

Documents and Evidence Required for Meeting Attendance, Registration Process,

Voting Process and Vote Counting Procedures in the Shareholders' Meeting.

## 1. Identification Documents required for Meeting Attendance.

#### 1.1 For Individual Shareholders

### (1) In case of attendance in person.

a. A valid document which has been attached the photo issued by the government authorities. For example, ID Card, Officer's ID Card, Driving License, or Passport (Foreigner). Please prepare the additional documents if there have been any previous name and surname changes.

## (2) In case of appointment of proxy.

- a. The Power of Attorney (Document) and the enclosed Proxy Form of meeting Invitation which have been filled correctly and signed by both Proxy Grantor and Proxy Holder.
- b. A photocopy of the shareholder's valid document issued by the government Authorities (refer to section 1) which has been signed and "Certified True Copy" by the shareholder.
  - c. The valid document of a Proxy Holder issued by the government authorities (as specified in section 1).

#### 1.2 For Juristic Shareholders

## (1) In case of attendance in person by the authorized representative.

- a. The letter of Power of Attorney, including the meeting invitation that have been filled and signed by an authorized representative (committee) / Proxy Grantor and Proxy Holder.
- b. The photocopy of the registration certificate of the juristic person owned by the shareholders, issued by the Ministry of Commerce no more than 6 months before the meeting date. Additionally, the (above) photocopy shall be signed and "Certified True Copy" by the Juristic Person's authorized representative (committee) including the statement that the said Juristic Person's authorized representative having his signature in the letter of Power of Attorney has been authorized to be a representative of Juristic Person (shareholder).

## (2) In case of appointment of Proxy.

- a. The proxy form, per attached to the notice of the Meeting, completely filled in and signed and sealed by the authorized person of the juristic shareholder, and signed by the proxy.
- b. A photocopy of the document from the Juristic Person's representative (committee)/ Proxy

  Grantor issued by government authorities and "Certified True Copy" by the Proxy Grantor. For example, ID Card, or Officer's ID card, or passport (foreigner).
  - c. A valid document of a Proxy Holder, issued by the government authorities (as specified in section 1).

# 1.3 For Non-Thai Shareholders or Juristic Persons incorporated under foreign law.

Prepare all the documents and evidence required (for the ) as stated in above sections. Any original documents that are not in English, need to be translated into English as the additional documents required. The translation version also needs to be a certified correct translation by either the shareholder, or the Juristic Person's representative.



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### 2. The Method of Giving Power of Attorney

- 2.1 The company has sent the specified form of Power of Attorney (B), which covers all significant details of power of attorney required by the Department of Business Development, Ministry of Commerce. However, the company must also prepare the general form (A) and the custodian form of Power of Attorney for the foreign shareholders. If required, please contact the company directly.
- 2.2 Any shareholders who are not able to attend the shareholders' meeting, shall follow these instructions for giving the Power of Attorney to someone else.
- (1) Giving the Power of Attorney to someone as required by the shareholder and stated the name including all details of proxy holder or independent committee of company who has been named in the attachment of the Power of Attorney Form (only one person) for participating in the meeting.
- (2) Affix a tax stamp of THB 20.00 and crossed the date of signing the power of attorney as a legal or assigned the company to do so on your behalf.
- (3) Please send the above Power of Attorney form back to the company before the April 26, 2019, or at least 30 minutes before the beginning of meeting. Therefore, the officer will be able to proof check the documents in time to hand it to the Proxy Holder and bring it to the company on the meeting date.

## 3. Registration Process

The company will allow all shareholders or the proxy holders to register for the shareholders' at least 1 hour before the meeting begins, or from 13.00 p.m. at at Ballroom B Meeting Room, 15<sup>th</sup> Floor, Maple Hotel No. 9 Srinakarin Road. Bangna, Bangna, Bangkok 10250 (see enclosed map). After all shareholders or proxy holders have completed their registration, the officer will give a set vote card for each person detailed as follows.

- (1) A shareholder will receive a set of vote card
- (2) A proxy holder:
- 2.1 If the shareholder stated his decision of voting in the of Power of Attorney letter, that proxy holder will not get the vote card on the meeting day. However, the officer will record the vote as stated in the letter of Power of Attorney and count the vote with the rest of shareholders' votes for each issue.
- 2.2 If the shareholder did not state the decision of voting in the letter of Power of Attorney, the proxy holder will automatically receive a set of vote card for giving his vote.

# 4. Voting Process and Vote Counting Procedures

- 4.1 For the purpose of voting, each share shall be counted as one vote. If any shareholder has interests in any matter on which the Meeting shall pass a resolution, such shareholder shall not have the right to vote on such matter.
- 4.2 In voting on each agenda, the Chairman of the Meeting shall inquire whether any shareholder wishes to disagree or incline from voting. In the event a shareholder wishes to disagree or incline from voting, such shareholder is requested to identify oneself, to indicate their vote on the ballot received during registration, to sign the ballot and hand them to the officers for the counting of votes.
- 4.3 In counting the votes, only the objection and abstention votes will be counted. The total of such objection votes, abstentions and invalid ballots (If any) will be subtracted from the total number of shares of those



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shareholders attending the Meeting and remaining number of votes will be considered as voting for the approval of such agenda.

- 4.4 The results of the voting for every agenda for which voting was required shall be announced prior to the close of the Meeting.
- 4.5 Vote counting procedures according to the rules and procedures in the Company's regulations of article 15. and official rules.
  - (1) Each shareholder has one vote.
- (2) For choosing the committee, there can be the voting for either one committee or several committees (group) in one round, or with other methods according to the shareholders within meeting. However, each shareholder still has one vote stated in section 1 and shall have rights to give away his vote to any other individual or group.
- (3) The vote will be judged by the majority of the vote. In the case of an equal voting result, the chairman shall have rights to decide his final vote.
  - 4.6 The referendum of voting shall consist of the votes as follows.
- (1) The final voting result of the shareholders' meeting shall be voted each vote for each score, regardless of voting method.
- (2) In general, the majority of voting results shall be valid and acknowledged. In the case of an equal voting result, the chairman shall have rights to decide his final vote.
  - (3) In these following cases, the final voting result shall not be less than 3 in 4 of attendees who voted.
    - a. The sale or transfer of the whole or part of an existing company's business to third person.
- b. Purchasing or receiving the transfer of other company's businesses from other companies or private companies.
- c. Signing editing or making cancellation of the whole or an important part of a rental company's agreements, assigning third person to take over the existing company's businesses or merging the business with others for the purpose of benefit sharing.