



TIPCO Foods Public Company Limited

Criteria for the Shareholders for proposing the Nominee to be appointed as the Director in the Shareholders Ordinary Meeting for the year 2023

1. Objective

In order to enhance Good Corporate Governance Practices as well as in recognition of the importance of the Shareholders. The company, therefore, provides an opportunity for shareholders to nominate a director candidate in advance.

2. Qualifications of Shareholders

2.1 Being a shareholder of the company, either individually or collectively.

2.2 Hold a minimum share of not less than 5% of the company's total votes by the date the shareholder proposes the director nominee.

3. Criteria and Procedure

3.1 The shareholder with full qualifications in Clause 2 must prepare and submit a "Director Nomination Form" (the form is available for download on the company's website) with other supporting documents attached to the company secretary during 21 October 2022 – 9 December 2022 with the recipient's name and address through the following contact channel:

Postal: Company Secretary

Tipco Foods Public Company Limited

118/1 Tipco Tower 1, Rama 6 Road, Phayathai, Phayathai, Bangkok
10400

Email: investor@tipco.net

Fax: 0 2271 4304, 0 2271 1600

3.2 Qualifications of The Director Nominee

3.2.1 The Nominee must be qualified by section 68 of The Public Limited Companies Act, B.E.2535 (1992); The Securities and Exchange ACT of Thailand; and The Good Corporate Governance Practices of the company.

3.2.2 Has no personal blemished record.

3.2.3 Has Vision and a Broad Business Perspective.

3.2.4 Has good human relations, a sense of justice, and an appropriate personality.

3.2.5 Has good communication skills.

3.2.6 Has systematic Business thinking and decision-making process.

3.2.7 Has knowledge and understanding of financial, commercial, or industrial and has experience related to business management. Has experience as the Director of a private sector or a government enterprise.

3.3 Consideration Procedure

- 3.3.1 The Company Secretary will gather all Application Forms for Proposing the nominee as the director with all documents and proposing to the Nomination and Remuneration Committee to consider before submitting to the Board of Directors. Suppose the shareholders are unable to submit the documents within the proposal period. In that case, the company will assume that the shareholders do not exercise their right to propose the nominee as the director.
- 3.3.2 The Nomination and Remuneration Committee will consider the qualifications of the nominated director candidates, and provide their opinion to the Board of Directors for consideration, whether the candidates should be nominated for election in the shareholders ordinary meeting or not, and the decision of the Board of Directors will be final.
- 3.3.3 Those candidates the Board has approved as nominees will be included in the plan for director election together with the Board's opinion. As for the candidates that the Board does not approve to be the nominee, the company will inform the shareholders in the Shareholders Ordinary Meeting via the Company's Website and SET channel.



Director Nomination Form for the Shareholders Ordinary Meeting 2023

(1) I, Mr./Mrs./Miss/Other a shareholder of
Tipco Foods Public Company Limited. Number of shares held:
Present Address
Phone Fax E-mail (if any)

(2) I would like to nominate a qualified person as the director of TIPCO Foods Public Company Limited. The brief biography of the nominee is as follows:

1. Name (Mrs./Miss/Other):

2. Date of Birth (D/M/Y) Age Year Nationality

3. Present Address

4. Marital Status Single Married Divorced/widowed

4.1 Spouse Name

4.2 Number of children, listed as follows:

4.2.1 age years

4.2.2 age years

4.2.3 age years

5. Nominee currently holds Tipco Foods Public Company Limited shares on
(date of nomination) with the number of shares

Spouse and underage child held total share of shares

6. Educational Background

Institute	Education Level / Major	Year of Graduation
.....
.....
.....

7. Work Experiences

Company	Job Title	Year
.....
.....
.....

8. History of prosecution in the offense under the law on Securities and Exchange of Thailand or laws related to the capital market in the past 10 years (specify the year of incident, allegations and results of litigation/judicial results):

.....
.....
.....

9. In case of having direct and indirect stakes with the company, subsidiaries, associated companies, and related companies (Please state the detail of the activity and the detail of the stake together with the amount of the benefit and disadvantages):

.....
.....
.....

I hereby certify that all details mentioned above, shareholding evidence, and supporting documents are correct and true in all respects.

Signed Shareholder
(.....)

Date

(3) I, (Mr./Mrs./Miss/Other), the nominated nominee for director of TIPCO Foods Public Company Limited, hereby agree and acknowledge the nomination and certify that all details in this Director Nomination Form are correct, therefore, I allow the company to disclose such information and supporting documents.

Photo of the nominee

Size: 1 inch

(within 1 month)

Signed..... Nominee
(.....)

Date

Supporting documents:

1. Proof of identity
 - 1.1 Natural Person: Attach a copy of the shareholder's ID card or passport (for foreigners) with a signature certifying a true copy.
 - 1.2 Juristic Person: Attach a copy of the juristic person registration certificate, which is signed a certified true copy by the authorized signatory and the seal (if any), together with a copy of the identification card or passport (for foreigners) of the authorized signatory with a signature certifying a true copy.
2. Evidence of shareholdings, such as a certificate from a securities company, Thailand Securities Depository Company Limited, or other evidence from the Stock Exchange of Thailand or custodian.
3. In the case of several shareholders joining together to nominate a person as a director, a representative of shareholders shall fill in the form completely and signed as evidence. For other shareholders, fill in part (1), sign as evidence, and gather all shareholders' evidence together in the same set.
4. A copy of the nominee's ID card or passport (for foreigners) with a signature certifying a true copy.
5. Eligibility Support Documents: Educational Background and the work history of the nominees
6. Additional documents would benefit the Board's review (if any)