 2024

To : Director and Manager
The Stock Exchange of Thailand

Subject : Right of Shareholders to propose Agenda and Nominees to be elected as Company's Directors,
and submit questions in advance for the 2025 Annual General Meeting of Shareholders


Mega Lifescience Public Company Limited ("Company") hereby announces that, in accordance with the good corporate governance practice relating to the treatment of shareholders' rights, Company wishes to provide opportunity to our shareholders to propose Agenda and the candidates to be considered for the election as Company Directors, and shareholders can also submit their question in advance for the 2025 Annual General Meeting of Shareholders. Shareholders can furnish the proposal from **October 1, 2024 - January 31, 2025** for further consideration by the Company, as per details **Attachment – I** which have been posted on Company's website, www.megawecare.com

Please be informed accordingly.

Yours faithfully,

Mega Lifescience Public Company Limited




Mr. Thomas Abraham
Director & Chief Financial Officer

MEGA LIFESCIENCES Public Company Limited

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Sol 6, Preaksa, Muang Samutprakarn,
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Attachment - I

**Proposal of Agenda and Director Nominee in Advance
for the 2025 Annual General Meeting of Shareholders of Company**

1. Objective

With respect to the right of shareholders to propose the agenda and nominate persons to be considered for the election as Company Directors in advance of the Annual General Meeting of Shareholders for the year 2025 which is a part of the principles of Good Corporate Governance to ensure that all shareholders are fairly and equitably treated, Mega Lifescience Public Company Limited (the "Company") has set up the criteria for shareholders to propose the agenda and nominate the director in advance. It demonstrates clear guidelines to ensure that all agenda items are genuinely beneficial to the Company and the director nominee has suitable qualification. The Nomination Committee will carefully consider and make proposal to the Board of Directors.

2. Proposal of the Agenda

- 2.1 Shareholders wishing to propose the agenda must be (1) a shareholder at the date proposing the agenda which can be either one or more shareholders (2) a shareholder(s) of the Company at the date proposing the agenda holding a minimum of one percent (01%) of the total voting rights and having continuously held those shares until the book closing date for the right to attend the meeting.
- 2.2 Shareholders possessing the qualifications as specified in 2.1 above must complete the "Agenda Proposal Form for 2025 Annual General Meeting of Shareholders of Company" and submit required original documents and related evidences to the Company Secretary at the following address within January 31, 2025 to allow sufficient time for Board of Directors to consider:

Company Secretary

**Mega Lifescience Public Company Limited
384, Moo 4, Soi 6, Pattana 3 Road, Bangpoo Industrial Estate,
Praeksa, Muang Samutprakarn,
Samutprakarn, 10280**

Shareholders may send the proposal form by e-mail at investor@megawecare.com or sujin@megawecare.com or call +66 (02) 7694222

If one or more shareholders have proposed the agenda, each of them must complete the "Agenda Proposal Form for the 2025 Annual General Meeting of Shareholders of Company" and sign their names as evidence and send them altogether as one set.

2.3 Criteria for the Agenda Proposals that will not be accepted:

- (1) The proposal violates applicable laws, announcements, rules and regulations of Government agencies, or regulatory bodies or involved agencies, or actions not in compliance with the objectives, the Company's Articles of Association, the resolution of shareholders' meetings and good Corporate Governance of the Company.
- (2) The Proposal is beneficial only for specific person or a group.
- (3) The proposal lies under the authority of the management of the Company except if it is causing material impact on shareholders in general.
- (4) The proposal has already been implemented by the Company.
- (5) The proposal is for a matter which is beyond the control of the Company.
- (6) The proposal is from shareholders who do not possess the qualifications as mentioned in 2.1 above and/or whose information is incomplete or incorrect or from shareholders who are not reachable.

2.4 In case that Board of Directors approves the proposed matters, the Company will include these matters in the meeting agenda remarked as "agenda from shareholders" in the invitation notice to shareholders.

2.5 In case that the Board of Director denies the proposed matters, the Company will inform reason of Board of Directors' refusal in the invitation notice of the shareholders meetings. In the case that shareholders meeting agreed to include the proposed matters with majority of total number of votes of the shareholders present at the meeting and eligible to vote, the matters will be included in the agenda for the next shareholders meeting.

3. The Nomination of the Director

3.1 Shareholders wishing to propose any candidate for being a director must be the shareholders of the Company at the date proposing the candidate.

3.2 Shareholders possessing the qualifications as specified in 3.1 above must complete the "Director Nomination Form for the 2025 Annual General Meeting of Shareholders of Company" and submit required original documents and evidences to the Company Secretary at the following address within January 31, 2025 to allow sufficient time for the Nomination Committee to consider and make proposal to the Board of Directors:

Company Secretary

Mega Lifescience Public Company Limited

384, Moo 4, Soi 6, Pattana 3 Road, Bangpoo Industrial Estate,

Praeksa, Muang Samutprakarn,

Samutprakarn, 10280

Shareholders may send the proposal form by e-mail at investor@megawecare.com or sujin@megawecare.com or call +66 (02) 7694222

If many shareholders have unified to propose the agenda, each of them must complete the “Director Nomination Form for the 2025 Annual General Meeting of Shareholders of Company” and sign their names as evidence and send them altogether as one set.

3.3 Any candidate to be proposed for being a director must fully qualified and not prohibited under:

- (1) The Public Companies Act
- (2) The Securities Exchange Act
- (3) The Securities and Exchange Commission
- (4) The Capital Markets Supervisory Board
- (5) The Stock exchange of Thailand
- (6) The Company’s Articles of Association

3.4 Any candidate to be proposed for being a director must:

- having knowledge, skills, experience and capability as such in pharmaceutical/ healthcare/ wellness industry, laws, accounting and finance or being qualified in such areas as are beneficial to the Company.
- dedicating time and effort for discharge of duties as per his/ her responsibility
- not serve as directors of more than 3 other listed companies which listed in the Stock Exchange of Thailand

3.5 The candidate agreed by the Board of Directors will be included in the Agenda and remarked as "proposed by shareholders" in the invitation notice to shareholders.

Remarks: A Shareholder must enclose the following evidences:

1. The evidence of shares held such as a letter of certification from the Security Company or other evidence from the Stock Exchange of Thailand (SET) or Thailand Security Depository Co., Ltd. (TSD).
2. If a shareholder is a juristic person, a copy of the company's affidavit and copy of identification card*/passport (in case of non-Thai nationality) of authorized directors must be enclosed and certified true copies by such directors.
3. If a shareholder is an individual, a certified true copy of identification card*/ passport (in case of non- Thai nationality) must be enclosed.
4. 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.

**Please conceal your religion on the certified true copy of the identification card. In case that the religion on the copy of your identification card isn't concealed, the Company will strikethrough the details since such data is not required to be processed. The Company collects, uses, and discloses the personal data of shareholders following the Privacy Notice, detailed on the Company's website, <https://investor.megawecare.com/en/corporate-governance/cg-and-download>*

Consent Letter for Personal Data Processing

(1) I,..... and (2), give consent to Mega Lifescience Public Company Limited (“the **Company**”) to collect, use and disclose my personal data, including name, surname, date of share purchase, number of shares held and the ratio of shares held to all the voting shares, for the minutes and attachments of the general meetings of shareholders of the Company, and for specifying my personal data in the publicly disclosed minutes and attachment.

Date

..... Shareholder (1)
(.....)

..... Shareholder (2)
(.....)

Director Nomination Form
for the 2025 Annual General Meeting of Shareholders of Company

I am (Mr./ Mrs./ Miss).....being the shareholder of Mega Lifescience Public Company Limited, holding..... shares or totaling..... percent of all the voting shares as of , residing at Road..... Sub-district.....District.....Province..... Telephone NumberFacsimile Number.....E-mail address (if any).....

I would like to nominate (Mr./ Mrs./ Miss)..... as a candidate to be a director of Mega Lifescience Public Company Limited and the said candidate has given consent to my nomination. Details could be found in the attachment “**Detail and Certifying the Qualifications of a Director Nominee**”.

I certify that all information in this form, the evidence of shares held and other supporting documents are correct. I agree that the Company may disclose such information and evidences. I hereby affix my signature as evidence below.

Date

..... Shareholder
(.....)

Remarks: A Shareholder must enclose the following evidences:

1. The evidence of shares held such as a letter of certification from the Security Company or other evidence from the Stock Exchange of Thailand (SET) or Thailand Security Depository Co., Ltd. (TSD).
2. If a shareholder is a juristic person, a copy of the company’s affidavit and copy of identification card*/passport (in case of non-Thai nationality) of authorized directors must be enclosed and certified true copies by such directors.
3. If a shareholder is an individual, a certified true copy of identification card*/ passport (in case of non- Thai nationality) must be enclosed.
4. 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.
5. Documents supporting the qualifications of the nominated candidates’ evidence must be attached such as biography, education record, work experience, Contact address, and other necessary information together with certified true copies.

**Please conceal your religion on the certified true copy of the identification card. In case that the religion on the copy of your identification card isn’t concealed, the Company will strikethrough it since such data is not required to be processed. The Company collects, uses and discloses the personal data of shareholders following the Privacy Notice, detailed on the Company’s website, <https://investor.megawecare.com/en/corporate-governance/cg-and-download>*

Consent Letter for Personal Data Processing

I,....., give consent to Mega Lifescience Public Company Limited (“the Company”) to collect, use and disclose my personal data, including name, surname, date of share purchase, number of shares held and the ratio of shares held to all the voting shares, for the minutes and attachments of the general meetings of shareholders of the Company, and for specifying my personal data in the publicly disclosed minutes and attachment.

Date

.....Shareholder
(.....)

Detail and Certifying the Qualifications of a Director Nominee

1. General Detail:

I am (Mr./ Mrs./ Miss).....
 Nationality.....Identification Card/Passport No..... Date of Birth.....
 Ageyears, Residing at Road.....Sub-
 district.....District Province.....Telephone Number Facsimile
 Number..... E-mail address (if any).....

Education

Degree	Institution	Fields of Study	Year of Graduation

Working Experience (last 5 years until now)

Position	Place of work	Year of Employment

Training

- Director Certification Program (DCP)
- Director Accreditation Program (DAP)
- Audit Committee Program (ACP)
- The Role of Chairman (RCM)
- Finance for Non-Finance Director (FN)
- Others (please specify) _____

2. Independent qualification

2.1 Holding the shares of the Company

Holding	Number of Share (shares)
1. The nominee	
2. Spouse	
3. Underage children of the nominee	
4. Juristic persons in item 1, 2 and 3 together hold shares exceeding 30 percent.	

2.2 Ever having been an Executive Director*, staff, employee or advisor whom received salary in other listed companies

Yes No

Please specify, if choose "Yes"

Name of Business	Position	Period

*Executive Director means director who involved or hold executive positions. Directors who perform duties as executives and directors who have the authorization to sign together with the other authorized director for a binding commitment which sign according to the resolution approved from the Board of Director.

2.3 Ever having been an Executive Director, staff, employee or advisor whom received salary in other non-listed companies

Yes No

Please specify, if choose "Yes"

Name of Business	Position	Period

2.4 Ever having been an Executive Director, staff, employee or advisor whom received salary in other business which are the rival companies or related companies

Yes No

Please specify, if choose "Yes"

Name of Business	Position	Period

2.5 Being a close relative (e.g. father, mother, brother, sister, spouse, son, daughter including spouse of the son and daughter) of the Executive, major shareholder, controlling person or person to be nominated as executive or controlling person of the Company or its subsidiaries.

Yes No

Please specify, if choose "Yes"

Name of Business	Position	Period

2.6 Business relationships with the Company and its subsidiaries

(1) Having relationship as professional service provider at the present and the last 2 years

Not being professional service provider as auditor Yes No

Not being other professional service provider that the value of transaction > 2 million baht/year (such as legal advisor, financial advisor, asset valuer) Yes No

(2) Business/ Trade Business relationship Yes No

During the past 6 months, not being related to or have any business transactions with a transaction value of >20 million bah or > 3% of NTA of Company, whichever is lower.

3. I, Mr. Mrs., Ms, a nominee to be elected as a director of Mega Lifescience Public Company Limited, **consent and acknowledge** the aforementioned nomination, and certify that my information is correct and complete. The additional documents attached herewith are also true and correct. I give consent to the Company to collect, use and disclose my data and document.

Date

.....Director Nominee
(.....)

Remarks: A shareholder must enclose the following evidences:

1. A proof of identity of a director nominee such as a certified true copy of identification card/ passport (in case of non-Thai nationality).
2. If a director nominee has his/her title, name or surname changed, a copy of evidence of those changes must be enclosed and certified true copy.
3. The evidence of shares held such as a certified true copy of the share certificate (if any).

**Please conceal your religion on the certified true copy of the identification card. In case that the religion on the copy of your identification card isn't concealed, the Company will strikethrough it since such data is not required to be processed.* The Company collects, uses and discloses the personal data of shareholders following the Privacy Notice, detailed on the Company's website, <https://investor.megawecare.com/en/corporate-governance/cg-and-download>