

## Guidelines for Appointment of Proxy, Registration Documents, and Vote Casting and Counting

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### Registration Documents

#### - Individual

1. In the case of attendance in person, a valid photographic identification document issued by a government agency, e.g., a Thai nationality identification card, government identification card, driving license, or a passport. In case of name or surname change, documentary evidence to such effect must also be presented.
2. In the case of attendance by proxy:
  - 2.1 A Proxy Form A or Form B (Enclosure No. 6) that has been correctly and completely filled in, signed by the grantor and the proxy;
  - 2.2 A copy of a valid identification document of the grantor issued by a government agency as referred to in Clause 1., which has been certified as true and correct by the grantor;
  - 2.3 A copy of a valid identification document of the proxy issued by a government agency as referred to in Clause 1, which has been certified as true and correct by the proxy.

#### - Juristic Person

1. Attendance in person by an authorized representative(s)
  - 1.1 An identification document of the authorized representative(s) issued by a government agency as referred to in Clause 1. of the Individual case;
  - 1.2 A copy of the shareholder's affidavit, which must be issued no later than 6 months prior to the meeting date, containing a statement showing that such authorized representative(s) who attends the meeting is empowered to act on behalf of the juristic person, and which has been certified as true and correct copy by the authorized representative(s).
2. Attendance by proxy
  - 2.1 A Proxy Form A or Form B (Enclosure No. 6) that has been correctly and completely filled in, signed by the grantor (the authorized representative(s)) and the proxy;
  - 2.2 A copy of the shareholder's affidavit, which must be issued no later than 6 months prior to the meeting date, containing a statement showing that the person who signs the proxy form is the authorized representative(s) of the juristic person, and which has been certified as true and correct copy by such authorized representative(s);

- 2.3 A copy of an identification document of the authorized representative(s) of the shareholder, who signs the proxy form, issued by a government agency as referred to in Clause 1 of the Individual case, which has been certified as true and correct by such authorized representative(s); and
- 2.4 A copy of an identification document of the proxy issued by a government agency as referred to in Clause 1. of the Individual case, which has been certified as true and correct by the proxy.

- Juristic person registered in a foreign country

- (a) If the authorized person of the shareholder wishes to attend the E-AGM in person.
  1. An identification document of the authorized representative(s) issued by a government agency as referred in Clause 1. of the Individual case;
  2. A copy of the affidavit of the juristic person (issued not older than 6 months) which is issued by the competent authorities where the juristic person is registered including certified true copy by the authorized person(s) and affixed with the juristic person's seal (if required).
- (b) If the Juristic person appoints another person to attend the E-AGM on their behalf.
  1. A proxy to attend the meeting and cast the vote on his/her behalf by using Proxy Form A or Form B (Enclosure No. 6). and has completely filled in and signed by the grantor (the authorized representative(s)) and the proxy together with stamp duty affixed;
  2. A copy of the affidavit of the juristic person (issued not older than 6 months) which is issued by the competent authorities showing that the person who signs the proxy form as the grantor has the authority to act on behalf of the juristic shareholder including a certified true copy by the authorized person(s) and affixed with the juristic person's seal (if required)
  3. The identification document of such authorized representatives with a certified true copy by the authorized person(s)
  4. A copy of a valid proxy's identity document that is not expired and signed to certify the true copy of the proxy as specified in item 1(a).

Should any document presented not be made in Thai or English, an English translation must be provided together with such document. The translation must be certified correct translation by the shareholder or the authorized representative(s) of the shareholder (as the case may be).

3. Shareholders who are foreign investors and have appointed a custodian in Thailand to be their share depository
  - 3.1 Documents to be provided as listed in the Juristic Person case Clause 1. or 2. The shareholders may use either the Proxy Form A, Form B or Form C;
  - 3.2 In case the foreign shareholder authorizes the custodian to sign the proxy form on its behalf, the following documents are required:

- 1) A power of attorney from the shareholder empowering the custodian to sign this proxy form on his/her behalf; and
- 2) A document confirming that person who signs the proxy form is licensed to operate the custodian business.

Should any document presented not be made in Thai or English, an English translation must be provided together with such document. The translation must be certified correct translation by the shareholder or the authorized representative(s) of the shareholder (as the case may be).

*\*\*The Company will not request for additional documents or create an undue burden to the shareholders (e.g., requiring an original ID card of the shareholder who appoints the proxy, or requesting for the documents beyond what is required by the regulator's circular or notifications).*

### Appointment of Proxy

The Company has provided the three (3) styles of proxy form (Enclosure No. 6). in accordance with the forms as prescribed by the Regulation of the Department of Business Development, Ministry of Commerce Re: Form of Proxy (No. 5) B.E. 2550 as follows:

- Form A. is a general form which is simple and uncomplicated;
- Form B. is an explicit form with fixed and specific details authorizing proxy; and
- Form C. is a form to be used specifically by shareholders who are specified in the register as foreign investor and have appointed a custodian in Thailand to be a share depository and share keeper.

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In the event that the shareholder is unable to attend the Meeting in person via E-AGM, such shareholder can appoint any person as the proxy as follows:

1. Select **only one** of the above proxy forms (Enclosure No. 6). as follows:
  - 1.1 General Shareholder shall select either Form A or Form B. Only one type of proxy form can be selected.
  - 1.2 Shareholders who are specified in the register as foreign investor and have appointed a custodian in Thailand to be a shared depository and share keeper shall select either Form A, Form B, or Form C. In any case, only one type of proxy forms can be chosen.
2. Authorize any person to be a proxy as desired, or appoint the proposed independent director of the Company, by specifying the name with details of a person to be your proxy. Shareholders are allowed to grant a proxy to only one representative to attend and vote at the Meeting.
3. The Proxy Form must be affixed with Baht 20 stamp duty, crossed and the date on which such proxy is made.

4. The shareholder must send the completed proxy form together with the above documentation to the Company through the channel below no later than 18 April 2024 so that officers of the Company are given enough time to check the documentation prior to the Meeting:

- (1) Postal: Company Secretary  
Rojukiss International Public Company Limited  
100/8, 100/51-54 Vongvanij Complex Building B, 12<sup>th</sup>, 19<sup>th</sup> Floors,  
Rama IX Rd, Huai Khwang, Huai Khwang Bangkok 10310
- (2) E-Mail: kiss\_agm@rojukiss.com

Splitting of shares to several proxies to vote in the meeting is not allowed. A shareholder shall authorize the proxy holder to cast the votes equal to the total number of shares held by a shareholder. Authorizing less than the total number of shares is not allowed except for the custodian appointed by the foreign shareholder in accordance with proxy form C.

#### Electronic Meeting Attendance (E-AGM)

On April, 22 2024, the system will open for the Meeting 1 hour before the commencement of the Meeting at 13.00 p.m. The Meeting will be an electronic meeting only with the live broadcast from the Company's head office at 100/8, 100/51-54 Vongvanij Complex Building B, 12<sup>th</sup>, 19<sup>th</sup> Floors, Rama IX Rd, Huai Khwang, Huai Khwang Bangkok 10310.

#### Vote Casting

Voting Procedures for Each Agenda are as follows:

1. The chairman of the meeting shall propose the shareholders to cast their votes for each agenda;
2. As the Meeting is held through an electronic system, the ballots card will not be provided to the attendees;  
and
3. The voting shall be conducted in an open ballot system through the E-Voting program by the following steps:
  - 1) The shareholders and the proxies are required to select the E-Voting window in order to vote on each agenda either to approve, disapprove or abstain within the given time (1 minute) by selecting the agenda and checking the button to vote to approve, disapprove or abstain in E-Voting program.
  - 2) After selecting the vote, the confirmation text will pop up and the shareholders or the proxies may select the agree button to confirm their vote. The shareholders or the proxies who would like to change their vote can revoke the latest vote and re-vote. However, the shareholders or the proxies cannot vote or change their vote if the voting of such an agenda has been closed.

- 3) The shareholders and the proxies who attend the Meeting via smartphones or tablets have to switch from Zoom program to Chrome program to cast their votes in the E-Voting menu. After finishing the votes, they are required to return to the E-Meeting in Zoom program to continue the Meeting.

#### Counting and Announcement of the Votes

1. One (1) share shall be equivalent to one (1) vote. Except otherwise stipulated by the law, the resolution shall be passed by a simple majority vote of the shareholders attending the meeting and casting their votes. In the case that the vote comes to a tie, the Chairman shall have another vote as the casting vote.
2. For the counting of votes, the Company will count the votes as casted in E-Voting program and as beforehand specified in the Proxy Form B. Once the system processes the counting of votes on each agenda, the votes cannot be changed. If the counting processes are too long, the Meeting will pursue for sake of time and the delayed voting result will be announced as soon as it is obtained. If the shareholders or the proxies do not cast their votes, the votes will be automatically counted as agreed (vote "for").
3. The voting result of each agenda will be announced after the calculation is completed. The result shall be a combination of the votes from the shareholders personally attending the Meeting and the proxies who are authorized to vote on behalf of the shareholders, including the cases where the shareholders already cast their vote beforehand through the proxies. The latest number of votes presented in each agenda is counted as the base for counting the vote.