

**Criteria for Shareholders to nominate the Candidate for election to be a Director  
in the 2021 Annual General Meeting of Shareholder in Advance**

**1. Objective**

Osotspa Public Company Limited (the “**Company**”) recognizes the importance of treating all shareholders equitably as a part of the good corporate governance. To ensure a fair and transparent consideration procedure, the Company has established the criteria for shareholders to nominate the Candidate for election to be a Director prior to the 2021 Annual General Meeting of Shareholders. By this mean, it will ensure that the Qualified Candidate will be selected and able to perform his/ or her duties effectively to attain the highest benefits of the Company.

**2. Definition**

“**Company**” refers to Osotspa Public Company Limited.

“**Board of Directors**” refers to the Board of Directors of Osotspa Public Company Limited.

“**Director**” refers to Director of Osotspa Public Company Limited.

**3. The shareholders who wish to nominate the Candidate must possess the following qualifications:**

- 3.1 Being an individual shareholder or group of shareholders of the Company.
- 3.2 Holding a minimum of five percent of the total voting rights of the Company.
- 3.3 Must hold those shares as stipulated in 3.2 on the date of proposing the Agenda.
- 3.4 Can present evidence of shares held such as the certificate of shares held from a securities company or any other certificates from the Stock Exchange of Thailand (SET) or the Thailand Securities Depository (Thailand) Company Limited (TSD).

**4. The Nomination of the Candidate**

4.1 Candidate Qualification

The persons who have been nominated as the Candidate must be qualified and not disqualified as follows.

- 4.1.1 Having the qualification according to the Public Company Act, Securities and Exchange Act and the good corporate governance of the Company.
- 4.1.2 Being knowledgeable, capable, independent, dedicated, and healthy mentally and physically, be of suitable age and be able to perform Director's duties with care and loyalty.

The Candidate should attend the Directors' meeting regularly, study meeting agendas in advance, and productively participate in the meeting in a straightforward manner. Reputable business persons of integrity and superb professional references may also qualify as the Candidate.

- 4.1.3 Having the skill of industry knowledge such as Business Strategy, Manufacturer and distributor of FMCG products, Glass and Aluminum Can Industry, Human Resource Management, Accounting and Financial, Economics, Marketing, International and Domestic Sales, Research and Development, Innovation, Information Technology and Digitization, Legal, Environment and Sustainability and Planning for New Future Business.

#### 4.2 Consideration Procedure

- 4.2.1 The shareholder who possesses the qualifications as set forth in Clause 3. are able to fill "Form for Nomination of a Candidate for election to be a Director" and enclose other complete supplementary documents.

In case many shareholders have unified to propose candidate, all shareholders must individually fill "Form for Nomination of a Candidate for election to be a Director" and gather those forms into one set before submitting to the Company.

Candidate fill "Form of Personal Information of a Candidate for election to be a Director in the 2021 Annual General Meeting of Shareholders" and enclose other complete supplementary documents. Shareholders may submit an unofficial copy of form together with the evidence to the Company via e-mail [CorpSec@Osotspa.com](mailto:CorpSec@Osotspa.com) and must submit an official form with the supplementary documents to the Company to the following address **within December 30, 2020.**

<p style="text-align: center;"><b>Company Secretary</b></p> <p style="text-align: center;"><b>Osotspa Public Company Limited</b></p> <p style="text-align: center;"><b>10 Floors, P5 Building</b></p> <p style="text-align: center;"><b>348 Ramkhamhaeng Rd., Huamak, Bangkok, Bangkok 10240</b></p> <p style="text-align: center;"><b>Thailand.</b></p>
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The Company will consider the Candidate, together with complete supplementary documents, as required, shall be considered by the Nomination, Remuneration and Corporate Governance Committee, according to the nomination process of the Company, before further propose to the Board of Directors' Meeting for consideration.

- 4.2.2 The Company Secretary will initially review the proposal for the nomination of a Candidate for election to be a Director as follows:
- 4.2.2.1 If the information of shareholder is incomplete or incorrect, the Company Secretary will notify the shareholder within January 8, 2021. If the shareholder fails to correct and submit the original to the Company within January 15, 2021 (In case of holiday, it will be postponed to the business date before the holiday), the Company reserves the right to decline or reject the incomplete or incorrect information.
  - 4.2.2.2 If the nomination of a candidate is disqualified or have a prohibited characteristics as set forth in clause 4.1 or the shareholder is not qualified as set forth in clause 3, the Company reserves the right to not consider the candidate's qualification and will notify the shareholders.
  - 4.2.2.3 The proposal that does not comply with clause 4.2.2.1 or 4.2.2.2, the Company Secretary will propose to the Nomination, Remuneration and Corporate Governance Committee for consideration.
- 4.2.3 Nomination, Remuneration and Corporate Governance Committee shall consider the candidate's qualification.
- 4.2.4 The name of the candidate approved by the Board of Directors' Meeting along with the Board of Directors' opinion will be included in the agenda written in the invitation letter to the Annual General Meeting of Shareholder. For the candidate's qualification disapproved by the Nomination, Remuneration and Corporate Governance Committee or the Board of Directors' Meeting, the Company will notify the shareholders after the Nomination, Remuneration and Corporate Governance Committee or the Board of Directors' Meeting finished or the next business day.
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