

**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. 1/2566 on Tuesday 12<sup>th</sup> April 2023. 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. 1/2566 through Electronic Devices (E-AGM), which has some different registration processes than regular meeting as follows.

**Registration to Attend the Meeting**

Shareholders who wish to attend the meeting in person can register to attend the meeting through DAP e-shareholder Meeting **from 20 March 2023 to 10 April 2023** at <https://portal.eservice.set.or.th/Account/Login?refer=joqvXPLxH5KL1F5T8MlgZDg%2byZH0DTyBteWe%2fmIMLedB1lUsn%2bs0VA%3d%3d> or scan QR code here.

**Please register through DAP e-shareholder Meeting at least 2 days before 12<sup>th</sup> April 2023** for the convenience in attending the meeting on the meeting date.



**1. In case the shareholders attending the E-AGM by themselves**

1.1. The identification documents to confirm the attendance of E-AGM as follows:

• **Individual shareholder**

- (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 / other official documents issued by government authority, 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.*

• **Shareholders who is a juristic person**

- (1) Notification of Meeting, which is sent together with the invitation of the meeting;
- (2) Registration form for authorized of juristic person (2.3 Supporting Document for Attendance) 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 2.1.*

After that, please send all documents to the Company. The documents must be arrived to the Company within April 10, 2023 at

- Email: [adm.cs@ttcl.com](mailto:adm.cs@ttcl.com) or
- Fax: 02-260-8526 or
- Dispatch a reply envelope and send it back to the Company;  
Company Secretary  
TTCL Public Company Limited  
159/41-44 Sermitmit Tower 27th – 30th Floor, Sukhumvit 21  
(Asoke Road), North Klongtoey, Wattana, Bangkok, 10110

- 1.2 After the shareholders verify their identity via the DAP e-Shareholder Meeting system or submit the above documents and the Company has verified the validity, the shareholders will obtain the email with Username and Password for logging into the electronic meeting system (DAP e-Shareholder Meeting) on the date of the Meeting from 11.00 hrs. onwards.

## **2. In case the shareholders attending the E-AGM by proxy**

2.1. The identification documents for proxy to confirm the attendance of E-AGM as follows:

- **Individual shareholder**

- (1) Notification of Meeting, Which is sent together with the invitation of the meeting.
- (2) The proxy form A, form B or form C (2.1 Supporting Document for Attendance), 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 / a copy of other official documents issued by government authority, which has not yet expired and certified as true copy to the original (in the event of a change of first name or family name, a supporting document must also be submitted) 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 / a copy of other official documents issued by government authority, which has not yet expired and certified as true copy to the original 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 who is a juristic person**

- (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 (2.1 Supporting Document for Attendance), 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 72 yrs., Chairman of Audit Committee**  
(Independent Director and disinterested in the proposed agenda for this meeting)  
Address: 7 Soi Ram Inthra 42, Sub-Soi 2, Khweang Ram Inthra, Khet Khannayao, Bangkok 10230
- 2. Mr. Suvit Manomaiyanon, Age 69 yrs., Audit Committee**  
(Independent Director and disinterested in the proposed agenda for this meeting except for being nominated to be re-elected for another term in Agenda 6)  
Address: 299/127 Moo 10, Khweang Hat Kham, Khet Mueang Nong Khai, Nong Khai 43000
- 3. Dr. Ryuzo Nagaoka, Age 87 yrs., Audit Committee**  
(Independent Director and disinterested in the proposed agenda for this meeting)  
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.
- 4. Mr. Nuttachat Charuchinda, Age 68 yrs., Independent Director**  
(Independent Director and disinterested in the proposed agenda for this meeting)  
Address: 52/48 Moo 2, Khweang Bang Khen, Khet Mueang Nonthaburi, Nonthaburi 11000

After that, please send all documents to the Company. The documents must be arrived to the Company within April 10, 2023 at

- Email: [adm.cs@ttcl.com](mailto:adm.cs@ttcl.com) or
- Fax: 02-260-8526 or
- Dispatch a reply envelope and send it back to the Company;  
Company Secretary  
TTCL Public Company Limited  
159/41-44 Sermitmit Tower 27th – 30th Floor, Sukhumvit 21  
(Asoke Road), North Klongtoey, Wattana, Bangkok, 10110

The registration documents will be reviewed to ensure the identification of the shareholders. After that, the proxy will obtain the email with Username and Password for logging into the electronic meeting system (DAP e-Shareholder Meeting) on the date of the Meeting from 11.00 hrs. onwards.

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

The Annual General Meeting of shareholders no.1/2566 through Electronic Devices (E-AGM) will be held on Wednesday 12<sup>th</sup> April 2023 at 14.00 hrs. with the following steps

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

- All Attendees log in to DAP e-Shareholder Meeting system 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 DAP e-Shareholder Meeting system, the attendee can enter the URL link to join the meeting through the Webex System.



Shareholders 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**.

Attendees of E-AGM can study the process of the electronic meeting including e-Registration, broadcasting, voting and raising questions in **“User Manual e-Shareholder Meeting System (DAP e-Shareholder Meeting)”** at

<https://www.set.or.th/th/dap/services/e-shareholder-meeting> or scan QR code here.



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

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

- For voting, the Chairman will propose that the meeting passes a resolution on each agenda item and the DAP e-Shareholder Meeting system will open for voting “approve”, “disapprove”, or “abstain” on each agenda. Attendees need to return DAP e-Shareholder Meeting system 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**

- Shareholders can submit the question in advance by using the Advance Question Form in (2.7) Supporting Documents for Attendance and send to e-mail [ir@ttcl.com](mailto:ir@ttcl.com) within April 10, 2023.
- 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.1/2566 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)

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.1/2566 through Electronic Devices

Shareholder

e-Registration  
(via DAP e-Shareholder Meeting)

Registration by Manual  
(Company registered on behalf of shareholders)

