



Supporting Documents for Registration and Meeting Regulations

Supporting Documents for Registration

Attending in person: please attach a copy of your ID card or government official ID or passport. (In case of a foreigner) with a certified true copy (A copy of the photo can be attached) in form of photo, scanned file. In case the document is not clear or unreadable, a clear version of document is required.

A shareholder who is unable to attend the meeting, please consider giving a proxy to another person. In compliance with the Notice of Department of Business Development Re: Prescription of Proxy Form (No. 5) B.E. 2550, dated 2 February 2007, specifying three types of proxy forms for the meeting of share subscribers and the meeting of shareholders of a public limited company by using either one of the following proxy forms Proxy:

- Form A. being general proxy, which is a simple and uncomplicated form.
- Form B. being proxy that specifies various particulars for authorization and contains clear and concise details thereof.
- Form C. being specific proxy for being used by foreign shareholders who appoint custodian in Thailand to be depositor and to take care of their shares.

The Company has sent to shareholders the Proxy Form B for those who are unable to attend the meeting in person to consider whether they will appoint any other person or any one of the Company's independent directors (as listed by the Company), as their proxies to attend and vote at the meeting of shareholders on their behalf and return to the Company at least 1 day before the meeting date.

In case that shareholder wishes to generally appoint a proxy. Proxy Form A (a general and simple proxy form) can be used, or in case the shareholder is a foreign investor who has appointed a custodian in Thailand to hold and take care of the shares on their behalf, Proxy Form C can be used. All three proxy forms have already been attached to this Notice.

1. Appointment of other persons as proxy

- Proxy grantor can appoint only one proxy to attend and vote on his/her behalf at the meeting. Proxy grantor cannot allocate shares to many proxies to separately vote on his/her behalf.
- Proxy grantor should complete proxy form by filling in the information required and have it signed by proxy grantor and proxy properly.
- Proxy must bring along the proxy form for handing over to the Company's officer at the meeting venue before attending the meeting.



2. Appointment of an independent director as proxy

- Proxy grantor should specify the name and information of independent director who is required to be his proxy as per detail below:
 1. Prof.E. Pirom Kamolratanakul, M.D., M.SC. Independent Director, Chairman of the Sustainability Development Committee and Audit Committee Member
 2. Police General Krisna Polananta Independent Director, Audit Committee Member and Nomination and Remuneration Committee
 3. Mr. Rungson Sriworasart Independent Director
 4. Miss Potjaneer Thanavarant Independent Director

Names and detailed information of independent directors are shown in the Enclosure No.12 as attached.

Documents or evidence representing the status of shareholders to be presented prior to the meeting

Juristic person (Representative) with Proxy

1. Proxy form
2. Copy of identification card, driving license or passport of the proxy grantor
3. Identification card, driving license or passport of the proxy
4. Copy of Affidavit of the juristic person
 - 4.1 The proxy form must be accurately and completely filled and signed by the proxy grantor and proxy together.
 - 4.2 The juristic person must present the same document of the proxy grantor and proxy as the case of a natural person.
 - 4.3 A copy of Affidavit of juristic person issued by the Ministry of Commerce with validity for no later than 6 months prior to date of the meeting of shareholders, certified by the authorized director(s) and affixed with the Company's seal (if any) and a copy of valid identification card of authorized director(s) certified by the owner of such card(s).



Required Votes: Votes are required according to relevant requirements in the Articles of Association, i.e.

- Resolutions of following agenda require the majority vote of shareholders who attend the meeting and cast their votes. Therefore, number of shares representing “abstain votes” will be deducted from number of attending shares.
 - Agenda 1 Adopt the Minutes of the 2021 Annual General Meeting of Shareholders held on 22 April 2021
 - Agenda 3 To consider and approve the Company’s Financial Statement Position and Statement of Comprehensive Income for the fiscal year ended 31 December 2021 audited by the auditor
 - Agenda 4 To consider and approve the appropriation of profit for legal reserve and dividend payment for 2021
 - Agenda 7 To consider and approve the appointment of auditors and determination the audit fees for 2022
- Resolutions of following agenda requires votes not less than 3 of 4 votes of shareholders who attend the meeting and entitle to vote.
 - Agenda 8 To consider and approve the sale of shares in Ruangsap 168 Company Limited to Big C Retail Holding Company Limited
 - Agenda 9 To consider and approve the sale of shares in BJC Coffee Holdings Company Limited to Big C Retail Holding Company Limited
- Resolution of following agenda requires the majority votes of shareholders who attend the meeting. Therefore, number of shares representing “abstain votes” will not be deducted from number of attending shares.
 - Agenda 5 To consider and approve the re-election of directors in replacement of those who retire by rotation
- Resolution of agenda 6 – To consider and approve the remuneration of the Board of Directors for 2022 requires votes not less than two-thirds of all votes of shareholders who attend the meeting. Therefore, number of shares representing “abstain votes” will not be deducted from number of attending shares as well.
- Note, Agenda 2 is for acknowledgement, no voting required

There is no shareholder deemed having conflict of interest in any Agenda of this meeting. For the case of proxy, the announcement of the Department of Business Development, Ministry of Commerce gave guideline that vote casting by a proxy-holder is done on behalf of the appointing shareholder. For example, a person nominated for director election can receive a proxy that votes in his/her favor.



Meeting Regulations

Chairman of the Meeting: The Chairman shall comply with Section 105 of the Public Limited Company Act in governing the meeting in accordance with the Company's Articles of Association regarding shareholders meeting and in accordance with meeting agenda specified in the Notice. In ordinary matters, the Chairman of the meeting shall have the deciding vote, in case of a tie vote.

Voting: When shareholders wish to vote, choose the agenda to vote. Then the system will show all 4 voting buttons, as follows: 1. Agree (green) 2. Disagree (red) 3. Abstain (orange) 4. Do not submit vote (blue)

***If selecting "Do not submit vote" or "Abstain", the company will put your votes into the scores determined by the meeting. And, voting may be changed until that agenda ends voting results submission.**

Shareholders may check the votes of the agenda after the agenda has been closed for voting results submission by selecting the required agenda. After that, the system will display graphs and scores for that agenda.

Announcement of Vote Result: After officers have completed the vote counting on any agenda item, the Company will read the resolutions of such agenda to the Meeting, and present vote results to the shareholders.