

(Translation)

**DOCUMENTS OR EVIDENCE SHOWING AN IDENTITY OF THE SHAREHOLDER  
OR A REPRESENTATIVE OF THE SHAREHOLDER**

**Documents required to attend the meeting**

1. In case that the shareholder is the individual

Shareholder attending the meeting himself/herself is requested to show his/her unexpired identification evidence issued by the official with the photograph attached such as identification card, government officer identification card, identification card of state enterprise officer or passport (in case of a foreigner).

Proxy holders attending the meeting

- a) The completed and filled proxy form duly signed by both shareholder and the proxy.
- b) The certified copy shareholder's unexpired identification evidence issued by the official with the photograph attached such as identification card, government officer identification card, identification card of state enterprise officer or passport (in case of a foreigner).
- c) The original of the proxy's unexpired identification evidence issued by the official with the photograph attached such as identification card, government officer identification card, identification card of state enterprise officer or passport (in case of a foreigner).

2. In case that the shareholder is a Juristic person

Shareholder attending the meeting itself

- a) The original of the authorized person of the shareholder's unexpired identification evidence issued by the official with the photograph attached such as identification card, government officer identification card, identification card of state enterprise officer or passport (in case of a foreigner).
- b) The copy of corporate affidavit, issued within 30 days by Department of Business Development, the Ministry of Commerce certified by the authorized person of such juristic person.

Proxy holder attending the meeting

- a) The completed and filled proxy form duly signed by both the proxy holder and juristic person's authorized person indicated in the corporate affidavit issued by the Ministry of Commerce with the juristic's official seal (if applicable).
- b) The copy of corporate affidavit, issued within 30 days by Department of Business Development, the Ministry of Commerce certified by the authorized person of such juristic person.
- c) The copy of the authorized person of the shareholder's unexpired identification evidence issued by the official with the photograph attached such as identification card, government officer identification card, identification card of state enterprise officer or passport (in case of a foreigner) certified by the authorized person of such juristic person.
- d) The original of the proxy's unexpired identification evidence issued by the official with the photograph attached such as identification card, government officer identification card, identification card of state enterprise officer or passport (in case of a foreigner).

**In case that the shareholder is the 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) 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.

**Meeting Registration**

The company's officer will check the completion of the proxy form and the required documents and will open for the registration from 12.00 p.m. onwards.

**Profile of independent directors and audit committee for proxy case**

*Name lists of independent directors and audit committee who are no relationships or conflicts of interest in this Annual General Meeting of Shareholders.*

**Name** : **Mr. Sakdi Kiewkarnkha**  
**Position** : Independent Director, Chairman of Audit Committee and Member of the Risk management Committee and the Nomination and Remuneration Committee  
**Nation** : Thai  
**Age** : 80 years  
**Education** : Bachelor of Commerce degree (Accounting), Thammasat University  
Bachelor of Commerce degree (Commerce), Thammasat University  
Bachelor of Commerce degree (Law), Thammasat University  
**Starting date TUF Director:** 22 August 2000  
**TUF Directorship Period** : 15 years  
**Shareholder** : -0- Shares\* or -% of paid-up capital  
Director -0- shares, Spouse -0- shares, children ...none... shares  
**Address** : 69/29 Moo 1 Soi Bumrasnaradur, Tivanon Road,  
Amphur Muangnonthaburi, Nonthaburi  
**Experience** : Banking Inspector, Bank of Thailand  
Executive Vice President, The Siam Commercial Bank PCL.  
Executive Director, Bangkok Metropolitan Bank PCL.  
Executive Director, Bangkok Metropolitan Life Insurance Co., Ltd.  
Independent Director and Audit Committee Chairman, The Book Club Finance PCL.  
Advisor to Executive Board, Bangkok Metropolitan Bank PCL.

**Position in other Listed Companies** : Independent Director & Audit Committee Member, Dusit Thani PCL.

**Position in other organizations** : Vice President, The Princess Mother's Medical Volunteer Foundation

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

**Training/Seminar Course related to Directorship** :

- Certified No. 0156 / Public Account (Thailand)
- Permanence Lawyer's License since 2529 (1986) No. 2913401 / Lawyers Council of Thailand
- The Role of the Chairman Program (RCP) No. 4/2544 (2001) / Thai Institute of Director (IOD)
- Director Certification Program (DCP) No. 13/2544 (2001) / Thai Institute of Director (IOD)
- Director Certification Program (DCP) Refresher No. 2/2549 (2006) / Thai Institute of Director (IOD)
- Handling Conflicts of Interest No. 4/2551 (2008) / Thai Institute of Director (IOD)
- Role of the Compensation Committee (RCC) No. 9/2552 (2009) / Thai Institute of Director (IOD)
- Executive Program / Standford University & University of Singapore
- Senior Executive Program / Sasin Graduate Institute of Business Administration of Chulalongkorn University
- How to Develop a Risk Management Plan (HRP) No. 2/2555 (2012) / Thai Institute of Director (IOD)
- Audit World – Conference 25-26 June 2012 Resorts World Convention Centre, Singapore
- Audit World – Post Conference 27 June 2012 Resorts World Convention Centre, Singapore
- COSO-ERM Evaluation, Federation of Accounting Professions
- The Updated COSO's 2013 Integrated Internal Control, SET
- Audit Committee Financial Expert 22 May 2014, SET
- Corporate Governance in the Perspective of Investors – CG Forum 4 June 2014, SET
- Management for CEO's and Senior Executive : Thailand Management Association and Stanford University
- Director Certification Program Update (DCPU) No. 1/2557 (2014) / Thai Institute of Director (IOD)

**Name :** Dr. Thamnoon Ananthothai

**Position :** Independent Director, Audit Committee member, Chairman of the Nomination and Remuneration Committee and Member of the Risk Management Committee

**Nation :** Thai

**Age :** 58 years

**Education :** Ph.D., International Mangement, Walden University, Florida USA  
A.C.A Certificate, American Accreditation Council for Accountancy, USA  
M.B.A. Management, The University of Sarasota Florida, USA  
B.A. Accountancy & Management, Eckerd College-St. Petersburg, USA

**Starting date TUF Director:** 22 March 2010

**TUF Directorship Period :** 5 years

**Relationship :** None

**Shareholder :** -0- Shares\* or - % of paid-up capital  
Director -0- shares, Spouse -0- shares, children ...none... shares

**Address :** 903/32 Rama III Rd., Bangpogoang, Yannawa, Bangkok

**Position in other Listed Companies :** Vice Chairman and Chairman of Audit Committee, IFS Capital (Thailand) PCL.  
Vice Chairman and Chairman of Audit Committee, Better World Green PCL.  
Director/Independent Director Audit Committee/Chairman of the Nominating Committee and Remuneration Committee Member, Property Prefect PCL.

**Position in other organizations :** Director and Audit Committee, Bangkok University  
Executive Director, Merchant Partners Securities PCL.

**Experience :** 2004 – Present Executive Director, Merchant Partners Securities PCL.  
2005 – Present Director/Independent Director Audit Committee/Chairman of the Nominating-Committee and Remuneration Committee Member, Property Prefect PCL.  
2006 – 2014 Director and Chairman of Audit Committee, Eastern Printing PCL.  
2007 – Present Vice Chairman and Chairman of Audit Committee, Better World Green PCL.  
2007 – 2014 Chairman, Vintage Engineering PCL.  
2007 – Present Vice Chairman and Chairman of Audit Committee, IFS Capital (Thailand) PCL.

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

**Training/Seminar Course related to Directorship:**

- Audit Committee Program (ACP) No. 10/2548 (2005) Thai Institute of Directors (IOD)
- Director Accreditation Program (DAP) No. 48/2548 (2005) Thai Institute of Directors (IOD)
- Director Certification Program (DCP) No. 70/2549 (2006) Thai Institute of Directors (IOD)
- The Role of Chairman Program (RCP) No. 14/2549 (2006) Thai Institute of Directors (IOD)
- Understanding the Fundamental of Financial Statement (UFS) No. 7/2550 (2007) Thai Institute of Directors (IOD)
- A.C.A วิชา American Accreditation Council for Accountancy USA

**Name :** Mr. Kirati Assakul

**Position :** Independent Director and Chairman of the Risk Management Committee

**Nation :** Thai

**Age :** 57 years

**Education :** Chemical Engineering Ontario, Queen's University, Canada  
Chemical Engineering, University of Southern California, USA

**Starting date TUF Director :** 22 March 2010

**TUF Directorship Period :** 5 years

**Relationship :** None

**Shareholder :** 73,248 Shares\* or 0.00% of paid-up capital

Director -0- shares, Spouse 73,248 shares, children -0- shares  
Address : 45/6 Soi Ar-ka Pat, Sukhumvit 19 Rd., Klongton Nua, Wattana, Bangkok  
Position in other Listed Companies : Chairman of the Boards, Ocean Glass PCL.  
Position in other organizations : Chairman, Ocean Life Insurance Co., Ltd.  
Experience : 1984 – Present Chairman, Ocean Life Insurance Co., Ltd.  
1993 – Present Chairman, Ocean Life Insurance Co., Ltd.  
Position in other organizations that have conflicts to the Company : None  
Training/Seminar Course related to Directorship:  
- Role of the Compensation Committee (RCC) No. 5/2550 (2007) / Thai Institute of Directors (IOD)  
- Director Certification Program (DCP) No. 47/2547 (2004) / Thai Institute of Directors (IOD)

**Name** : **Mr. Nart Liuchareon**  
**Position** : Independent Director and Audit Committee member  
**Nation** : Thai  
**Age** : 56 Years  
**Education** : Master of Science in Business Administration (MSBA) / University of Southern California, USA  
Master of Business Administration (MBA) / University of Southern California, USA  
Bachelor Degree of Engineering (Computer) / Chulalongkorn University  
**Starting date TUF Director** : 3 April 2015  
**TUF Directorship Period** : 5 Months  
**Relationship** : None  
**Shareholder** : -0- Shares\* or - % of paid-up capital  
Director -0- shares, Spouse -0- shares, children -0- shares  
**Position in other Listed Companies** : None  
**Position in other organizations** : Executive Director, CEO / G-ABLE Group  
Executive Director, CEO / CDG Group  
**Position in other organizations that have conflicts to the Company** : None  
**Training/Seminar Course related to Directorship**:  
- Top Management Courses no.12/2553 (2010) / Capital Market Academy  
- Diploma #2547 (2004) / National Defence College  
- Director Accreditation Program (DAP) No. 120/2558 (2015) Thai Institute of Directors (IOD)

**Remark:** \* Shareholders of TUF that included spouse and children as of 5 August 2015.

Proxy Type A (General and Simple Declaration)  
Pursuant to the Regulations Governing Proxy (No. 5) 2007  
of the Commercial Registration Department

At .....

Date.....

1. I, ....., a ..... nationality, who resides at: House No.....,  
Road ....., Tambon ....., Amphur.....,  
Province....., Zip Code .....,

2. Is a shareholder of Thai Union Frozen Products Public Company Limited holding an aggregate securities  
of ..... shares and eligible for voting to ..... votes as presented below:

Common stock owned .....shares Eligible for voting ..... shares

Preferred stock owned .....shares Eligible for voting ..... shares

3. Hereby authorized

(1) ..... age ..... years, who resides at:  
House No. ...., Road ....., Tambon .....,  
Amphur....., Province....., Zip Code ....., or

(2) ..... age ..... years, who resides at:  
House No. ...., Road ....., Tambon .....,  
Amphur....., Province....., Zip Code ....., or

(3) ..... age ..... years, who resides at:  
House No. ...., Road ....., Tambon .....,  
Amphur....., Province....., Zip Code .....,

Only one to be my proxy to attend and vote at the Extraordinary General Meeting of Shareholders No.1/2015, which  
will be held on 16 September 2015, at 2:00 p.m. at Makkhawan Rangsan Room, 3<sup>rd</sup> Floor, Thai Army Club, Viphavadi-  
Rangsit Road, Bangkok or on the other dates, time and places as may be otherwise resolved.

I shall be liable for any action taken by the proxy at the meeting.

Signature of shareholder .....  
(.....)

Signature of proxy .....  
(.....)

Signature of proxy .....  
(.....)

Signature of proxy .....  
(.....)

Remarks: Shareholder is required to authorize only one proxy to attend and vote at the meeting. Votes can not be  
divided into portions for voting right of more than one proxy.

**Proxy Type B (With Detailed Information of Authorization)  
Pursuant to the Regulations Governing Proxy (No. 5) 2007  
of the Commercial Registration Department**

At .....

Date.....

(1) I, ....., a ..... nationality, who resides at:  
House No....., Road ....., Tambon .....,  
Amphur....., Province....., Zip Code .....,

(2) Is a shareholder of Thai Union Frozen Products Public Company Limited holding an aggregate securities  
of ..... shares and eligible for voting to ..... votes as presented below:

|                             |        |                           |        |
|-----------------------------|--------|---------------------------|--------|
| Common stock owned .....    | shares | Eligible for voting ..... | shares |
| Preferred stock owned ..... | shares | Eligible for voting ..... | shares |

(3) Hereby authorized

3.1 ..... age ..... years, who resides at:  
House No. ...., Road ....., Tambon .....,  
Amphur....., Province....., Zip Code ....., or

3.2 ..... age ..... years, who resides at:  
House No. ...., Road ....., Tambon .....,  
Amphur....., Province....., Zip Code ....., or

3.3 ..... age ..... years, who resides at:  
House No. ...., Road ....., Tambon .....,  
Amphur....., Province....., Zip Code .....,

Only one to be my proxy to attend and vote at the Extraordinary General Meeting of Shareholders No.1/2015, which  
will be held on 16 September 2015, at 2:00 p.m. at Makkhawan Rangsan Room, 3<sup>rd</sup> Floor, Thai Army Club, Viphavadi-  
Rangsit Road, Bangkok or on the other dates, time and places as may be otherwise resolved.

(4) The number of votes authorized to my proxy at this meeting is set forth below:

**Agenda 1** To certify the Minutes of the Annual General Meeting of Shareholders for year 2015.  
\*This agenda shall not be determined by votes since it is only certify.\*

**Agenda 2** To consider and approve the Amendment to Clause 1. of the Company's Memorandum of  
Association, in relation to the Company's name.

Clause 1. The Company's Name "บริษัท ไทยยูเนียน กรุ๊ป จำกัด (มหาชน)"

And Name in English THAI UNION GROUP PUBLIC COMPANY LIMITED

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

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

( ) Approve                      ( ) Disapprove                      ( ) Abstain

**Agenda 3** To consider and approve the amendments to Articles 1, 2, and 46 of the Company's Articles of  
Association, in relation to the Company's name and seal.

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

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

( ) Approve ( ) Disapprove ( ) Abstain

**Agenda 4** To consider and approve the change of the Company's trading symbol on the Stock Exchange of Thailand.

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

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

( ) Approve ( ) Disapprove ( ) Abstain

**Agenda 5** To consider and approve the amendment to Clause 3. (Objectives) of the Company's Memorandum under section 31 of Public Company Limited Act B.E.2535 (1992)

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

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

( ) Approve ( ) Disapprove ( ) Abstain

**Agenda 6** To consider other business (if any)

\*This agenda will be no vote. There is no offer and provide details to shareholders in advance.\*

(5) In case is stated unclearly, consideration of any other agenda other than those mentioned above, and modification of any factual information, proxy is allowed to consider the agenda and execute my votes deemed appropriate.

(6) 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 thinks appropriate.

I shall be liable for any action taken by the proxy at the meeting.

Signature of shareholder .....  
(.....)

Signature of proxy .....  
(.....)

Signature of proxy .....  
(.....)

Signature of proxy .....  
(.....)

Remarks:

1. Shareholder is required to authorize only one proxy to attend and vote at the meeting. Votes can not be divided into portions for voting right of more than one proxy.

2. Shareholder can authorize voting right to proxy either equally or partially to aggregate securities owned and eligible for voting as mentioned in (2).

**Proxy Type C**  
**(For Shareholder Who is Foreign Investor with Appointed Local Custodian**  
**in Charge of Share Depository)**  
**Pursuant to the Regulations Governing Proxy (No. 5) 2007**  
**of the Commercial Registration Department**

At .....

Date.....

(1) I, ....., a ..... nationality, who resides at:  
House No....., Road ....., Tambon .....,  
Amphur....., Province....., Zip Code .....,

Is a shareholder of Thai Union Frozen Products Public Company Limited holding an aggregate securities of ..... shares and eligible for voting to ..... votes as presented below:

Common stock owned .....shares Eligible for voting ..... shares

Preferred stock owned .....shares Eligible for voting ..... shares

(2) Hereby authorized

2.1 ..... age ..... years, who resides at:  
House No. ...., Road ....., Tambon .....,  
Amphur....., Province....., Zip Code ....., or

2.2 ..... age ..... years, who resides at:  
House No. ...., Road ....., Tambon .....,  
Amphur....., Province....., Zip Code ....., or

2.3 ..... age ..... years, who resides at:  
House No. ...., Road ....., Tambon .....,  
Amphur....., Province....., Zip Code .....,

Only one to be my proxy to attend and vote at the Extraordinary General Meeting of Shareholders No.1/2015, which will be held on 16 September 2015, at 2:00 p.m. at Makkhawan Rangsan Room, 3<sup>rd</sup> Floor, Thai Army Club, Viphavadi-Rangsit Road, Bangkok or on the other dates, time and places as may be otherwise resolved.

(3) I grant the power to the proxy to join the meeting and casts a vote in the cases as follows.

I grant the power according to all shareholding and can cast votes.

I grant the power in some part as follows.

( ) Common stock of ..... shares and can cast vote for ..... votes

( ) Preferred stock of ..... shares and can cast vote for ..... votes

(4) The number of votes authorized to my proxy at this meeting is set forth below:

**Agenda 1** To certify the Minutes of the Annual General Meeting of Shareholders for year 2015.

\*This agenda shall not be determined by votes since it is only certify.\*

**Agenda 2** To consider and approve the Amendment to Clause 1. of the Company's Memorandum of Association, in relation to the Company's name.

Clause 1. The Company's Name "บริษัท ไทยยูเนียน กรุ๊ป จำกัด (มหาชน)"

And Name in English THAI UNION GROUP PUBLIC COMPANY LIMITED



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

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

( ) Approve..... shares ( ) Disapprove..... shares ( ) Abstain ..... shares

**Agenda 3** To consider and approve the amendments to Articles 1, 2, and 46 of the Company's Articles of Association, in relation to the Company's name and seal.

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

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

( ) Approve..... shares ( ) Disapprove..... shares ( ) Abstain ..... shares

**Agenda 4** To consider and approve the change of the Company's trading symbol on the Stock Exchange of Thailand.

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

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

( ) Approve..... shares ( ) Disapprove..... shares ( ) Abstain ..... shares

**Agenda 5** To consider and approve the amendment to Clause 3. (Objectives) of the Company's Memorandum under section 31 of Public Company Limited Act B.E.2535 (1992)

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

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

( ) Approve..... shares ( ) Disapprove..... shares ( ) Abstain ..... shares

**Agenda 6** To consider other business (if any)

\*This agenda will be no vote. There is no offer and provide details to shareholders in advance.\*

(5) Vote cast by the proxy for any agenda, which is non-conforming to the regulations specified herein, shall be invalid and not be considered my vote in capacity as shareholder.

(6) 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 thinks appropriate.

I shall be liable for any action taken by the proxy at the meeting.

Signature of shareholder .....  
(.....)

Signature of proxy .....  
(.....)

Signature of proxy .....  
(.....)

Signature of proxy .....  
(.....)