

## Shareholder's identification documents or proxy to be entitled to attend the Meeting

According to the policy of the board of directors of the Stock Exchange of Thailand on registered company shareholders' meeting regulations with the objective of becoming a good practice guideline for registered companies, which will build confidence in shareholders, investors and all parties concerned, and to ensure that shareholders' meetings for registered companies are conducted with transparency, legitimacy and in the interests of shareholders, the company has deemed it fitting to designate documents or proof of shareholders indicating shareholder status or the status of shareholder proxies entitled to attend the meeting for the adherence and practice of shareholders. The company reserves the right to exempt the submission of documents or evidence of shareholder status or shareholder proxy status for people entitled to attend the meeting as deemed fitting by the company.

Shareholders or proxies who wish to attend the meeting via electronic means (E-Meeting) must submit a request form in advance to attend the meeting. By completing all procedures as specified in the documents / evidence to show the right to attend the shareholders' meeting via electronic means (E-Meeting). The Company reserves the right not to accept registration. In the event that documents or evidence are incomplete or inaccurate or do not comply with the conditions.

### Shareholder's identification documents or proxy used to verify identity before attending the meeting. ( E-AGM)

#### 1. Shareholders is a natural person

- 1.1 In case of the shareholder attends the meeting by yourself, you are required to present the certified true copy of valid document or evidence issued by governmental authorities with showing the picture of shareholder, e.g., the identification card, government office identification card, driver license or passport. And if there is the changed of given name-surname, the evidence of such changed to be certified true copy is also required.
- 1.2 In case of granting of proxy, the following documents are required to present:
  - 1.2.1 A proxy form as attached to the notice of the meeting (any one out of the forms as attached) which is completely filled out and signed by the shareholder and proxy.
  - 1.2.2 Certified true copy of the document or evidence identified to the shareholder and issued by government authorities as per the detail specified in item 1.1 above.
  - 1.2.3 Certified true copy of the document or evidence identified to the proxy and issued by government authorities as per the detail specified in item 1.1 above.

#### 2. Shareholders is a juristic person

- 2.1 In case of a representative of juristic person of the shareholder attend the meeting by himself/herself, the following documents are required to present:
  - 2.1.1 Certified true copy of the valid document or evidence identified to the representative of juristic person and issued by governmental authorities with showing the picture of such representative as per the detail specified in item 1.1 above.
  - 2.1.2 Copy of the certificate of juristic person no longer than 3 months which is certified true copy by its representative and affixing its seal (if any), whereby such certificate is required to show that its representative who attends the meeting is the authorized person of such juristic person.
- 2.2 In case of granting of proxy, the following documents are required to present:
  - 2.2.1 A proxy form as attached to the notice of the meeting (any one out of the forms as attached) which is completely filled out and signed by the representative of juristic person with affixing its seal (if any) and proxy.

- 2.2.2 Copy of the certificate of juristic person no longer than 3 months which is certified true copy by its representative and affixing its seal (if any), whereby such certificate is required to show that the representative who signs in the proxy form as the item 2.2.1 is the authorized person of such juristic person.
- 2.2.3 Certified true copy of the valid document or evidence identified to the representative of juristic person and issued by government authorities with showing the picture of such representative as per the detail specified in item 1.1 above.
- 2.2.4 Certify true copy of the document or evidence identified to the proxy and issued by governmental authorities as per the detail specified in item 1.1 above.

In case of the shareholder is a juristic person registered outside Thailand, it is required to present the documents in items 2.1 and 2.2 as the case may be, and if the copies of such documents are prepared outside Thailand, they are also required to be notarized by a Notary Public. However, if the original documents are not prepared in English, hereby are required to attach their English translation with certification by the representative of such juristic person.

### **3. In case the shareholder is a foreign investor and appointing a custodian in Thailand to safe keep and take care of its securities**

- 3.1 It is required to prepare and present the documents in the same manner as the juristic person.
- 3.2 In case of the shareholder who is a foreign investor and appoint the custodian to sign the proxy form on its behalf, the following additional documents are required to present:
  - 3.2.1 The power of attorney of the foreign shareholder authorizing the custodian to sign the proxy form on its behalf.
  - 3.2.2 The letter confirms that such custodian signing the proxy form has the permission to engage in the custodian business.

### **4. Guidelines for preparation of proxy**

Any shareholder who cannot present at the E-Meeting, may appoint the Company's Independent Director to be the proxy, whose names and details as shown in Enclosure 5, also as to attend the meeting and vote on your behalf, whereby such shareholders is required to proceed as follows:

- 4.1 To select only one of the proxies forms Form A, Form B and Form C as required by the Department of Business Development The Ministry of Commerce as prepared by the Company in Enclosure 4 and please fill out the box in front of the name of the person your wish to appoint as your proxy to attend the meeting and vote on your behalf.
  - Form A A General and Simple Proxy Form
  - Form B A proxy form is clearly defines the details of the proxy assignment.
  - Form C The Form for foreign shareholders who have custodians in Thailand only
- 4.2 To affix the stamp duty in amount of 20 baht on the proxy form in order to comply by the law, also the Company shall be provides such stamp duty for the proxies (if any).
- 4.3 To deliver the completed proxy form with the supporting documents showing the identification of shareholder or representative of shareholder who is entitled to attend the meeting in accordance with the item 1-3 above as the case may be to the Company via the following channels:

4.3.1 E-mail: [ir@pdgth.com](mailto:ir@pdgth.com)

4.3.2 To deliver the **original** proxy form and support documents to the Company by referring to:

**Investor Relation**

**Phol Dhanya Public Company Limited.**

**1/11 Moo 3 Lamlukka Rd., Ladsawi, Lamlukka, Pathumthani 12150**

You can appoint a proxy via E-Request system via website or QR Code as specified in Enclosure 2.

So that the officer of the Company can check the correction and completion of the documentation in time before the meeting. However, the shareholder cannot divide the shares to several proxies in order to vote by each himself/herself. And the shareholder shall authorize the proxy to cast the votes equal to the total number of shares held by him/her, whereby the shareholder cannot authorize the proxy to cast the votes less than the total number of shares held by him/her except for the proxy is the custodian appointed by foreign shareholder to safe keep and take care of its securities in accordance with the proxy form C.

## **5. Attending the Meeting**

The system for attending the Annual General Meeting of Shareholders will be opened on Thursday, 27 April 2023 at 13.00 hrs., and the Electronic Meeting (E-Meeting) will be broadcasted in the same day from 14.00 hrs. Onward.

## **6. Voting Procedure**

- 6.1 The Chairman of the meeting will assign the secretary of the meeting to cast the votes for each agenda.
- 6.2 The shareholder has the right to vote according to the number of shares held by him/her, whereby the shareholder is entitled to cast his/her votes in each agenda to either approve, disapprove or abstain from voting.
- 6.3 The shareholder who wishes to cast his/her votes as disapproval or abstention is required to mark in a box as disapproval or abstention, for counting the vote by the system.
- 6.4 Any shareholder who does not cast his/her votes by marking into the box, the Company will assume that such shareholder cast his/her votes to approve the agenda as proposed by the Board of Directors.

## **7. Vote Counting Procedures**

- 7.1 One share shall be counted as one vote, whereby a resolution will require a majority vote at the meeting, except as stated otherwise by law. If the votes are equal, the Chairman of the meeting shall have an additional casting vote separately from the shareholder base.
- 7.2 To count votes of each agenda, the Company will deduct the total votes casted in disapproval or abstentions, from the total votes of the shareholders attending at the meeting and being entitled to vote. The result shall be taken as the votes in approval. For the Shareholders who have entrusted their proxies to other persons to attend the meeting and cast their votes in accordance with their wishes, the result thereof shall be the votes including the votes in accordance with the wishes of the principals.
- 7.3 The notification of voting results for each agenda, the chairman of the meeting will summarize the result of the votes counting in each agenda to the meeting for acknowledgement that each agenda being unanimously approved or approved by majority votes by how many votes, as well as the numbers of disapproved votes and abstained votes., so each agenda use the number of shares of meeting attendance.