

Tanmiah Foods Company Board Technical Committee Charter

The Technical Committee (the “**Committee**”) of Tanmiah Food Company (the “**Company**”) has been established by the authority of the Company’s Board of Directors (the “**Board**”) shall operate in accordance with this charter (the “**Charter**”).

First: The Committee's objective

Primary purpose of the Committee is to assist Board in fulfilling its oversight responsibilities on specific technical matters which are beyond the expertise of non-technical Board members. The Committee shall oversee and advise the Board and the Company’s management team (the “**Management**”) in relation to the development and advancement of the Company’s expansion plans and related projects which are part of 2025 strategy.

In general (in addition to the enumerated responsibilities below), the Committee shall discharge its responsibilities by conducting review, analysis and diligence to validate and test the technical aspects of Company’s expansion projects, planning & execution thereof and current operations. The Committee may also consider project economic viability analysis, appraisal of technical risk factors, appropriate longer-range (as well as early stage) preparations for project development and construction and such other matters as may be requested by the Board.

Second: Organization and Membership

- 1) The Committee shall be comprised of a minimum of three directors, all of whom shall be non-executive directors.
- 2) A quorum for any meeting shall be two directors.
- 3) The Chairperson of the Committee shall be nominated by the Board from time to time.
- 4) The invitation to join the committee shall be extended by the Chairman of the Board. Members of the Committee may be removed or replaced by the Board.
- 5) Any Committee member may resign at any time by providing notice in writing or by electronic transmission to the Company’s Secretary. Such resignation shall take effect upon receipt thereof or at any later time specified therein; and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.
- 6) The term of service of the Members who are also Directors shall not exceed their respective terms of service as Directors of the Board.

Third: Meetings of the Committee

- 1) The Committee shall meet at least four times each fiscal year. Additional meetings may be held from time to time and may be convened at the request of the Board, any of the Members, or the CEO of the Company.
- 2) A meeting of the Committee shall be convened by written notice being given by the Secretary at the request of the Chairman to each Member (and invitee, as appropriate) not less than five business days prior to the date set for the meeting, except in cases of urgency, when a meeting may be convened on shorter notice upon approval by a majority of the Members. The notice shall include the date, time and location of the meeting and shall be accompanied by a meeting agenda and appropriate briefing materials.
- 3) The meetings of the Committee may be convened in person, by telephone or video teleconference.

- 4) The Committee may adopt resolutions by circulating the proposed resolutions in writing or in electronic format to all the Members for their approval and signature (and a scanned copy of the Member's signature will be deemed to constitute an acceptable form thereof).
- 5) Within 15 days following the conclusion of each meeting of the Committee or the adoption of a written resolution, the Secretary shall distribute the draft meeting minutes and/or the resolutions of the Committee to the Board and to each Member. In the absence of any comments or observations thereon, the minutes of meeting shall be signed by the Secretary and all Members present at the relevant meeting.

Fourth: Tasks of the Committee

In addition to the general statement of responsibilities above, the Committee is responsible for:

- 1) Ensure that Tanmiah has an appropriate technical roadmap, consistent with its strategy;
- 2) Facilitate the Board in gaining better understanding of technical issues related to the execution of expansion projects;
- 3) Overseeing and reviewing the technical aspects of the Company's expansion programs, project development life-cycle and construction of critical assets such as PPL, feed mill etc;
- 4) Periodic consideration of project status, technical issues, challenges and risks facing various projects with a view to giving Management advice on suitable solutions, actions and risk mitigants;
- 5) Reviewing the management of risks of proposed projects and reviewing the estimated costs and schedule of proposed projects;
- 6) On behalf of the Board (but not in replacement of its jurisdiction to review and approve), overseeing the detailed technical aspects of project construction, as well as obtaining regular updates from Management regarding progress and performance;
- 7) Overseeing periodic benchmarking by Management of the technical policies, systems and monitoring processes of the Company versus industry best practices;
- 8) Reviewing and reporting to the Board on the sufficiency of financial, technical and human resources to ensure proper and timely development and advancement of the Company's expansion strategy; and
- 9) Reviewing such other technical matters as the Committee may deem necessary or the Board may specifically direct the Committee to review or consider.

Fifth: Remuneration of Members

Any remuneration to be granted to the Members shall be in accordance with the Company's Remuneration Policy.

Sixth: Entry into Effect and Review

- 1) This Charter shall be adopted by a resolution of the Board, and shall enter into effect from the date on which it is approved by the Board.
- 2) The Committee shall periodically review the provisions of this Charter and recommend any amendments thereto to the Board.

Any amendments to this Charter shall be adopted in the same manner in which this Charter was adopted.