

## **CONDITIONS AND PROCEDURES FOR REGISTRATION, PROXY AND VOTING**

The barcode system is utilized in the registration process for the right to attend the Shareholders' Annual General Meeting of Electricity Generating Public Company Limited ("The Company"). Each shareholder's barcode is printed on the "**Registration Form for the Shareholders' Annual General Meeting**" (Attachment no. 10 to the notice of the meeting). Shareholders who attend the meeting in person and the proxies are hereby **requested to bring along the registration form for convenient registration**.

### **I. Conditions and Procedures for the registration of the shareholders attending the Meeting in Person**

#### 1.1 Natural Person

Each Thai or foreign individual shareholder attending the Meeting in person is required to identify himself/herself by submitting either one of the following identification:

- Official identity card issued by the Government agencies or State Enterprises; or
- Passport; or
- Other kind of the photo identity card issued by the Government or State agency

#### 1.2 Legal Entity

An authorized director of a Thai or foreign legal entity attending the Meeting is required to show his/her identity card (in accordance with paragraph 1.1) together with the original or a certified copy of the company affidavit or other identification of its legal entity status issued not more than 6 months prior to the Meeting date by the Registrar Office.

### **II Conditions and Procedure for Proxy**

2.1 In case the Proxy has been appointed by an individual shareholder residing within the Kingdom of Thailand, the following documents shall be submitted by such Proxy:

- 2.1.1 Filled proxy form (in accordance with the form attached to this Notice); and
- 2.1.2 Certified copy of the shareholders' identity card (as stipulated in paragraph 1.1).

2.2 In case the Proxy has been appointed by an individual shareholder residing outside the Kingdom of Thailand, the following documents shall be submitted by such Proxy:

- 2.2.1 Filled proxy form (in accordance with the form attached to this Notice); and
- 2.2.2 Certified copy of the shareholders' identity card (as stipulated in paragraph 1.1); and
- 2.2.3 Signatures of shareholders appeared in the documents mentioned in 2.2.1 and 2.2.2 have to be certified by the Thai Consulate, or the notary public, or other competent person legally authorized by local laws of such country.

2.3 In case the Proxy has been appointed by Thai legal entity, the following documents shall be submitted by such Proxy:

- 2.3.1 Filled proxy form (in accordance with the form attached with the Notice); and
- 2.3.2 Company affidavit issued not more than 6 months prior to the Meeting date by the Registrar Office, the Ministry of Commerce, Thailand.; and

- 2.3.3 Certified copy of identity card (as stipulated in paragraph 1.1) of the authorized director (s) whose signature appear(s) in such proxy.
- 2.4 In case that the Proxy has been appointed by foreign legal entity, the following documents shall be submitted by such Proxy:
- 2.4.1 Filled proxy form (in accordance with the form attached with the Notice); and
- 2.4.2 Original, or the certified copy of the company affidavit, or other certified documents of incorporation together with the list of the authorized director(s) of such foreign legal entity; and
- 2.4.3 Certified copy of identity card (as stipulated in 1.1) of the authorized director(s), being consistent with the list provided under 2.4.2, whose signature(s) appear(s) in such proxy.
- 2.4.4 Documents mentioned from 2.4.1 to 2.4.3 must be certified by the Thai Consulate, or the notary public, or other competent person legally authorized by local laws of such country.
- 2.5 The appointment of Proxy by any Form of Proxy (attached herewith) shall strictly conform to the terms and conditions stipulated in such particular Form of Proxy.
- 2.6 The authorized director(s), or the Proxy especially from foreign shareholders are hereby requested to kindly show up at the registration desk as earliest as possible in order that the Company shall be able to timely verify the completeness of the required documents.
- 2.7 The attendant changes his/her title, name, surname has to present the document certifying such change at the registration desk.
- 2.8 If any amendment, erasure or cross-out on any voting marks, marks of Proxy's name or wordings in proxy forms without signature or initial of the Proxy Grantors, the Company shall reserve the right to consider whether the proxy shall be wholly or partially void.
- 2.9 The Company reserves the right to allow only the attendant whose documents are complete and accurate to attend the meeting.

### III. Proxy

The Company provides the following three proxy forms as prescribed by the Department of Business Development, Ministry of Commerce.

- Proxy Form A is a general and simple form.
- Proxy Form B specifies voting guidelines for the proxy.
- Proxy Form C is used only in case of foreign shareholders who appoint the Custodian in Thailand to be in charge of his/her shares.

Shareholders who cannot attend the Meeting may appoint a person as their proxy by taking the following steps.

- (1) **Complete only one of the above proxy forms** The Proxy Grantors who are common shareholders may use either Proxy Form A or B. The Custodians as Proxy Grantors may use only Proxy Form C.
- (2) Authorize a person to attend and vote at the meeting on his/her behalf by specifying the name with details of such person or authorize an independent director of the Company by ticking the box in front of the name of such independent director on the proxy form.

- (3) Affix crossed out 20 baht revenue stamp on the proxy form. For the convenience of attendants, the Company will facilitate affixing the stamp duty for the registration to attend the meeting.
- (4) Return the completed proxy form to the Company's Corporate Secretary before the meeting date or presents it at the document examination desk before the meeting commences.

The voting right has to be assigned to only one Proxy; therefore, this voting right cannot be split and separately assigned to more than one Proxy.

Shareholders may use other forms of proxy, in which the contents completely comply by law.

#### **IV. Voting Conditions**

In each agenda, each shareholder shall have the voting rights equal to the number of shares held (one share one vote). The voting procedures for the shareholders and the shareholders' proxies shall be as follows:

1. Present Shareholders: Shareholders are requested to show their hands if wanting to vote against or abstain their votes for each polling. If there is no show of hands, it will be resolved that the shareholders are in favor of the proposal.
2. Proxies: The voting procedure is as follows.
  - Proxy Form A The shareholders delegate the proxies to exercise their votes in the same manner as the present shareholders.
  - Proxy Form B If the shareholders choose to fix their votes in advance, the Company will collate and record such votes at the time of the meeting registration. If the shareholders delegate the proxies to vote at their discretion or the vote is not clear, the proxies are required to cast their votes in the same manner as the present shareholders.
  - Proxy Form C In case that the custodian fix their votes in advance, they are entitled to have their votes separately in each agenda to approve, disapprove or abstain the items listed such agenda.
3. Ballots: If there are any amendment, erasure or cross-out on any voting marks without signature or initial of shareholders or proxies, the Company shall reserve the right to consider whether the vote shall be wholly or partially void.

The ballots are used for polling. With regard to the directors' election, the ballots for all nominees will be collected at the same time to speed up the process although the voting on the each director nominee will be done on a one by one basis. For other agenda, the ballots with the vote against or abstention will be collected when the Chairman asks for the polling. The remaining would be collected at the end of the meeting. **Should the shareholders or the proxies wish to leave the Meeting before voting is completed, their ballots shall be collected at the exit counter and the votes shall be deducted from those registered earlier** to ensure transparency and correctness of the voting counting process.