



TIPCO Foods Public Company Limited

Criteria for shareholders to propose the matters for inclusion in the agenda of the Shareholders Ordinary Meeting 2023

1. Objective

In order to enhance Good Corporate Governance Practices and recognize the importance of the Shareholders, the company provides an opportunity for shareholders to propose matters for inclusion in the agenda of the Shareholders Ordinary Meeting.

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 matters for agenda.

3. Criteria and Procedure

- 3.1 The shareholder with full qualifications in Clause 2 must prepare and submit an “Agenda Proposal 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 Matters that will not be included in the agenda of the shareholders' meeting are:
 - 3.2.1 Matters that are contrary to laws, announcements, regulations, rules, and regulations of government or agencies that govern the Company or not by the objectives, regulations, resolutions of the shareholders' meeting, and good corporate governance of the Company.
 - 3.2.2 Valueless matters or matters that may cause significant damage to the shareholders.
 - 3.2.3 Matters that are for the benefit of a particular person or group or issues that may cause conflicts of interest with any related group of the Company.
 - 3.2.4 The proposed matter is not following the qualifications of the shareholders, or the proposal was not submitted within the specified timeframe.
 - 3.2.5 Documents supporting the shareholder's proposal contain inaccurate or vague statements.

3.3 Consideration Procedure

- 3.3.1 The company secretary will collect the Agenda Proposal Form for the Shareholder's Ordinary Meeting and the documents submitted to present to the Company's Independent Directors for initial consideration before proposing to the Board of Directors. All documents must not be in the scope of the matter that will not be included in the meeting agenda. Suppose the shareholders cannot deliver complete and correct documents within the specified time. In that case, the Company will assume that shareholders have not exercised their right to propose the agenda of the meeting.
- 3.3.2 The Board of Directors will consider the necessity and appropriateness of the agenda proposed by the shareholders and whether it should be included as an agenda of the shareholders' meeting. The resolutions of the Board of Directors are final.
- 3.3.3 Matters approved by the Board of Directors will be included in the meeting agenda in the invitation letter for the shareholders' meeting, together with the opinions of the Board of Directors. For matters not approved by the Board of Directors, the Company will inform the shareholders at the shareholders' meeting via the Company's website and through the channels of the Stock Exchange of Thailand.



Agenda Proposal 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 propose the matters for inclusion in the agenda of the Shareholders
Ordinary Meeting. The details are as follows:

Proposed matter:

Objective: for acknowledgement for consideration

Supporting Documents Included: Yes No

Detail:

.....
I hereby certify that the above statement, evidence of shareholding, and all supporting
documents are correct. I allow the company to disclose such information or documents,
therefore, sign my name as evidence.

Signed Shareholder

(.....)

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 propose meeting agenda, 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. Additional documents would benefit the Board's review (if any)