

## Documents Required to Attend the Meeting, Appointment of Proxy, Voting, Counting and Announcement of the Vote for Meeting via Electronic Media (E-Meeting)

Shareholders or proxies wishing to attend the meeting via electronic media (E-Meeting) must submit the meeting attendance request form DAP e- Shareholder Meeting by following all the procedures specified in Attachment No.9. In case the submitted documents are incomplete, incorrect or in compliance with the requirements stated herein, the Company reserves the right to reject the registration.

### 1. Documents required to Attend the Meeting via Electronic Media (E-Meeting)

Shareholders or proxies must prepare and submit all the required documents together with the attend the meeting via electronic media (E-Meeting)

#### Natural Person

##### 1. Self-attending via electronic media (E-Meeting)

1.1 Identification card or Passport (for foreign shareholders).

1.2 Certified true copy of governmental identification card or driving license. In case of a change of name, supporting documents are required. Register by sending documents to the company.

##### 2. Proxy

2.1 Completed Proxy Form (select either the Proxy Form A or Form B), signed by the shareholder and the proxy.

2.2 Certified true copy of identification card or governmental identification card or driving license or passport.

(For foreign shareholders) of the shareholder. In case of a change of name, supporting documents are required.

2.3 Certified true copy of identification card or governmental identification card or driving license or passport.

(for foreign shareholders) of the proxy. In case of a change of name, supporting documents are required.

#### Juristic Person

##### 1. Attendance by authorized person of a juristic person shareholder via electronic media (E-Meeting)

1.1 Certified true copy of identification card or governmental identification card or driving license or passport (for foreign shareholders). In case of a change of name, supporting documents are required.

1.2 Certified true copy of the shareholder's affidavit (not older than one year) by the shareholder representative (authorized director) who attends the e-meeting with a statement affirming the authority to act on behalf of the juristic person shareholder.

## 2. Proxy

- 2.1 Completed Proxy Form (select either the Proxy Form A or Form B), signed by the authorized person of the juristic person shareholder and the proxy.
- 2.2 Certified true copy of identification card or governmental identification card or driving license or passport (for foreign shareholders) of the authorized person of the juristic person shareholder. In case of a change of name, supporting documents are required.
- 2.3 Certified true copy of the shareholder's affidavit (not older than one year) by an authorized person with a power of attorney (if any). The documents required must show a statement affirming that the person signing the Proxy Form has the authority to act on behalf of the juristic person shareholder.
- 2.4 Certified true copy of identification card or governmental identification card or driving license or passport (for foreign shareholders) of the proxy. In case of a change of name, supporting documents are required.

## 3. Custodian in Thailand authorized to act on behalf of foreign investors as a depositary and administrator of shares

- 3.1 Required documents are the same as specified for a juristic person under 1 or 2.
- 3.2 In case foreign investors authorize the Custodian to sign the Proxy Form on their behalf, additional documents are required as follows:
  - (1) Power of Attorney from foreign investors granting the Custodian authority to sign the Proxy Form on their behalf.
  - (2) Custodian Letter certifying that the person signing the Proxy Form on behalf of foreign investors is licensed to operate Custodian business.

In case the original documents are not in English, the English translation shall be prepared and certified true and correct by the shareholder or authorized person of such juristic person shareholder.

## 2. Authorization of Proxy

The Department of Business Development, Ministry of Commerce has specified 3 Proxy Forms pursuant to the Notification of the Department of Business Development regarding Prescription of Proxy Letter Forms (No.5) B.E. 2550 as follows:

- Form A is a general proxy form which is simple and not complicated.
- Form B is a proxy which clearly specifies the items for which a proxy is granted.
- Form C is a form used only in case of a shareholder being a foreign person and has appointed a custodian in Thailand to act as a depositary and administrator of shares.

The Company provides Proxy Form A and Form B as specified by the Department of Business Development, Ministry of Commerce as attached herewith or the shareholders may download them from [www.cmc.co.th](http://www.cmc.co.th)

A shareholder who could not attend the E-Meeting by himself/herself may appoint a proxy according to the following procedures:

1. Complete only one of the Proxy Forms attached herewith. A shareholder who does not appoint the Custodian shall use either Proxy Form A or Form B.
2. Appoint a person or an independent director of the Company as a proxy by filling in the name and information required or marking the box in front of the name of an independent director as specified by the Company on the Proxy Form for only one person to act as a proxy to attend the meeting.
3. Allocation of shares to several proxies to vote in the meeting is not allowed. A shareholder shall authorize the proxy to cast the votes equal to the total number of shares held by the shareholder. Authorizing less than the total number of shares is not allowed except for the Custodian appointed by foreign investors in accordance with Proxy Form C.
4. Please affix Baht 20 stamp duty and specify the date of Proxy Form across such stamp duty. For the convenience of shareholders, the Company has prepared the stamp duty for the proxy.
5. Appointment of a proxy to attend the meeting

5.1 Appointment of a proxy to attend the E-Meeting on behalf of the shareholder.

The shareholder or proxy shall proceed with item 1-2 and submit the Meeting Attendance Request Form DAP e- Shareholder Meeting in advance to receive the username and password for the meeting registration according to the Procedures for Submitting Meeting Attendance Request Form DAP e- Shareholder Meeting and Using Electronic Meeting Systems (E-Meeting) shown in Attachment No. 9 **and send the original proxy form and supporting documents to the Company.**

5.2 Appointment of an independent director as a proxy to attend the E- Meeting on behalf of the shareholder.

The shareholder shall proceed with item 1 - 2 **and submit the original proxy form and supporting documents to the Company. No additional submission of the Meeting Attendance Request Form DAP e- Shareholder Meeting is required.**

6. Return the original completed Proxy Form and certified true copies of supporting documents to reach the Company Secretary Office, Chaopraya Mahanakorn Public Company Limited, 909/1, CMC Tower 6<sup>th</sup> Floor, Unit 601-602 Somdet PhraChaoTakSin Road Dao Khanong Khet Thonburi District Bangkok 10600, by April 25, 2023, so that the Company can review the documents prior to the meeting.
7. In case a shareholder desires to revoke the proxy, the shareholder must notify the Company.

### 3. Submission of the Meeting Attendance Request Form DAP e- Shareholder Meeting

Shareholders or proxies who wish to attend the E-Meeting, please submit the Meeting Attendance Request Form DAP e- Shareholder Meeting in advance to receive username and password for the meeting registration. The Meeting Attendance Request Form and all required documents can be submitted via DAP e- Shareholder Meeting from April 10, 202. After the Company has verified and approved, the shareholder will receive an approval notification email providing the username and password and a link for meeting registration on the shareholders' meeting date. The E-Meeting system will be accessible for meeting registration on April 26, 2023, from 09:00 hours onwards.

For more detailed information, please see Procedures for Submitting Meeting Attendance Request Form DAP e- Shareholder Meeting and Using Electronic Meeting Systems (E-Meeting) provided herewith as Attachment No. 9.

### 4. Voting, Counting and Announcement of the Vote

#### Voting Criteria

#### **General Agenda:**

1. The shareholders' meeting will be conducted via electronic media (E- Meeting). Voting in each agenda item shall be made via the DAP e-Shareholder Meeting, where one share shall equal one vote. A shareholder or a proxy shall cast all the votes to only one of approve, disapprove, or abstain. The votes on each agenda item cannot be divided (except voting of the Custodian).
2. In case of proxy
  - 2.1 In case the shareholder specifies the determination in the Proxy Form, the votes will be recorded. The proxy will not be required to vote during the meeting.
  - 2.2 In case the shareholder does not specify the determination, or the determination is unclear in any agenda item, or the Meeting considers or resolves any agenda other than that specified in the Proxy Form, or there is any change or increment of fact, the proxy shall be authorized to consider and vote on such matter as he deems appropriate.

#### **Agenda on Election of Directors:**

In accordance with Clause 16 of the Company's Articles of Association, a shareholder or proxy shall have one vote for each share and the procedures for the election of Directors shall be as follows:

- (1) At the election of Directors, the shareholder shall vote for each individual candidate nominated for Directors, but not exceeding the number of Directors required for that election. The vote shall not be distributed.
- (2) The persons receiving the highest votes in the respective order of the votes shall be elected as directors until all of director positions that are to be elected at such meeting are filled. Where the votes cast for candidates in descending order are tied, which would otherwise cause the number of Directors to be exceeded, the remaining appointment shall be made by the Chairman of the Meeting who shall have a casting vote.

#### **Voting Procedures in each Agenda Item**

- (1) The Chairman of the Meeting shall request the shareholders to consider and vote in each agenda item by asking the shareholders or proxies to vote via DAP e-Shareholder Meeting and providing one minute for voting in each agenda item. For the director election agenda item, one minute for voting of each director individually will be provided.
- (2) For the voting of each agenda item, the system will show four options: Approve Disapprove Abstain . A shareholder or proxy is required to choose only one option (except for the case of Custodian whereby the allotment of votes is allowed as specified in the Proxy Form).

Remark: If the “nothing is selected, the system will consider the votes as “Approve”.

#### **Resolution of the Meeting**

- (1) In general case, the resolution shall be passed by a simple majority vote of the shareholders present at the meeting and eligible to vote. In the event of a tie vote, the Chairman of the Meeting shall have a casting vote.
- (2) In other case which the law or the Company's Articles of Association stipulated otherwise, the resolution shall conform to the law or the Company's Articles of Association which the Chairman shall inform the Meeting before voting in each agenda item.
- (3) A shareholder who has any special interest in a resolution, except for voting on the election of Directors, cannot vote on such resolution.

#### Vote Counting and Announcement of the Result

The Chairman of the Meeting or the person assigned by the Chairman of the Meeting shall explain to the Meeting about the vote counting procedures prior to the commencement of the agenda item. When the Chairman announced the voting closed, the system will count the votes of shareholders in each agenda item. The voting results of all agenda items shall be announced to the Meeting before the meeting is adjourned.

The Company holds the 2023 Annual General Meeting of Shareholders via electronic media (E-Meeting) whereby the votes are cast via DAP e-Shareholder Meeting instead of the physical ballots. Hence, there will not be cases regarded as invalid ballots.