

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

The 2024 Annual General Meeting of shareholders of TTW Public Company Limited shall be held on Thursday, 11 April 2024 via electronic means. The company would like to notify the guidelines for attending the meeting via electronic means as follows:

1. Proxy Form

The Department of Business Development, the Ministry of Commerce, issued an announcement Re: Prescription of a Proxy Form (No. 5) B.E. 2550. The Company, therefore, has prepared 3 proxy forms as shown in enclosure 6 for Shareholders who cannot attend the Meeting and a proxy may be appointed to the other person or any independent Director. The proxy forms are as follows:

- Proxy Form A (General Appointment)
- Proxy Form B (Specific Voting Appointment)
- Proxy Form C (Only foreign shareholders as registered in the registration book who have custodian in Thailand)

In the event Shareholder wishes more Proxy Forms, please download from the Company Website:

<https://www.ttwplc.com/th/investor-relations/download/shareholders-meeting>

2. Proxy

Shareholders who are unable to attend the Meeting (Electronic Means) may appoint a person as your Proxy according to the following procedures:

1) Complete **only one of above Proxy Forms** as follows:

1.1 General Shareholder shall select one of either Form A or Form B.

1.2 Shareholders listed in the share register book as Foreign Investors (who appointed the Custodian in Thailand to supervise their shares) shall use Forms C only.

2) Authorize a person as you wish or an Independent Director as shown in Enclosure 6 to attend and vote at the Meeting (Electronic Means) on your behalf by specifying the name and details of a person to be your Proxy.

3) Affix the 20 Baht of stamp duty with specifying the date of the Proxy Form across such stamp duty. For your convenience, the Company will facilitate in affixing the stamp duty.

Except for the Custodian appointed by the Foreign Investor in accordance with Proxy Form C, allocation of shares to several Proxies to vote in the Meeting is not allowed. The Shareholder has to authorize the Proxy to cast the votes only for all the shares held by it. Authorization of vote less than the total number of holding shares is not allowed.

3. Documents to be produced prior to the Meeting Person (Electronic Means)

Natural Person

1. Personal attendance: identification document issued by a government, such as an ID Card, Civil Servant Card, or Driving License that has not expired, supported by any documents in case of change of name-surname.

2. Proxy

- Any Proxy Form (either Form A or Form B) duly filled in and signed by Shareholder and proxy;
- A copy of Shareholder's identification document issued by a government certified by Shareholder
- A copy of Proxy's identification document issued by a government certified by proxy.

Juristic Person

1. Personal attendance by Director:

- Any Proxy Form (either Form A or Form B) duly filled in and signed by Shareholder and proxy;
- A copy of a company certificate duly certified by authorized Director(s) containing particulars that Director(s) attending the Meeting is(are) duly authorized and affixed the company's seal (if any);
- A copy of such Director's identification document issued by a government certified by such Director.

2. Proxy

- Any Proxy Form (either Form A or Form B) duly filled in and signed by authorized Director(s) of Shareholder and proxy;
- A copy of a company certificate duly certified by authorized Director(s) containing particulars that Director(s) attending the Meeting is(are) duly authorized and affixed the company's seal (if any);
- A copy of authorized Director's identification document issued by a government certified by such authorized Director;
- A copy of Proxy's identification document issued by a government certified by proxy.

3. Custodian appointed as depositary by foreign investors.

3.1 Documents as under juristic person 1 and 2 shall be prepared by using Proxy Form C only;

3.2 In the event custodian has been authorized to sign on proxy, the following documents shall be produced:

- A power of attorney appointing such custodian to sign on proxy;
- A confirmation letter that signatory has been licensed to engage in custodian business.

If an original document is not made in Thai, please attach the Thai translation duly certified by Director(s) of such juristic person.

4. **Registration (Electronic Means)**

The Shareholders who would like to attend the Meeting (Electronic Means) by person or proxy (except authorize to an Independent Director) shall submit the request to the system since 3 April 2024 and the Company shall proceed with registration two hours prior to the Meeting (Electronic Means) time or from 12.00 hrs., Thursday, 11 April 2024.

5. **Casting Votes Criteria General agenda**

1) A vote in each agenda shall be counted by voting as indicated in the Shareholder registration or Shareholders voting in the meeting (Electronic Means) on the condition that each share constitutes one vote. Shareholders shall only vote for: agree, disagree, or abstain, while splitting of votes is not allowed, except in the case of the custodian.

2) Proxy

2.1 For specific voting appointment, Proxy shall cast a vote only as specified in the Proxy; non-compliance of direction shall not constitute a valid vote by Shareholders. Vote of the Proxy in any Agenda which is not in accordance with the Form of Proxy shall be invalid and shall not be the vote of the Shareholder. In the event of a meeting (Electronic Means), the Company will facilitate the proxy by voting according to the Shareholders' vote as specified in the proxy form.

2.2 For general appointment, in the event no instruction has been specified, or instruction is not clear on the Proxy on each agenda, or the Meeting (Electronic Means) considers or votes on any issue (other than those specified on the Proxy) or there would be any amendment or addition in facts, then proxy shall have discretion to consider and vote as appropriate.

6. Director agenda

According to Article 15 of the Company's Articles of Association, the Meeting of Shareholders shall elect Directors in accordance with the rules and procedures as follows:

- 1) Each Shareholder shall have one vote for each share of which he/she is the holder;
- 2) Each Shareholder may exercise all the votes he/she has under 1 above to elect one or several Director(s). In the event of electing several Directors, he/she shall not be entitled to allot his votes to elect each Director.
- 3) The persons who receive 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.

According to the AGM guidelines for good governance, on the Item 6: To consider and approve the appointment of Directors to replace those who will retire by rotation, the Company will count the voting from the Shareholders (whether it specifies approve, disapprove, or abstain) to calculate the votes in order to conclude the resolution.

7. Procedures on Casting Votes

Chairman of the Meeting or officer shall explain casting vote procedure before commencement of the Meeting (Electronic Means). Officers of the Company shall count and sum up votes on each agenda based on the voting in the Meeting (Electronic Means). Results on each agenda shall be announced before the Meeting is ended. The Company will arrange for the inspector (who is an external legal counsel) for examine procedures on casting votes in the Meeting to ensure transparency and compliance with the laws and Company's articles of association.