



## 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 2024

#### 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](mailto: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.