

**Regulation on shareholders to propose agenda for 2025 Annual General Meeting of Shareholders
and nominate candidate to be elected as Director in Advance
Tropical Canning (Thailand) Public Company Limited**

1. Objectives

Tropical Canning (Thailand) Public Company Limited (“the Company”) is aware of the importance of shareholders and in order to promote good corporate governance and to ensure that all shareholders of the Company are treated fairly and equally, the Company provides shareholders with an opportunity to propose agendas for the Annual General Meeting of Shareholders and nominate persons to be considered for election as directors of the Company in advance at the Annual General Meeting of Shareholders 2025.

2. Qualification of Shareholder

The Shareholders who wish to propose agenda items or nominate directors must have the following qualifications:

1. Being a single or multiple shareholders of the Company with a combined shareholding and voting rights of no less than 5 percent of the Company’s total voting rights.
2. Being a shareholder of the Company on the date of proposing the agenda items and the record date to compile the list of shareholders entitled to attend the meeting.
3. Able to show evidence of shareholding, such as a certificate from a securities company or other evidence from the Stock Exchange of Thailand or the Thailand Securities Depository Co., Ltd.

3. Proposal an agenda item

- 3.1 Shareholders who meet the qualification under Section 2 may propose matters for consideration as an agenda by completing the “Form for Proposing Agenda for the Annual General Meeting of Shareholders” (Form A as attached to this letter) sign as evidence, and attaching evidence of shareholding in accordance with criteria in Section 2, namely, a certificate from a securities company or other evidence from the Thailand Securities Depository Co., Ltd. or the Stock Exchange of Thailand, and additional supporting documents that will be beneficial to the Board of Directors’ consideration (if any), to the Company by 31 December 2024 to allow the Board of Directors sufficient time to consider the agenda items at the following address:

Mr.Chayachat Yossundara
Secretary Company’s and Investor Relations
Tropical Canning (Thailand) Public Company Limited
1/1 M00 2, Tambol Thungyai, Hatyai, Songkhla 90110
Thailand

- 3.2 In the event that several shareholders jointly together and have all the qualifications under Section 2 desire to propose an agenda to the Board of Directors, the first shareholder must fill in the “Form for Proposing an Agenda for the Annual General Meeting of Shareholders” completely and sign as evidence, and the second shareholder onwards must fill in only parts (1) and (2) of the “Form for Proposing an Agenda for the Annual General Meeting of Shareholders” completely and sign as evidence for each shareholder, then collect the “Form for Proposing an Agenda for the Annual General Meeting of Shareholders” and evidence of shareholding, along with additional supporting documents (if any), of all shareholders into a single set and submit it to the Board of Directors.
- 3.3 In the event that a single shareholder or a group of shareholders who are fully qualified according to Section 2 desire to propose more than 1 agenda, the shareholder must prepare one “Annual General Meeting Agenda Proposal Form” for one agenda and sign it as evidence in full.

3.4 The Company Secretary will preliminary consider, screen and examine the documents for the Board of Directors by:

- (1) If the shareholder provides incomplete or incorrect information, the Company Secretary will notify the shareholder by January 15, 2025. If the shareholder does not make corrections and send the original to the Company by January 22, 2025, the Company Secretary will send a letter to inform the shareholder of the closure of the matter.
- (2) For matters proposed by shareholders who are not fully qualified according to Section 2, the Company Secretary will send a letter to inform the shareholder of the closure of the matter by January 29, 2025.

3.5 Matters approved by the Board of Directors will be included as agenda with the Board of Directors' opinions in the invitation letter to the 2025 Annual General Meeting of Shareholders. For matters not approved by the Board of Directors, the Company will notify in the agenda items for information along with the reasons for rejecting such matters in the shareholders' meeting as well.

4. Nomination of Directors

4.1 Shareholders who meet the qualification under Section 2 to nominate persons to be elected as directors by using the "Nomination Form for Director Consideration" (Form B as attached to this letter) and sign as evidence and attach evidence of shareholding in accordance with the criteria in Section 2, namely, a certificate from a securities company or other evidence from the Thailand Securities Depository Company Limited or the Stock Exchange of Thailand, along with evidence of the consent of the nominated person, supporting documents for consideration of qualifications, namely, the education and work history of the nominated person, and additional supporting documents that will be beneficial to the consideration of the Board of Directors (if any), and send them to the Company by December 31, 2024 at the following address:

Mr.Chayachat Yossundara
Secretary Company's and Investor Relations
Tropical Canning (Thailand) Public Company Limited
1/1 M00 2, Tambol Thungyai, Hatyai, Songkhla 90110
Thailand

4.2 In the event that several shareholders jointly together and have all the qualifications under Section 2 to nominate a person to be considered as a director to the Board of Directors, the first shareholder must fill in the "Nomination Form for Persons to be Considered as Directors" completely and sign as evidence. For the second shareholder onwards, fill in only parts (1) and (2) of the "Nomination Form for Persons to be Considered as Directors" completely and sign as evidence for each shareholder. Then, collect the "Nomination Form for Persons to be Considered as Directors" and evidence of shareholding of every shareholder as specified in Section 2, together with additional supporting documents (if any) of every shareholder as a single set, and submit it to the Board of Directors.

4.3 In the event that a single shareholder or several shareholders who have all the qualifications according to Section 2 desire to propose more than 1 person to be a director, the shareholder must prepare 1 "Nomination Form for Director Consideration" for 1 director, sign it as evidence, and attach evidence of all nominated persons. Documents for consideration of qualifications

include the education and work history of the nominated persons, and additional supporting documents that will be beneficial to the consideration of the Board of Directors (if any) of all nominated persons.

4.4 A person nominated as a director must have the following qualifications and does not have any prohibited characteristics:

- (1) Have qualifications and does not have any prohibited characteristics according to the Public Limited Company Act, the Securities and Exchange Act, the Company's regulations, and any other laws or regulations.
- (2) Have knowledge, skills, leadership, vision, morality, ethics, and a good work history, perform the duties of a director with care, honesty, and integrity, comply with the law, objectives, regulations, and resolutions of the shareholders' meeting, and disclose information to shareholders correctly, completely, and transparently.
- (3) Must not have conflicts of interest with the Company.
- (4) Have time for the Company both during and outside of the meeting, including performing other tasks as assigned by the Company's Board of Directors.
- (5) Be a person who agrees to be nominated for consideration for selection as a director.

5. Submission Period

From 18 November 2024 to 31 December 2024



Form to Propose Agenda in the Annual General Meeting of Shareholders 2025

(1) I, Mr./Mrs./Ms., a shareholder of
Tropical Canning (Thailand) Public Company Limited., holding shares, residing
at
Telephone Number Mobile Phone Number
E-mail

(2) I wish to propose the agenda of the 2025 Annual General Meeting of Shareholders on subject of
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.....
.....

(3) The proposal and useful information for consideration as follows:
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.....
.....

with additional support documents certified as copy turn on every page, totaling page (s)

I certify that the statement in this Form A, the evidence of shareholding, and the additional support documents are correct and true in every respect.

..... Shareholder

(.....)

Date

Remarks:

1. The shareholder must attach the following evidences:
 - 1.1 The evidence of shareholding, i.e. the certificate from the securities company or the other evidence from the Thailand Securities Depository Company Limited or the Stock Exchange of Thailand.
 - 1.2 A copy of identification card. In the event that the shareholder is a juristic person, such must attach a copy of the company affidavit and a copy of identity card (copy of passport in case of foreigner) of the authorized director who signs on this Form A and certify true copy.
2. If the shareholder proposes more than one agenda, the shareholder must make one set of Form A per one agenda to be proposed.
3. In the event that shareholder change his/her title, name or surname, the shareholder, a copy of evidence of such change must be attached with a certify true copy.
4. The Company shall not consider agenda which the shareholder provides inaccurate or incomplete information or the shareholder does not have the required qualification
5. The shareholder is eligible to propose the agenda unofficially by sending the document via fax at (66) 074 273691-4 or through Company Secretary's and Investor Relations at info@tropical.co.th, and all original documents must be submitted to the Company within 31 December 2024.

**Form Nomination for Persons to be Considered as Company Directors**

(1) I, Mr./Mrs./Ms. _____, a shareholder of Tropical Canning (Thailand) Public Company Limited., holding _____ shares, residing at _____
Telephone Number _____ Mobile Phone Number _____
E-mail _____

(2) I would to nominate, Mr./Mrs./Ms _____ Age _____ to be considered as a director of the company who is fully qualified and does not have any prohibited characteristic according to the Regulation of the Company. I have attached the consent of the nominated person and other supporting documents to consider the qualification which I hereby certify as true copy on every page, totaling _____ page (s).

I certify that the statement in this Form B, evidence of shareholding, and other support documents are correct and true in every respect.

_____ Shareholder

(_____)

Date _____

(3) I, Mr./Mrs./Ms. _____, the nominated person to be director consent and certify that I have all the qualifications and does not have any prohibited characteristic according to the Public Limited Company Act, the Securities and Exchange Act, including the Regulation of the Company, and agree to comply with the rules of good governance

_____ Nominated Person

(_____)

Date _____

Remarks:

1. The shareholder must attach the following evidences:
 - 1.1 The evidence of shareholding, i.e. the certificate from the securities company or the other evidence from the Thailand Securities Depository Company Limited or the Stock Exchange of Thailand.
 - 1.2 A copy of identification card. In the event that the shareholder is a juristic person, such must attach a copy of the company affidavit and a copy of identity card (copy of passport in case of foreigner) of the authorized director who signs on this Form A and certify true copy.
 - 1.3 Evidence of the nominated person includes a copy of the identification card, a copy of the house registration, proof of education, work history, and other supporting documents for consideration (if any).
2. In the case of nominating more than 1 person, Form B must be prepared according to the number of names proposed
3. In the event that shareholder change his/her title, name or surname, the shareholder, a copy of evidence of such change must be attached with a certify true copy.
4. The Company shall not consider nominated person whom the shareholder provides inaccurate or incomplete information or the shareholder does not have the required qualification
5. The shareholder is eligible to propose the agenda unofficially by sending the document via fax at (66) 074 273691-4 or through Company Secretary's and Investor Relations at info@tropical.co.th, and all original documents must be submitted to the Company within 31 December 2024.

Letter of Request for Checking the Director and Executive Qualification

(Inspection of the director and executive's qualification on the individual's request)

Attention: Secretary General, the SEC Office

Whereas I, _____

Passport Number : _____ Expiry Date : _____

will be appointed by _____ [specify company's name]

having its principle office located at _____

_____ Tel. _____

as the company's director/executive, I would like to request for inspecting my qualification whether I have any characteristics indicating untrustworthiness as specified in the Notification of the Securities and Exchange Commission No. KorChor. 3/2560 Re: Determination of Untrustworthy Characteristics of Company Directors and Executives dated 23rd January B.E. 2560 (2017) to the SEC Office, for the purpose of listing my name onto the Issuing Company's Director and Executive Database of the company. In addition, I here by give my permission to the SEC Office to inspect my personal information relevant to consideration of the SEC Office. In this regard, I also attach my passport with this letter.

Sincerely yours,

(_____)

Date _____