

**Guidelines for registration, the method of Granting Proxy,  
Procedures for attending the E-AGM**

TTCL Public Company Limited has resolved to fix the date of The Annual General Meeting of Shareholders no. 1/2564 on Wednesday 21<sup>st</sup> April 2021. The meeting will be held through Electronic Devices (E-AGM) at 14.00 hours. The Company would like to notify the guidelines for attending the Annual General Meeting of Shareholders no. 1/2564 through Electronic Devices (E-AGM), which has some different registration processes than regular meeting as follows.

**Documents Required for Attending the E-AGM**

**1. Shareholder who is as individual**

1.1. Attendance in person through electronic devices:

- (1) Notification of Meeting, which is sent together with the notice of the invitation of the meeting; and
- (2) The identify card of Shareholder, which has not yet expired; in the event of a change of first name or family name, a supporting document must also be submitted.

*\* For a non-Thai-National Individual Shareholder, a valid passport can be presented as an identity card; in the event of a change of first name or family name, a supporting document must also be submitted.*

1.2. Attendance by proxy holder through electronic devices:

- (1) Notification of Meeting, Which is sent together with the invitation of the meeting.
- (2) The proxy form A, form B or form C (Document to Support Attendance 2.1), enclosed with the notice of the invitation of the meeting, which has been filled in completely and correctly with a 20-bath duty stamp attached, and signed by the proxy grantor and the proxy holder;
- (3) A copy of the identity card of Shareholders or copy of a valid passport in case of non-Thai-National shareholder, which has been certified as true copy to the original by the shareholder's signature.
- (4) A copy of the identity card of the proxy holder, which has not yet expired, or copy of a valid passport in case of non-Thai-National proxy holder, which has been certified as true copy to the original by the proxy holder's signature.

Shareholders may appoint a proxy to any person or one of the Independent Directors, such independent director will vote for each agenda as specified by the shareholders in the proxy form. The name lists of Independent Director are as follow;

**1. Mr. Sivaraks Pinicharomna, Age 70 yrs., Chairman of Audit Committee**

(Independent Director and disinterested in the proposed agenda for this meeting except receiving remuneration of directors in Agenda 8)

Address: 7 Soi Ram Inthra 42, Sub-Soi 2, Khweang Ram Inthra, Khet Khannayao,  
Bangkok 10230

**2. Mr. Suvit Manomaiyanon, Age 67 yrs., Audit Committee**

(Independent Director and disinterested in the proposed agenda for this meeting except receiving remuneration of directors in Agenda 8)

Address: 299/127 Moo 10, Khweang Hat Kham, Khet Mueang Nong Khai, Nong Khai 43000

**3. Dr. Ryuzo Nagaoka, Age 85 yrs., Audit Committee**

(Independent Director and disinterested in the proposed agenda for this meeting except receiving remuneration of directors in Agenda 8)

Address: 4-25-13 Mitsuwadai, Wakabaku, Chiba, Japan.

**Remark:** The Annual General Meeting of Shareholders will be conducted in Thai. Therefore, there may be inconvenience in accepting proxy.

**2. Shareholders who is a juristic person**

2.1. Attendance in person by an authorized signatory acting on behalf of the juristic person through electronic devices:

- (1) Notification of Meeting, which is sent together with the invitation of the meeting;
- (2) Registration form for authorized of juristic person (Document to Support Attendance 2.3) which has been filled in completely and correctly and signed by the authorized signatory of juristic person.
- (3) A copy of the shareholder's certificate registration, which is certified as true copy by the juristic person's representative and contains a statement indicating that the representative to be present at the Meeting is authorized to act on behalf of the juristic person who is the shareholder; and
- (4) A copy of the identity card of the juristic person's representative, which has not yet expired, or a copy of a valid passport in case of non-Thai-National individual, which has been certified as true copy to the original by the juristic person's representative's signature.

*\* For a juristic person's registered in foreign Country, please present a copy of company certificate, which has been certified true copy by the authorized director (s) as well as endorsed by Notary Public.*

*\*\* In case of the authority to bind the company comprise authorized signatory of 2 or above directors, please grant the proxy to individual to attend the meeting as specified in 2.2 below.*

2.2. Attendance by proxy holder through electronic devices:

- (1) Notification of Meeting, which is sent together with the notice of the notice of the invitation of the meeting.
- (2) The proxy form A, form B or form C (Document to Support Attendance 2.1), enclosed with the notice of the invitation of the meeting, which has been filled in completely and correctly with a 20-bath duty stamp attached, and signed by the juristic person's representative (proxy grantor) and by the proxy holder;
- (3) A copy of the shareholder's certificate registration, which is certified as true copy by the juristic person's representative and contains a statement indicating that the representative signing on the proxy form is authorized to act on behalf of the juristic person who is the shareholder;

- (4) A copy of the identity card of the juristic person's representative (proxy grantor), which has not yet expired, or a copy of a valid passport in case of non-Thai-National individual, which is certified as true copy by the grantor's signature; and
- (5) A copy of the identity card of the proxy holder, which has not yet expired, or copy of a valid passport in case of non-Thai-National individual, which is certified as true copy by the proxy holder's signature.

*\* For a juristic person registered overseas, please present a copy of company certificate, which has been certified true copy by the authorized director (s) as well as endorsed by Notary Public.*

Shareholders may appoint a proxy to any person or one of the Independent Directors, such independent director will vote for each agenda as specified by the shareholders in the proxy form. The name lists of Independent Director are as follow;

**1. Mr. Sivaraks Pinicharomna, Age 70 yrs., Chairman of Audit Committee**

(Independent Director and disinterested in the proposed agenda for this meeting except receiving remuneration of directors in Agenda 8)

Address: 7 Soi Ram Inthra 42, Sub-Soi 2, Khweang Ram Inthra, Khet Khannayao, Bangkok 10230

**2. Mr. Suvit Manomaiyanon, Age 67 yrs., Audit Committee**

(Independent Director and disinterested in the proposed agenda for this meeting except receiving remuneration of directors in Agenda 8)

Address: 299/127 Moo 10, Khweang Hat Kham, Khet Mueang Nong Khai, Nong Khai 43000

**3. Dr. Ryuzo Nagaoka, Age 85 yrs., Audit Committee**

(Independent Director and disinterested in the proposed agenda for this meeting except receiving remuneration of directors in Agenda 8)

Address: 4-25-13 Mitsuwadai, Wakabaku, Chiba, Japan.

**Remark:** The Annual General Meeting of Shareholders will be conducted in Thai. Therefore, there may be inconvenience in accepting proxy.

## **Registration to Attend the Meeting**

### **1. Shareholder intend to attend the meeting in person**

#### **1.1. Registration to attend the meeting**

Shareholders can notify the intention to attend the Annual General Meeting of shareholders **via e-Service Platform from 26 March 2021 to 19 April 2021**, by filling in completely and correctly the Notification of Meeting and using the Shareholder's ID card to register at

<https://portal.eservice.set.or.th/Account/?refer=lenA7ZSnp%2bUibgFY13OsP4%2f4J%2bw dXsiYIq5r0fgjF5LS4Jl3i%2fTGLw%3d%3d> or scan QR code here.



**Please register through e-Service Platform at least 2 days before 21<sup>st</sup> April 2021** for the convenience in attending the meeting on the meeting date.

Shareholders have to download Webex system to attend the meeting at <https://www.webex.com/downloads.html> and Online registration can be done by using desktop or notebook computers, tablets, or smartphone with camera installed and enter through web browser including **Google Chrome, Safari or Internet Explorer**. It can be used on both **IOS and Android systems**.

Shareholders may see the registration process including broadcasting, voting and raising questions in “**Manual for E-AGM System**” at

<https://www.set.or.th/th/eservice/shareholder.html> or scan QR code here.



- 1.2. After Shareholders have performed the registration process through e-Service Platform and the Company has verified the validity, Username & Password, to be used for log-in to the electronic meeting (e-Service Platform), will be sent to Shareholders' email provided to the Company at the registration Process.

## **2. Shareholder appoints the Independent Director**

Shareholder unable to attend the Annual General Meeting of Shareholder via electronic devices may authorize to one of the Independent Directors, such independent director will vote for each agenda as specified by the shareholders in the proxy form. The name lists of Independent Director are as follow;

### **1. Mr. Sivaraks Pinicharomna, Age 70 yrs., Chairman of Audit Committee**

(Independent Director and disinterested in the proposed agenda for this meeting except receiving remuneration of directors in Agenda 8)

Address: 7 Soi Ram Inthra 42, Sub-Soi 2, Khweang Ram Inthra, Khet Khannayao, Bangkok 10230

### **2. Mr. Suvit Manomaiyanon, Age 67 yrs., Audit Committee**

(Independent Director and disinterested in the proposed agenda for this meeting except receiving remuneration of directors in Agenda 8)

Address: 299/127 Moo 10, Khweang Hat Kham, Khet Mueang Nong Khai, Nong Khai 43000

### **3. Dr. Ryuzo Nagaoka, Age 85 yrs., Audit Committee**

(Independent Director and disinterested in the proposed agenda for this meeting except receiving remuneration of directors in Agenda 8)

Address: 4-25-13 Mitsuwadai, Wakabaku, Chiba, Japan.

**Remark:** The Annual General Meeting of Shareholders will be conducted in Thai. Therefore, there may be inconvenience in accepting proxy.

To authorize to one of the Independent Directors, Shareholder must fill in completely and correctly the Notice of Meeting and proxy form A, form B or form C (Document to Support Attendance 2.1), select an independent director that Shareholders intend to appoint as a proxy holder, attach a copy of the shareholder's identification document and the supporting documents as described under "Documents Required for Attending the Meeting" section 1.2, or 2.2, as the case may be. Then proceed the following:

- (1) Submit the soft copy of such document to [adm.cs@ttcl.com](mailto:adm.cs@ttcl.com) or fax number 02-260-8525-6
- (2) Dispatch the **original copy** of the above documents in a reply envelope and mailing it back to the Company.

**Company Secretary**

**TTCL Public Company Limited**

**159/41-44 Sermitmit Tower 27<sup>th</sup> – 30<sup>th</sup> Floor, Sukhumvit 21**

**(Asoke Road), North Klongtoey, Wattana, Bangkok, 10110**

The Company must be received the **original documents** within the official hours of **April 12, 2021** since the document verification process might take time in order to properly organize the e-AGM.

The Company reserves the right not to accept the registration to e-AGM if the Company receives the above original documents after the specified timeline or the case that such document are not complete or correct in accordance with the specified rule and regulations.

### **3. Shareholder appoints the Proxy holder**

#### **3.1. Registration to attend the meeting**

The shareholder and proxy holder must fill in completely and correctly the Notification of Meeting and prepare the required documents as described under "Document Required for Attending the Meeting" section 1.2, or 2.2, as the case may be; and proceed the following:

- (1) Submit the soft copy of such document to [adm.cs@ttcl.com](mailto:adm.cs@ttcl.com) or fax number 02-260-8525-6
- (2) Dispatch the **original copy** of the above documents in a reply envelope and mailing it back to the Company.

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The Company reserves the right not to accept the registration to e-AGM if the Company receives the above original documents after the specified timeline or the case that such document are not complete or correct in accordance with the specified rule and regulations.

### 3.2. Notice of identity verification approval for attending E-AGM

After the Company has verified the validity of the submitted documents, Username & Password, to be used for log-in to the electronic meeting (e-Service Platform), will be sent to the proxy holder's email as specified in the proxy form.

\* Please note that one email address can be used for registration for only one shareholder. Therefore, in the case that a shareholder attending the meeting is also granted proxy from other shareholders or the proxy holder is granted proxy from many shareholders, the proxy holder has to prepare a number of email addresses in accordance with the number of shareholders attending the meeting, either attending by themselves or by proxy.

## **4. The juristic person's representative attend the meeting in person**

### 4.1. Registration to attend the meeting

The shareholder must prepare the required documents as described under "Documents Required for Attending the Meeting" section 2.1 and proceed the following:

- (1) Submit the soft copy of such document to [adm.cs@ttcl.com](mailto:adm.cs@ttcl.com) or fax number 02-260-8525-6
- (2) Dispatch the **original copy** of the above documents in a reply envelope and mailing it back to the Company.

**Company Secretary**

**TTCL Public Company Limited**

**159/41-44 Sermitmit Tower 27<sup>th</sup> – 30<sup>th</sup> Floor, Sukhumvit 21  
(Asoke Road), North Klongtoey, Wattana, Bangkok, 10110**

**The Company must be received the original documents within the official hours of April 12, 2021** since the document verification process might take time in order to properly organize the e-AGM.

The Company reserves the right not to accept the registration to e-AGM if the Company receives the above original documents after the specified timeline or the case that such document are not complete or correct in accordance with the specified rule and regulations.

### 4.2. Notice of identity verification approval for attending E-AGM

After the Company has verified the validity of the submitted documents, Username & Password, to be used for log-in to the electronic meeting (e-Service Platform), will be sent to the shareholder's email as specified in the registration form (Document to Support Attendance 2.3)

## **Attending the Annual General Meeting of shareholders through Electronic Devices (E-AGM)**

The Annual General Meeting of shareholders no.1/2564 through Electronic Devices (E-AGM) will be held on Wednesday 21<sup>st</sup> April 2021 at 14.00 hrs. with the following steps

### **1. Log-in e-Service Platform**

- All Attendees log in to E-Service Platform 11.00 hrs. with the provided Username & Password and OTP code at <https://portal.eservice.set.or.th> or scan QR code here.
- When logging in to e-Service Platform, the attendee can enter the URL link to join the meeting through the Webex System.



Shareholders have to download Webex system to attend the meeting at <https://www.webex.com/downloads.html> and attendees can use desktop or notebook computers, tablet, or smartphone with camera installed and enter through web browser including **Google Chrome, Safari or Internet Explorer**. It can be used on both **IOS and Android operating systems**.

### **2. Voting on Each Agenda**

- For voting, the Chairman will propose that the meeting passes a resolution on each agenda item and the e-Service Platform will open for voting “approve”, “disapprove”, or “abstain” on each agenda. Attendees need to return to e-Service Platform window, and vote within the period specified. Attendees, who have not chosen “approve”, “disapprove”, or “abstain” within the voting period, will be deemed to resolve to approve the matter as proposed to the meeting for consideration. However, if the voting period still exists, Attendees may return to amend their votes within such period.
- In the event a shareholder has granted proxy to another to be present at the meeting on his/her behalf, the proxy holder can consider matters and pass resolutions on behalf of the grantor in every respect as he/she think fit. The same voting method as that for Shareholders present will be used.
- If the Shareholder has voted on each agenda item in the proxy form, the voting in the form will be adhered to.

### **3. Vote Counting**

Shareholders shall cast votes on show of hands. One share shall be entitled to one vote. A shareholder may express his/her intention only to approve, disapprove or abstain the vote on each agenda and may not split the number of shares for splitting votes. Resolutions of the Shareholders’ Meeting shall consist of the votes as follows:

- For regular matters, majority votes of shareholders attending the Meeting and entitled to vote shall be deemed final. In case of equality of votes, the Chairman of the Meeting shall be entitled to a casting vote.

- For matters required otherwise by laws and/or Articles of Association of the Company, such requirements shall be complied. Chairman of the Meeting shall inform the shareholders present in the Meeting before any such agenda shall be voted.
- After the vote counting for each agenda item, the Company will announce the voting results as approval, disapproval, or abstention as a percentage of total votes. For the agenda item concerning the election of directors, the Company will announce the voting results by individual directors.

#### **4. Questions Submission during the Meeting**

- In the event that Attendees would like to ask questions during the meeting, Attendees need to return to the e-Service Platform window, and choose the agenda to ask the question, click the “Raise hand” button for queuing and type questions.

#### **5. Convenience provided to Shareholders appointing the Independent Director**

The entire Annual General Meeting of Shareholders no.1/2564 via Electronic devices will be recorded for the convenience of Shareholders who appoint the Independent Director. The video of the meeting will be published through the Company’s website, [https://investor-th.ttcl.com/shareholder\\_meeting.html](https://investor-th.ttcl.com/shareholder_meeting.html)

Attendees of E-AGM can study the process of the electronic meeting including broadcasting, voting and raising questions in “**Manual for E-AGM System**” at <https://www.set.or.th/th/eservice/shareholder.html> or scan QR code here.



**\*\*\* Please keep your Username and Password confidential.**  
**Your login account should never be disclosed to others. \*\*\***

Any Question or problems regarding the Annual General Meeting of Shareholders via electronic devices, please contact:

Company Secretary  
TTCL Public Company Limited  
159/41-44 Sermitmit Tower 27<sup>th</sup> – 30<sup>th</sup> Floor, Sukhumvit 21  
(Asoke Road), North Klongtoey, Wattana, Bangkok, 10110  
Tel: 02-2608505 Ext. 1501 /1503



## Procedure for Attending the Annual General Meeting of Shareholders no.1/2564 through Electronic Devices

