

(Translation)

6 March 2025

Subject: Invitation for the 2025 Annual General Meeting of Shareholders

To: Shareholders of Thai Union Group Public Company Limited

Enclosed:

1. The Articles of Association (only the parts related to the Meeting of Shareholders and the Voting and Counting) (Page 10-12)
2. Copy of Financial Statements as of 31 December 2024 (Abridged Version) (Page 13-16)
3. Biographies of those nominated for re-election to the Board of Directors of the Company (Page 17-26)
4. Information for appointment of the Company's independent auditor (Page 27-32)
5. Regulations for attending the shareholders' meeting by electronic meeting and Guidelines for attending E-Meeting (Page 33-37)
6. The Mechanism for Voting via e-Proxy Voting (Page 38)
7. Profile of independent directors for proxy case (Page 39-43)
8. Three types of proxy forms (Please select only one of the three forms) (Page 44-55)
9. Privacy Notice (Page 56)
10. Annual Report (56-1 One Report) for the year 2024 (QR Code) (Page 57)

As the meeting of the Board of Directors of Thai Union Group Public Company Limited (the "Company") No. 1/2025 held on 17 February 2025 resolved to convene the 2025 Annual General Meeting of Shareholders on **Tuesday 8 April 2025 at 2:00 p.m. via electronic means (E-Meeting) only** in compliance with the Articles of Association of the Company, Clause 32, the Emergency Decree on Electronic Meetings B.E. 2563 (2020) and other related laws and regulations which will be broadcast from Thai Union Group PCL., S.M. Tower, Phaholyothin Road, Phayathai, Bangkok. to consider the following agenda.

Agenda 1 To Consider and Acknowledge the Company's Operational Results for Year 2024

Background and rationale: The Company's operating results of year 2024 and the reports on the implementation of Anti-Bribery and Corruption Policy including other relevant information has been shown in the 2024 Annual Report (56-1 One Report) which has been distributed to the shareholders via QR Code together with this Notice of the meeting.

Board's Opinion: Deemed it appropriate to propose to the Annual General Meeting of Shareholders to consider and acknowledge the Company's operational results including the reports on the implementation of Anti-Bribery and Corruption Policy for the year 2024.

Resolution: This agenda shall not be determined by votes since it is only for shareholders' acknowledgement.

Agenda 2 To Consider and Approve the Financial Statements for the Fiscal Year ended 31 December 2024 and Report of Independent Auditor

Background and rationale: The Company's financial statements for the fiscal year ended 31 December 2024 and the report of independent auditor (Abridged Version) have been shown in Page 13-16 and in the financial statements section of the 2024 Annual Report, which was audited by KPMG Phoomchai Audit Ltd. as the Company's independent auditor and reviewed by the Audit Committee are delivered to all shareholders along with this notice.

Board's Opinion: Deemed it appropriate to propose to the Annual General Meeting of Shareholders to approve the Company's financial statements for the fiscal year ended 31 December 2024 and the report of independent auditor thereon, which was audited by the Company's independent auditor according to Section 112 of the Public Limited Companies Act B.E. 2535, with the opinion that the proposed financial statements contain information that is accurate in accordance with the generally accepted accounting principles, reviewed by the Audit Committee and concurred by the Board of Directors

Resolution: This agenda shall be determined by a majority of votes of the shareholders who attend the meeting and cast their votes.

Agenda 3 To Consider and Approve the Allocation of Net Profit for 2024 Operational Results

Background and rationale: According to the operation results of 2024, the Company and its subsidiaries have recorded consolidated net profit of THB 4,984.89 million i.e. consolidated net profit after interest paid on perpetual debentures of THB 4,684.89 million for the fiscal year ended 31 December 2024. According to the Public Companies Act, B.E. 2535, the Company shall allocate not less than five percent of its annual net profit less the accumulated losses brought forward (if any) to legal reserve until this reserve attains an amount not less than ten percent of the registered capital. This has already been performed by the Company. Therefore, the Company agreed to pay out its dividend in an amount not exceeding at THB 2,808.38 million (equivalent to THB 0.66 per share), or 59.96% of consolidated net profit after interest paid on perpetual debentures. However, by the resolution of the Board of Directors' Meeting No. 5/2024 held on 7 August 2024, the Company had paid out the interim dividend payment for the first-half operational period to shareholders at THB 1,319.09 million or THB 0.31 per share on 4 September 2024, the remaining dividend to be paid this time will be approximately THB 1,489.29 million will be at THB 0.35 per share. The comparison of previous dividend payment records is shown as follows:

Details of Dividend Payment	Year 2022	Year 2023*	Year 2024
1. Net Profit (Million THB)	7,138.00	4,499.36	4,984.89
Net profit after interest paid on perpetual debentures	6,838.00	4,199.36	4,684.07
2. Number of Shares 31 st December	4,771,815,496	4,655,132,696	4,455,132,696
<u>Less</u> Treasury stock	(116,682,800)	(200,000,000)	(200,000,000)
Number of Shares after treasury stock	4,655,132,696	4,455,132,696	4,255,132,696**
<i>Par value (Baht)</i>	<i>0.25</i>	<i>0.25</i>	<i>0.25</i>
3. Total Dividend Payment per share (THB: Share)	0.84	0.54	0.66
3.1 Interim Dividend No.1 (THB: Share)	0.40	0.30	0.31
3.2 Annual Dividend (THB: Share)	0.44	0.24	0.35
4. Total Dividend Amount (Million THB)	3,910.31	2,405.77	2,808.38
5. Dividend Payout Ratio (Percent)	57.19	57.29	59.96

*After eliminating the loss from the one-time non-cash impairment in Red Lobster

** The number of shares after deducting the treasury stock as of 31 December 2024. However, the number of shares entitled to receive dividends as of 3 March 2025, may decrease due to the Company's ongoing share

repurchase program for financial management purposes, in accordance with the resolution of the Board of Directors Meeting No. 8/2024 on 25 December 2024. The company has set the share repurchase period from 2 January 2025 to 30 June 2025.

The Company's dividend policy is to pay at least 50% of net profit twice a year since 2002. The dividend payout ratio for the Company's operational of 2024 after interest paid on perpetual debentures is 59.96% which is as a normal dividend policy of the Company.

The right to receive the dividend is still uncertain until it has been approved by the 2025 Annual General Meeting of Shareholders.

Board's Opinion: Deemed it appropriate to propose to the Annual General Meeting of Shareholders to approve the appropriation of the consolidated net profit for the dividend payment for the fiscal year 2024 in an amount not exceeding at THB 2,808.38 million. However, the Company paid out the interim dividend payment for the first-half operational period to shareholders at THB 1,319.09 million (equivalent to THB 0.31 per share) on 4 September 2024, the dividend for the fiscal year remains to be paid this time will be approximately THB 1,489.29 million at THB 0.35 per share. The dividend payment will be payable to shareholders whose names are recorded in the share register book by closing of share register book on 3 March 2025.

The dividend will be paid on 25 April 2025. Dividend payment of THB 0.35 per share is subject to 10% withholding tax, or THB 0.035 per share, as it derived from profit under non-BOI privilege. The net dividend paid will value THB 0.315 per share.

Dividend recipients shall not be entitled to tax credits, as the dividends or profit distributions are paid from earnings that are exempt from inclusion in taxable income for corporate income tax purposes.

Resolution: This agenda shall be determined by a majority of votes of the shareholders who attend the meeting and cast their votes.

Agenda 4 To Consider and Approve the Election of the Company's Directors

Background and rationale:

1. Pursuant to Public Limited Companies Act, B. E. 2535 and Article 17 of the Company's Articles of Association prescribes that "At every Annual General Meeting, one-third (1/3) of the directors shall retire from office. If the number of directors is not a multiple of three (3), the number nearest to one-third (1/3) shall retire from office."
2. For the year 2025, the Board consists of 11 existing directors and 4 directors who are due to retire from office are as follows:
 - (1) Ms. Parnsiree Amatayakul (Independent Director)
 - (2) Dr. Thamnoon Ananthothai (Independent Director)
 - (3) Mr. Hiroyasu Sato
 - (4) Mr. Shue Chung Chan
3. The Company has informed all shareholders of their right to nominate qualified person(s) for director position ahead of the meeting through its website and Electronic Company Information Disclosure of the Stock Exchange of Thailand from 30 August 2024 to 31 December 2024, totalling 123 days.
However, there was no proposal agenda and any director nominee submitted to the Company.

4. The Nomination, Remuneration and Corporate Governance Committee has considered the qualification of each candidate as well as the diversity of Board structure which including knowledge, abilities, expertise in pursuant to the Company’s Board Skills Matrix, attributes of leadership, exemplary vision, good morals and ethical principles, as well as clear and unblemished career records, fit to conduct the businesses of the Company, decision making based on information and rationale, appropriate qualifications in accordance with relevant laws and the Company’s Articles of Association and no dishonest act of an offence against property and not holding directorship of more than four other listed companies.

With respect to appointment of two Independent Directors namely: 1. Ms. Parnsiree Amatayakul and 2. Dr. Thamnoon Ananthothai, Nomination, Remuneration and Corporate Governance Committee and the Board of Directors considered and agreed that they have all the qualifications as required by law and relevant regulation. In addition, they can express their opinions independently. Although **Dr. Thamnoon Ananthothai** has been independent directors of the Company for more than nine years, the Board of Directors thoroughly consider and confident that he is able to perform his roles independently and has strong experience and knowledge to provide good advice to the Company which benefit to the Company’s business operations. It is appropriated to propose 2025 Annuals Shareholder Meeting for their approval the four qualified candidates for the election to be the directors and independent directors to be re-elected and continue one more term of office.

Biography of nominated persons to be elected as the Company’s directors are provided herein Page 17-26.

Board’s Opinion: Deemed it appropriate to propose to the Annual General Meeting of Shareholders to approve the election of persons nominated by the Nomination, Remuneration and Corporate Governance Committee and the Board of Directors, of which details are shown in the enclosed document, as follows:

Name of Director	Type of Directorship	No. of years in position	Proposal
1. Ms. Parnsiree Amatayakul	Independent Director Chairman of the Risk Management Committee Member of the Audit Committee	3 years 8 months	Continue one more term
2. Dr. Thamnoon Ananthothai	Independent Director Chairman of the Nomination, Remuneration and Corporate Governance Committee Member of the Audit Committee Member of the Risk Management Committee	14 years 9 months	Continue one more term
3. Mr. Hiroyasu Sato	Non-Executive Director	1 years 8 months	Continue one more term
4. Mr. Shue Chung Chan	Executive Director Member of the Risk Management Committee Member of the Sustainable	23 years 8 months	Continue one more term

Name of Director	Type of Directorship	No. of years in position	Proposal
	Development Committee Member of the Nomination, Remuneration and Corporate Governance Committee		

Resolution: This agenda shall be determined by a majority of votes of the shareholders who attend the meeting and cast their votes.

Agenda 5 To Consider and Approve the Remuneration of the Board Members for Year 2025 and the Directors’ Bonus based on the 2024 Operational Results

Background and rationale: The Nomination, Remuneration and Governance Committee has considered the remuneration of directors and sub-committees for year 2025 based on their duties and responsibilities, the comparison of remuneration with other firms in the same industry, the Company’s business operations and profit. According to the Articles 28 “The Board of Directors is entitled to receive remuneration e.g. salary, meeting allowance, other allowances and bonus. Other expenses incurred during their performance, as director shall also be repaid” (pursuant to the Public Limited Companies Act 1992, Article 90 stipulates that the first paragraph).

The criteria and methods of consideration are as follows:

- Carefully consider and filter based on various appropriateness;
- Compare the average director compensation in the group of peers;
- Consider the company's expansion and profit growth;
- Economic situation;
- Total number of the company's directors.

Information for Consideration of Director’s Remuneration

The Proposed remuneration package for year 2025

Proposal	Year 2024	Proposed for Year 2025
1. Remuneration for TU Directors		
1.1 Chairman retainer	THB 80,000/month	THB 80,000/month
1.2 Meeting allowance of Chairman	THB 40,000/time	THB 40,000/time
1.3 Director retainer	THB 40,000/month	THB 40,000/month
1.4 Meeting allowance of Director	THB 20,000/time	THB 20,000/time
1.5 Other benefits	- Health Insurance premiums not exceeding THB 700,000 per year. (for directors who are younger than 70 years old and have permanent residents in Thailand only). - Director’s bonus 2024 at rate not exceeding of 0.5% of the Company’s dividend payment.	- Health Insurance premiums not exceeding THB 700,000 per year. (for directors who are younger than 70 years old and have permanent residents in Thailand only). - Director’s bonus 2025 at rate not exceeding of 0.5% of the Company’s dividend payment.

Proposal	Year 2024	Proposed for Year 2025
2. Remuneration for sub-committee		
2.1 Audit Committee		
- Chairman	THB 60,000/month	THB 60,000/month
- Member	THB 30,000/month	THB 30,000/month
- Other benefits	Nil	Nil
2.2 The Nomination, Remuneration and Corporate Governance Committee		
- Chairman	THB 360,000/year	THB 360,000/year
- Member (Independent Director)	THB 180,000/year	THB 180,000/year
- Member (Director)	Nil	THB 120,000/year
- Other benefits	Nil	Nil
2.3 The Risk Management Committee		
- Chairman	THB 360,000/year	THB 360,000/year
- Member (Independent Director)	THB 180,000/year	THB 180,000/year
- Member (Director)	THB 120,000/year	THB 120,000/year
- Other benefits	Nil	Nil

Board's Opinion: Deemed it appropriate to propose to the Annual General Meeting of Shareholders to approve the remuneration of the directors and sub-committees for year 2025 and bonus for directors at rate not exceeding of 0.5% the Company's dividend payment, totally THB 13.65 million and determined bonus for Chairman of the Board two times of the bonuses paid to the directors. Bonus for Directors will be paid on Monday 28 April 2025, after dividend payment to shareholders, as proposed by the Nomination, Remuneration and Corporate Governance Committee.

In addition, in order to support the directors to perform their duties with full efficiency. The Company has prepared Directors and Officers Liability Insurance, and be responsible for the expenses of training seminars, travel expenses and allowances for inspecting the operation of the company as assigned according to the amount specified in the company's policies.

Resolution: This agenda shall be determined by a vote of not less than two-thirds of the total voting rights of the shareholders who attend the meeting.

Agenda 6 To Consider and Approve the Appointment of the Company's Auditor and fix the Auditing Fee for Year 2025

Background and rationale: Under Section 120 of the Public Limited Company Act B.E. 2535 and Article 36 of the Articles of Association of the Company. The appointment of auditors and determination of the auditing fee for the financial year that will end on 31 December 2025 require the meeting approval. The information of this agenda is provided on page 27-32.

Audit Committee's Opinion: The Audit Committee has continuously held meetings with the company's auditor to discuss audit approaches and effective collaboration. The Audit Committee has proposed to the Board of Directors to consider concurrence with the proposal for the appointment Company's auditor at the shareholders' meeting as follows:

1. Ms. Sujitra Masena CPA # 8645 or
2. Ms. Sawitree Ongksirimemongkol CPA # 10449 or
3. Ms. Chaowanee Chaisanga CPA # 12663 or
4. Ms. Sirinuch Surapaitoonkorn CPA # 8413

From KPMG Phoomchai Audit Ltd. this appointment is for the 2nd fiscal year (fiscal years 2024-2025) which the four aforementioned auditors perform their duties in accordance with the auditor rotation rules of the Securities and Exchange Commission.

The proposed auditing fees as follows:

Detail	Year 2024	Year 2025 Proposal	Increase (Decrease)
The audit fee and the quarterly review of the interim (THB)	3,100,000	3,100,000	-
The special audit fee of BOI-Non BOI financial statements	100,000	100,000	-

The Audit Committee has considered and examined the list of auditors as proposed, there is no relationship or interest with the company, executives, major shareholders or related persons of such persons.

Board's Opinion: Deemed it appropriate to propose to the Annual General Shareholders, in accordance with the consideration by the Audit Committee to appointment of the Company's independent auditors as the following:

1. Ms. Sujitra Masena CPA # 8645 or
2. Ms. Sawitree Ongksirimemongkol CPA # 10449 or
3. Ms. Chaowanee Chaisanga CPA # 12663 or
4. Ms. Sirinuch Surapaitoonkorn CPA # 8413

From KPMG Phoomchai Audit Ltd., any one of them being authorised to conduct the audit and express an opinion on the financial statements of the Company or Subsidiaries. In the absence of the above-named auditors, KPMG Phoomchai Audit Ltd. is authorised to identify one other Certified Public Accountant within KPMG Phoomchai Audit Ltd. to carry out the work with the auditing fee for the quarterly review of the interim financial statements (altogether 3 quarters) at THB 3,100,000 and the special audit fee of BOI-Non BOI financial statements at THB 100,000.

Resolution: This agenda shall be determined by a majority of votes of the shareholders who attend the meeting and cast their votes.

Agenda 7 To Consider Other Business (If Any)

The Company has determined the record date on which shareholders have the right to receive dividend fixing the share register book closing date on 3 March 2025.

Should you have any questions concerning the meeting agenda, please submit your questions in advance by Friday 28 March 2025 through the following channels:

1. e-mail address: CompanySecretary.TU@thaiunion.com
2. Fax: +66(0) 2298-0553
3. Website: <http://www.thaiunion.com/th/contact>
4. Post: **Thai Union Group Public Company Limited (Office of Company Secretary)**
No. 979/12, M Floor, S.M.Tower, Phaholyothin Road,
Phayathai Sub-District, Phayathai District, Bangkok
Thailand, Zip code 10400

The Company, therefore, invites the shareholders to attend the Meeting on Tuesday 8 April 2025, at 14.00 p.m., via electronic means only in accordance with the rules stipulated in the law relating to electronic meetings. The regulations for attending the shareholders' meeting by electronic meeting and guidelines for attending E-Meeting are provided in Enclosure No. 5 (Page 33-37).

If a Shareholder or proxy, who is not an independent director of the Company, intends to attend the meeting via electronic means, the shareholders may register or appoint a proxy via e-Request system according to the regulations for attending the shareholders' meeting by electronic meeting and guidelines for attending E-Meeting in Enclosure No. 5 (Page 33-37). The system will be available from 31 March 2025, at 08.30 a.m. until the Meeting is adjourned on 8 April 2025.

The shareholder and the proxy are required to submit identification evidence for registration via e-Request system and supporting document for the appointment of proxy according to the details in Enclosure No. 5 (Page 33-37).

After the Company has verified the right to attend the meeting and the registration documents. Inventech Systems (Thailand) Co., Ltd. ("Inventech"), the meeting control system provider, certified by the Electronic Transaction Development Agency (ETDA), will send the link, username, and password for logging into the Meeting via electronic means to the shareholders using the email address as notified to the Company.

Please keep the username and password confidential. In the case your username and password are lost or you have not received it, please contact Inventech immediately. For shareholder who intends to appoint an independent director of the Company as a proxy, as detailed in Enclosure No. 7 (Page 39-43), the shareholder may appoint a proxy via e-Request system according to the regulations for attending the shareholders' meeting by electronic meeting and guidelines for attending E-Meeting in Enclosure No.5 (Page 33-37) or the shareholder can post the document for the appointment of proxy via registered mail with return receipt, to

Thai Union Group Public Company Limited (Office of Company Secretary)

No. 979/12, M Floor, S.M.Tower, Phaholyothin Road,
Phayathai Sub-District, Phayathai District, Bangkok
Thailand, Zip code 10400

However, the proxy posted via registered mail must be delivered to the Company by 31 March 2025 at 5.00 p.m.

The Company recommends using Proxy Form B in Enclosure No. 8 (Page 44-55), as the shareholders can cast their vote for a specific agenda item.

On the date of the Meeting, the shareholder or proxy (in the case of a proxy) is requested to attend the Meeting via the link and fill in the username and password that the shareholders received via the email address as

notified to the Company. The Company shall allow the shareholder and proxy to register to attend the Meeting via electronic means on 8 April 2025, from 12.00 p.m. onwards, and the Meeting shall start at 14.00 p.m.

Yours sincerely,
Thai Union Group Public Company Limited



-Signed-

Mr. Kirati Assakul
Chairman

Note: Shareholders can view the full version of the invitation to the 2025 Annual General Meeting of Shareholders and related meeting documents on the company's website from 6 March 2025, at under the section “Investor Relations > Shareholder Information > Announcements for Shareholders.”

Enclosure 1

**The Articles of Association
of**

THAI UNION GROUP PUBLIC COMPANY LIMITED

Section 5

Board of Directors

15. The Company shall have a board of directors comprising at least 5 directors and not less than half of the total number of directors shall reside within the Kingdom of Thailand.
16. The Directors shall be elected by the meeting of shareholders in accordance with the rules and procedures as follows:
 - (1) Each shareholder shall have one vote for each share held;
 - (2) Each shareholder must exercise all his/her voting rights under (1) to elect one or more persons as directors and can not allocate specific percentage of voting rights to any individual director among all the directors participated; and
 - (3) The persons receiving the highest votes in their respective order of the votes shall be elected as directors at the number equal to the number of directors required at that time. In case of equal vote among the persons elected in order of respective high numbers of votes, which number exceeds the required number of directors of the Company at such time, the chairman shall have the casting vote.
17. At every annual general meeting, one-third of the directors shall be retired from directorship. In case the number of directors is not a multiple of three, the number nearest to one-third shall be retired from directorship.

During the first and second years following the Company's registration, the termination of members of Board of Directors shall be determined by drawing lots. Director with longest period of directorship is required to leave in the subsequent years.

18. Apart from retirement by rotation, termination of directorship shall be derived from the following cases:
 - (1) Death;
 - (2) Resignation;
 - (3) Becoming unqualified or illegal pursuant to the law governing public limited company;
 - (4) Shareholders' resolution under Article (21);
 - (5) Order by Court of Justice;
19. Any director who wishes to resign shall submit resignation letter to the Company. Such resignation shall be effective as from the date the Company receives such letter.
20. In the case that any directorship falls vacant for reasons other than by rotation, the Board of Directors shall elect substitute director during the next meeting of the Board of Directors provided that such substitute director must be qualified pursuant to the law governing public limited company. With exception, in the case that the remaining term of office of the directorship is less than 2 months, the substitute director shall hold the position only for the remaining term of office of the director whom he or she replaced.

The resolution of the Board of Directors under the foregoing paragraph must contain no less than three-fourth of votes by directors remaining at that time.

21. The shareholders' Meeting may pass a resolution to terminate any director prior to expiration of his or her office term by a majority vote of not less than three-fourth of shareholders, attending the meeting and entitled to vote and the number of shares shall be not less than half of the total shares held by them.

Section 6
Meeting of Shareholders

32. The Board of Directors shall arrange an annual general meeting of shareholders within the period of four months following the end of the Company's fiscal year.

Except for the above-stated meeting of shareholders, other meetings of shareholders shall be recognized as extraordinary general meeting of shareholders.

The shareholders' meeting may be conducted through electronic media as provided in the law governing electronic conferencing. In such a case the head office of the company shall be deemed as the meeting place.

33. In calling a shareholders' meeting, whether in person or via electronic means, the Board of Directors shall issue meeting notice giving details on venue, date, time, agenda and related information with clear objective for each agenda whether for acknowledgement, approval or consideration plus the board's opinion. Such notice shall be sent to shareholders and registrar at least 7 days prior to the meeting and promulgated in daily newspaper for three consecutive days at least 3 days prior to the meeting. The promulgation as such may be done via electronic media instead, in accordance with the criteria prescribed by the Registrar

34. The Meeting of Shareholders must be attended by shareholders in persons or by proxies (if any) not less than 25 in number or not less than a half of total number of shareholders and have an aggregate number of shares not less than one-third of all shares sold to constitute a quorum.

Proxy may be made by electronic means. It must use a secure and reliable method that the proxy is made by the shareholders, in accordance with the rules prescribed by the Registrar.

The shares held by the Company shall not be counted to form a quorum for shareholders' meeting.

35. To make a resolution in any certain issue, each shareholder shall have one vote per each share held. Voting shall be made according to the following criteria:

- (1) In normal case, by a majority vote of the shareholders who attend the meeting and have the right to vote. In case of equal voting, the chairman of the meeting shall have a casting vote; and
- (2) In the following cases, by a vote of not less than three-fourth of the total number of shareholders present at the meeting and entitled to vote;
 - (a) sale or transfer of whole or essential parts of business of the Company to other parties;
 - (b) Purchase or merger and acquisition of other business into the Company's operation; and
 - (c) Entering into, amendment to or termination of rental contract for the Company's whole or essential part of business, assignment of other persons to manage the Company and merger scheme aiming for profit sharing.

36. The following functions should be carried out during an annual ordinary general meeting of shareholders:

- (1) Consideration of the Board of Directors' report on operational results in the past year;
- (2) Consideration and approval for balance sheets;
- (3) Consideration of profit allotment;
- (4) Election of new directors as required by rotation basis;
- (5) Appointment of the Company's independent auditor; and
- (6) Other business.

Enclosure 1

Voting and counting

- 1) Refer to Article 35 of the Company's Articles of Association, one share equaled one vote.
- 2) Only those disagreed and abstained from voting would be counted and taken for deduction from the total votes of all shareholders who attended the meeting and with vote right. Thus, the meeting could be proceeded smoothly and on time.
- 3) Shareholders who disagreed or abstained from voting shall by clicking the voting menu (Vote) for each agenda that can be voted against or abstain from only one vote.
- 4) When the voting has been submitted. Shareholders will receive a confirmation message which has been submitted.

Copy of Financial Statement as of 31 December 2024 (Abridged Version)

Independent Auditor's Report

To the Shareholders of Thai Union Group Public Company Limited

Opinion

I have audited the consolidated and separate financial statements of Thai Union Group Public Company Limited and its subsidiaries (the “Group”) and of Thai Union Group Public Company Limited (the “Company”), respectively, which comprise the consolidated and separate statements of financial position as at 31 December 2024, the consolidated and separate statements of income, comprehensive income, changes in equity and cash flows for the year then ended, and notes, comprising a summary of material accounting policies and other explanatory information.

In my opinion, the accompanying consolidated and separate financial statements present fairly, in all material respects, the financial position of the Group and the Company, respectively, as at 31 December 2024 and their financial performance and cash flows for the year then ended in accordance with Thai Financial Reporting Standards (TFRSs).

Basis for Opinion

I conducted my audit in accordance with Thai Standards on Auditing (TSAs). My responsibilities under those standards are further described in the Auditor’s Responsibilities for the *Audit of the Consolidated and Separate Financial Statements* section of my report. I am independent of the Group and the Company in accordance with the *Code of Ethics for Professional Accountants including Independence Standards* issued by the Federation of Accounting Professions (Code of Ethics for Professional Accountants) that is relevant to my audit of the consolidated and separate financial statements, and I have fulfilled my other ethical responsibilities in accordance with the Code of Ethics for Professional Accountants. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

Key Audit Matter

Key audit matter is those matters that, in my professional judgment, were of most significance in my audit of the consolidated and separate financial statements of the current period. This matter was addressed in the context of my audit of the consolidated and separate financial statements as a whole, and in forming my opinion thereon, and I do not provide a separate opinion on this matter.

Responsibilities of Management and Those Charged with Governance for the Consolidated and Separate Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated and separate financial statements in accordance with TFRSs, and for such internal control as management determines is necessary to enable the preparation of consolidated and separate financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated and separate financial statements, management is responsible for assessing the Group’s and the Company’s ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group and the Company or to cease operations, or has no realistic alternative but to do so.

Enclosure 2

Those charged with governance are responsible for overseeing the Group's and the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated and Separate Financial Statements

My objectives are to obtain reasonable assurance about whether the consolidated and separate financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes my opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with TSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated and separate financial statements.

As part of an audit in accordance with TSAs, I exercise professional judgment and maintain professional skepticism throughout the audit. I also:

- Identify and assess the risks of material misstatement of the consolidated and separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. \
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's and the Company's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the consolidated and separate financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Group and the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated and separate financial statements, including the disclosures, and whether the consolidated and separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. I am responsible for the direction, supervision and performance of the group audit. I remain solely responsible for my audit opinion.

I communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that I identify during my audit.

Enclosure 2

I also provide those charged with governance with a statement that I have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on my independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with those charged with governance, I determine those matters that were of most significance in the audit of the consolidated and separate financial statements of the current period and are therefore the key audit matter. I describe these matters in my auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, I determine that a matter should not be communicated in my report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

-Signed-

(Sujitra Masena)

Certified Public Accountant

Registration No. 8645

KPMG Phoomchai Audit Ltd.

Bangkok

17 February 2025

Enclosure 2

Income Statement

For the year ended 31 December 2024

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
Revenues				
Sales and services	138,433,059	136,152,713	20,191,127	20,667,385
Cost of sales	(112,928,118)	(112,928,118)	(18,162,223)	(17,711,176)
Gross profit	25,623,693	23,224,595	2,028,904	2,956,209
Other income				
- Interest income	464,652	226,387	2,144,066	2,966,436
- Dividend income	3,429	5,690	4,456,397	3,148,614
- Others	669,387	828,059	404,607	343,454
Profit before expenses	26,761,161	24,284,731	9,033,974	9,414,713
Selling expenses	(9,504,866)	(8,738,224)	(796,184)	(691,872)
Administrative expenses	(8,896,519)	(7,574,799)	(2,539,483)	(1,883,022)
Reversal of impairment of financial assets, net	(55,659)	(80,095)	41,717	(14,221,959)
Other gains (losses), net	(78,443)	(456,131)	(48,184)	(7,369,822)
Finance costs	(2,492,359)	(2,302,094)	(2,083,053)	(1,922,120)
Profit before Share of profit from investment accounted for using the equity method	5,733,315	5,133,388	3,608,787	(16,674,082)
Share of profit of investment in accounted for using the equity method	770,598	679,206	-	-
Profit before income tax	6,503,913	5,812,594	3,608,787	(16,674,082)
Income tax	(430,022)	619,941	(55,457)	(26,580)
Profit for the year	6,073,891	(13,200,289)	3,553,330	(16,700,932)
Profit attributable to:				
Owners of the parent	4,984,894	(13,933,205)	3,553,330	(16,700,932)
Non-controlling interests	1,088,997	732,916		
Profit for the year	6,073,891	(13,200,289)		
Profit attributable to equity holders of the Company	1.08	(3.15)	0.75	(3.76)

Shareholders, who would like to have the full financial statements, could find it from 2024 Annual Report (56-1 One Report) or download from www.thaiunion.com or www.set.or.th

Enclosure 3

Biography of nominated persons to be elected as the Company's directors

No. of years in position and number of shares held and % shareholding as of 31 December 2024

Name : **MS. PARNSIREE AMATAYAKUL**

Position : Independent Director
Chairman of the Risk Management Committee
Member of the Audit Committee

Nationality : Thai

Age : 54 years

Education : Master of Business Administration, Anderson School of Management, UCLA, the University of California, USA
Bachelor of Business Administration, Faculty of Commerce and Accountancy, Chulalongkorn University

Starting date : 10 May 2021

No. of years in position : 3 years 8 months

Family Relationship among Directors and Executives: -None-

Shareholdings : -None- shares, equivalent to - % of paid-up capital

Personal	:	-None-	shares
Spouse	:	-None-	shares
Minor Child	:	-None-	shares



Positions in other listed companies:

2022 - Present: Independent Director, Member of the Audit and Corporate Governance Committee, Member of the Nomination and Remuneration Committee, Central Pattana PCL.

2021 - Present: Independent Director, Member of the Corporate Governance Committee, Bangkok Bank PCL.

2019 - Present: Independent Director, Member of Audit Committee, Member of Remuneration Committee, Member of Environmental Sustainability Development Committee, The Siam Cement PCL.

2018 - Present: Independent Director, Member of Strategic and Innovation Committee, Member of the Sustainability Committee, Thai Wah PCL.

Positions in other organization: -None-

Work experience:

2019 - February 2021: General Manager, Sales, Enterprise and Commercial, IBM ASEAN

2011 – 2018: Managing Director, IBM Thailand Company Limited

Position in other organizations that have conflicts to the Company: -None-

Enclosure 3

Training/Seminar Course related to Directorship:

- Risk Management Program for Corporate Leaders (RCL), Thai Institute of Directors Association (RCL 36/2024)
- Cyber Armor: Capital Market Board Awareness (Topic: Cyber Incident Management: The Board's Essential Role) / The Securities and Exchange Commission (2023)
- Money Laundering Trends and Measures to Prevent and Suppress Money Laundering in the Future by Anti-Money Laundering Office / Bangkok Bank PCL. (2023)
- Webinar IOD & SET: Hot Issue: Climate Governance / The Stock Exchange of Thailand & Thai Institute of Directors Association 2023
- ESG for Sustainability by The Stock Exchange of Thailand at The Siam Cement PCL. 2022
- IT & Cyber Security Risk Management / Bangkok Bank PCL. (2022)
- Advance Audit Committee Program, Thai Institute of Directors Association (AACP 40/2021)
- Independent Director Forum / Thai Institute of Directors Association (no.1/2019)
- Directors Certification Program organized, Thai Institute of Directors Association (DCP 99/2008)

Type of director nominated for election: Independent Director

Criteria and procedure for nomination: Considered and reviewed by the Nomination, Remuneration and Corporate Governance Committee and the Board of Directors.

Meeting Attendance in the Year 2024 (between 1 January 2024 - 31 December 2024)

Meeting	No. of Attendance
The Board of Directors	8/8 meetings (100%)
The Risk Management Committee	4/4 meetings (100%)
The Audit Committee	8/8 meetings (100%)
The Non-Executive Director	1/1 meeting (100%)

Enclosure 3

Name : DR. THAMNOON ANANTHOTHAI

Position : Independent Director

Chairman of the Nomination, Remuneration and
Corporate Governance Committee

Member of the Audit Committee

Member of the Risk Management Committee



Nationality : Thai

Age : 67 years

Education : Ph.D. International Management, Walden University, USA

Master of Business Administration (Management), University of Sarasota, USA

Bachelor of Business Administration (Accountancy & Management), Eckerd College-
St. Petersburg, USA

Starting date : 22 March 2010

No. of years in position : 14 years 9 months

Family Relationship among Directors and Executives: -None-

Shareholdings : -None- shares, equivalent to - % of paid-up capital

Personal : -None- shares

Spouse : -None- shares

Minor Child : -None- shares

Positions in other listed companies:

2007 - Present: Independent Director, Chairman of Audit Committee, Better World Green PCL.

Positions in other organizations:

2015 - Present: Director, The Princess Mother's Medical Volunteer Foundation

2014 - Present: Executive Director, Merchant Partners Asset Management Ltd.

2013 - Present: Executive Director, Merchant Partners Co., Ltd.

2004 - Present: Executive Director, Merchant Partners Securities PCL.

Work experience:

2016 - 2020: Independent Director and Audit Committee, After you PCL.

2012 - 2013: Independent Director, Pakfood PCL.

2008 - 2014: Director and Audit Committee, Bangkok University

2007 - 2014: Chairman of the Board, Vintage Engineering PCL.

2006 - 2014: Chairman of Audit Committee, Eastern Printing PCL.

Enclosure 3

- 2005 - 2015: Audit Committee/Chairman of Nomination and Remuneration Committee, Property Perfect PCL.
- 1998 - 2002: President and CEO, DBS Vickers Securities (Thailand) Co., Ltd.
- 1997 - 2002: Associate Judge, Central Intellectual Property and International Trade Court
- 1994 - 1997: Deputy CEO (Securities), Srimitr Securities PCL.
- 1990 - 1995: Thailand Representative of Nomura Office (Securities Company from Japan)

Position in other organizations that have conflicts to the Company: -None-

Training/Seminar Course related to Directorship:

- Understanding the Fundamental of Financial Statement organized, Thai Institute of Directors Association (UFS 7/2007)
- Directors Certification Program organized, Thai Institute of Directors Association (DCP 70/2006)
- The Role of Chairman Program organized, Thai Institute of Directors Association (RCP 14/2006)
- Audit Committee Program organized, Thai Institute of Directors Association (ACP 10/2005)
- Directors Accreditation Program organized, Thai Institute of Directors Association (DAP 48/2005)

Type of director nominated for election: Independent Director

Criteria and procedure for nomination: Considered and reviewed by the Nomination, Remuneration and Corporate Governance Committee and the Board of Directors.

Meeting Attendance in the Year 2024 (between 1 January 2024 - 31 December 2024)

Meeting	No. of Attendance
The Board of Directors	8/8 meetings (100%)
The Nomination, Remuneration and Corporate Governance Committee	4/4 meetings (100%)
The Audit Committee	8/8 meetings (100%)
The Risk Management Committee	4/4 meetings (100%)
The Non-Executive Director	-/1 meeting (-%)

Enclosure 3

Name : **MR. HIROYASU SATO**

Position : Non-Executive Director

Nationality : Japanese

Age : 53 years

Education : Bachelor of Economics, Keio University, Japan

Starting date : 3 May 2023

No. of years in position : 1 years 8 months



Family Relationship among Directors and Executives: -None-

Shareholdings : -None- shares, equivalent to - % of paid-up capital

Personal	:	-None-	shares
Spouse	:	-None-	shares
Minor Child	:	-None-	shares

Positions in other listed companies: -None-

Positions in other organizations:

2023 – Present:	President, Mitsubishi Company (Thailand) Ltd.
2023 – Present:	President, Thai – MC Company Limited
2023 – Present:	Director, IVICT (Thailand) Co., Ltd.
2023 – Present:	Director, Tri Petch Isuzu Sales Co., Ltd.
2023 – Present:	Director, Tri Petch Isuzu Leasing Co., Ltd.
2023 – Present:	Director, Bridgestone Sales (Thailand) Co., Ltd.
2023 – Present:	Director, Thai Bridgestone Co., Ltd.
2023 – Present:	Director, Mitsubishi Corporation LT (Thailand) Co., Ltd.
2023 – Present:	Director, MCT Holding Co., Ltd.
2023 – Present:	Director, MCT Management Co., Ltd.

Work experience:

2019 – April 2023:	Managing Director, Isuzu UTE Australia Pty Ltd
2017 – 2019:	General Manager, Isuzu Business Division, Mitsubishi Corporation
2016 – 2017:	Vice President, Tri Petch Isuzu Sales Co., Ltd.
2013 – 2016:	Vice President, Jiangxi Isuzu Motors Co., Ltd., (China)
2006 – 2012:	Non Executive Director, Isuzu Andaman Sales Co., Ltd.,

Position in other organizations that have conflicts to the Company: -None-

Training/Seminar Course related to Directorship:

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- Aspen Executive Seminar (Japan) / The Aspen Institute Japan 2021
- Management Accreditation Program (Japan) / International Accreditation Japan (IA Japan) 2018

Type of director nominated for election: Director

Criteria and procedure for nomination: Considered and reviewed by the Nomination, Remuneration and Corporate Governance Committee and the Board of Directors.

Meeting Attendance in the Year 2024 (between 1 January 2024 - 31 December 2024)

Meeting	No. of Attendance
The Board of Directors	8/8 meetings (100%)
The Non-Executive Director	1/1 meeting (100%)

Enclosure 3

Name : **MR. SHUE CHUNG CHAN**

Position : Executive Director

Member of the Nomination, Remuneration and
Corporate Governance Committee*

Member of the Risk Management Committee

Member of the Sustainable Development Committee



Nationality : Chinese

Age : 49 years

Education : Master of Business Administration, Bangkok University

Bachelor of Construction Engineering and Management, Oregon State University, USA

Starting date: 30 April 2001

No. of years in position : 23 years 8 months

Family Relationship among Directors and Executives: -None-

Shareholdings : 12,295,272 shares, equivalent to 0.28% of paid-up capital

Personal	:	12,295,272	shares
Spouse	:	-None-	shares
Minor Child	:	-None-	shares

Positions in other listed companies:

2021 - Present: Director, Member of Nomination Remuneration and Corporate Governance Committee, i-Tail Corporation PCL.

2002 - Present: Director, Member of the Risk Management Committee, Thai Union Feedmill PCL.

Positions in other organizations:

2024 - Present: Director, Food and Beverage United Co., Ltd.

2022 - Present: Director, Star Union Packaging Co., Ltd.

2022 - Present: Director, Thai Union Europe SAS (France)

2021 - Present: Director, Thai Union Lifescience Co., Ltd.

2021 - Present: Director, Thai Union Manufacturing Co., Ltd.

2020 - Present: Director, Thai Union South East Asia Pte. Ltd. (Singapore)

2018 - Present: Director, EHS Training and Services Co., Ltd.

2018 - Present: Director, Biz Dimension Co., Ltd.

2018 - Present: Director, Thoon Thanasiri (Songkhla) Co., Ltd.

2017 - Present: Director, Thoon Thanasiri Co., Ltd.

2015 - Present: Director, Thai Union Seafood Co., Ltd.

2014 - Present: Director, Thai Union Graphic Co., Ltd.

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Position in other organizations that have conflicts to the Company: -None-

Training/Seminar Course related to Directorship:

- Hot Issue for Directors: Empowering Boards: Enhancing Governance, Standards, and Financial Insights / Thai Institute of Directors Association (2/2024)
- Agriculture and Cooperatives Executive Program, Ministry of Agriculture and Cooperatives. (ACE 2/2022)
- Executive Development Program, Thai Listed Companies Association (EDP 1/2009)
- Ethical Leadership Program, Thai Institute of Directors Association & Thai CAC (ELP 6/2016)
- Directors Certification Program organized, Thai Institute of Directors Association (DCP 16/2002)

Type of director nominated for election: Director

Criteria and procedure for nomination: Considered and reviewed by the Nomination, Remuneration and Corporate Governance Committee and the Board of Directors.

Meeting Attendance in the Year 2024 (between 1 January 2024 - 31 December 2024)

Meeting	No. of Attendance
The Board of Directors	8/8 meetings (100%)
The Risk Management Committee	4/4 meetings (100%)
The Sustainable Development Committee	2/2 meetings (100%)

*At the Board of Directors meeting No. 7/2024 on 11 December 2024, a resolution was approved to appoint Mr. Shue Chung Chan as a Member of the Nomination, Remuneration and Corporate Governance Committee. However, no meetings of the Nomination, Remuneration and Corporate Governance Committee were held in 2024 after his appointment.

Definition and qualification of Independent Director

An independent director is a qualified and independent person according to the Company's Corporate Governance Policy established by the Board. Moreover, the Company's criteria are stricter than "the criteria" required by the Stock Exchange of Thailand and the Securities Exchange Commission.

An independent director must meet the following criteria:

- 1) Holds no more than 0.05% of total voting stocks of TUF including stocks held by connected persons of the independent director, as well as nominees.
- 2) Is not or has not ever been a major shareholder.
- 3) Is not or has not ever been board member of its parent company or an executive director, employee, staff, advisor who receives salary of a controlling person of TUF, its parent company, its subsidiaries, its associated companies.
- 4) Is not any professional advisor.
- 5) Has not or has not had a business relationship with the Company, its parent company, its subsidiaries, its associated companies or a juristic person who may have conflicts of interest, in the manner that may interfere with his independent judgment.
- 6) Does not represent the Company's or its major shareholder's board member or a shareholder who is related to the Company's major shareholder.
- 7) Not have any characteristics which make him or her incapable of expressing independent opinions with regard to the company's business affairs.

Therefore, the definition of an independent director, as outlined, is in accordance with the company's corporate governance policy and imposes stricter criteria than the qualification requirements for independent directors set by the Securities and Exchange Commission of Thailand, specifically concerning the shareholding limit in the company.

Appointment of Directors

The Nomination Committee shall appoint a director, whose qualifications are deemed appropriate and qualified pursuant to the Public Companies Limited Act. Such appointment can be made only in the event that directorship either expires by normal office term or prematurely falls vacant in consequence of whatever causes during the office term. A substitute director appointed to fill interim vacancy shall be in the office only for the remaining tenure. One third of directors shall retire and new directors shall be elected in an annual general meeting of shareholders according to criteria and procedures set forth below:

1. Each shareholder has a right to vote in proportion to share volume owned; the principle of "one share, one vote" is applied.
2. Each shareholder is required to cast the entire vote owned in 1 for one or more candidates but can not split the vote into portions.
3. Candidates shall be entitled to directorship based on votes received. Candidate with maximum votes is first entitled to directorship and followed by the other less voted, respectively. As a rule, the number of newly appointed directors must not exceed the number of new directors intended in that election.

Shareholders, if necessary, may pass resolutions to remove any director prior to statutory expiration of office term provided (a) three fourth of majority votes of all shareholders present at a meeting is reached; and (b) the aggregate share volume owned by shareholders in (a) must be greater than half of the aggregate share volume owned by all shareholders present at the meeting. Such case shall be effective only when the qualifications of all board members and the management comply fully with Section 68 of the Public Companies Limited Act of 1992 and the SEC's Regulation Governing the Rules, Conditions and Procedures for the Securities Offer and Permission dated May 18, 1992.

The board of directors shall appoint any person deemed professionally recognized and qualified to act as independent director provided that the appointee is (a) not an employee or staff member receiving regular salary from the company or its subsidiaries; (b) independent of major dominant shareholders; (c) a shareholder of not more than 0.05% of the respective paid-up capital of the company; and (d) able to equally protect the interests of minority shareholders.

Enclosure 3

2024 Directors Meeting Attendance

Unit: Meeting

Name of Director	Meeting (Number of meeting attended / number of meeting)					
	Board of Director's Meeting 1 January – 31 December 2024				Annual General Meeting of Shareholder 9 April 2024	
	Number of meetings		Type of meeting		Total	
	Meeting	%	In person	Via electronic media	Meeting	%
1. Kirati Assakul	8/8	100	6/8	2/8	1/1	100
2. Cheng Niruttinanon	7/8	88	7/8	-	1/1	100
3. Thiraphong Chansiri	8/8	100	7/8	1/8	1/1	100
4. Rittirong Boonmechote	8/8	100	5/8	3/8	1/1	100
5. Nart Liuchareon	8/8	100	7/8	1/8	1/1	100
6. Thamnoon Ananthothai	8/8	100	4/8	4/8	1/1	100
7. Parnsiree Amatayakul	8/8	100	7/8	1/8	1/1	100
8. Pakapan Leevutinun	8/8	100	5/8	3/8	1/1	100
9. Hiroyasu Sato	8/8	100	5/8	3/8	1/1	100
10 Shue Chung Chan	8/8	100	7/8	1/8	1/1	100
11. Nakorn Niruttinanon	8/8	100	7/8	1/8	1/1	100
Total number of meeting in 2024	8				1	
Percentage of Directors' Participation	99 %				100%	

Enclosure 4

Profile of Auditor Ms. Sujitra Masena	
Name - Surname	Ms. Sujitra Masena CPA Registration No. 8645
Age	46 Years
Education	Bachelor of Accounting, Thammasat University
Professional Experience	<ul style="list-style-type: none"> - Auditor approved by of the Securities and Exchange Commission (SEC) office, Thailand - Committee of Director, The Accounting Profession Committee, Thailand Federation of Accounting Professions, Thailand (2023-2026)
Work Experience	<p>Sujitra is an Audit Partner at KPMG Phoomchai Audit Ltd., with over 20 years of experience in auditing, experienced in various fields of business. Both listed in the Stock Exchange of Thailand and non-listed companies and several multinational groups company. In addition, Sujitra also has experience working aboard at KPMG US office for 15 months, so Sujitra has expertise in Thai Financial Reporting Standards (TFRS), International Financial Reporting Standards (IFRS), and US Generally Accepted Accounting Principles (US GAAP). She also has experience in providing advice on preparing financial statements in accordance with international accounting standards for customer groups in many businesses, such as Consumer industry, Retail industry, Agriculture industry, Manufacturing industry and Automotive industry.</p> <p>Sujitra is also interested in using technology to help developing with auditing operations. By working in many types of businesses with a diverse team, Sujitra has well understanding of the structure of companies in various businesses, especially Consumer and Retail businesses. Including accounting problems related to business groups, especially in Thailand's financial reporting standards.</p>
Number of Shareholding	None (as of 31 December 2024)
Years of service as Company's auditor	1 Year
<u>Relationship or interest with the Company, its subsidiary, executives, major shareholders or their representative related persons</u>	Yes/No
Family relationship with the executives or major shareholders of the Company or Subsidiary companies;	No
Relationship with the Company/subsidiary companies/associated company or juristic person that may cause a conflict of interest at present;	No
Significant business relationship that may affect the independence of the auditor;	No
Relationship as a director, staff or employee or position held in the Company or subsidiary companies	No

Enclosure 4

Profile of Auditor Ms. Sawitree Ongksirimemongkol	
Name - Surname	Ms. Sawitree Ongksirimemongkol CPA Registration No. 10449
Age	41 Years
Education	<ul style="list-style-type: none"> - Master of Business Administration, Chulalongkorn University - Bachelor of Accounting (International Program), Thammasat University
Professional Experience	<ul style="list-style-type: none"> - Auditor approved by of the Securities and Exchange Commission (SEC) office, Thailand - Member and Secretary of Subcommittee on Monitoring of International Financial Reporting Standards, Thailand Federation of Accounting Professions, Thailand (2014-2017)
Work Experience	<p>Sawitree is an Audit Partner at KPMG Phoomchai Audit Ltd., with over 17 years of experience in audit practice including 2-year secondment program with KPMG Singapore. In addition, Sawitree is the Head of KPMG Intelligent Audit department which drives the implementation and utilization of modern tools and technology to improve the efficiency of audit.</p> <p>Sawitree has provided professional audit services in accordance with Thai Financial Reporting Standards (TFRS) and International Financial Reporting Standards (IFRS) to various entities including the group audit of listed companies, non-listed companies, several multinational companies and subsidiaries of overseas listed companies. Sawitree has audit experience ranges in various industries, for example, Food and Agriculture business, Consumer market, and Industrial market.</p> <p>In addition, Sawitree is instructor and speaker for internal and external trainings and workshop in Financial Reporting Standards and Audit technology.</p>
Number of Shareholding	None (as of 31 December 2024)
Years of service as Company's auditor	Never (never endorsed in this Company yet)
<u>Relationship or interest with the Company, its subsidiary, executives, major shareholders or their representative related persons</u>	Yes/No
Family relationship with the executives or major shareholders of the Company or Subsidiary companies;	No
Relationship with the Company/subsidiary companies/associated company or juristic person that may cause a conflict of interest at present;	No
Significant business relationship that may affect the independence of the auditor;	No
Relationship as a director, staff or employee or position held in the Company or subsidiary companies	No

Enclosure 4

Profile of Auditor Ms. Sirinuch Surapaitoonkorn	
Name - Surname	Ms. Sirinuch Surapaitoonkorn CPA Registration No. 8413
Age	44 Years
Education	- Master of Business Administration, Chulalongkorn University - Bachelor of Accounting (International Program), Thammasat University
Professional Experience	Auditor approved by of the Securities and Exchange Commission (SEC) office, Thailand
Work Experience	Sirinuch is an Audit Partner at KPMG Phoomchai Audit Ltd., with over 20 years of experience and has provided professional audit services to several large groups in accordance with Thai Financial Reporting Standards (TFRS) and International Financial Reporting Standards (IFRS). Most of the customers are both customers registered in Thailand as well as customers with investors from Japan as shareholders in various industries, for example Consumer market, Industrial market, and Food and Beverage businesses. She is currently serving clients both local, Japanese and international companies who adopted IFRS in their financial statements preparation. In addition, Sirinuch is instructor and speaker for internal and external trainings and workshop in Financial Reporting Standards and Audit technology.
Number of Shareholding	None (as of 31 December 2024)
Years of service as Company's auditor	Never (never endorsed in this Company yet)
<u>Relationship or interest with the Company, its subsidiary, executives, major shareholders or their representative related persons</u>	Yes/No
Family relationship with the executives or major shareholders of the Company or Subsidiary companies;	No
Relationship with the Company/subsidiary companies/associated company or juristic person that may cause a conflict of interest at present;	No
Significant business relationship that may affect the independence of the auditor;	No
Relationship as a director, staff or employee or position held in the Company or subsidiary companies	No

Enclosure 4

Profile of Auditor Chaowanee Chaisanga	
Name - Surname	Miss Chaowanee Chaisanga CPA Registration No. 12663
Age	42 Years
Education	- Master of Business Administration, Chulalongkorn University - Bachelor of Accounting, Thammasat University
Professional Experience	Auditor approved by of the Securities and Exchange Commission (SEC) office, Thailand
Work Experience	<p>Chaowanee is an Audit Director at KPMG Phoomchai Audit Ltd., with over 17 years of experience in auditing in diversified industries covering multinational and listed companies in Stock Exchange of Thailand. She is also a coordinator for audit services to multinational business operating in Thailand. Moreover, Chaowanee has long experience in supervising audits of Consumer market, Retail, Food and Agriculture businesses.</p> <p>Currently, Chaowanee is responsible for clients with Group entities in accordance with the Financial Reporting Standard for Public Interest Entities and the companies operating in Thailand that applied the Thai Financial Reporting Standards (TFRS), International Financial Reporting Standards (IFRS) and US Generally Accepted Accounting Principles (US GAAP) along with group reporting engagements to report to auditor in oversea countries.</p>
Number of Shareholders	None (as of 31 December 2024)
Years of service as Company's auditor	None (never endorsed in this Company yet)
<u>Relationship or interest with the Company, its subsidiary, executives, major shareholders or their representative related persons</u>	Yes/No
Family relationship with the executives or major shareholders of the Company or Subsidiary companies;	No
Relationship with the Company/subsidiary companies/associated company or juristic person that may cause a conflict of interest at present;	No
Significant business relationship that may affect the independence of the auditor;	No
Relationship as a director, staff or employee or position held in the Company or subsidiary companies	No

Enclosure 4

**Remuneration for the Company’s independent auditor for the company and its subsidiaries
by KPMG Phoomchai Audit Ltd. for the year 2024 (Thailand only)**

1. Audit Fee

The Company and subsidiaries paid audit fee to: Auditing firm where independent auditors are attached to, individual or entity related to independent auditors and auditing firm during 2024 fiscal year **total 18 companies at THB 24,384,025.**

2. Non-Audit Fee

The Company and subsidiaries paid remuneration incurred by the following services:

- Audit fee paid to Auditing firm where independent auditors are attached to, individual or entity related to independent auditors and auditing firm **at THB -None-**
- Audit fee for special items, pursuant to the Notification Por 4/2001 of the Board of investment, paid to Auditing firm where independent auditors are attached to, individual or entity related to independent auditors and auditing firm **total 8 companies at THB 1,700,000.**

Audit fee for special purpose and tax advisor **at THB -None-**

The detail of independent auditor’s service period during 2015-2024

Year	Amount	Audited by
2015	1 year	Ms. Rosaporn Decharkom; CPA (Thailand) No. 5659 from EY Office Limited
2016 – 2017	2 years	Mr. Somchai Jinnovart; CPA (Thailand) No. 3271 from PricewaterhouseCoopers ABAS Limited.
2018 – 2023	6 years	Mr. Pongthavee Ratanakoses; CPA (Thailand) No. 7795 from PricewaterhouseCoopers ABAS Limited.
2024	1 year	Ms. Sujitra Masena; CPA (Thailand) No. 8645 from KPMG Phoomchai Audit Ltd.

Remark: According to the announcement of the SEC, listed companies are required to rotate auditors after audited for seven consecutive fiscal years, with a mandatory cooling-off period of five fiscal years. (This new regulation has been in effect since 1 January 2019)

Name lists of Independent Auditors who are no relationships or conflicts of interest among the independent auditor, the Company and its subsidiaries, the executives, the shareholders, or others related to those parties.

Auditor’s Service for Subsidiaries and Associated Companies

The Company’s auditor from KPMG Phoomchai Audit Ltd. as follows:

1. Ms. Sujitra Masena CPA # 8645 or
2. Ms. Sawitree Ongksirimemongkol CPA # 10449 or
3. Ms. Chaowanee Chaisanga CPA # 12663 or
4. Ms. Sirinuch Surapaitoonkorn CPA # 8413

To act as the auditor for the year 2025 of the Company’s subsidiaries and associated companies.

For 2025, if the shareholder meeting resolves to change the auditor to KPMG Phoomchai Audit Co., Ltd. according to agenda item 6, all the Company’s subsidiaries and associated companies, both within and outside the country. So that they can properly control and oversee the preparation of the company's consolidated financial statements to build trust among stakeholders. Therefore, the Board of Directors will ensure that financial statements of the Company are prepared on time.

Document for attending the shareholders' meeting by electronic meeting (E-Meeting)

1. In case the shareholders wish to attend the E-Meeting by themselves

- 1.1 The Shareholders or proxies who would like to attend the E-Meeting must submit an application to attend the meeting by Electronic Method.
- 1.2 Document for attending the shareholders' meeting by electronic meeting as follows:
 - 1) In the event that the shareholder is an ordinary person – a valid copy of the shareholder's ID card, other official documents issued by government authority or passport (in case of foreign grantor) which is certified true copy by the Shareholder.
 - 2) In the event that the shareholder is a juristic person

Thai juristic person

- (A) The copy of identification document which is certified true copy of such authorized representative similar to those of ordinary person as specified in item 1.
- (B) The copy of shareholder's affidavit which is certified not over three months before the meeting date and certify by the authorized director showing that the authorized director has the authority to act on behalf of the shareholder.

Non-Thai juristic person

- (A) A copy of the certificate of Incorporation issued by the regulatory body of the country where the juristic person is domiciled. The certification of Incorporation shall be notarized by a Notary Public no longer than 1 year.
- (B) Letter certifying that such custodian signing the proxy form has the permission to engage in the custodian business. In case the document with the original copy written in the language other than English must be submitted together with the English translation. The translation copy must be certified by the juristic person's authorized person.

2. In case the shareholders wish to authorize proxy holder to attend the E-Meeting

- 2.1 Documents for identity verification of the shareholder and proxy holder as specified in item 1 above.
- 2.2 Select only one of the three forms provided below as follows:
 - (A) General shareholder shall select only one of either Form A or Form B.
 - (B) Shareholder listed in the share register book as foreign shareholder appointing the custodian in Thailand can select only one of the three proxy forms.
- 2.3 Authorizing a person or an Independent Director to attend and vote at the Meeting on your behalf by specifying the name with details of a person to be your proxy or marking in front of the name of an Independent Director to be your proxy.
- 2.4 Affix the 20 Baht stamp duty and specify the date on the proxy form.
- 2.5 In the even that the company's independent directors are designated as the proxy holders, please send the completed proxy form together with the above documentation to the Head Office of the Company at:

Thai Union Group Public Company Limited
Office of Company Secretary (Document for 2025 AGM)
979/12 S.M. Tower, Phaholyothin Road, Phayathai Sub-District,
Phayathai District, Bangkok 10400 (Tel.+66(2) 2980024 ext.4242)

No later than 5:00 p.m. (Thailand time) on Monday 31 March 2025 so that officers of the Company are given enough time to check the documentation. Split of shares to several proxies to vote in the meeting is not allowed. Shareholder shall authorize the proxy holder to cast the votes equal to the total number of shares held by shareholder. Authorizing less than the total number of shares is not allowed except for the custodian appointed by foreign shareholder in accordance with proxy form C.

Enclosure 5

3. In case the shareholders wish to authorize proxy holder via TSD's e-Proxy Voting to attend the E-Meeting

3.1 Subscribe and create user TSD Investor Portal user ID at Link

<https://www.set.or.th/th/tsd/services/investors/e-services/investor-portal> or QR Code



3.2 Authorize proxy holder / vote via TSD Investor Portal by Logging in TSD Investor Portal system at Link

<https://ivp.tsd.co.th/signin> or QR Code




No later than 5:00 p.m. (Thailand time) on Friday 4 April 2025.

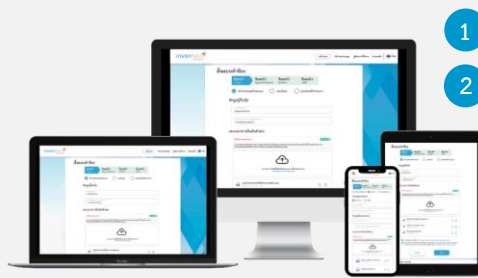
The shareholders can study the details from **the Mechanism for Voting via e-Proxy Voting** (Page 38).

Guidelines for attending the Annual General Meeting of Shareholders for the Year 2025 via Electronic Meeting

Shareholders and proxies wishing to attend the 2025 Annual General Meeting of Shareholders can proceed according to the procedure for submitting the request form to attend the meeting via electronic media as follows :

Step for requesting Username & Password from via e-Request system

1. The Shareholders must submit a request to attend the meeting by Electronic Means via Web Browser at <https://serv.inventech.co.th/TU543585R/#/homepage> or scan QR Code  and follow the steps as shown in the picture



- 1 Click link URL or scan QR Code in the letter notice Annual General Meeting
- 2 Choose type request for request form to 4 steps
 - Step 1 Fill in the information shown on the registration
 - Step 2 Fill in the information for verify
 - Step 3 Verify via OTP
 - Step 4 Successful transaction, The system will display information again to verify the exactitude of the information
- 3 Please wait for an email information detail of meeting and Password

**** Merge user accounts, please using the same email and phone number ****

2. For Shareholders who would like to attend the Meeting either through the Electronic Means by yourself or someone who is not the provided independent directors, please note that the electronic registration will be available from 31 March 2025 at 8:30 a.m. and shall be closed on 8 April 2025 until the end of the meeting.

3. The electronic conference system will be available on 8 April 2025 at 12:00 p.m. (2 hours before the opening of the meeting). Shareholders or proxy holders shall use the provided Username and Password and follow the instruction

Appointment of Proxy to the Company's Directors

For Shareholders who authorize one of the Company's Independent Directors to attend and vote on his or her behalf, The Shareholders can submit a request to attend the meeting by Electronic Means of the specified procedures or send the proxy form together with the required documents to the Company by mail to the following address. The proxy form and required documents shall be delivered to the Company by 31 March 2025 at 5.00 p.m.

Thai Union Group Public Company Limited
Office of Company Secretary
979/12 M Floor, S.M.Tower, Phaholyothin Road
Phayathai Sub-District, Phayathai District, Bangkok 10400

If you have any problems with the software, please contact Inventech Call Center



02-460-9226



@inventechconnect



The system available during 31 March - 8 April 2025 at 08.30 a.m. – 5.30 p.m.

(Specifically excludes holidays and public holidays)

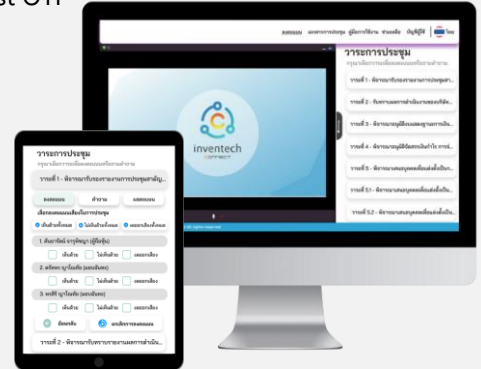


Report a problem

@inventechconnect

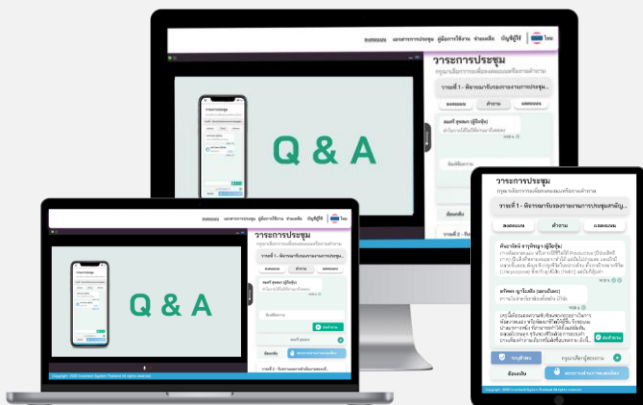
Steps for registration for attending the meeting (e-Register) and voting process (e-Voting)

- 1 Get email and password that you received from your email or request OTP
- 2 Click on “Register” button, the system has already registered and counted as a quorum.
- 3 Click on “Join Attendance”, Then click on “Accept” button
- 4 Select which agenda that you want to vote
- 5 Click on “Vote” button
- 6 Click the voting button as you choose
- 7 The system will display status your latest vote



To cancel the last vote, please press the button “Cancel latest vote (This means that your most recent vote will be equal to not voting, or your vote will be determined by the agenda result) Shareholders can conduct a review of the votes on an agenda basis. When the voting results for that agenda are closed.

Step to ask questions via Inventech Connect



- Select which agenda
 - Click on “Question” button
- 1 Ask a question
 - Type the question then click “Send”
 - 2 Ask the question via video
 - Click on “Conference”
 - Click on “OK” for confirm your queue
 - Please wait for the queue for you then you can open the microphone and camera

How to use Inventech Connect



User Manual and Video of using Inventech Connect

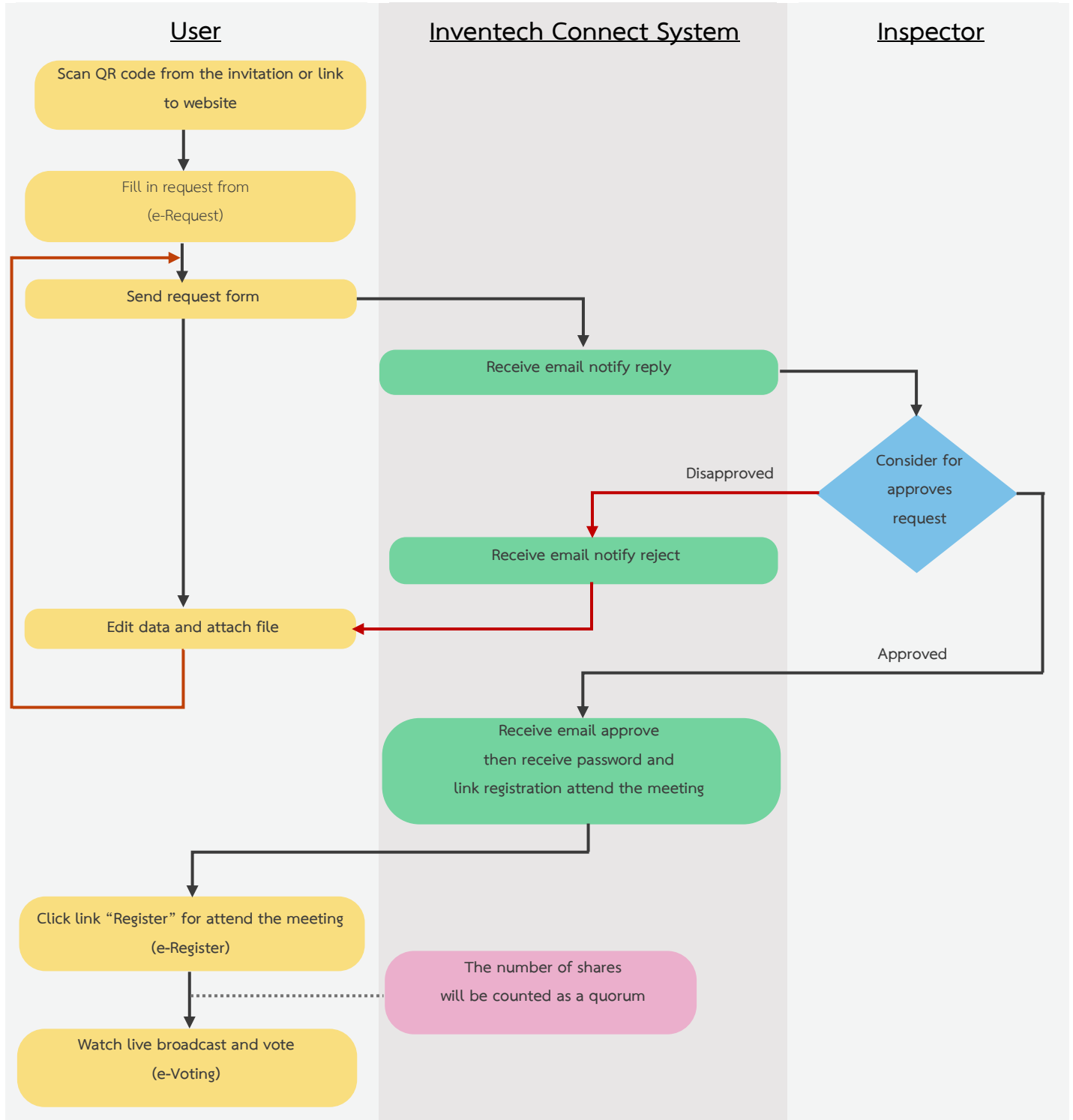
* Note Operation of the electronic conferencing system and Inventech Connect systems. Check internet of shareholder or proxy include equipment and/or program that can use for best performance. Please use equipment and/or program as the follows to use systems.

1. Internet speed requirements
 - High-Definition Video: Must be have internet speed at 2.5 Mbps (Speed internet that recommend).
 - High Quality Video: Must be have internet speed at 1.0 Mbps.
 - Standard Quality Video: Must be have internet speed at 0.5 Mbps.
2. Equipment requirements.
 - Smartphone/Tablet that use IOS or android OS.
 - PC/Laptop that use Windows or Mac OS.
3. Requirement Browser Chrome (Recommend) / Safari / Microsoft Edge ** The system does not supported internet explorer.

Guidelines for attending of Electronic Meeting

Carried out before the meeting date

Carried out on meeting day



Condition of use

In case Merge account/change account

In case filing request multiple by using the same email and phone number, the systems will merge account or in case user has more than 1 account, you can click on "Change account" and the previous account will still count the base in the meeting.

In case Exit the meeting


Attendees can click on "Register to leave the quorum", the systems will be number of your shares out from the meeting base.

The Mechanism for Voting via e-Proxy Voting

For shareholders who wish to appoint a proxy electronically (e-Proxy Voting), they must be a member of the TSD Investor Portal (choose NDID or ThaiID for identity verification).

System Opening Period: The system will be available starting one day after the invitation letter is sent and will remain open until 5:00 p.m. on the business day prior to the meeting.

Steps for Voting in an Electronic Meeting: Shareholders who wish to appoint a proxy electronically may follow these steps:

- Log in to the TSD Investor Portal at link <https://ivp.tsd.co.th/signin> or QR Code 
- Select the “Other Transactions” menu.
- Choose “Proxy Appointment / Shareholders’ Meeting Voting” and then select Proceed - Edit - Cancel.
- Accept the Terms and Conditions of the service.
- Verify your identification card status to enable the proxy appointment/voting service.

Confirm identity by entering the Laser Code for verification with the Department of Provincial Administration.

- Click “OTP Request” to receive a One-Time Password (OTP) for transaction confirmation.
- Click on the name of the security to proceed with proxy appointment / voting.
- The system will display shareholder entitlements and the list of proxy representatives.
- Select the independence director to act as your proxy.
- Assign proxy voting for each agenda item and click “Next” for each agenda.
- Once voting for all agenda items is complete, the system will display the proxy appointment document for review or download.

After clicking “Close”, a Proxy Form B will be generated.

- The system will display unpaid stamp duty transactions in the shareholder's securities list.
- A popup window will appear to submit a stamp duty payment request.
- Select the transactions for which stamp duty payment is required.
- Click the “Pay Stamp Duty” button, and the system will submit the payment request.
- Click View QR Code or Pay-in Slip to proceed with the stamp duty payment at the bank.

****Your proxy appointment will be valid only after the stamp duty payment is completed.****

- You can check the status of your transactions in the "Transaction Status" menu.

Profile of independent directors for proxy case

Name lists of independent directors are no relationships or conflicts of interest in this Annual General Meeting of Shareholders.

Name: **MR. KIRATI ASSAKUL**

Position: Chairman
Independent Director
Member of the Risk Management Committee

Nationality: Thai

Age: 66 years

Education: Master of (Chemical Engineering), University of Southern California, USA
Bachelor of (Chemical Engineering), Queen's University, Canada

Starting date: 22 March 2010

No. of years in position: 14 years 9 months

Family Relationship among Directors and Executives: -None-

Shareholdings: 103,248 share*, equivalent to 0.00% of paid-up capital

Personal	:	-None-	share
Spouse	:	103,248	share
Minor Child	:	-None-	share

Address: 979/12 S.M. Tower, Phaholyothin Road, Phayathai Sub-District, Phayathai District, Bangkok 10400



Positions in other listed companies:

1993 - Present: Director, Ocean Glass PCL.

Positions in other organizations:

2023 - Present: Chairman, Siam Estate Co., Ltd.
2016 - Present: Director, Crystal Clear Innovation Co., Ltd.
2013 - Present: Director, Ocean Property Co., Ltd.
2013 - Present: Director, Ocean Marina Co., Ltd.
2002 - Present: Director, Great Field Co., Ltd.
1998 - Present: Director, Kris & Sumali Co., Ltd.
1996 - Present: Director, Ocean Group (Thailand) Co., Ltd.
1994 - Present: Director, Kirati Home Co., Ltd.
1992 - Present: Director, Ocean Holding Co., Ltd.
1988 - Present: Director, Service Leasing Co., Ltd.
1984 - Present: Chairman, Ocean Life Insurance PCL.

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Position in other organizations that have conflicts to the Company: -None-

osition in other organizations that have conflicts to the Company: -None-

Training/Seminar Course related to Directorship:

- Risk Management Program for Corporate Leaders (RCL), Thai Institute of Directors Association (RCL 36/2024)
- Chairman Forum 2024, The Art of Chairman-CEO Dynamics: Fostering trust and Collaboration, Thai Institute of Directors Association
- Role of the Chairman Program, Thai Institute of Directors Association (RCP 55/2023)
- The Role of Compensation Committee organized, Thai Institute of Directors Association (RCC 5/2007)
- Directors Certification Program organized, Thai Institute of Directors Association (DCP 27/2003)

Conflict of interest in agenda item no.1-7 : -None-

Name: **MR. NART LIUCHAREON**

Position: Independent Director
Chairman of the Audit Committee
Member of the Nomination, Remuneration and
Corporate Governance Committee

Nationality: Thai

Age: 65 years

Education: Master of Science in Business Administration, University of Southern California, USA
Master of Business Administration, University of Southern California, USA
Bachelor of in Engineering (Computer), Chulalongkorn University

Starting date: 3 April 2015

No. of years in position: 9 years 9 months

Family Relationship among Directors and Executives: -None-

Shareholdings: -None- share*, equivalent to - % of paid-up capital

Personal	:	-None-	share
Spouse	:	-None-	share
Children not yet of legal age	:	-None-	share

Address: 979/12 S.M. Tower, Phaholyothin Road, Phayathai Sub-District, Phayathai District, Bangkok 10400



Positions in other listed companies:

2024 - Present: Independent Director, Member of the Risk Management Committee, Thai Rung Union Car Public Company Limited

2000 - Present: Vice Chairman, President, Member of the Risk and Sustainability Development Committee, Member of the Nomination and Remuneration Committee, G-Able PCL.

Positions in other organizations:

2023 - Present: Director GlobeTech Co., Ltd.

2023 - Present: Director Geovault Co., Ltd.

2023 - Present: Director GISC Group Co., Ltd.

2023 - Present: Director CDG Holding Co., Ltd.

2023 - Present: Director Ardentek Co., Ltd.

2023 - Present: Director Aurum Management Co., Ltd.

2019 - Present: Director Defence Innovation Co., Ltd.

2017 - Present: Director Merkator Co., Ltd.

2016 - Present: Director ESRI (Thailand) Co., Ltd.

2012 - Present: Director Wisdomsoft Co., Ltd.

Enclosure 7

2004 - Present:	Director Core wisdom Co., Ltd.
1992 - Present:	Director C.D.G.House Co., Ltd.
1991 - Present:	Director GIS Co., Ltd.
1991 - Present:	Director CDG Group Co., Ltd.
1986 - Present:	Director Control Data (Thailand) Ltd.

Work Experience:

1985 – 1998: Marketing Director, Control Data (Thailand) Co., Ltd.

Position in other organizations that have conflicts to the Company: -None-

Training/Seminar Course related to Directorship:

- Board Nomination & Compensation Program, Thai Institute of Directors Association (BNCP 13/2022)
- Advanced Audit Committee Program, Thai Institute of Directors Association (AACP 25/2017)
- Director Accreditation Program, Thai Institute of Directors Association (DAP 120/2015)
- Leader Program, Capital Market Academy (no.12/2010)

Conflict of interest in agenda item no.1-7 : -None-

Enclosure 7

Name: **DR. PAKAPUN LEEVUTINUN**

Position: Independent Director
Member of the Risk Management Committee

Nationality: Thai

Age: 52 years

Education: Ph.D. in Technopreneurship and Innovation Management,
Chulalongkorn University, Thailand
Master of Business Administration, Marketing and Finance, Brigham Young, University
Marriott School of Business, USA
Bachelor of Business Administration, Faculty of, Commerce and Accountancy, Chulalongkorn
University

Starting date: 9 August 2021

No. of years in position: 3 year 5 months

Family Relationship among Directors and Executives: -None-

Shareholdings: -0- share*, equivalent to - % of paid-up capital

Personal	:	-None-	share
Spouse	:	-None-	share
Children not yet of legal age	:	-None-	share

Address: 979/12 S.M. Tower, Phaholyothin Road, Phayathai Sub-District, Phayathai District, Bangkok
10400

Positions in other listed companies: -None-

Positions in other organizations:

2021 - Present: Regional President Southeast Asia & Pacific/ Nu Skin Enterprises

Work Experience:

2018 - 2020: Regional President Southeast Asia/ Nu Skin Enterprises

2015 - 2017: Regional Vice President Southeast Asia/ Nu Skin Enterprises

Position in other organizations that have conflicts to the Company: -None-

Training/Seminar Course related to Directorship:

- Risk Management Program for Corporate Leaders (RCL), Thai Institute of Directors Association (RCL 36/2024)
- Director Certification Program, Thai Institute of Directors Association (DCP 335/2023)
- Directors Accreditation Program organized, Thai Institute of Directors Association (DAP 197/2022)

Conflict of interest in agenda item no.1-7 : -None-



Remarks: * Number of shares held and % shareholding as of 31 December 2024 of the total of 4,455,132,696 shares

แบบหนังสือมอบฉันทะ แบบ ก. (แบบทั่วไปซึ่งเป็นแบบที่ง่ายไม่ซับซ้อน)

Proxy Type A (General and Simple Declaration)

แบบท้ายประกาศกรมทะเบียนพาณิชย์การค้านำเรื่อง กำหนดแบบหนังสือมอบฉันทะ (ฉบับที่ 5) พ.ศ. 2550

Pursuant to the Regulations Governing Proxy (No. 5) 2007 of the Commercial Registration Department

อากรแสตมป์

20 บาท

Duty Stamp

20 Baht

เขียนที่

Written At

วันที่

Date

(1) ข้าพเจ้า สัญชาติ อยู่บ้านเลขที่

I / We Nationality Residing at

ถนน ตำบล/แขวง อำเภอ/เขต

Road Tambon / Sub-district Amphur / District

จังหวัด รหัสไปรษณีย์

Province Postal Code

(2) เป็นผู้ถือหุ้นของบริษัท ไทยยูเนียน กรุ๊ป จำกัด (มหาชน)

Being a shareholder of Thai Union Group Public Company Limited

โดยถือหุ้นจำนวนทั้งสิ้นรวม หุ้น และออกเสียงลงคะแนนได้เท่ากับ เสียง ดังนี้

holding the total amount of shares and eligible for voting to votes as presented below:

หุ้นสามัญ หุ้น ออกเสียงลงคะแนนได้เท่ากับ เสียง

Ordinary share shares Eligible for voting to votes

หุ้นบุริมสิทธิ หุ้น ออกเสียงลงคะแนนได้เท่ากับ เสียง

Preferred share shares Eligible for voting to votes

(3) ขอมอบฉันทะให้ / Hereby authorize

3.1 ชื่อ อายุ ปี อยู่บ้าน เลขที่

Name age Residing at

ถนน ตำบล/แขวง อำเภอ / เขต

Road Tambon / Sub-district Amphur / District

จังหวัด รหัสไปรษณีย์ อีเมล หรือ

Province Postal Code E-mail or,

3.2 ชื่อ อายุ ปี อยู่บ้าน เลขที่

Name age Residing at

ถนน ตำบล/แขวง อำเภอ / เขต

Road Tambon / Sub-district Amphur / District

จังหวัด รหัสไปรษณีย์ อีเมล หรือ

Province Postal Code E-mail or,

Enclosure 8

3.3 ชื่อ..... อายุ ปี อยู่บ้าน เลขที่

Name age Residing at

ถนน..... ตำบล/แขวง อำเภอ / เขต

Road Tambon / Sub-district Amphur / District

จังหวัด รหัสไปรษณีย์ อีเมล หรือ

Province Postal Code E-mail or,

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี 2568 วันอังคารที่ 8 เมษายน 2568 เวลา 14.00 น. โดยผ่านสื่ออิเล็กทรอนิกส์ (E-Meeting) ถ่ายทอดสดจากบริษัท ไทยยูเนียน กรุ๊ป จำกัด (มหาชน) หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

As only one to be my proxy to attend and vote on my behalf at the Annual General Meeting of Shareholders for the year 2025 on Tuesday 8 April 2025, at 2:00 p.m. by electronic meeting platform (E-Meeting) which will be broadcast from Thai Union Group PCL. or such other dates, time and places as may be adjourned.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุมนั้น ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any business carried on by the proxy holder in the said meeting shall be deemed as having been carried out by myself in all respects.

ลงชื่อ/Signature..... ผู้มอบฉันทะ/Shareholder
(.....)

ลงชื่อ/Signature..... ผู้รับมอบฉันทะ/Proxy
(.....)

ลงชื่อ/Signature..... ผู้รับมอบฉันทะ/Proxy
(.....)

ลงชื่อ/Signature..... ผู้รับมอบฉันทะ/Proxy
(.....)

หมายเหตุ ผู้ถือหุ้นที่จะมอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

Remarks: The Shareholder is required to authorize only one proxy to attend and vote at the meeting and cannot split the number of shares to many proxies for splitting votes.

หนังสือมอบฉันทะ แบบ ข. (แบบที่กำหนดรายการต่าง ๆ ที่จะมอบฉันทะที่ละเอียดชัดเจนตายตัว)

Proxy Type B (With Detailed Information of Authorization)

แบบท้ายประกาศกรมพัฒนาธุรกิจการค้า เรื่อง กำหนดแบบหนังสือมอบฉันทะ (ฉบับที่ 5) พ.ศ. 2550

Pursuant to the Regulations Governing Proxy (No. 5) 2007 of the Commercial Registration Department

อากรแสตมป์
20 บาท
Duty Stamp
20 Baht

เขียนที่

Written At

วันที่

Date

(1) ข้าพเจ้า สัญชาติ อยู่บ้านเลขที่

I / We Nationality Residing at

ถนน ตำบล/แขวง อำเภอ/เขต

Road Tambon / Sub-district Amphur / District

จังหวัด รหัสไปรษณีย์

Province Postal Code

(2) เป็นผู้ถือหุ้นของบริษัท ไทยยูเนียน กรุ๊ป จำกัด (มหาชน)

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โดยถือหุ้นจำนวนทั้งสิ้นรวม หุ้น และออกเสียงลงคะแนนได้เท่ากับ เสียง ดังนี้

holding the total amount of shares and eligible for voting to votes as presented below:

หุ้นสามัญ หุ้น ออกเสียงลงคะแนนได้เท่ากับ เสียง

Ordinary share shares Eligible for voting to votes

หุ้นบุริมสิทธิ หุ้น ออกเสียงลงคะแนนได้เท่ากับ เสียง

Preferred share shares Eligible for voting to votes

(3) ขอมอบฉันทะให้ / Hereby authorize

1. ชื่อ อายุ ปี อยู่บ้าน เลขที่

Name age Residing at

ถนน ตำบล/แขวง อำเภอ / เขต

Road Tambon / Sub-district Amphur / District

จังหวัด รหัสไปรษณีย์ อีเมล หรือ

Province Postal Code E-mail or,

2. กรรมการอิสระของบริษัทฯ ดังต่อไปนี้ / The independent directors of the Company are as follows:

2.1 นายศิริติ อัสสกุล อายุ 66 ปี อยู่บ้าน เลขที่ 979/12 อาคารเอสเอ็มทาวเวอร์

Name Mr. Kirati Assakul age 66 Residing at No. 979/12 S.M. Tower

ถนน พหลโยธิน ตำบล/แขวง พญาไท อำเภอ/เขต พญาไท

Road Phaholyothin Tambon / Sub-district Phayathai Amphur / District Phayathai

จังหวัด กรุงเทพมหานคร รหัสไปรษณีย์ 10400 อีเมล หรือ

Province Bangkok Postal Code 10400 E-Mail or,

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- 2.2นายนาถ ลิ่วเจริญ..... อายุ65..... ปี อยู่บ้าน เลขที่979/12...อาคารเอสเอ็มทาวเวอร์.....
Name Mr. Nart Liuchareon age 65 years Residing at 979/12 S.M. Tower
ถนน.....พหลโยธิน..... ตำบล/แขวง.....พญาไท.....อำเภอ/เขต.....พญาไท.....
Road Phaholyothin Tambon / Sub-district Phayathai Amphur / District Phayathai
จังหวัดกรุงเทพมหานคร..... รหัสไปรษณีย์10400.....อีเมลหรือ
Province Bangkok Postal Code 10400 E-Mail or,
- 2.3ดร. ภคพรหม ลีวุฒินันท์..... อายุ52..... ปี อยู่บ้าน เลขที่979/12...อาคารเอสเอ็มทาวเวอร์.....
Name Dr. Pakapun Leevutinun age 52 years Residing at 979/12 S.M. Tower
ถนน.....พหลโยธิน..... ตำบล/แขวง.....พญาไท.....อำเภอ/เขต.....พญาไท.....
Road Phaholyothin Tambon / Sub-district Phayathai Amphur / District Phayathai
จังหวัดกรุงเทพมหานคร..... รหัสไปรษณีย์10400.....อีเมลหรือ
Province Bangkok Postal Code 10400 E-Mail or,

คนหนึ่งคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี 2568 วันอังคารที่ 8 เมษายน 2568 เวลา 14.00 น. โดยผ่านสื่ออิเล็กทรอนิกส์ (E-Meeting) ถ่ายทอดสดจากบริษัท ไทยยูเนียน กรุ๊ป จำกัด (มหาชน) หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

As only one to be my proxy to attend and vote on my behalf at the Annual General Meeting of Shareholders for the year 2025 on Tuesday 8 April 2025, at 2:00 p.m. by electronic meeting platform (E-Meeting) which will be broadcast from Thai Union Group PCL. or such other dates, time and places as may be adjourned.

- (4) ข้าพเจ้าขอมอบอำนาจให้ผู้รับมอบอำนาจออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I authorize my proxy to cast the votes according to my intention set forth below:

วาระที่ 1 พิจารณาและรับทราบผลการดำเนินงานของบริษัทประจำปี 2567

Agenda 1 To Consider and Acknowledge the Company' Operational Results for Year 2024

วาระนี้ไม่ต้องลงมติ เนื่องจากเป็นวาระเพื่อทราบ

* This agenda shall not be determined by votes since it is only for shareholders' acknowledgement.*

วาระที่ 2 พิจารณาและอนุมัติงบการเงินสำหรับปีบัญชีสิ้นสุด วันที่ 31 ธันวาคม 2567 และรายงานของผู้สอบบัญชี

Agenda 2 To Consider and Approve the Financial Statements for the Fiscal Year ended 31 December 2024 and Report of Independent

Auditor

[] ก. ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

a. Proxy is allowed to consider the agenda and execute my votes deemed appropriate.

[] ข. ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

b. Proxy is allowed to execute my votes as per my intention set forth below:

() เห็นด้วย / Approve () ไม่เห็นด้วย / Disapprove () งดออกเสียง / Abstain

วาระที่ 3 พิจารณาและอนุมัติการจัดสรรกำไรสุทธิสำหรับผลการดำเนินงานประจำปี 2567

Agenda 3 To Consider and Approve the Allocation of Net Profit for 2024 Operational Results

[] ก. ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

a. Proxy is allowed to consider the agenda and execute my votes deemed appropriate.

[] ข. ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

b. Proxy is allowed to execute my votes as per my intention set forth below:

() เห็นด้วย / Approve () ไม่เห็นด้วย / Disapprove () งดออกเสียง / Abstain

วาระที่ 4 พิจารณาเลือกตั้งกรรมการแทนกรรมการที่ออกตามวาระ

Agenda 4 To Consider and Approve the Election of the Company's Directors

[] ก. ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

a. Proxy is allowed to consider the agenda and execute my votes deemed appropriate.

[] ข. ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

b. Proxy is allowed to execute my votes as per my intention set forth below:

- การแต่งตั้งกรรมการทั้งหมด / Nomination of the Whole Board

() เห็นด้วย / Approve () ไม่เห็นด้วย / Disapprove () จดออกเสียง / Abstain

- การเลือกตั้งกรรมการเป็นรายบุคคล / Nomination of Individual Director

4.1 ชื่อกรรมการอิสระ.....นางสาวพรรณสิรี อมาตยกุล / Independent Director.....Ms. Parnsiree Amatayakul.....

() เห็นด้วย / Approve () ไม่เห็นด้วย / Disapprove () จดออกเสียง / Abstain

4.2 ชื่อกรรมการอิสระ.....ดร. ธรรมบุญ อานันท์ไทย..... / Independent Director.....Dr. Thamnoon Ananthothai.....

() เห็นด้วย / Approve () ไม่เห็นด้วย / Disapprove () จดออกเสียง / Abstain

4.3 ชื่อกรรมการที่ไม่เป็นผู้บริหาร ...นายฮิโรยาสู ซาโต้..... / Non Executive Director.....Mr. Hiroyasu Sato.....

() เห็นด้วย / Approve () ไม่เห็นด้วย / Disapprove () จดออกเสียง / Abstain

4.4 ชื่อกรรมการที่เป็นผู้บริหาร.....นายชู ชง ชาน..... / Executive DirectorMr. Shue Chung Chan.....

() เห็นด้วย / Approve () ไม่เห็นด้วย / Disapprove () จดออกเสียง / Abstain

วาระที่ 5 พิจารณากำหนดค่าตอบแทนกรรมการและกรรมการชุดย่อยประจำปี 2568 และโบนัสกรรมการสำหรับผลการดำเนินงานปี 2567

Agenda 5 To Consider and Approve the Remuneration of the Board Members for Year 2025 and the Directors' Bonus based on the 2024 Operational Results

[] ก. ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

a. Proxy is allowed to consider the agenda and execute my votes deemed appropriate.

[] ข. ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

b. Proxy is allowed to execute my votes as per my intention set forth below:

() เห็นด้วย / Approve () ไม่เห็นด้วย / Disapprove () จดออกเสียง / Abstain

วาระที่ 6 พิจารณาแต่งตั้งผู้สอบบัญชี และกำหนดค่าสอบบัญชีประจำปี 2568

Agenda 6 To Consider and Approve the Appointment of the Company's Auditor and fix the Auditing Fee for Year 2025

[] ก. ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

a. Proxy is allowed to consider the agenda and execute my votes deemed appropriate.

[] ข. ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

b. Proxy is allowed to execute my votes as per my intention set forth below:

() เห็นด้วย / Approve () ไม่เห็นด้วย / Disapprove () จดออกเสียง / Abstain

วาระที่ 7 พิจารณาเรื่องอื่น ๆ (ถ้ามี)

Agenda 7 To Consider Other Business (If Any)

[] ก. ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

a. Proxy is allowed to consider the agenda and execute my votes deemed appropriate.

[] ข. ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

b. Proxy is allowed to execute my votes as per my intention set forth below:

() เห็นด้วย / Approve () ไม่เห็นด้วย / Disapprove () จดออกเสียง / Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Voting of the proxy holder in any agenda that is not specified in this proxy shall be considered as invalid and not my voting as a shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใด นอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In the event that I do not express my voting intention for any agenda, or I express unclear voting intention for any agenda, or in the event that the Meeting considers any agenda other than those specified above, including modification or addition of any factual information, the proxy is fully authorized to consider casting vote on my behalf as he/she may deem appropriate.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any business carried on by the proxy holder in the said meeting, except the proxy holder does not vote as I specify in the proxy form, shall be deemed as having been carried out by myself in all respects.

ลงชื่อ/Signature..... ผู้มอบฉันทะ/Shareholder

(.....)

ลงชื่อ/Signature..... ผู้รับมอบฉันทะ/Proxy

(.....)

ลงชื่อ/Signature..... ผู้รับมอบฉันทะ/Proxy

(.....)

ลงชื่อ/Signature..... ผู้รับมอบฉันทะ/Proxy

(.....)

หมายเหตุ ผู้ถือหุ้นที่จะมอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

Remarks: The Shareholder is required to authorize only one proxy to attend and vote at the meeting and cannot split the number of shares to many proxies for splitting votes.

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หนังสือมอบฉันทะ แบบ ค.

Proxy Type C

(แบบที่ใช้เฉพาะกรณีผู้ถือหุ้นเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้น)

(For Shareholder Who is Foreign Investor with Appointed Local Custodian in Charge of Share Depository)

แนบท้ายประกาศกรมพัฒนาธุรกิจการค้า เรื่อง กำหนดแบบหนังสือมอบฉันทะ (ฉบับที่ 5) พ.ศ. 2550

Pursuant to the Regulations Governing Proxy (No. 5) 2007 of the Commercial Registration Department

เขียนที่

Written At

วันที่

Date

(1) ข้าพเจ้า

I

สำนักงานตั้งอยู่เลขที่.....

Office Address

ในฐานะผู้ประกอบการธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ / as the Custodian for

ซึ่งเป็นผู้ถือหุ้นของ บริษัท ไทยยูเนียน กรุ๊ป จำกัด (มหาชน)

Being a shareholder of Thai Union Group Public Company Limited

โดยถือหุ้นจำนวนทั้งสิ้นรวม หุ้น และออกเสียงลงคะแนนได้เท่ากับ เสียง ดังนี้

holding the total amount of shares and eligible for voting to votes as presented below:

หุ้นสามัญ หุ้น ออกเสียงลงคะแนนได้เท่ากับ เสียง

Ordinary share shares Eligible for voting to votes

หุ้นบุริมสิทธิ หุ้น ออกเสียงลงคะแนนได้เท่ากับ เสียง

Preferred share shares Eligible for voting to votes

(2) ขอมอบฉันทะให้ / Hereby authorize

(2.1) ชื่อ..... อายุ ปี อยู่บ้าน เลขที่

Name age Residing at

ถนน ตำบล/แขวง อำเภอ / เขต

Road Tambon / Sub-district Amphur / District

จังหวัด รหัสไปรษณีย์ อีเมล หรือ

Province Postal Code E-mail or,

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(2.2) ชื่อ..... อายุ..... ปี อยู่บ้าน เลขที่.....
Name age Residing at
ถนน..... ตำบล/แขวง..... อำเภอ / เขต.....
Road Tambon / Sub-district Amphur / District
จังหวัด..... รหัสไปรษณีย์..... อีเมล..... หรือ
Province Postal Code E-mail or,
(2.3) ชื่อ..... อายุ..... ปี อยู่บ้าน เลขที่.....
Name age Residing at
ถนน..... ตำบล/แขวง..... อำเภอ / เขต.....
Road Tambon / Sub-district Amphur / District
จังหวัด..... รหัสไปรษณีย์..... อีเมล..... หรือ
Province Postal Code E-mail or,

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี 2568 วันอังคารที่ 8 เมษายน 2568 เวลา 14.00 น. โดยผ่านสื่ออิเล็กทรอนิกส์ (E-Meeting) ถ่ายทอดสดจากบริษัท ไทยยูเนียน กรุ๊ป จำกัด (มหาชน) หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

As Only one to be my proxy to attend and vote on my behalf at the Annual General Meeting of Shareholders for year 2025 on Tuesday 8 April 2025, at 2:00 p.m. by electronic meeting platform (E-Meeting) which will be broadcast from Thai Union Group PCL. or such other dates, time and places as may be adjourned.

(3) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I authorize the proxy to attend the Meeting and cast a vote on my behalf at this meeting as follows:

มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนได้

Authorize to proxy total amount of shares holding and entitled to vote

มอบฉันทะบางส่วน คือ

Authorize partial shares of

หุ้นสามัญ..... หุ้น ออกเสียงลงคะแนนได้เท่ากับ..... เสียง

Ordinary share shares Eligible for voting to votes

หุ้นบุริมสิทธิ..... หุ้น ออกเสียงลงคะแนนได้เท่ากับ..... เสียง

Preferred share shares Eligible for voting to votes

รวมสิทธิออกเสียงลงคะแนนได้ทั้งหมด..... เสียง

Total voting rights votes

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I/We authorize my proxy to cast the votes according to my intention set forth below:

Enclosure 8

วาระที่ 1 พิจารณาและรับทราบผลการดำเนินงานของบริษัทประจำปี 2567

Agenda 1 To Consider and Acknowledge the Company' Operational Results for Year 2024

วาระนี้ไม่ต้องลงมติ เนื่องจากเป็นวาระเพื่อทราบ

* This agenda shall not be determined by votes since it is only for shareholders' acknowledgement.*

วาระที่ 2 พิจารณาและอนุมัติงบการเงินสำหรับปีบัญชีสิ้นสุด วันที่ 31 ธันวาคม 2567 และรายงานของผู้สอบบัญชี

Agenda 2 To Consider and Approve the Financial Statements for the Fiscal Year ended 31 December 2024 and Report of Independent

Auditor

[] ก. ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

a. Proxy is allowed to consider the agenda and execute my votes deemed appropriate.

[] ข. ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

b. Proxy is allowed to execute my votes as per my intention set forth below:

() เห็นด้วย เสียง () ไม่เห็นด้วย เสียง () งดออกเสียง เสียง
Approve votes votes Disapprove votes Abstain votes

วาระที่ 3 พิจารณาและอนุมัติการจัดสรรกำไรสุทธิสำหรับผลการดำเนินงานประจำปี 2567

Agenda 3 To consider and approve the allocation of net profit for 2024 operational results

[] ก. ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

a. Proxy is allowed to consider the agenda and execute my votes deemed appropriate.

[] ข. ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

b. Proxy is allowed to execute my votes as per my intention set forth below:

() เห็นด้วย เสียง () ไม่เห็นด้วย เสียง () งดออกเสียง เสียง
Approve votes votes Disapprove votes Abstain votes

วาระที่ 4 พิจารณาเลือกตั้งกรรมการแทนกรรมการที่ออกตามวาระ

Agenda 4 To Consider and Approve the Election of the Company's Directors

[] ก. ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

a. Proxy is allowed to consider the agenda and execute my votes deemed appropriate.

[] ข. ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

b. Proxy is allowed to execute my votes as per my intention set forth below:

- การแต่งตั้งกรรมการทั้งหมด / Nomination of the Whole Board

() เห็นด้วย เสียง () ไม่เห็นด้วย เสียง () งดออกเสียง เสียง
Approve votes votes Disapprove votes Abstain votes

- การเลือกตั้งกรรมการเป็นรายบุคคล / Nomination of Individual Director

4.1 ชื่อกรรมการอิสระ.....นางสาวพรรณฉวี อมาตยกุล / Independent Director.....Ms. Parnsiree Amatayakul.....

() เห็นด้วย เสียง () ไม่เห็นด้วย เสียง () งดออกเสียง เสียง
Approve votes votes Disapprove votes Abstain votes

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- 4.2 ชื่อกรรมการอิสระ.....ดร. ธรรมนุญ อานันท์ไทย..... / Independent Director.....**Dr. Thamnoon Ananthothai**.....
- () เห็นด้วย เสียง () ไม่เห็นด้วย เสียง () จดออกเสียง เสียง
- Approve votes votes Disapprove votes Abstain votes
- 4.3 ชื่อกรรมการที่ไม่เป็นผู้บริหารนายฮิโรยาสู ซาโต้..... / Non Executive Director.....**Mr. Hiroyasu Sato**.....
- () เห็นด้วย เสียง () ไม่เห็นด้วย เสียง () จดออกเสียง เสียง
- Approve votes votes Disapprove votes Abstain votes
- 4.4 ชื่อกรรมการที่เป็นผู้บริหาร.....นายชู ชง ชาน..... / Executive Director**Mr. Shue Chung Chan**.....
- () เห็นด้วย เสียง () ไม่เห็นด้วย เสียง () จดออกเสียง เสียง
- Approve votes votes Disapprove votes Abstain votes

วาระที่ 5 พิจารณากำหนดค่าตอบแทนกรรมการและกรรมการชุดย่อยประจำปี 2568 และโบนัสกรรมการสำหรับผลการดำเนินงานปี 2567

Agenda 5 To Consider and Approve the Remuneration of the Board Members for Year 2025 and the Directors' Bonus based on the

2024 Operational Results

- [] ก. ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- a. Proxy is allowed to consider the agenda and execute my votes deemed appropriate.
- [] ข. ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- b. Proxy is allowed to execute my votes as per my intention set forth below:
- () เห็นด้วย เสียง () ไม่เห็นด้วย เสียง () จดออกเสียง เสียง
- Approve votes votes Disapprove votes Abstain votes

วาระที่ 6 พิจารณาแต่งตั้งผู้สอบบัญชี และกำหนดค่าสอบบัญชีประจำปี 2568

Agenda 6 To Consider and Approve the Appointment of the Company's Auditor and fix the Auditing Fee for Year 2025

- [] ก. ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- a. Proxy is allowed to consider the agenda and execute my votes deemed appropriate.
- [] ข. ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- b. Proxy is allowed to execute my votes as per my intention set forth below:
- () เห็นด้วย เสียง () ไม่เห็นด้วย เสียง () จดออกเสียง เสียง
- Approve votes votes Disapprove votes Abstain votes

วาระที่ 7 พิจารณาเรื่องอื่น ๆ (ถ้ามี)

Agenda 7 To Consider Other Business (If Any)

- [] ก. ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- a. Proxy is allowed to consider the agenda and execute my votes deemed appropriate.
- [] ข. ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- b. Proxy is allowed to execute my votes as per my intention set forth below:
- () เห็นด้วย / Approve () ไม่เห็นด้วย / Disapprove () จดออกเสียง / Abstain

Enclosure 8

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้น ไม่ถูกต้อง และไม่ใช้เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Voting of the proxy holder in any agenda that is not specified in this proxy shall be considered as invalid and not my voting as a shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใด นอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In the event that I do not express my voting intention for any agenda, or I express unclear voting intention for any agenda, or in the event that the Meeting considers any agenda other than those specified above, including modification or addition of any factual information, the proxy is fully authorized to consider casting vote on my behalf as he/she may deem appropriate.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any business carried on by the proxy holder in the said meeting, except the proxy holder does not vote as I specify in the proxy form, shall be deemed as having been carried out by myself in all respects.

ลงชื่อ/Signature..... ผู้มอบฉันทะ/Shareholder

(.....)

ลงชื่อ/Signature..... ผู้รับมอบฉันทะ/Proxy

(.....)

ลงชื่อ/Signature..... ผู้รับมอบฉันทะ/Proxy

(.....)

ลงชื่อ/Signature..... ผู้รับมอบฉันทะ/Proxy

(.....)

* กรณีที่เป็นคัสโตเดียน ซึ่งได้รับมอบฉันทะจากผู้ถือหุ้นหลายราย ขอความกรุณาให้ส่งหนังสือมอบฉันทะมาที่ CompanySecretary.TU@thaiunion.com เพื่อให้บริษัทตรวจสอบความถูกต้องล่วงหน้าก่อนการประชุมอย่างน้อย 3 วันทำการ

* If a custodian has received proxies from multiple shareholders, please send the proxy form to CompanySecretary.TU@thaiunion.com at least three business days before the meeting. This will allow the Company to verify their accuracy.

Enclosure 8

หมายเหตุ / Remarks

1. หนังสือมอบฉันทะแบบ ค. นี้ ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียนในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น
Proxy form C. is used only in case the shareholder's name appears on the registration book is a foreign shareholder who appoints the Custodian in Thailand to be in charge of his/her shares.
2. หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะ คือ / Documents required are
 - (1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียนเป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน
Evidence stating authorization from the shareholder to the Custodian to sign the Proxy Form on behalf of him/her.
 - (2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะได้รับอนุญาตประกอบธุรกิจคัสโตเดียน (Custodian)
Evidence confirming that the person who signed on the Proxy Form is a licensed Custodian.
3. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนนไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
The shareholder appointing the Proxy must authorize only one proxy to attend and vote at the Meeting and cannot split the number of shares to many proxies for splitting votes
4. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล
Director election agenda may be carried out for either the whole board or individual director.

Privacy Notice

Enclosure 9

Annual General Meeting of Shareholders for 2025 (“AGM”)

Thai Union Group Public Company Limited (the Company), as the data controller under the Personal Data Protection Act, B.E. 2562, has announced its Personal Data Protection Policy with the description of its personal data processing for the shareholders. For this AGM, the Company would like to inform its shareholders and their proxies on the Personal Data Protection Policy in brief.

1. Personal Data: The Company needs to collect the following personal information for the purpose of arranging attendance at the AGM: General Personal Data: Name, Age, Address, Telephone number, Identity card number, Bank account details, E-mail address, Fax number, Shareholder’s registration number, motion pictures, sound, or both sound and motion pictures from video recordings. or from information technology systems or from broadcasting through electronic media or by any other means provided by the Company. including electronic traffic information.

2. Objectives, Legal Basis, and Data Processing: The Company will process all personal data in accordance with the objectives and legal basis as follows:

2.1 Legal basis

- The Company will collect and use your data specified in items 1 above for the purpose of calling, arranging and conducting the AGM, including identity verification, sending any related documents, and carrying out any action pursuant to the AGM resolutions and/or to comply with the related laws or orders issued by the relevant authorities under the Public Limited Companies Act, B.E. 2535 (1992) and Notification of the Ministry of Digital Economy and Society, re: Standards for Maintaining Security of Meetings via Electronic Means, B.E. 2563 (2020).

2.2 Legitimate interest

- The Company will collect and use your data specified in item 1.1 above for the purpose of preparing the AGM minutes, and keep evidence of your meeting attendance and any other activity involving the Company’s legitimate interests and other persons to the extent that it is within your reasonable expectation.

3. Sources of Personal Data: The Company will collect your personal data directly from you and from Thailand Securities Depository Co., Ltd., which is the Company’s registrar,

4. Personal Data Storage: The Company expects to keep your personal data for a period of 10 years from the date of the AGM. After these periods elapse, the Company will either destroy or anonymize your data.

5. Disclosure of Personal Data Transfer: The Company may disclose or transfer your personal information to related persons or entities such as service providers, contractors of the company involved in meeting arrangements or information technology or store data or maintain the website as well as auditors, legal advisor, government agency or officials with legal authority. The company will disclose or transfer your personal information to service providers or contractors only to the extent necessary to provide the service and will do so that the service provider or contractors do not use your information for other purposes.

6. Rights of Data Owners: As a data owner, you have the right to receive a copy of your personal data, the right to correct any mistakes in your data, the right to have your data erased and the right to withhold consent for your data to be used for any other purpose than the abovementioned AGM. If you would like to exercise any of these rights, please contact the Company at email: PersonalData@thaiunion.com or by post to the Legal department at the address shown in the invitation letter for this AGM. The Company will consider your request and contact you as soon as reasonably possible. If the Company fails to comply with the laws related to personal data protection, you can file a complaint at the Office of the Personal Data Protection Commission.

Annual Report (56-1 One Report) for the year 2024

Enclosure 10

To Shareholder,

TU has already prepared the 2024 Annual Report (56-1 One Report), which contains information in QR Code in compliance with the Securities and Exchange Commission regulations.

