

**NOTICE OF THE  
2024 ANNUAL GENERAL MEETING  
OF SHAREHOLDERS**

**BANGKOK POST PUBLIC COMPANY LIMITED**

**24 APRIL 2024, 11.00 HOURS**

**Through electronic means (e-AGM)**

Remarks:

1. For shareholders who wish to attend the Annual General Meeting of Shareholders, please follow the Guidelines for Attending the Annual General Meeting of Shareholders through Electronic Means ([Attachment 8](#))
2. The conference system shall be available on 24 April 2024 from 10.00 hrs. onward.
3. The Meeting will only be conducted through electronic means. No physical.

## BANGKOK POST PUBLIC COMPANY LIMITED

Registration No: 0107536001583

Bangkok Post Building, 136 Sunthorn Kosa Road, Klongtoey, Bangkok 10110, Thailand

Tel: +66 (0) 2616 4000 Fax: +66 (0) 2616 4597

www.bangkokpost.co.th | www.bangkokpost.com

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8 April 2024

**Subject** Invitation to attend the 2024 Annual General Meeting of Shareholders

**To** Shareholders  
Bangkok Post Public Company Limited

### Attachment

1. Copy of the Minutes of the 2023 Annual General Meeting of Shareholders
2. The 2023 Annual Report (56-1 One Report) and the audited financial statements for the year ended 31 December 2023
3. Details of the persons nominated as directors.
4. Details of the independent directors proposed by the Company to act as proxies for the shareholders
5. Proxy Form
6. The document requesting to attend the meeting through electronic means (e-AGM)
7. The Company's Articles of Association relating to the Annual General Meeting of Shareholders
8. Guidelines for Attending the Annual General Meeting of Shareholders through Electronic Means (e-AGM)
9. Submit Questions in Advance Form for the e-AGM
10. Privacy Notice

The Board of Directors of Bangkok Post Public Company Limited ("the Company") resolved to call the 2024 Annual General Meeting of Shareholders on 24 April 2024 at 11.00 hours through electronic means (e-AGM) with the following agenda:

**Agenda 1** To approve the Minutes of the 2023 Annual General Meeting of Shareholders held on 26 April 2023.

**Objective and reason** The Company held the 2023 Annual General Meeting of Shareholders on 26 April 2023 and submitted the minutes of the Meeting to The Stock Exchange of Thailand and the Ministry of Commerce within the period prescribed by laws and disseminated it on the Company's website at [www.bangkokpost.co.th](http://www.bangkokpost.co.th). (*Attachment 1*)

**Board of Directors' opinion** The Board of Directors recommends shareholders to approve the Minutes of the 2023 Annual General Meeting of Shareholders held on 26 April 2023.

**Agenda 2** To acknowledge the Annual Report of the Company and approve the audited financial statements of the Company for the year ended 31 December 2023.

**Objective and reason** Article 21 of the Company's Articles of Association stipulates that a statement of accounts and balance sheet for each fiscal year of the Company shall be prepared by the Board of Directors and audited by the Company's auditor before presentation to the Annual General Meeting of Shareholders for approval.

*(Attachment 2)*

**Board of Directors' opinion** The Board of Directors recommends shareholders to acknowledge the Annual Report of the Company and approve the audited financial statements of the Company for the year ended 31 December 2023.

**Agenda 3** To consider the omission of dividend payment.

**Objective and reason** Article 19 of the Company's Articles of Association stipulates that dividends shall not be paid other than out of profits. Dividends shall be distributed according to the number of shares, with each share receiving an equal amount. The Company shall allocate not less than 5 percent of its annual net profit less the accumulated losses brought forward (if any) to a reserve fund until this fund attains an amount not less than 10 percent of registered capital.

- The Company's statutory reserve had already attained the amount of 10 percent of the registered capital. The Company will not make any further appropriation of profits as statutory reserve.
- The Company has a policy to pay dividend of approximately 60 percent of its net profits every year. The fluctuation of payment will depend on capital spending commitment and liquidity position.
- The Company did not pay any interim dividend during the year 2023.

**Board of Directors' opinion** The Board of Directors recommends shareholders to approve the omission of dividend payment for the year 2023 due to the Company had operating losses in the year 2023.

(Baht)

|                        | Consolidated<br>Financial Statements | Separate<br>Financial Statements |
|------------------------|--------------------------------------|----------------------------------|
| Loss for the year 2023 | (57,736,344)                         | (44,575,632)                     |

**Agenda 4** To consider candidates nominated as directors to replace the directors who shall retire by rotation or resign, elect new directors, and consider the authority of directors (if any).

**Objective and reason** Article 7 of the Company's Articles of Association stipulates that at every Annual General Meeting of Shareholders, one-third of the directors shall retire. If the number of directors is not divided by three, the number of directors nearest to one-third must retire. The director who has held the position the longest shall be the first person to retire. The retired director shall be eligible for re-election.

The Company invited the shareholders to nominate qualified candidates to be elected as directors of the Company from 3 November 2023 - 7 February 2024 through the SET Community Portal (SCP) and the Company's website. However, none of the shareholders have nominated candidates deemed qualified to be directors of the Company.

At the 2024 Annual General Meeting of Shareholders, directors who shall retire by rotation are Dr. Siritaj Rojanapruk, Asst. Prof. Wutisak Lapcharoensap and Prof. Dr. Pornchai Chunchachinda. Mr. Russell Leighton Kekuewa has expressed his intention to resign from being a director of the company. The Board of Directors has considered the advice of the Nomination and Remuneration Committee and recommended to re-elect Dr. Siritaj Rojanapruk, Asst. Prof. Wutisak Lapcharoensap and Prof. Dr. Pornchai Chunchachinda as directors of the Company for another term and proposed Prof. Dr. Wissanu Krea-ngam to be a new director of the Company. (Attachment 3)

**Board of Directors' opinion** The Board of Directors with the advice of the Nomination and Remuneration Committee recommends shareholders to re-elect Dr. Siritaj Rojanapruk, Asst. Prof. Wutisak Lapcharoensap and Prof. Dr. Pornchai Chunchachinda as directors of the Company for another term, since they are knowledgeable and experienced which would benefit the Company's operation, and to elect Prof. Dr. Wissanu Krea-ngam to be a new director of the Company.

**Agenda 5 To fix directors' remuneration.**

**Objective and reason** Article 10 of the Company's Articles of Association stipulates that the Company is prohibited from paying money or other assets to the directors except such remuneration pursuant to the Articles of Association being salary, allowance, meeting allowance, travel allowance, award, and bonus.

**Board of Directors' opinion** The Board of Directors considers the advice of the Nomination and Remuneration Committee and recommends shareholders to approve the directors' remuneration for the year 2024 in a total amount not exceeding 5,500,000 baht. The allocation of such amount to each director shall be considered by the Board of Directors as it deems appropriate.

In the case the Chairman of the Board of Directors chairs another sub-committee, he will receive 50 percent of the remuneration for being a member of another sub-committee. Directors who are executives of the Company will not receive any remuneration as directors.

Directors' remuneration for the year 2023 was 4,600,000 baht from the total amount approved at 5,500,000 baht. The remaining 900,000 baht has not been allocated to any director.

**Agenda 6 To appoint an independent auditor and fix the audit fee.**

**Objective and reason** Article 21 of the Company's Articles of Association stipulates that the Annual General Meeting of Shareholders shall appoint an auditor and determine the auditing fee of the Company every year. In appointing

the auditor, the former auditor may be re-appointed. The auditor shall not be a director, staff member, employee or person holding any position or having any duty in the Company.

**Board of Directors' opinion** The Board of Directors considers the advice of the Audit Committee and recommends shareholders to select Dharmniti Auditing Company Limited to be the auditors of the Company for the year 2024 and appoint persons to be the auditors as follows; Miss Sulalit Ardsawang, C.P.A. Registration No. 7517 or Miss Nannaphat Wannasomboon, C.P.A. Registration No. 7793 or Mr. Peradate Pongsathainsak, C.P.A. Registration No. 4752 or Miss Wannisa Ngambuathong, C.P.A. Registration No. 6838.

Comparison of audit fees for the Company and subsidiaries for the year 2023 and 2024

(Baht)

|                  | Year 2023 | Year 2024               |
|------------------|-----------|-------------------------|
| 1. Audit Fee     | 1,320,000 | Not exceeding 1,200,000 |
| 2. Non-Audit Fee | -         | -                       |

The audit fee for the Company and subsidiaries for the year 2024 will be in a total amount not exceeding 1,200,000 baht. In the event that those auditors are unable to perform their duties, Dharmniti Auditing Company Limited is authorised to assign another of its auditors to perform the audit and express an opinion on the Company's financial statements in their place. The auditors do not have any relationships and/or interests with the Company, subsidiaries, associate, management, majority shareholders, or their related persons. Auditors from the same office shall also be appointed auditors of the Company's subsidiaries.

**Agenda 7** To consider other business (if any).

The Board of Directors advises shareholders that shareholders holding shares amounting to not less than one-third of the total number of shares sold may request the Meeting to consider matters other than those indicated in the Notice of the Meeting.

The Board of Directors determines that persons entitled to vote shall be shareholders whose names appear in the shareholders' register on 8 March 2024 and the number of shares for which each shareholder has the right to vote shall be in accordance with the shareholders' register on the same day.

Shareholders are kindly invited to attend the 2024 Annual General Meeting of Shareholders on 24 April 2024 at 11.00 hours through electronic means. The meeting will be only conducted by electronic means, as well as the registration and voting.

For shareholders who would like to attend the Meeting through electronic means, please thoroughly study the “Guidelines for Attending the Annual General Meeting of Shareholders through Electronic Means (e-AGM)” of the Company (as appeared in Attachment 8).

For convenience, if the shareholder is unable to attend the Meeting or is not able to appoint a proxy, shareholders can authorise one of the Company’s Independent Directors to attend and vote on his or her behalf by using a proxy form attached to this Notice (Attachment 5) enclosed with the required relevant support documents as stated in the “Guidelines for Attending the Annual General Meeting of Shareholders through Electronic Means (e-AGM)” (Attachment 8). The details of the independent directors who act as proxies appear in Attachment 4.

Proxy Types A and B are attached herewith. Custodians may download Proxy Type C (The form for foreign shareholders who appointed custodians in Thailand) from [http://www.bangkokpost.co.th/corporate\\_info/investor-information](http://www.bangkokpost.co.th/corporate_info/investor-information).

Please be informed and attend the Meeting on the date, time, and place as indicated. For the 2024 Annual General Meeting of Shareholders to be organised smoothly and conveniently through electronic means, the Company would like to request your cooperation in strictly following the measures and protocols outlined in Attachment 8. The Company shall conduct the Meeting under the Article of Association, detailed in Attachment 7.

Yours faithfully,

***Vasint Chotirawi***

(Mr. Vasint Chotirawi)

Chief Financial Officer and Company Secretary

(Translation)

**BANGKOK POST PUBLIC COMPANY LIMITED**

Registration No: 0107536001583

Minutes of the 2023 Annual General Meeting of Shareholders

26 April 2023

The Meeting room, 8<sup>th</sup> floor, Bangkok Post Building,  
136 Sunthorn Kosa Road, Klongtoey, Bangkok 10110, Thailand

Directors Present

|                                 |                                  |
|---------------------------------|----------------------------------|
| Mr. Worachai Bhicharnchitr      | Acted as Chairman of the Meeting |
| Prof. Dr. Pornchai Chunhachinda |                                  |
| Mr. Charoon Intachan            |                                  |
| Dr. Siritaj Rojanapruk          |                                  |
| Mr. Russell Leighton Kekuewa    |                                  |
| Mr. Ek-Rit Boonpiti             |                                  |
| Mr. Thirakiati Chirathivat      |                                  |

Directors Absent

|                                   |  |
|-----------------------------------|--|
| Mr. Suthikiati Chirathivat        |  |
| Mr. Chartsiri Sophonpanich        |  |
| Asst. Prof. Wutisak Lapcharoensap |  |

At 11.00 hours, there were 5 shareholders attending the Meeting in person and 27 shareholders attending by proxies, totaling 32 shareholders, representing 414,657,131 shares, equivalent to 82.93 percent of the Company's issued and fully paid-up ordinary shares of 500,000,000 shares, completed the quorum according to Article 3 of the Company's Articles of Association.

Bangkok Post Public Company Limited ("the Company") places great importance on protecting the spread of the new coronavirus disease 2019. Therefore, convened the Meeting via Microsoft Teams, by following The Royal Decree on Electronic Media Conference B.E. 2563, dated 18 April 2020 and measures of the World Health Organization on social distancing. The Board of Directors sat in the Board room, 1<sup>st</sup> floor, and the shareholders and related persons sat in the Meeting room, 8<sup>th</sup> floor, of the same venue or Bangkok Post Building. Both sides were able to hear, respond, and express opinions throughout the Meeting, and the meeting attendees were able to vote. In addition, the Company has already recorded the Meeting in image and video formats.

Mr. Worachai Bhicharnchitr, Vice Chairman of the Board of Directors, Member of the Executive Committee, and Chairman of the Nomination and Remuneration Committee, informed that Mr. Suthikiati Chirathivat, Chairman of the

Board of Directors and Chairman of the Executive Committee, sent his apology for being unable to attend and chair the Meeting as usual, and assigned him to act as Chairman of the Meeting. Then, he introduced himself and the directors of the Company as follows;

#### Directors

|                                 |   |
|---------------------------------|---|
| Mr. Worachai Bhicharnchitr      | Vice Chairman of the Board of Directors, Member of the Executive Committee, and Chairman of the Nomination and Remuneration Committee |
| Prof. Dr. Pornchai Chunhachinda | Independent Director, and Chairman of the Audit Committee   |
| Mr. Charoon Intachan            | Independent Director, Member of the Audit Committee, and Member of the Nomination and Remuneration Committee                          |
| Mr. Russell Leighton Kekuewa    | Independent Director and Chairman of the Risk Management Committee  |
| Mr. Ek-Rit Boonpiti             | Director, Member of the Executive Committee, and Member of the Risk Management Committee  |
| Mr. Thirakiati Chirathivat      | Director, Member of the Executive Committee, and Member of the Risk Management Committee  |
| Dr. Siritaj Rojanapruk          | Director  |

#### Executive Director

None

After that, he instructed Mr. Vasint Chotirawi, Chief Financial Officer and Company Secretary, to introduce the management of the Company, the auditor, and the legal adviser to the Meeting, including voting procedures, as follows;

#### Management

|                          |   |
|--------------------------|---|
| Mr. Soonruth Bunyamane   | Editor of Bangkok Post newspaper          |
| Mr. Wittanu Chumsuwan    | Executive Vice President, Human Resources |
| Ms. Patarika Juttijudata | Internal Audit Director                   |

#### Auditor

|                       |                                    |
|-----------------------|------------------------------------|
| Ms. Sulalit Ardsawang | Dharmniti Auditing Company Limited |
|-----------------------|------------------------------------|

Legal advisor to supervise the registration, voting and vote counting process

|                   |                            |
|-------------------|----------------------------|
| Mr. Satit Sensupa | Vickery & Worachai Limited |
|-------------------|----------------------------|

During 4 November 2022 to 6 February 2023, the Company provided opportunities for the shareholders to propose additional agenda items for the 2023 Annual General Meeting of Shareholders and propose qualified candidates with no prohibited characteristics to be considered as directors of the Company, by submitting a letter to The Stock Exchange of Thailand and disseminating the procedures on the Company's website before distributing the Notice of the 2023 Annual General Meeting of Shareholders. It appeared that there were no shareholders proposing any additional agenda items or candidates to be considered as directors of the Company. Voting procedures was sent to the shareholders together with the Notice of the 2023 Annual General Meeting of Shareholders, as follows;



## Voting procedures

1. Shareholders who attend the Meeting in person or through proxies with Proxy Form Type A (General and simple format), the Company has provided voting cards for each agenda item upon registration prior to the Meeting.
2. Proxies with the Proxy Form Type B (Detailed and fixed format) and foreign shareholders who appointed custodians in Thailand as proxies with the Proxy Form Type C (The form for foreign shareholders who have appointed a custodian in Thailand), the Company will record the vote as stated in the proxy forms in our computer at the time of registration. In case a shareholder did not stipulate a vote on a particular agenda item or the instructions from the shareholder are not clear, the Company has provided voting cards for those agenda items upon registration prior to the Meeting.
3. In voting for each agenda item, the Company will ask the Meeting for any votes of 'disapprove' or 'abstain', with those votes recorded in the computer system accordingly. If no vote is made to 'disapprove' or 'abstain', it is deemed that the Meeting unanimously approves the matter. If certain shareholders vote 'disapprove' or 'abstain' in the Meeting, the Company will ask the shareholders or proxy holders to complete the voting cards to record the vote. To calculate the number of 'approve' votes, the Company will deduct those votes of 'disapprove' and 'abstain' from the total number of shares attending the Meeting. The Company will process the vote counting and disclose the results of the votes in the Meeting.

The Chairman proceeded with the agenda of the Meeting, as follows;

Agenda 1: To approve the Minutes of the 2022 Annual General Meeting of Shareholders held on 27 April 2022.

Chairman informed that as the Minutes of the 2022 Annual General Meeting of Shareholders held on 27 April 2022 was sent to the shareholders together with the Notice of the 2023 Annual General Meeting of Shareholders. The Board of Directors agreed to propose to the Meeting to approve the said Minutes.

The Meeting approved the Minutes of the 2022 Annual General Meeting of Shareholders held on 27 April 2022 with the following votes: approved 414,657,131 votes or equivalent to 100 percent of shareholders attending the Meeting and entitling to vote.

Agenda 2: To acknowledge the Annual Report of the Company and approve the audited financial statements of the Company for the year-ended 31 December 2022.

The Chairman informed that as the Company sent the 2022 Annual Report and the audited financial statements of the Company for the year-ended 31 December 2022, along with the Notice of the 2023 Annual General Meeting of Shareholders to the shareholders, the Board of Directors agreed to propose to the Meeting to acknowledge the 2022 Annual Report. Furthermore, the Board of Directors, after considering the recommendation of the Audit Committee, agreed to propose to the Meeting to approve the audited financial statements of the Company for the year-ended 31 December 2022.

Mr. Vasint Chotirawi, Chief Financial Officer and Company Secretary clarified the audited financial statements of the Company for the year-ended 31 December 2022 that the consolidated net loss of the Company for the year-ended 31 December 2022 was (50.9) million baht compared to the consolidated net loss of the Company at (107.4) million baht the same period last year, decreased (56.5) million baht or (52.6) percent, mainly due to the debt restructuring, operational restructuring and continuous cost control measures.

Consolidated sales and service income increased 3.1 percent, mainly due to the overall economic slowdown from the crisis situation from the epidemic Covid-19 virus has been alleviated. Consolidated printing and advertising revenue for the year ended 31 December 2022 was 385.0 million baht compared to 368.0 million baht the same period last year, an increase of 17.0 million baht or 4.6 percent.

Consolidated selling and administrative expenses for the year ended 31 December 2022 was 165.9 million baht compared to 157.9 million baht the same period last year, an increase of 8.0 million baht or 5.1 percent due to the revenue from advertising sales in printing media increased by 4.6 percent.

Mr. Methee Anadirekkul, acting as a proxy, asked for a solution to avoid borrowing more money after seeing the Company's short-term loan had increased by 185 million baht from the previous year. Mr. Methee Anadirekkul also expressed his gratitude to the director for lending money at a low interest rate, resulting in increasing the Company's cash.

Mr. Vasint Chotirawi, Chief Financial Officer and Company Secretary, clarified that the Company had made sales of serviced marks and online copyrights of Post Today at 55 million baht, excluding Value Added Tax, during September of the previous year, leaving cash remaining. Regarding the loan, Mr. Vasint explained that the Company had borrowed the money before the sale of serviced marks and online copyrights of Post Today. Mr. Methee Anadirekkul suggested returning the remaining cash to the lender to save the interest on the loan. Mr. Vasint Chotirawi further explained that the Company still needed to keep cash for future operations as there were some months when the Company did not have enough income to cover expenses. The Company was working on managing its income to be above expenses.

The Chairman clarified that from the figure after closing the statement, it was considered that the loan should be returned to the lender to reduce financial costs. However, in practice, Financial liquidity in receiving or paying out is not on time, resulting in more loans from lenders than last year. The solution to this problem was to earn more income than expenses, and any leftover cash should be used to repay the loan.

Mr. Sittichok Boonvanich, a shareholder, reiterated the proposal of increasing the Company's capital. The proposal was originally made last year but under the condition that the Company must have stable growth. He also asked if the Company had proposed a model for creating content on social media as a way to further increase revenue.

The Chairman thanked Mr. Sittichok Boonvanich for his suggestion and clarified that the Board of Directors was considering with the financial advisor a proposal to reduce loan conditions. The committee was not complacent and was working on digital improvements for the multiple channels that the Company had. They foresaw that income from online sources would increase in the future.

There were 2 additional shareholders attending the Meeting, totaling 34 shareholders, representing 414,657,352 votes.

The Meeting acknowledged the Annual Report of the Company and approved the audited financial statements for the year-ended 31 December 2022 with the following votes: approved 414,657,352 votes or equivalent to 100 percent of the shareholders attending the Meeting and entitling to vote.

Agenda 3: To consider the omission of dividend payment.

The Chairman clarified that the Company's statutory reserve is already higher than the required 10 percent of registered capital and the Company did not pay any interim dividend during the year 2022. The Board of Directors agreed to propose to the Meeting to approve the omission of dividend payment for the year 2022 since the Company had operating losses in the year 2022.

|                        | Unit: Baht                        |                               |
|------------------------|-----------------------------------|-------------------------------|
|                        | Consolidated financial statements | Separate financial statements |
| Loss for the year 2022 | (50,972,070)                      | (38,131,145)                  |

The Meeting approved the omission of dividend payment for year 2022 with the following votes: approved 414,657,352 votes or equivalent to 100 percent of the shareholders attending the Meeting and entitled to vote.

Agenda 4: To consider candidates nominated as directors to replace the directors who shall retire by rotation and consider the authority of directors (if any).

The Chairman, as the Chairman of the Nomination and Remuneration Committee, informed that there are 4 directors who shall retire by rotation in the year 2023, consisting of Mr. Suthikiati Chirathivat, Mr. Ek-Rit Boonpiti, Mr. Russell Leighton Kekuewa and Mr. Worachai Bhicharnchitr.

The Board of Directors considered the recommendation of the Nomination and Remuneration Committee and agreed to propose to the Meeting to re-elect Mr. Suthikiati Chirathivat, Mr. Ek-Rit Boonpiti, Mr. Russell Leighton Kekuewa and Mr. Worachai Bhicharnchitr to be directors of the Company for another term because all of them are knowledgeable and experienced in the business of the company. The Company has already attached information of directors regarding years of directorship and meeting attendance of the previous year in the 2022 Annual Report. The directors and their recent dates of election are as follow;

- |                                      |                 |
|--------------------------------------|-----------------|
| 1. Mr. Suthikiati Chirathivat        | (22 April 2020) |
| 2. Mr. Ek-Rit Boonpiti               | (22 April 2020) |
| 3. Mr. Russell Leighton Kekuewa      | (22 April 2020) |
| 4. Mr. Worachai Bhicharnchitr        | (22 April 2020) |
| 5. Dr. Siritaj Rojanapruk            | (24 April 2021) |
| 6. Asst. Prof. Wutisak Lapcharoensap | (24 April 2021) |
| 7. Prof. Dr. Pornchai Chunhachinda   | (24 April 2021) |
| 8. Mr. Chartsiri Sophonpanich        | (27 April 2022) |
| 9. Mr. Charoon Intachan              | (27 April 2022) |
| 10. Mr. Thirakiati Chirathivat       | (27 April 2022) |

The Company sent voting procedures to shareholders together with the Notice of the 2023 Annual General Meeting of Shareholders. The Company provided the shareholders opportunities to elect either the whole Board or individual directors. Each shareholder shall have one vote for each share for which the shareholder is the registered holder. A shareholder or proxy may vote only for as many persons as there are vacancies on the Board of Directors to be filled. A shareholder or proxy may not cast more than one vote for any person in respect of each share that the shareholder holds or that their proxy represents, and may not allot any portion of their votes to other persons. After the vote, the candidates shall be ranked in descending order from the highest number of votes received to the lowest, and shall be appointed as directors in that order until all of the director positions are filled. Where the votes cast for candidates in descending order are tied in such a way as the number of directors is exceeded, the remaining appointments shall be made by drawing lots. The Company will collect all the vote cards for record.

The Meeting reelected four directors who retire by rotation as directors of the Company for another term, as follows:

1. Mr. Suthikiati Chirathivat  
Approved 414,646,352 or equivalent to 99.99 percent, disapproved 11,000 votes or equivalent to 0.0027 percent of the shareholders attending the Meeting and entitled to vote.
2. Mr. Ek-Rit Boonpiti  
Approved 414,646,352 or equivalent to 99.99 percent, disapproved 11,000 votes or equivalent to 0.0027 percent of the shareholders attending the Meeting and entitled to vote.
3. Mr. Russell Leighton Kekuewa  
Approved 414,646,352 or equivalent to 99.99 percent, disapproved 11,000 votes or equivalent to 0.0027 percent of the shareholders attending the Meeting and entitled to vote.
4. Mr. Worachai Bhicharnchitr  
Approved 414,646,352 or equivalent to 99.99 percent, disapproved 11,000 votes or equivalent to 0.0027 percent of the shareholders attending the Meeting and entitled to vote.

Agenda 5: To fix directors' remuneration.

The Chairman, as the Chairman of the Nomination and Remuneration Committee, informed that the Board of Directors considered the recommendation of the Nomination and Remuneration Committee and agreed to propose to the Meeting to approve the remuneration of the Board of Directors for the year 2023 in a total amount not exceeding 5,500,000 baht. The allocation of such amount to each director shall be considered by the Board of Directors as it deems appropriate. The Company has attached the procedure for remuneration allocation in the Notice of the 2023 Annual General Meeting of Shareholders.

The Meeting approved the remuneration of the Board of Directors for the year 2023 in a total amount not exceeding 5,500,000 baht. The allocation of such amount to each director shall be considered by the Board of Directors as it deems appropriate with the following votes, approved: 414,657,352 votes or equivalent to 100 percent of the shareholders attending the Meeting and entitled to vote.

Agenda 6: To appoint independent auditor and fix the audit fee.

Prof. Dr. Pornchai Chunhachinda, Chairman of the Audit Committee, informed that the Board of Directors considered the recommendation of the Audit Committee and agreed to propose to the Meeting to select Dharmniti Auditing Company Limited to be the auditors of the Company for the year 2023 and appoint the following persons to be the auditors; Ms. Sulalit Ardsawang, C.P.A. Registration No. 7517 or Ms. Nannaphat Wannasomboon, C.P.A. Registration No. 7793 or Mr. Peradate Pongsathainsak, C.P.A. Registration No. 4752 or Ms. Wannisa Ngambuathong, C.P.A. Registration No. 6838. The audit fees for the Company and subsidiaries will be in a total amount not exceeding 1,320,000 baht. In the event those auditors are unable to perform their duties, Dharmniti Auditing Company Limited is authorised to assign another of its auditors to perform the audit and express an opinion on the Company's financial statements in their place. The auditors have no relationships and/or interest, with the Company, subsidiaries, associate, management, majority shareholders, and their related persons. The Company will let the subsidiaries appoint an auditor from the same office as the auditor of the subsidiaries.

The Meeting selected Dharmniti Auditing Company Limited to be the auditors of the Company for the year 2023 and appointed the following persons to be the auditors; Ms. Sulalit Ardsawang, C.P.A. Registration No. 7517 or Ms. Nannaphat Wannasomboon, C.P.A. Registration No. 7793 or Mr. Peradate Pongsathainsak, C.P.A. Registration No. 4752 or Ms. Wannisa Ngambuathong, C.P.A. Registration No. 6838. The audit fees for the Company and subsidiaries will be in a total amount not exceeding 1,320,000 baht. In the event those auditors are unable to perform their duties, Dharmniti Auditing Company Limited is authorised to assign another of its auditors to perform the audit and express an opinion on the Company's financial statements in their place, with the following votes: approved 414,657,352 votes or equivalent to 100 percent of the shareholders attending the Meeting and entitled to vote.

Agenda 7: To consider other business (if any).

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The Chairman stated that the Board of Directors agreed to inform the shareholders that shareholders who have a total number of shares not less than one-third of the total shares sold can propose the Meeting to consider other matters aside from those specified in the Notice of 2023 the Annual General Meeting of Shareholders.

The Chairman said if there was anyone who wanted to enquire or advise the Board of Directors and management.

Mr. Kitti Snidvongs Na Ayudhya, a shareholder, said he was glad to have a director who supported a loan to the Company. He said he loves and cares about the Bangkok Post newspaper which brings honour to Thai people and helps them develop their English language skills. He agreed with the shareholder who asked about the capital increase and said he would be happy to support it.

The Chairman expressed gratitude for Mr. Kitti Snidvongs Na Ayudhya's appreciation and commended it to the editorial team. He said the Bangkok Post newspaper strives to maintain the quality of news presentation in both print and online media, considering the interests of readers and presenting neutral and fair news to all parties in economic, social, and political aspects.

Mr. Sittichok Boonvanich, another shareholder, mentioned the Company's good location. If there is an adjustment to the action plan, he proposed considering making office or condominium rentals. He also mentioned Feng Shui for the workplace, such as mirrors in the lifts or office lighting, to help stimulate employees' work quality and life.

The Chairman responded that the Company's building and land have been sold to pay off the bank loan. Currently, the Company is the building's tenant. But if the Company manages to make profits, it will continue to consider land. As for Feng Shui, the Human Resources team will consider it.

Mr. Kitti Snidvongs Na Ayudhya asked about shops selling the Bangkok Post newspaper, which are rare to find for casual customers during this time. The shops that used to sell newspapers no longer do so. He said he had asked foreigners about their opinions of the Bangkok Post and how they read it, including at embassies, and wondered how it could be made easier to find.

The Chairman responded that nowadays, only a few people buy the newspaper at newsstands which are not as profitable as they used to be. In fact, there are almost no newsstands left. However, the Company has not been idle and is always looking for channels to distribute the newspaper, such as in department stores like Tops Supermarket and other supermarkets. Mostly, the Company sells annual subscriptions in print and online formats. Consumer behaviour has changed, resulting in fewer newspaper kiosks and stalls. But the Company has digital sales channels and the newspaper can be read on mobile devices and through social media channels. He said it could not be denied that going forward, print newspapers will undergo a revolution under which they will become increasingly digital. Thanks to Mr. Kitti Snidvongs Na Ayudhya, embassies and other foreigners perceive the Bangkok Post as a fairly neutral medium. I am proud of the editorial team and the Company. The Bangkok Post newspaper is what we have striven to maintain and uphold for over 70 years, and we will continue to do so.

Shareholders did not have any further queries or advice for the Board of Directors and management.

In the name of the Board of Directors and Mr. Suthikiati Chirathivat, Chairman of the Board of Directors and Chairman of the Executive Committee, the Chairman thanked the shareholders, auditor, legal advisor and working teams for attending the Meeting.

The Meeting adjourned at 12.15 hours.

***Worachai Bhicharnchitr***

(Mr. Worachai Bhicharnchitr)

Vice Chairman of the Board of Directors as Chairman of the Meeting

***Vasint Chotirawi***

(Mr. Vasint Chotirawi)

Chief Financial Officer and Company Secretary

### Attachment 3: Details of the persons nominated as directors

|                      |  |
|----------------------|--|
| Name-Surname         | PROF. DR. PORNCHEI CHUNHACHINDA                          |
| National / Age       | Thai / 61  |
| Position in Post     | Independent Director and Chairman of the Audit Committee |
| Year of Directorship | 6 years  |
| Shareholding:        | None   |
| Relationship         | None   |

#### Education:

- PhD (Finance), Florida International University, 1995
- MS (Finance), Florida International University, 1991
- MBA, Thammasat University, 1988
- BS (Accounting, Honour), Chulalongkorn University, 1985

#### Training:

- Director Leadership Certificate Program (DLCP) (IOD) 2/2021
- Role of the Chairman Program (RCP) (IOD) 27/2012
- Role of Nomination and Compensation Committee (NCC) (IOD) 12/2011
- Capital Market Academy Program (CMA) 11/2010
- Audit Committee Program (ACP) (IOD) 4/2005
- Director Certification Program (DCP) (IOD) 36/2003

#### Position in other listed companies:

- Since 2018: Chairman and Audit Committee, Premier Tank Corporation Public Company Limited
- Since 2018: Independent Director/Chairman of the Audit Committee, Copperwired Public Company Limited

#### Position in non-listed companies:

- Since 2021: Vice Chairman/Chairman of Nomination and Compensation Committee, Thai Institute of Directors (IOD)
- Since 2015: Associate Fellow (Business Administration), The Royal Society
- Since 1995: Professor of Finance, Faculty of Commerce and Accountancy, Thammasat University

**Position in other companies which materially compete directly or have any related business with the company (possible conflict of interest):** None

#### Royal orders and decorations:

- Knight Grand Cordon (Special Class) of the Most Exalted Order of the White Elephant, 2021

#### Meeting attendance in 2023:

- The Board of Directors' Meetings: 5/5
- The Audit Committee's Meetings: 5/5
- Shareholders' Meeting: 1/1



## Details of the persons nominated as directors

|                             |  |
|-----------------------------|--|
| <b>Name-Surname</b>         | ASST. PROF. WUTISAK LAPCHAROENSAP  |
| <b>National / Age</b>       | Thai / 75  |
| <b>Position</b>             | Independent Director, Member of the Audit Committee, and Member of the Nomination and Remuneration Committee |
| <b>Year of Directorship</b> | 10 years   |
| <b>Shareholding</b>         | None   |
| <b>Relationship</b>         | None   |

### **Education:**

- Master of Arts (Political Science), University of Chicago, USA, 1979
- Bachelor's Degree in Political Science, Honours, Chulalongkorn University, 1971

### **Training:**

Thai Institute of Directors:

- Director Accreditation Program (DAP 80/2009)
- Director Certification Program (DCP 126/2009)

### **Position in other listed companies:**

- Since 2015: Chairman, Chayo Group Plc.

### **Position in non-listed companies:**

- Since 2019: Chairman of the University Affairs Promotion Committee, University Councillor and Acting President of Ramkhamhaeng University

**Position in other companies which materially compete directly or have any related business with the company (possible conflict of interest):** None

### **Career:**

- 2014-2019: Member of the National Legislative Assembly
- 2011-2019: President, Ramkhamhaeng University
- 2012-2014: National Education Council, Ministry of Education
- 2012-2014: Honorary Committee of the Police Commission
- 2011-2014: Committee of the Consumer Protection Board, Ministry of the Prime Minister's Office
- 2009-2014: Independent Director, Chairman of Corporate Governance Committee and Member of Nomination Committee, Airports of Thailand Plc.
- 2003-2012: Chairman of the Master of Arts Program in Political Science (Political Management Curriculum), Ramkhamhaeng University
- 1998-2012: Chairman of the Executive Program of Master of Arts in Political Science, Ramkhamhaeng University
- 2010-2011: Board of Dhanarak Asset Development Co., Ltd., Ministry of Finance
- 2009-2011: Chairman of the Executive Committee of Bangkok Market Office, Bangkok Metropolitan Administration (BMA)
- 2005-2011: Dean, Faculty of Political Science, Ramkhamhaeng University

- 2008-2009: Chairman of the Board of Thai Post Co., Ltd.
- 2004-2009: Ramkhamhaeng University Council

**Meeting attendance in 2023:**

- The Board of Directors' Meetings: 1/5
- The Audit Committee's Meetings: 5/5
- The Nomination and Remuneration Committee's Meetings: 1/1
- Shareholders' Meeting: 0/1

## Details of the persons nominated as directors

|                             |                        |
|-----------------------------|------------------------|
| <b>Name-Surname</b>         | DR. SIRITAJ ROJANAPRUK |
| <b>National / Age</b>       | Thai / 78              |
| <b>Position</b>             | Director               |
| <b>Year of Directorship</b> | 10 years               |
| <b>Shareholding</b>         | None                   |
| <b>Relationship</b>         | None                   |

### Education:

- Honorary Doctorate Degree of Social Work Program in Social Work, Mahamakut Buddhist University, 2023
- Honorary Doctorate Degree of Arts in Business Administration, Sripatum University, 2016
- Honorary Doctorate Degree in Information Technology Management, King Mongkut's University of Technology North Bangkok, 2006
- Honorary Doctorate Degree in Business Administration, Chiang Rai Rajabhat University, 2005
- Accounting, Assumption Commercial College, 1964

### Training:

#### Thai Institute of Directors:

- Director Accreditation Program (DAP), 2008

#### Position in other listed companies:

- Since 2007: Chairman, Eternal Energy Plc.

#### Position in non-listed companies:

- Since 2018: Chairman XET Ltd.
- Since 2009: Chairman, PPTC Co., Ltd.
- Since 2007: Chairman, Hi-Tech Network Co., Ltd.
- Since 2004: Chairman, I-Tower Co., Ltd.
- Since 1995: Director, Excel Link Co., Ltd.
- Since 1992: Chairman, Prida Pramote Co., Ltd.
- Since 1991: CEO, Com-Link Co., Ltd.

**Position in other companies which materially compete directly or have any related business with the company (possible conflict of interest):** None

### Career:

- 2010-2021: Chairman, SSUT Co., Ltd.

### Meeting attendance in 2023:

- The Board of Directors' Meetings: 2/5
- Shareholders' Meeting: 1/1

## Details of the persons nominated as new director

**Name-Surname** PROF. DR. WISSANU KREA-NGAM

**National / Age** Thai / 72

### **Education:**

- Honorary Doctorate Degree of Arts in Laws, Sripatum University, 2014
- Honorary Doctorate Degree of Laws, Suratthani Rajabhat University, 2013
- Honorary Doctorate Degree of Buddhist Studies in Political Science, Mahachulalongkornrajavidyalaya University, 2013
- Honorary Doctorate Degree of Laws, Chulalongkorn University, 2001
- Doctor of Juridical Science (J.S.D.), University of California, Berkeley, USA, 1976
- Master of Laws (LL.M.), University of California, Berkeley, USA, 1974
- Barrister-at-law, The Thai Bar Association, 1973
- Bachelor of Laws (LL.B. with Very Good Honors), Thammasat University, 1972

### **Career:**

- 2023: Chairman of the Council of State (Group 2), Office of the Council of State
- 2014: Deputy Prime Minister (3<sup>rd</sup> term), Government House
- 2013: Fellow of the Royal Society of Thailand
- 2009: Chairman of the Council of State (Group 2), Office of the Council of State
- 2007: Distinguished Scholar, Chulalongkorn University
- 2006: Member of the National Legislative Assembly, National Assembly
- 2005: Deputy Prime Minister (2<sup>nd</sup> term), Government House
- 2002: Deputy Prime Minister (1<sup>st</sup> term), Government House
- 1993: Secretary-General to the Cabinet, The Secretariat of the Cabinet
- 1991: Transferred to serve as Deputy Secretary-General to the Cabinet, The Secretariat of the Cabinet
- 1986: Professor, Level 10, Faculty of Law, Chulalongkorn University
- 1972: Instructor, Faculty of Law, Chulalongkorn University
- 2019: Deputy Prime Minister (4<sup>th</sup> term), Government House

**Attachment 4: Details of independent directors proposed by the Company  
to act as proxies for the shareholders**

|                             |  |
|-----------------------------|--|
| <b>Name-Surname</b>         | PROF. DR. PORNCHAI CHUNHACHINDA                          |
| <b>National / Age</b>       | Thai / 61  |
| <b>Position in Post</b>     | Independent Director and Chairman of the Audit Committee |
| <b>Year of Directorship</b> | 6 years  |
| <b>Shareholding:</b>        | None   |
| <b>Relationship</b>         | None   |

**Education:**

- PhD (Finance), Florida International University, 1995
- MS (Finance), Florida International University, 1991
- MBA, Thammasat University, 1988
- BS (Accounting, Honour), Chulalongkorn University, 1985

**Training:**

- Director Leadership Certificate Program (DLCP) (IOD) 2/2021
- Role of the Chairman Program (RCP) (IOD) 27/2012
- Role of Nomination and Compensation Committee (NCC) (IOD) 12/2011
- Capital Market Academy Program (CMA) 11/2010
- Audit Committee Program (ACP) (IOD) 4/2005
- Director Certification Program (DCP) (IOD) 36/2003

**Position in other listed companies:**

- Since 2018: Chairman and Audit Committee, Premier Tank Corporation Public Company Limited
- Since 2018: Independent Director/Chairman of the Audit Committee, Copperwired Public Company Limited

**Position in non-listed companies:**

- Since 2021: Vice Chairman/Chairman of Nomination and Compensation Committee, Thai Institute of Directors (IOD)
- Since 2015: Associate Fellow (Business Administration), The Royal Society
- Since 1995: Professor of Finance, Faculty of Commerce and Accountancy, Thammasat University

**Position in other companies which materially compete directly or have any related business with the company (possible conflict of interest):** None

**Royal orders and decorations:**

- Knight Grand Cordon (Special Class) of the Most Exalted Order of the White Elephant, 2021

**Meeting attendance in 2023:**

- The Board of Directors' Meetings: 5/5
- The Audit Committee's Meetings: 5/5
- Shareholders' Meeting: 1/1

## Details of independent directors

|                             |   |
|-----------------------------|---|
| <b>Name-Surname</b>         | MR. CHAROON INTACHAN  |
| <b>National / Age</b>       | Thai / 79   |
| <b>Position</b>             | Independent Director, Member of Audit Committee and Member of the Nomination and Remuneration Committee |
| <b>Year of Directorship</b> | 10 years  |
| <b>Shareholding</b>         | None  |
| <b>Relationship</b>         | None  |

### Education:

- PhD (Public Administration), Eastern Asia University
- PhD (Public Administration), Western University
- MA (Political Science), Ramkhamhaeng University
- Barrister-at-law, The Thai Bar Association
- Bachelor of Laws, Thammasat University

### Training:

Thai Institute of Directors:

- Director Certification Program (DCP 176/2013)
- Training Course of Capital Market Academy (DMA 13)
- Top Executive Program in Commerce and Trade (TEPCoT 4)

### Position in other listed companies:

- Since 2018: Independent Director, Absolute Clean Energy Co., Ltd.

### Position in non-listed companies:

- Since 2015: Council of State

**Position in other companies which materially compete directly or have any related business with the company (possible conflict of interest):** None

### Career:

- 2014-September 2015: Constitution Drafting Committee, The Secretariat of the House of Representatives
- 2013-May 2014: President of the Constitutional Court
- 28 May 2008: Justice of the Constitutional Court
- 3 March 2006: Justice of the Supreme Administration Court
- 1 October 2003: Justice of the Supreme Court

### Meeting attendance in 2023:

- The Board of Directors' Meetings: 5/5
- The Nomination and Remuneration Committee's Meetings: 1/1
- The Audit Committee's Meetings: 5/5
- Shareholders' Meeting: 1/1

### **\*Qualification of an Independent Director**

The Company does not specify qualifications of independent director more than that specified by the Office of the Securities and Exchange Commission of Thailand, as follows:

1. Holding not more than one per cent of the total voting shares of the Company, a subsidiary, an affiliate, a major shareholder, or a controlling person, including shares held by related persons.
2. Neither taking nor having taken part in management, or being an employee, staff member, advisor receiving a regular salary, or controlling person of the Company, a subsidiary, an affiliate, other associate company, a major shareholder, or a controlling person in the past two years unless the foregoing relationship has ended not less than two years.
3. Not being a close relative by birth or by legal registration as a parent, a spouse, a brother or sister, a son or daughter, of management, a major shareholder, a controlling person, or a person nominated as management or a controlling person of the Company and a subsidiary.
4. Neither being nor having been involve in a business relationship with the Company, a subsidiary, an affiliate, a major shareholder, or a controlling person in such a way that will obstruct his independent judgment including not being a shareholder holding 10 per cent or more or a controlling person of the person who has a business relationship with the Company, a subsidiary, an affiliate, a major shareholder, or a controlling person unless the foregoing relationship has ended not less than two years. A business relationship includes a normal cause of business transaction, a rent or lease of property, a transaction related to assets, service, providing or receiving financial support such as borrowing, lending, guarantee, or assignment resulting in the Company or other party being in debt obligation of more than three per cent of net tangible assets of the Company or twenty million baht, whichever is lower. The Calculation of debt obligation shall be in accordance with the calculation of value of related party transaction specified by the Capital Market Supervisory Board's Announcement of Related Party Transaction including debt obligation one year prior to the date that business relationship starts.
5. Neither being nor having been an external auditor of the Company, a subsidiary, an affiliate, a major shareholder, or a controlling person of the Company and not being a shareholder holding 10 per cent or more or a partner in an audit office of an external auditor of the Company, a subsidiary, an affiliate, a major shareholder, or a controlling person in the past two years.
6. Neither being nor having been a provider of professional service such as legal or financial services and receiving a professional fee of more than two million baht per year from the Company, a subsidiary, an affiliate, a major shareholder, or a controlling person and not being a shareholder holding 10 per cent or more or a partner such a provider of professional service in the past two years.
7. Not being a director representing another director of the Company, a major shareholder, or a shareholder related to a major shareholder.
8. Not being in a business substantially the same and compete with the Company, or a subsidiary, or not being a principal partner in a business partnership or being a director involving in management, employee, staff member, advisor receiving a regular salary, or holds of shares with voting right more than one per cent of total number of voting right of other company that engages in a business substantially the same and compete with the Company and a subsidiary.
9. Be able to express an independent opinion with respect to the operation of the Company.

After an appointment, an independent director may be assigned by the Board of Directors to make collective decision with respect to the operation of the Company, a subsidiary, an affiliate, other associate company, a major shareholder, or a controlling person of the Company.

It is the responsibility of the Nomination and Remuneration Committee to make recommendations to the Board of Directors in relation to the appropriate number and qualification of independent directors, the process by which they are selected and nomination of independent directors to the Board of Directors.

Attachment 5: Proxy Form

Stamp  
duty  
20 baht

Proxy Form Type A (General and simple format)  
As per the Announcement of the Business Development Department on  
Proxy Form (No.5) B.E. 2550

Issued at \_\_\_\_\_

Date \_\_\_\_ Month \_\_\_\_ Year \_\_\_\_

(1) I/We, \_\_\_\_\_ Nationality \_\_\_\_\_

Residing at \_\_\_\_\_

(2) Being a Shareholder of Bangkok Post Public Company Limited,

holding the shares in the total amount of \_\_\_\_\_ shares and the total number of votes \_\_\_\_\_ votes

Ordinary shares \_\_\_\_\_ shares and the total number of votes \_\_\_\_\_ votes

Preferred shares \_\_\_\_\_ shares and the total number of votes \_\_\_\_\_ votes

(3) Hereby appoint:

(1) \_\_\_\_\_ age \_\_\_\_\_ years

Residing at \_\_\_\_\_ Road \_\_\_\_\_ Sub-district \_\_\_\_\_

District \_\_\_\_\_ Province \_\_\_\_\_ Postal code \_\_\_\_\_

(2) \_\_\_\_\_ age \_\_\_\_\_ years

Residing at \_\_\_\_\_ Road \_\_\_\_\_ Sub-district \_\_\_\_\_

District \_\_\_\_\_ Province \_\_\_\_\_ Postal code \_\_\_\_\_

Only one proxy to act as my/our proxy to attend and vote in the 2024 Annual General Meeting of Shareholders on 24<sup>th</sup> April 2024 at 11.00 hours through electronic means (e-AGM) or in case of postponement to such date, time, and place.

Any action undertaken by the proxy in the Meeting shall be deemed to be undertaken by me/us in all aspects.

Signature \_\_\_\_\_ Shareholder

( \_\_\_\_\_ )

Signature \_\_\_\_\_ Proxy

( \_\_\_\_\_ )

Signature \_\_\_\_\_ Proxy

( \_\_\_\_\_ )

**Remark:** A shareholder appointing a proxy must authorise only one proxy to attend the Meeting and vote. The vote of a shareholder may not be divided and given to more than one proxy.





Proxy Form Type B (Detailed and fixed format)

As per the Announcement of the Business Development Department on  
Proxy Form (No.5) B.E. 2550

Issued at \_\_\_\_\_

Date \_\_\_\_\_ Month \_\_\_\_\_ Year \_\_\_\_\_

(1) I/We, \_\_\_\_\_ Nationality \_\_\_\_\_

Residing at \_\_\_\_\_

(2) Being a Shareholder of Bangkok Post Public Company Limited,

holding the shares in the total amount of \_\_\_\_\_ shares and the total number of votes \_\_\_\_\_ votes

Ordinary shares \_\_\_\_\_ shares and the total number of votes \_\_\_\_\_ votes

Preferred shares \_\_\_\_\_ shares and the total number of votes \_\_\_\_\_ votes

(3) Hereby appoint:

(1) \_\_\_\_\_ age \_\_\_\_\_ years

Residing at \_\_\_\_\_ Road \_\_\_\_\_ Sub-district \_\_\_\_\_

District \_\_\_\_\_ Province \_\_\_\_\_ Postal code \_\_\_\_\_

(2) \_\_\_\_\_ age \_\_\_\_\_ years

Residing at \_\_\_\_\_ Road \_\_\_\_\_ Sub-district \_\_\_\_\_

District \_\_\_\_\_ Province \_\_\_\_\_ Postal code \_\_\_\_\_

Only one proxy to act as my/our proxy to attend and vote in the 2024 Annual General Meeting of Shareholders on 24<sup>th</sup> April 2024 at 11.00 hrs. through electronic means (e-AGM) or in case of postponement to such date, time, and place.

(4) I/we appoint my/our proxy to vote in the Meeting as follows:

**Agenda item 1: To approve the Minutes of the 2023 Annual General Meeting of Shareholders held on 26 April 2023**

- (a) The proxy has the right to consider and vote as the proxy deems appropriate in all aspects.
- (b) The proxy must vote as per my instruction as follows:
  - Approve
  - Disapprove
  - Abstain

**Agenda item 2: To acknowledge the Annual Report of the Company and approve the audited financial statements of the Company for the year-ended 31 December 2023**

- (a) The proxy has the right to consider and vote as the proxy deems appropriate in all aspects.
- (b) The proxy must vote as per my instruction as follows:
  - Approve
  - Disapprove
  - Abstain

**Agenda item 3: To consider the omission of dividend payment**

- (a) The proxy has the right to consider and vote as the proxy deems appropriate in all aspects.
- (b) The proxy must vote as per my instruction as follows:
  - Approve
  - Disapprove
  - Abstain

**Agenda item 4: To consider candidates nominated as directors to replace the directors who shall retire by rotation or resign, elect new directors, and consider the authority of directors (if any)**

- (a) The proxy has the right to consider and vote as the proxy deems appropriate in all aspects.
- (b) The proxy must vote as per my instructions as follows:
  - The election of directors as a whole
    - Approve
    - Disapprove
    - Abstain

The election of individual Director

1. Prof. Dr. Pornchai Chunhachinda

Approve

Disapprove

Abstain

2. Asst. Prof. Wutisak Lapcharoensap

Approve

Disapprove

Abstain

3. Dr. Siritaj Rojanapruk

Approve

Disapprove

Abstain

4. Prof. Dr. Wissanu Krea-ngam

Approve

Disapprove

Abstain

**Agenda item 5: To fix directors' remuneration**

(a) The proxy has the right to consider and vote as the proxy deems appropriate in all aspects.

(b) The proxy must vote as per my instruction as follows:

Approve

Disapprove

Abstain

**Agenda item 6: To appoint an independent auditor and fix the audit fee**

(a) The proxy has the right to consider and vote as the proxy deems appropriate in all aspects.

(b) The proxy must vote as per my instruction as follows:

Approve

Disapprove

Abstain

**Agenda item 7: To consider other business (if any)**

(a) The proxy has the right to consider and vote as the proxy deems appropriate in all aspects.

(b) The proxy must vote as per my instruction as follows:

Approve

Disapprove

Abstain

- (5) If the vote of the proxy in any agenda item is not in accordance with my/our instruction specified in this proxy form, it deems that the vote is not correct and does not constitute my/our vote as a shareholder.
- (6) In case I/we do not vote in any agenda item or my/ our instruction is not clear or the Meeting considers and vote in other matters not mentioned above, including amendment or disclosure of addition information, the proxy has the right to consider and vote as the proxy deems appropriate in all aspects.

Any action undertaken by the proxy in the Meeting, except for the vote that is not in accordance with my/our instruction specified in this proxy form, shall be deemed to be undertaken by me/us in all aspects.

Signature \_\_\_\_\_ Shareholder  
( )

Signature \_\_\_\_\_ Proxy  
( )

Signature \_\_\_\_\_ Proxy  
( )

**Remark:**

1. A shareholder appointing a proxy must authorise only one proxy to attend the Meeting and vote. The vote of a shareholder may not be divided and given to more than one proxy.
2. The election of directors may be for the whole Board or individual directors.
3. In case there are more agenda items for consideration in the Meeting than the above-mentioned agenda items, shareholder appointing a proxy may use the attached Annex to the Proxy Form Type B.

## Annex to the Proxy Form Type B

Grant of proxy as a shareholder of Bangkok Post Public Company Limited for the 2024 Annual General Meeting of Shareholders on 24<sup>th</sup> April 2024 at 11.00 hours through electronic means (e-AGM) or in case of postponement to such date, time, and place.

Agenda item \_\_\_\_\_ Subject \_\_\_\_\_

(a) The proxy has the right to consider and vote as the proxy deems appropriate in all aspects.

(b) The proxy must vote as per my instruction as follows:

Approve

Disapprove

Abstain

Agenda item \_\_\_\_\_ Subject \_\_\_\_\_

(a) The proxy has the right to consider and vote as the proxy deems appropriate in all aspects.

(b) The proxy must vote as per my instruction as follows:

Approve

Disapprove

Abstain

Agenda item \_\_\_\_\_ Subject \_\_\_\_\_

(a) The proxy has the right to consider and vote as the proxy deems appropriate in all aspects.

(b) The proxy must vote as per my instruction as follows:

Approve

Disapprove

Abstain

Agenda item \_\_\_\_\_ Subject \_\_\_\_\_

(a) The proxy has the right to consider and vote as the proxy deems appropriate in all aspects.

(b) The proxy must vote as per my instruction as follows:

Approve

Disapprove

Abstain

Agenda item \_\_\_\_\_ Subject \_\_\_\_\_

(a) The proxy has the right to consider and vote as the proxy deems appropriate in all aspects.

(b) The proxy must vote as per my instruction as follows:

Approve

Disapprove

Abstain

Agenda item \_\_\_\_\_ To elect directors (continued)

Name of director \_\_\_\_\_

Approve

Disapprove

Abstain

Name of director \_\_\_\_\_

Approve

Disapprove

Abstain

Name of director \_\_\_\_\_

Approve

Disapprove

Abstain

Name of director \_\_\_\_\_

Approve

Disapprove

Abstain

Name of director \_\_\_\_\_

Approve

Disapprove

Abstain

Name of director \_\_\_\_\_

Approve

Disapprove

Abstain

Name of director \_\_\_\_\_

Approve

Disapprove

Abstain

Name of director \_\_\_\_\_

Approve

Disapprove

Abstain

Name of director \_\_\_\_\_

Approve

Disapprove

Abstain

Name of director \_\_\_\_\_

Approve

Disapprove

Abstain

## เอกสารแจ้งความประสงค์ขอเข้าร่วมประชุมผ่านสื่ออิเล็กทรอนิกส์

## The Document requesting to attend the meeting through electronic means (e-AGM)

วันที่ ..... เดือน ..... พ.ศ. ....  
Date Month Year

- (1) ข้าพเจ้า ..... หมายเลขบัตรประชาชน/หนังสือเดินทาง .....  
I/We, Identification Card/Passport Number  
สัญชาติ ..... บ้านเลขที่ ..... ถนน ..... ตำบล/แขวง .....  
Nationality Residing at No. Road Sub-district  
อำเภอ/เขต ..... จังหวัด ..... รหัสไปรษณีย์ .....  
District Province Postal Code
- (2) เป็นผู้ถือหุ้นของ บริษัท บางกอก โปสท์ จำกัด (มหาชน)  
Being a shareholder of Bangkok Post Public Company Limited  
โดยถือหุ้นรวมทั้งสิ้น ..... หุ้น  
Holding the total amount of shares

ประสงค์จะร่วมประชุมและลงคะแนนผ่านสื่ออิเล็กทรอนิกส์สำหรับการประชุมสามัญผู้ถือหุ้นประจำปี 2567

I would like to participate in the e-AGM for the 2024 Annual General Meeting of Shareholders

เข้าร่วมประชุมด้วยตัวเอง

Self-Attending

มอบฉันทะให้ (นาย/นาง/นางสาว) ..... ได้เข้าร่วมประชุมดังกล่าวข้างต้น

Proxy to

attend the meeting.

- (3) ข้อมูลในการจัดส่งวิธีการเข้าร่วมประชุม

Please send the link to join the Meeting by the below E-mail.

อีเมล ..... (โปรดระบุ)

E-Mail Please specify.

โทรศัพท์มือถือ ..... (โปรดระบุ)

Mobile Number Please specify.

- (4) จัดส่งเอกสารเพื่อยืนยันตัวตน ตามสิ่งที่ส่งมาด้วย 8: ข้อปฏิบัติสำหรับการเข้าร่วมประชุมผ่านสื่ออิเล็กทรอนิกส์ (e-AGM) ภายในวันที่ 19 เมษายน 2567

Please submit the required document per an Attachment 8: Guidelines for attending the Annual General Meeting of Shareholders through electronics means (e-AGM) by **19 April 2024**

- (5) เมื่อได้รับการยืนยันตัวตน บริษัทจะจัดส่งลิงค์การเข้าร่วมประชุมและวิธีการเข้าร่วมประชุมไปยังอีเมลที่ท่านได้ระบุ

Once you have verified, the Company will send the link to join the meeting via E-mail.

- (6) ในวันประชุมผู้ถือหุ้นจะต้องเตรียมเลขทะเบียนผู้ถือหุ้น และเลขบัตรประชาชนไว้ สำหรับการเข้าร่วมประชุม

Please prepare your registered shareholder number and your identification card number for log in the Meeting.

ลงชื่อ/Signature ..... ผู้ถือหุ้น/Shareholder  
(.....)

**Attachment 7: The Company's Articles of Association relating to  
the Annual General Meeting of Shareholders**

**Articles of Association of Bangkok Post Public Company Limited**

**Part 1 Meeting of Shareholders**

**Article 1: Annual Ordinary General Meeting**

**(A) Holding of Annual Ordinary General Meeting**

An Annual Ordinary General Meeting of the Shareholder of the Company shall be held each year not later than on 30<sup>th</sup> day of April. An Annual Ordinary General Meeting of the Company shall be held at such time, day and place, within Thailand, as may be fixed by the Board of Directors and such meeting shall transact the following business:

1. Receiving the report of the Board of Directors and considering the statement of accounts and balance sheet of the Company for the fiscal year ended on the preceding 31<sup>st</sup> December, with the auditor's report thereon.
2. Considering the payment of dividend.
3. Electing directors in place of those retiring by rotation.
4. Appointing an auditor for the current fiscal year and fixing his or her remuneration.
5. Any other business which may be properly brought before an Annual Ordinary General Meeting.

The Annual Ordinary General Meeting of the Shareholders can be conducted via electronic means in compliance with relevant laws.

**(B) Notice of Annual Ordinary General Meeting**

Written Notice of an Annual Ordinary General Meeting shall be sent by registered mail to all shareholders and to the Registrar at least seven (7) days prior to the date thereof, and shall also be published for at least three (3) consecutive days in a local newspaper at least three (3) days prior to the date thereof. The notice shall specify the place, time and date, agenda, and matters to be proposed for consideration of the meeting, together with details as to which matters are for the information, for authorisation, or for deliberation of the meeting. The opinion of the Board of Directors as to such matters shall be attached to the notice. The Board of Directors shall also send to all shareholders with such notice a copy of audited statement of accounts and balance sheet for the preceding fiscal year, a copy of the Board of Directors annual report, and other documents as required by law or deemed appropriate by the Board of Directors.

**Article: 3 Quorum**

A meeting of the shareholders of the Company may not transact any business unless at least twenty-five (25), or at least one-half (1/2), of the shareholders and proxies (if any) holding in aggregate at least one-third (1/3) of the issued shares of the Company are present at the meeting. If within one (1) hour of the time appointed for the meeting a quorum prescribed by this Article is not present then the meeting shall be dissolved. Except in the event of a shareholders meeting called by requisition pursuant to the Article 2 (A), another meeting shall be summoned and notice of such meeting shall be sent by mail to all shareholders at least seven (7) days prior to such meeting, at which a quorum shall not be required.



#### **Article: 4 Proxies**

Any shareholder may be represented and vote by proxy at any General Meeting. The Proxy appointment must be made in writing, signed by the shareholder, and submitted to the Chairman of the Board of Directors or the Chairman of the meeting at the place of the General Meeting prior to attendance by the proxy. The instrument appointing the proxy shall be in the format prescribed by the Registrar and shall contain at least the following:

- (a) Number of shares held by the shareholder appointing the proxy;
- (b) Name of the proxy; and
- (c) Specific meeting at which the proxy has been assigned to attend and to vote.

The proxy shall have the number of votes equal to the aggregate number of votes to which the shareholders appointing the proxy are entitled, unless the proxy shall make a statement in the General Meeting before voting that he or she shall only vote on behalf of certain shareholders whose names and number of shares held are disclosed by the proxy.

#### **Article: 5 Voting**

At any General Meeting, every shareholder shall have one (1) vote for each share in respect of which he, she or the registered holder. Adoption of any resolution, except where otherwise required by law, or approval of any other matter at a General Meeting (including election of directors) shall require the affirmative votes of a majority of the total number of shares held by shareholders attending or represented at the meeting and entitled to vote thereat. In the event of a tie vote, the Chairman of the meeting shall have a casting vote. Voting shall be conducted in an open manner, unless not fewer than five (5) shareholders shall have requested to vote by secret ballot and the meeting has so resolved, in which event the voting shall be so prescribed by the Chairman of the meeting. A shareholder who has a vested interest in any matter shall not be entitled to vote thereon, except that said shareholder may vote in connection with the election of directors.

### **Part 2 Board of Directors**

#### **Article 6: Number and Election of Directors**

The Board of Directors shall consist of not less than five (5) persons. At least one-half (1/2) of the directors must be residents of Thailand. The Board of Directors shall elect one (1) director as the Chairman of the Board of Directors. If deemed appropriate by the Board of Directors, one (1) or more directors may be elected as Vice-Chairmen, to have duties pursuant to these Articles of Association in the matters designated to them by the Chairman.

The directors shall be elected at the shareholder meeting in accordance with the following rules and procedures:

- 1) Each shareholder shall have one (1) vote for each share in respect of which he, she or it is the registered holder.
- 2) A shareholder or proxy may vote only for as many persons as vacancies on the Board of Directors are to be filled. A shareholder or proxy may not cast more than one (1) vote for any person in respect of each share that the shareholder holds or proxy represents and may not allot his or her votes to any person in any number.
- 3) After the vote, the candidates shall be ranked in order descending from the highest number of votes received to the lowest and shall be appointed as directors in that order until all of the director positions 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 appointments shall be made by drawing lots.

## Attachment 8: Guidelines for Attending the Annual General Meeting of Shareholders through Electronic Means (e-AGM)

Shareholders or proxies who wish to attend the meeting must submit documents proving their identity as specified to the Company within 19 April 2024. The Company shall verify the list of shareholders according to the closing information of the shareholders's registered book who have the right to attend the meeting and the user manual to the E-mail you have sent to inform the Company. The link will be sent two days in advance of the meeting date.

### Requesting to attend the meeting through electronic means (e-AGM)

Shareholders wishing to attend the meeting via electronic media must notify their intention to attend the meeting by E-mail or postal.

**If shareholders wish to notify their intention to attend the meeting through electronic means (e-AGM) by sending information via E-mail or postal:**

1. Please fill in the document requesting to attend the meeting through electronic means (e-AGM) ([Attachment 6](#)) by specifying your E-mail and your mobile phone number clearly for registering for the meeting.
2. Attach a copy of proof of identity to confirm the right to attend the e-Meeting.

#### 2.1 Natural Person

- **Thai nationality**

- (a) Identification card of the shareholder (personal I.D. or identification card of government officer or identification card of state enterprise officer); or
- (b) In case of proxy,
  - The proxy of a natural person shareholder (Thai or non-Thai nationality) shall submit the following documents before attending the Meeting.
    - The proxy form (as attached to the Notice of the Meeting) which is completely filled, affixed with crossed out 20 baht stamp duty and certified signatures of the shareholder and the proxy.
    - A copy of the shareholder's identification card and certified true copy.
    - A copy of the proxy's identification card or passport (in case of a foreigner) and certified true copy.
  - If the shareholder has his/her title, name or surname changed, a copy of evidence of those changes must be enclosed.

- **Non-Thai nationality**

- (a) Passport of the shareholder; or
- (b) In case of proxy,

- The proxy of a natural person shareholder (Thai or non-Thai nationality) shall submit the following documents before attending the Meeting.
  - The proxy form (as attached to the Notice of the Meeting) which is completely filled, affixed with crossed out 20 baht stamp duty and certified signatures of the shareholder and the proxy.
  - A copy of the shareholder's identification card or passport and certified true copy.
  - A copy of the proxy's identification card or passport (in case of a foreigner) and certified true copy.
- If the shareholder has his/her title, name or surname changed, a copy of evidence of those changes must be enclosed.

## **2.2 Juristic Person**

### **2.2.1 Juristic person registered in Thailand**

- (a) The proxy form (as attached to the Notice of the Meeting) which is completely filled, affixed with crossed out 20 baht stamp duty and certified signatures of the shareholder and the proxy.
- (b) A copy of Corporate affidavit, issued within 1 year by Department of Business Development, Ministry of Commerce; and
- (c) A copy of identification card or passport (in case of a foreigner) of the authorised director(s) who sign(s) the proxy form including a copy of identification card or passport (in case of a foreigner) of the proxy.

### **2.2.2 Juristic person registered outside of Thailand**

- (a) The proxy form (as attached to the Notice of the Meeting) which is completely filled, affixed with crossed out 20 baht stamp duty and certified signatures of the shareholder and the proxy.
- (b) Corporate affidavit; and
- (c) A copy of the identification card or passport (in case of a foreigner) of the authorised director(s) who sign(s) the proxy form including a copy of the identification card or passport (in case of a foreigner) of the proxy.

## **2.3 Custodian**

- (a) Power of Attorney from the shareholder authorising a custodian to sign the Proxy Form on behalf of the shareholder.
- (b) Power of Attorney from Custodian authorising authorised director(s) or authorised person(s) to grant proxy.
- (c) Letter certifying that the signer in the Proxy Form has a license to operate the business as a custodian.
- (d) All Evidence of shareholder and custodian according to items 2.2.

All copies of documents must be certified true copies. In case of any documents or evidence produced or executed outside of Thailand, such documents or evidence should be notarised by a notary public. In case the original documents are not in English, the English translation must be certified by the shareholder or authorised representative of a juristic person.

3. Submit the documents requesting to attend the meeting via electronic media (Item 1) and proof of identity together with supporting documents (Item 2) by sending to the Company within 19 April 2024.
  - **E-mail:** [agmsecretary@bangkokpost.co.th](mailto:agmsecretary@bangkokpost.co.th)
  - **Postal:** Company Secretary Department, Bangkok Post Public Company Limited, Bangkok Post Building, 136 Sunthorn Kosa Road, Klongtoey, Bangkok 10110

### **Electronic Meeting Attendance (e-AGM)**

1. Once the shareholders or proxies wish to attend the meeting and have been fully verified, you will receive an Email from the meeting organiser, a link for attending the meeting, and a system's user manual two days before the meeting date. Please study the manual on how to use the e-AGM meeting system in detail. If you haven't received the Email within 22 April 2024, please get in touch with the Company immediately.
2. Meeting attendance and voting via electronic media can be used with computers/notebooks/tablets and mobile phones via Web Browser: Chrome with 4G internet speed or home internet basic.
3. The system will open for meetings 60 minutes before the start of the meeting. However, the live broadcast will only start at the time of the meeting.
4. To log in, attendees must use the information of the shareholder registration number and the shareholder's ID card number.
5. Voting through the e-Voting system, you will be able to vote for each agenda only by voting for agreeing, disagreeing, or abstaining in case of not voting in any agenda, the system will be deemed to vote as agree immediately (using the vote counting method by pouring votes towards agreeing).
6. If attendees have any problems or problems in using the e-AGM system, you can contact OJ International Co., Ltd. at the phone number specified in the Email that sends you the system's user manual.

\*\*\* This e-AGM meeting will be an electronic meeting only and will not be held in a conventional meeting venue, therefore, shareholders are requested not to come to the Company. \*\*\*

### **If a shareholder wishes to appoint an independent director as a proxy:**

Suppose any shareholder cannot attend the e-AGM meeting in person or cannot appoint other proxies to attend the e-AGM meeting and wishes to appoint an independent director as a proxy, in this regard, they can send a proxy form (Attachment 5) specifying the proxy as one of the independent directors as specified by the Company, along with supporting documentations, to the Company by the date within 19 April 2024 via the following channels:

- By E-mail: [agmsecretary@bangkokpost.co.th](mailto:agmsecretary@bangkokpost.co.th)
- By Postal: Company Secretary Department, Bangkok Post Public Company Limited, Bangkok Post Building, 136 Sunthorn Kosa Road, Klongtoey, Bangkok 10110

Note: If the shareholders specify their votes in each agenda, the independent directors will cast their votes as specified in the proxy form in which the shareholders have the right in each agenda to vote in agreeing, disagreeing, or abstaining, only and cannot divide a partial vote (unless it is a Custodian vote).

**Submitting advice or questions related to business, industry, company performance, or other related matters to any agenda to be considered at the e-AGM meeting:**

If shareholders wish to submit suggestions or questions, they can be do so in two ways, as follows:

1. Submit advice or questions (Attachment 9) in advance to the Company within 19 April 2024 through the following channels:
  - By E-mail: [agmsecretary@bangkokpost.co.th](mailto:agmsecretary@bangkokpost.co.th)
  - By post: Company Secretary Department, Bangkok Post Public Company Limited, Bangkok Post Building, 136 Sunthorn Kosa Road, Klongtoey, Bangkok 10110
  
2. Submit advice or questions during the meeting to those attending the e-AGM meeting. The attendee must specify his/her first and last name and state whether his/her is a shareholder attending the meeting himself/herself or as a proxy. Before every suggestion or question is submitted, the Company has opened channels for sending advice and questions during the meeting as follows:
  - Chat channel for text messages;
  - An audio chat channel where attendees press the raised hand button and turn on the microphone on their device after the operator sends them an invitation to chat. Please turn off the microphone after the conversation is finished every time. (For more details, please refer to the user manual sent to attendees' E-mails.)

In this regard, if shareholders have questions about the meeting, they can contact the following staff:

1. Regarding submitting documents confirming identity to attend the shareholder meeting via e-Meeting, please contact the Company Secretary for further information via the Company's contact channels as detailed above.
2. Regarding the process of attending the meeting and voting via e-Meeting, in the case of correct and complete identity verification, please contact OJ International Co., Ltd. at the phone number specified in the E-mail that sends you the system's user manual.

## แบบฟอร์มส่งคำถามล่วงหน้าสำหรับการประชุมสามัญผู้ถือหุ้นผ่านสื่ออิเล็กทรอนิกส์ (e-AGM)

## Submit Question in Advance Form for the e-AGM

วันที่ ..... เดือน ..... พ.ศ. ....

Date Month Year

ข้าพเจ้า ..... หมายเลขประจำตัวประชาชน/หนังสือเดินทาง .....

I ..... I.D. Number/Passport Number

สัญชาติ ..... อยู่บ้านเลขที่ ..... ถนน ..... ตำบล/แขวง .....

Nationality Residing at Road Sub-district

อำเภอ/เขต ..... จังหวัด ..... รหัสไปรษณีย์ .....

District Province Postal Code

อีเมล ..... โทรศัพท์มือถือ .....

E-mail Mobile Phone

เป็นผู้ถือหุ้นของบริษัท บางกอก โปสท์ จำกัด (มหาชน) โดยถือหุ้นจำนวนทั้งสิ้นรวม ..... หุ้น

as a shareholder of Bangkok Post Public Company Limited holding a total number of Shares

ข้อมูลการมีส่วนได้เสีย (ถ้ามี) .....

Conflict of Interest Information (if any)

คำถาม / Question:

1 .....

2 .....

3 .....

ลงชื่อ ..... ผู้ถือหุ้น

Signature Shareholder

( ..... )

หมายเหตุ / Remark:

กรุณาส่ง “แบบฟอร์มส่งคำถามล่วงหน้าสำหรับการประชุมสามัญผู้ถือหุ้นผ่านสื่ออิเล็กทรอนิกส์ (e-AGM)” ที่กรอกข้อมูลครบถ้วนและลงลายมือชื่อมาให้บริษัท ภายในวันที่ 19 เมษายน 2567 ผ่านช่องทาง ดังนี้

Please send this “Submit Question in Advance Form for e-AGM” which has been filled out, to the Company by 19 April 2024, via the following channel:

- ทางอีเมล / Via E-mail: agmsecretary@bangkokpost.co.th
- ทางไปรษณีย์ลงทะเบียน / Via Registered Mail: ฝ่ายเลขานุการบริษัท / Company Secretary  
บริษัท บางกอก โปสท์ จำกัด (มหาชน) / Bangkok Post Public Company Limited  
อาคารบางกอกโปสท์ 136 ถนนสุนทรโกษา แขวงคลองเตย เขตคลองเตย กรุงเทพฯ 10110 / Bangkok Post Building,  
136 Sunthorn Kosa Road, Klongtoey, Klongtoey, Bangkok 10110

## Attachment 10: Privacy Notice

We, Bangkok Post Public Company Limited (the “Company”), respect your concerns about data privacy. To ensure compliance with the Thailand Personal Data Protection Act B.E. 2562, we would like to inform you of the following:

### 1. What Personal Data we collect

We will collect or obtain the following types of information directly from you which may include but not be limited to the following Personal Data:

- General Data: such as name, surname, address, date of birth, telephone number, email address, nationality, occupation, taxpayer identification number, identification card number, juristic person registration number, number of shares
- Sensitive Data: such as race, religion, blood type, photo or video footage taken at our premises, health information, medical history, or disability in connection with the operation of the meeting activities you attend. We will use our best effort to provide sufficient security measures to protect your Sensitive Data.

We may receive Personal Data directly from you, a registration form, proxy (if any), health questionnaire (if any), or a copy of the identification card or similar identification document that you registered to attend the meeting.

In addition, the identification document that you send to us such as a copy of the identification card or other similar official document may reveal Sensitive Data such as race, blood type, or religion, you can conceal such Sensitive Data before submitting the document to us. If you have not concealed such Sensitive Data, we reserve the right to do so, and it does not constitute the collection of your Sensitive Data.

### 2. Why we collect, use, and disclose your Personal Data

We collect, use, and disclose your Personal Data for the following purposes:

- To call for, hold and organise the shareholders’ meeting which includes your identity authentication, document transmission, performing any action in order to comply with the resolution of the shareholders’ meeting, company management, organization activities, and sending any newsletter or offers for the benefit of the shareholders;
- To prepare the minutes of the shareholders’ meeting and for your meeting attendance, to protect the security, and to exercise our rights or protect the legitimate interests of us and individuals within the limit which you might reasonably have expected;
- To prevent or suppress a danger to life or health of you and individuals such as contacting a person in emergency or disease prevention and control procedures. This is to achieve the objectives of health care;
- To prevent the infection of serious diseases, and to comply with practices and procedures of the shareholders’ meeting;
- To comply with our legal obligations and/or cooperate with court, regulators, government authorities and law enforcement bodies for the exercising of such official authority vested in us: and
- For public interest in protecting others in our premises.

Where we need to collect, use, and disclose your Personal Data as required by law, or for the performance of a contract with you and you fail to provide that Personal Data to us, we may not be able to serve you our full range of services or perform the contract we have or are trying to enter into with you (for example, to allow you to enter the meeting and/or access to our premises).

### 3. How long do we retain your Personal Data

We retain your Personal Data for as long as it is reasonably necessary to fulfil the purpose for which we obtained them. However, we may retain your Personal Data for a longer duration, if required by applicable law.

### 4. What are your rights with regard to your Personal Data

Subject to the conditions and exceptions under the applicable laws, you may have the right to access and/or obtain a copy of, port, rectify, delete, destroy, or anonymise certain Personal Data that we have about you, restrict and/or object to certain activities in which we engage with respect to your Personal Data. If we process your Personal Data based on your consent, you may withdraw your consent, but we may not be able to provide you with our full range of services. You may also have the right to request us to disclose how we obtain your Personal Data without your consent and lodge a complaint with the competent authority under the applicable laws.

