

## Criteria and procedures for shareholder right to nominate director for the Annual General Meeting of Shareholder for the year 2024

Function International Public Company Limited (“the Company”) realizes the importance of Good Corporate Governance and the rights of shareholders, which are not limited to rights stipulated by law. The Company encourages shareholders to eligible conducting our business and provide an opinion in our business conducts. The Company would like to invite our shareholders to nominate director candidates to be elected in the Annual General Meeting of Shareholders.

### Qualifications of Shareholders

Shareholders who wish to propose the director nominations must be a holder or a group of the Company’s common share which holding minimum shares at least 5% of the voting share of the Company.

### Criteria and Procedure

#### 1. Director Qualification

- 1.1 Must not have any prohibited characteristics under the Public Limited Company Act, the Securities and Exchange Act, Articles of Association of the Company and the good corporate governance practice of the Company
- 1.2 Being an expert with knowledge, capability and experience that are beneficial to the Company’s business operation
- 1.3 Have merited and ethics in operation and able to devote times for the Company fully

#### 2. Consideration Procedure

- 2.1 Eligible Shareholders must complete and submit “Director Nomination Form” via email of Company secretary at [cs@functioninter.co.th](mailto:cs@functioninter.co.th) before sending the original form with signature and supporting documents to the Company within December 31, 2023 at the following address:

**Office of Company Secretary**

**Function International Public Company Limited**

**313 Charoen Phatthana Rd., Bang Chan, Khlong Sam Wa, Bangkok 10510**

2.2 The supporting documents are as follows:

- 1) The evidence of shareholding, i.e. certificates of shares issued by a registered securities company, or other certificated documents issued by the Stock Exchange of Thailand or the Thailand Securities Depository Company Limited
- 2) Personal documents
  - 2.1) 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) and certified true copies
  - 2.2) In case the shareholder is juristic person, shareholder must enclose a copy of the corporate affidavit and a copy of identification card or passport (in case of a non-Thai national) of authorized director must be enclosed and certified true copies by such director
- 3) The evidence of the consent of person who are nominated in the Director Nomination Form
- 4) The documents for consider the qualification, i.e. the education and work experience (Curriculum Vitae) and other documents deemed useful for the consideration

2.3 In case a group of shareholders who are qualified and collectively submit a joint director nomination proposal. One shareholder must complete information in the Director Nomination Form, all shareholder and the person who has been nominated as director must be signed in the Director Nomination Form.

Each shareholder may fill out the Director Nomination Form with signature, but there must be one set of the Director Nomination Form with the signature of the nominated person, and then together submit with the completed Director Nomination Form and support documents.

2.4 The company secretary will gather all documents and propose to the Nomination and Compensation Committee to consider before propose to the Board of Director.

2.5 The qualified nominee selected by the Board of Director will be informed and included in the agenda of the Notice of AGM including the Board of Director opinion. If a proposal is turned down, the Company will inform the reason for the refusal in the AGM.

**Director Nomination Form**

1. (1) I am Mr./Mrs./Miss..... shareholder of  
Function International Public Company Limited (FTI), No. of shareholding.....shares  
Residing at..... Road..... Subdistrict.....  
District..... Province..... Mobile Phone Number.....  
Home/Office Phone..... E-mail address (if any).....

(2) I am Mr./Mrs./Miss..... shareholder of  
Function International Public Company Limited (FTI), No. of shareholding.....shares  
Residing at..... Road..... Subdistrict.....  
District..... Province..... Mobile Phone Number.....  
Home/Office Phone..... E-mail address (if any).....

(3) I am Mr./Mrs./Miss..... shareholder of  
Function International Public Company Limited (FTI), No. of shareholding.....shares  
Residing at..... Road..... Subdistrict.....  
District..... Province..... Mobile Phone Number.....  
Home/Office Phone..... E-mail address (if any).....

I would like to nominate Mr./Mrs./Miss..... Age.....  
who is duly qualified in accordance with the provision of the Company to be the director.

..... Shareholder's signature

(.....)

Date.....

..... Shareholder's signature

(.....)

Date.....

..... Shareholder's signature

(.....)

Date.....

2. I am Mr./Mrs./Miss..... a candidate proposed to be nominated for election as a director, certify that I am fully qualified in accordance of the criteria and procedures for director Nomination by my signature below.

..... Candidate's signature

(.....)

Date.....

Remark

1. Shareholders can send the Director Nomination Form via email of Company secretary at [cs@functioninter.co.th](mailto:cs@functioninter.co.th) before sending the original form with signature and supporting documents to the Company within December 31, 2023.
2. The Company will not consider the Director Nomination Form if it is found that the information provided is incomplete, incorrect, cannot be contact and do not meet the criteria.