

Annex 1

Guidelines for attending the 2022 AGM through Electronic Means (E-AGM)

1. Registration/Appointment of a proxy method for attending the E-AGM

1.1 Shareholders or Proxy (In the event that the shareholder is unable to attend the E-AGM) shall fill in the registration form to attend the E-AGM and submit related documents through Pre-Registration System at <https://tsth.foqus.vc/registration/> or Scan QR code. Please submit the registration form and related documents to the Company from 27 December 2021 until 11 January 2022 at 13.30 hrs.



1.2 After entering the Pre-Registration System through the Link or QR code as clause 1.1, fill in the information as required by the system as follows;

- Shareholder's Registration No.
- ID card /Passport/ Company No.
- Email address (Please note the Company will send the "Link", "Username", and "Password" for attending the E-AGM through this email)
- Telephone No.
- Upload related files for inspection in attending the E-AGM. Please take a look at the details of related documents as in clause 1.3. The system allows to upload only jpg, png, gif, pdf format, each file is not more than 5MB and maximum 5 documents each time for uploading.
- Choose option whether shareholder or proxy will attend the E-AGM, In the case of a proxy, please specify the proxy's name and the type of proxy form i.e., A, B or C.

Once the registration form and related documents are filled and uploaded, please click on "Submit" button. The system will show a message of successful submission as below;



In case the system shows a message of rejection, please follow the system's instructions. After successful submission, please click on the "Log-out" button and the system will send an email for confirmation of successful submission.

When the Company receives the registration and related documents, the Company will proceed with inspecting documents for confirming the meeting attendance. Once the inspection is completed, Quidlab Co., Ltd. Will send "Link", "Username", and "Password" for attending the E-AGM. Please refrain from giving your "Link", "Username", and "Password" to other.

In case the registration or related is not complete or incorrect, the Company will send an email for clarification. Please follow the method as clause 1.2 again for re-register and/or re-upload related documents.

1.3 Upload related documents as clause 1.2 for inspection in attending the E-AGM as follow;

For ordinary person

- a) In case the shareholders attending the E-AGM by themselves – please attached; a valid certified true copy of ID card/passport/other official documents issued by government authority.
- b) In case the shareholders appointing proxy to attend the E-AGM – please attached; a proxy and supporting documents for the appointment of proxy. Shareholders shall study the guidance for proxy form and supporting documents as [Annex 7](#).

For juristic person

Please attached; a proxy and supporting documents for the appointment of proxy. Shareholders shall study the guidance for proxy form and supporting documents as [Annex 7](#).

For foreign shareholders who have custodian in Thailand

Please attached; a proxy and supporting documents for the appointment of proxy. Shareholders shall study the guidance for proxy form and supporting documents as [Annex 7](#).

In case the shareholders (ordinary person, juristic person or foreign shareholders who have custodian in Thailand) are unable to attend the E-AGM and authorize the Company's director to attend and vote on his/her behalf

In case that a shareholder is unable to attend the E-AGM and authorize the Company's director has no special interest in every agenda to attend and vote on his/her behalf. Please fill in the name of Company's director (as Annex 5), sign in the proxy, and also attached the supporting documents. Please study the guidance for proxy form and supporting documents as [Annex 7](#)

2.Attend to the E-AGM method

On the E-AGM date, a shareholder or proxy shall attend the E-AGM by click on the "Link", fill in the "Username" and "Password" that received through registered email.

The system will be opened on 11 January 2022 at 13 hrs. However, the E-AGM will begin at 14 hrs.

3.Voting

Voting Regulation

General Agenda

A voting for each agenda will be made transparent that one vote will be counted for one share. The shareholder or proxy shall make only one vote for approval, disapproval or abstention. The partial voting is not allowed except for the vote by the Custodian.

In Case of Proxy

- a) The Proxy shall only vote in accordance with the authorization by the Shareholder as specified In the Proxy Form. Any vote which is not in accordance with specification in the Proxy Form will be invalid and shall not be counted as the vote of the Shareholder.
- b) In case where (i) the shareholder does not specify or (ii) unclearly specifies his/its desire for voting or (iii) the Meeting has the consideration or resolution other than specified in the Proxy or (iv) there is any change or additional fact, the Proxy shall be authorized to consider and vote such matter as it may deem appropriate.

Election of Director's Agenda

The Articles of Association of the Company, Article 15 states that the Shareholder shall have one vote for one share and the procedure for the election of the Directors as follows:

- a) Each shareholder can use his whole vote to elect one or several candidates, however, he cannot split his vote for any candidate.
- b) The candidates who receive the highest vote by ranking from the ones receiving the highest vote until the lowest shall be elected by the Meeting. In case where the candidates receive the equal votes for the rest of director's seat, the Chairman of the Meeting shall make the deciding vote.

Voting Procedures

The Chairman shall inform the Meeting the detail of voting procedures as follows:

- a) Chairman will propose the shareholders to have the vote in each Agenda by asking for approval, disapproval or abstention.
- b) The shareholder or proxy shall vote for either approval, disapproval or abstention (except for the vote of Custodian which the allocation of the vote is allowed as specified in the Proxy Form).

Resolution of the Meeting

- General case: the majority vote of shareholders who attend the Meeting and cast their votes will be the resolution of the Meeting
- Other cases which the laws or the Company's Articles of Association provided different from the general case: the resolutions of the Meeting shall be in accordance with the laws or the Company's Articles of Association which the Chairman shall inform the Meeting before voting for such Agenda.
 - 1) In case a tie of votes, the Chairman of the Meeting shall have a deciding vote.
 - 2) Any Shareholder or the Proxy who have any special interest in any matter shall not be permitted to vote on such matter and may be invited by the Chairman of the Meeting to temporarily leave from the Meeting, except for voting on the election of the Directors.

Counting and Announcement of the Vote

Prior to the Meeting, the Chairman shall inform the process of counting the votes. The Company shall count the votes from the shareholders or Proxies for each agenda. The vote result of all Agendas shall be informed to the Meeting before the Meeting adjourns.

Remark: If you have encounter with any technical problem using in Pre-Registration System, the E-AGM system before or during the meeting or you have not received the “Link”, “Username” and “Password” for attending the E-AGM, please contact Quidlab Co., Ltd. who will be the Company’s service provider for the Company’s E-AGM’s meeting at via telephone no 02-013-4322 or 080-008-7616 or via email: info@quidlab.com. For your convenience, please provide full details of the problem faced, any error message received, type of device used, browser name and version, etc.