

### Explanation of Documents and Identifications, Proxy ,Registration and Voting Procedure

The Company shall convene the Annual General Meeting of Shareholders for the year 2020 on 31 July 2020, at 1.30 p.m. at The Tharathep, The Tharathep Hall Building, The Ramada by Wyndham Bangkok Chaophya Park Hotel, 247 Ratchadapisek Rd., Din Daeng, Bangkok 10400

#### Proxy Form

The Company has prepared and attached Proxy Form B. for shareholders who cannot attend the meeting and a proxy may be appointed to the other person or any independent director by using Proxy Form B. as Enclosure No. 8

In the event shareholder wishes more Proxy forms (Form A. or Form C.), shareholder can download from the Company website: [www.meebaanmeerod.com](http://www.meebaanmeerod.com)

#### Proxy

1. Complete only one Proxy Forms as follows:
  - a. General Shareholders shall select one of either Form A or Form B.
  - b. Shareholders listed in the share register book as Foreign Investors who appointed the Custodian in Thailand to supervise their shares, can select one of three Proxy Forms
2. Authorize an individual or one of the Company's independent directors by indicating name and details of individual or mark in front of only one name of the Company's independent directors as specified in the proxy to attend the meeting.
3. Affix the 20 Baht of stamp duty in order to be correct and effective in term of law.

Allocation of shares to several Proxies to vote in the meeting is not allowed. Shareholder shall authorize the Proxy to cast the votes only for all the shares held by it. Authorization of votes less than the total number of holding shares is not allowed except for the Custodian appointed by the Foreign Investor to supervise their shares.

#### Documents to be presented prior to the meeting

Individual

- Attend the meeting by him/herself, present ID Card, Civil Servant Card, or Driving License and supported documents in case of any change thereto.

- Proxy

- 1) Proxy Form either Form A or Form B, duly filled in and signed by shareholder and proxy.

- 2) copies of ID Card, Civil Servant Card, or Driving License duly certified by shareholder
  - 3) ID Card, Civil Servant Card or Driving License presented by proxy.
- Juristic Person
- Attend the meeting by director
    - 1) Proxy Form either Form A or Form B, duly filled in and signed by shareholder and proxy
    - 2) copy of a company certificate duly certified by authorized director(s)
    - 3) ID Card, Civil Servant Card or Driving License presented by proxy.
  - Proxy
    - 1) Proxy Form either Form A or Form B, duly filled in and signed by authorized director(s) of shareholder and proxy
    - 2) copy of a company certificate duly certified by authorized director(s) containing particulars that director(s) affixing signature(s) on the Proxy Form is duly authorized.
    - 3) copy (ies) of ID Card or others issued by competent authorities to director(s) who is(are) director(s) duly certified by him/her/them.
    - 4) ID Card, Civil Servant Card or Driving License presented by proxy.
  - Custodian appointed as depositary by Foreign Investors
    - 1) Prepare documents the same set as Juristic person and shareholder can select one from three Proxy Forms with supported document as follows:
      - 1.1) a power of attorney appointing such custodian to sign on proxy
      - 1.2) a confirmation letter that signatory has been licensed to engage in custodian business
    - 2) ID Card, Civil Servant Card or Driving License presented by proxy.

## Registration

The Company shall proceed with registration from 12.00 p.m. at The Tharathep, The Tharathep Hall Building, The Ramada by Wyndham Bangkok Chaophya Park Hotel, 247 Ratchadapisek Road, Din Daeng, Bangkok (The map of the venue as Enclosure 12)

## **Voting Procedure**

### General Agenda

1. A vote in each agenda shall be counted by voting as indicated in the shareholder registration or ballots distributed to the shareholders before the meeting on the condition that each share constitutes one vote, Shareholders shall only vote for: approve, disapprove or abstain.
2. Proxy holder shall vote according to the grantor's intention as specified in the proxy only. If in event no instruction has been specified, or instruction is not clear on the Proxy on each agenda, or the meeting considers or votes on any issue or addition in facts, then proxy shall have discretion to consider and vote as appropriate.

### Director Agenda

According to Article 13 of the Articles of Association of the Company, the meeting of shareholders shall appoint directors in accordance with rules and procedures as follows:

1. Shareholder shall have one vote for each share of holding.
2. Each shareholder may exercise all the votes he/she has under 1. to elect one or several director(s). In the event of electing several directors, he/she shall not be entitled to allot his/her votes to elect each director.
3. The persons receiving the highest votes in their respective order of the votes shall be elected as directors at the number equal to the number of directors required at that time. In the event of an equality of votes among the persons elected in order of respective high numbers of votes, which number exceeds the required number of directors of the Company at that time, the Chairman of the meeting shall be entitled to a second or casting vote.

## **Casting Vote Procedure**

The Chairman of the meeting or officer shall explain casting vote procedure before commencement of the meeting. Officers of the Company shall count and sum up votes base on proxies and ballots distributed to shareholders. Only disapprove and abstain votes shall be counted. Then the number of approve vote shall be calculated by subtracting the number of disapprove and abstain votes from the total number of votes. Results on each agenda shall be announced before the meeting is ended.