

## Criteria and Procedures for Directors Nomination for 2022 AGM

### 1. Objectives

Scan Inter Public Company Limited ('the Company') regards the significance of the shareholders in order to promote the good corporate governance principles. Therefore, prior to the Annual Ordinary General Meeting of Shareholders, the Company provides an opportunity for the shareholders to propose a nomination of any persons to be appointed as directors in advance, which will assist in selecting qualified persons to serve as the Company's directors who are able to efficiently perform their duties for the optimum benefits of the Company and all stakeholders, as well as ensuring that the Company complies with the good corporate governance principles with concrete results.

### 2. Shareholder Eligibility Criteria for Submissions

Shareholders who wish to propose agenda items must be qualified in accordance with the criteria as follows:

- 2.1 Being a holder or a group of the Company's common share (SCN).
- 2.2 Holding minimum shares at least 5% or 6,000,000 shares.
- 2.3 Having continuously held those shares in no. 2.2 for at least six months up to the date of the submission.

### 3. Nomination of Directors

#### 3.1 Director Qualification

- (1) Duly qualified in accordance with the Section 89/3 of the Securities and Exchange Law B.E.1992, the Section 68 of the Public Limited Company Act, the Notification of Capital Market Supervisory Board, the Company's Articles of Association and the good corporate governance practice of the Company.
- (2) Being an ethical and integrity leader, has good backgrounds and is experienced.
- (3) Interested in Company businesses and is able to devote sufficient time to the Company.
- (4) Not operating any business of similar nature with the Company and which is in competition with the Company for neither personal nor other person interests.
- (5) Being an expert with knowledge, has capability and experience that are beneficial to the Company's operation.
- (6) Not a political official, a director or an official of any political party.

#### 3.2 Consideration Procedure

- (1) Eligible Shareholders according to topic no. 2 must complete and submit the attached Director Nomination Form or the proposal may be submitted unofficially via facsimile at 0-2503-4150 or Email address at [info@scan-inter.com](mailto:info@scan-inter.com) before sending the original form and documents to the Board of Directors with required supporting documents as follows:
  - The evidence of ownership of shares held i.e. certificates of shares' held issued by a registered securities company or other certificated documents issued by the Thailand Securities Depository Company Limited or the Stock Exchange of Thailand.
  - The Nominee's written consent to the nomination.
  - The Nominee's qualification documents, i.e. education and work experience (Curriculum Vitae).

Any supporting documents which will be beneficial towards the board's consideration (if any). All of documents should reach the Company within December 31, 2021 marked to the attention of:

Corporate Affairs Division  
Scan Inter Public Company Limited  
355 Bondstreet Rd., Bangpood,  
Pakkred, Nonthaburi 11120

- (2) In the case that a group of shareholders pass the criteria in no.2 collectively and submit a joint director nomination proposal, one shareholder must complete and sign the Director Nomination Form, while the rest of shareholders must separately complete only part 1 and 2 Director Nomination Form of Scan Inter Public Company Limited 2 of the Director Nomination Form, sign the Form, and then together submit with the completed Director Nomination Form and supporting documents (if any).
- (3) In the case that a shareholder or a group of shareholders have passed the criteria in no.2 and would like to nominate multiple directors, a separate form must be used for each nomination along with each nominated director's evidence or supporting documents.
- (4) The Corporate Secretary will initially review the proposal, then the Nomination and Remuneration Committee and the Board of Directors will consider the director nominations. The qualified nominee selected by the Board of Directors will be informed and included as an agenda item in the Notice of AGM including the Board will be informed of the Directors' opinion. If a proposal is turned down, the Company will instantly inform the Shareholders with the reason of the Board of Directors' refusal through SET's channel after the Board of Directors meeting or the next official date. Such information will be posted on the Company's website as an announcement to all shareholders in the AGM.

**Director Nomination Form**

(1) I, Mr. / Mrs. / Miss..... , am a shareholder of Scan Inter Public Company Limited (the Company”), residing at No... holding..... shares, Address No....., Road : ....., Tambon / Subdistrict : ..... Amphoe / District : ..... Province : ..... Mobile Phone Number : ..... Home / Office Phone Number : ..... E-mail (if any).....

(2) I wish to nominate Mr. / Mrs. / Miss..... , who is fully qualified and does not have any prohibited characteristics in accordance with Clause 3.1 of the Criteria, as director of the Company and submit evidence of consent of the nominated person and documents in support of consideration on qualifications, namely, educational background and work experience, as additional supporting documents, all pages of which have been signed for certification of correctness totaling .....pages, are also enclosed.  
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**Reason of the Proposal**

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Brief biography of the candidate:

Day/month/year of birth ....., age.....years, gender.....  
Holding shares in Scan Inter Public Company Limited.....shares

**Educational Background:**

Institution..... Degree achieved.....  
Institution..... Degree achieved.....  
Institution..... Degree achieved.....

**Work Experience:**

Company .....Position.....Time Period.....  
Company .....Position.....Time Period.....  
Company .....Position.....Time Period.....

**Current Board Position in Other Listed Company:**

Company .....  
Please tick his/her directorship  
( ) Director ( ) Executive Director  
( ) Member of Audit ( ) Others.....

Company .....  
Please tick his/her directorship  
( ) Director ( ) Executive Director  
( ) Member of Audit ( ) Others.....



**Remark The shareholders must enclose these personal documents with the Director Nomination Form as follows:**

1. Evidence of shareholding, i.e. certificates of shares held issued by a registered securities company or other certificated documents issued by the Thailand Securities Depository Company Limited or the Stock Exchange of Thailand.
2. Personal documents, i.e. in case the shareholder is a person, he/she must enclose a copy of identification card or passport (in the case of a non-Thai national). If a shareholder is a registered business, he/she must enclose a copy of certificate of commercial registration, certified genuine copy of the authorized director, who has signed this form, identification cards or passports (in the case of a non-Thai national).
3. Shareholders may send the Director Nomination Form unofficially via facsimile at 0-2503-4150 or Email address: [info@scan-inter.com](mailto:info@scan-inter.com) before sending the original form to the Company.
4. The original Director Nomination Form must reach the Company within December 31, 2021 in order to allow the Nomination and Remuneration Committee and the Board of Directors to consider in accordance with the Company criteria and to propose to the 2022 AGM.