

**Guidelines for registration, appointment of proxy, documentation and evidence required to be presented on the date of the meeting.**

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**Guideline for the Appointment of Proxy**

In case the shareholders cannot attend the meeting in person, the shareholders can appoint a person as their proxy to attend the meeting and vote on their behalf. The Company has provided 3 proxy forms in accordance with the forms specified by the Department of Business Development, the Ministry of Commerce. The Company has enclosed Proxy Form B. with this Invitation. Each proxy form has the characteristics as follows:

- Proxy Form A, is the general and simple form.
- Proxy Form B, is the form with fixed and specific details authorizing proxy.
- Proxy Form C, is the form for the shareholders who are foreign investors and have appointed a custodian in Thailand to be a share depository and keeper.

The appointment of proxy can be conducted as follows:

- (1) The shareholders (other than the shareholders who are foreign investors and have appointed a custodian in Thailand to be a share depository and keeper) may choose to use either Proxy Form A. or Form B. In any case, only one type of the proxy form can be chosen. The Company recommends the shareholders to use Proxy Form B. and specify the voting for each agenda.
- (2) The shareholders who are foreign investors and have appointed a custodian in Thailand to be a share depository and keeper may either choose Proxy Form A., Form B. or Form C. In any case, only one type of the proxy form can be chosen.
- (3) The shareholder appoint the proxy shall appoint only one proxy to attend the meeting and cast a vote. The shareholder cannot split his/her votes to different proxies to vote separately.
- (4) The shareholders can appoint any person to be proxies as they wish, or appoint the Independent Director of the Company appeared in Enclosure 6 to be their proxies. If the shareholders choose the appoint the Independent Director of the Company to be their proxies, the Company recommend the shareholders to use Proxy Form B and specify the votes for each agenda, and deliver the proxy form with the supporting document to:

The Company Secretary Office  
Interhides Public Company Limited  
678 Soi T.J.C Sukhumvit Road Bangpoomai Samutprakarn 10280 Thailand  
Telephone no. 02-028-9728-37 Ext 8992

For convenience of reviewing the documents, please kindly have the documents delivered to the Company at least 3 working days.

- (5) The proxy form must be correctly and clearly filled in, and signed by the grantor and the proxy, and affixed with Baht 20 stamp duty, crossed and specified the date such proxy is made.

- (6) The proxy must present the registration form, proxy form and supporting documents at the registration desk for proxies on the meeting date.

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### **Registration**

The Company will commence the registration and allow the shareholders and the proxies to register the meeting attendance from 13:00 hrs onwards on April 24, 2023 at MR211 Room, Bangkok International Trade & Exhibition Centre 88 Debaratna road(km.1), Bangna Tai, Bangna, Bangkok 10260, Thailand The location is as appeared in the location map in Enclosure 10.

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### **Documents to be presented on the Meeting Date**

As the Company will use the barcode system for the registration and votes counting, the meeting participants are recommended to present the **Registration Form** and the following documents to the officer at the registration desk before attending the meeting:

1. In the event that the shareholder is an ordinary person:
  - 1.1 Attendance in person: A valid official ID card wherein a photograph is shown, e.g. Personal ID card, driver license, or passport.
  - 1.2 Attendance by proxy:
    - (A) A completed Proxy Form in Attachment 8 signed by the proxy grantor (the shareholder) and the proxy;
    - (B) A copy of the proxy grantor's ID card as referred to in 1.1, with authorized certification by the proxy grantor; and
    - (C) An original of the proxy's ID card as referred to in 1.1
2. In the event that the shareholder is a juristic person:
  - 2.1 Attendance by an authorized representative of the shareholder:
    - (A) An original of such authorized representative's ID card as referred to in 1.1; and
    - (B) A copy of the Affidavit or Certificate of Incorporation of the shareholder showing the name of such authorized representative as a person having authority to act on the shareholder's behalf, with authorized certification by such authorized representative, together with affixing its Common Seal (if any).
  - 2.2 Attendance by proxy:
    - (A) A completed Proxy Form in Attachment 8 signed by the proxy grantor (the shareholder) and the proxy;

- (B) A copy of the Affidavit or Certificate of Incorporation of the shareholder showing that the name of the person who signs in the Proxy Form as the proxy grantor is an authorized representative of the shareholder having authority to act on the shareholder's, with authorized certification by such authorized representative together with affixing its Common Seal (if any).
- (C) A copy of such authorized representative's ID card as referred to in 1.1, with authorized certification by such authorized representative.
- (D) An original of the proxy's ID card as referred to in 1.1

3. In the case the shareholders, who are foreign investors and have appointed a custodian in Thailand to be a share depository and keeper, appoint a proxy by using Proxy Form C., to present the following documents.

#### 3.1 Documents from custodian

- (1) The Proxy Form C., correctly and completely filled in and signed by the authorized representative of the custodian which is the grantor and the proxy, and affixed with a stamp duty
- (2) Document confirming that the person who signed the proxy form is permitted to operate the custodian business
- (3) Copy of an affidavit of the custodian, certified as true and correct copy by the authorized representative of the custodian, with the statement showing that such authorized representative of the custodian, who signs the proxy form as the grantor, is empowered to act on behalf of the custodian
- (4) Copy of the valid identification issued by the government agency as specified in Clause 1.1 of the authorized representative of the custodian, certified as true and correct copy

#### 3.2 Documents from shareholder

- (1) Power of Attorney from the shareholder appointing the custodian to sign the proxy form on his/her behalf
- (2) Copy of an affidavit of the shareholder, certified as true and correct copy by the authorized representative, with the statement showing that such authorized representative who signs the power of attorney is empowered to act on behalf of such juristic shareholder
- (3) Copy of valid identification issued by the government agency as specified in Clause 1.1 of the authorized representative, certified as true and correct copy

#### 3.3 Documents from proxy

To present the proxy's valid identification issued by the government agency as specified in Clause 1.1

4. In the case the shareholder who does not hold Thai nationality or is a juristic person established under the foreign law (as the case may be), provides the documents in the languages other than Thai or English, such shareholder must also provide the English translations. The

translations shall be certified for their correction by the shareholder or the authorized representative of the shareholder (as the case may be).

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### **Voting Procedures and Votes Counting**

1. One share is equal to one vote.
2. The shareholders attending the meeting in person and the proxies holding Proxy Form A. and Form B. must cast their votes in one of the following manners, i.e. approve, disapprove or abstain, and cannot split their votes in each agenda.
3. The shareholders, who are foreign investors and have appointed a custodian in Thailand to be a share depository and keeper, appointing a proxy by using Proxy Form C., can split their votes in each agenda.
4. The officer will distribute the voting cards at the registration desk only to (1) the shareholders attending the meeting in person, (2) the proxies appointed by using Proxy Form A., and (3) the proxies appointed by using Proxy Form B. and Form C. in case the grantor has specified in the proxy form that the proxy shall have the right on his/her behalf to consider and approve independently as the proxy deems appropriate without specifying the voting in the proxy form. The officer will not distribute the voting cards to the proxies in the case the grantors have already specified the voting in the proxy forms, and will record the votes as specified in the proxy forms when the proxies register for the meeting attendance.
5. In casting the votes for each, the Chairman of the Meeting will inquire whether any person disapproves or abstains, and ask such person to mark in the box disapprove or abstain in the voting cards, and raise his/her hand in order for the officer to collect the voting cards and count the votes. In votes counting, the Company will use the method of deducting the disapproved votes, abstained votes and the invalid voting cards from all of the votes. The remaining votes will be deemed as the approved votes. For the persons who vote to approve, please mark in the box approve in the voting cards and return them to the officer after the meeting is adjourned. In this regard, the samples of the invalid voting cards, e.g. unclear mark in the box, no signature accompanied with the change, etc.
6. Before casting the votes in each agenda, the Chairman of the Meeting will give opportunity to the meeting attendees to inquire on the issues related to such agenda as appropriate. In this regard, the meeting attendee who wishes to inquire or make comment, please notify name and surname to the meeting before making any inquiry or comment.
7. The resolution of the shareholders' meeting must consist of the following votes:
  - (1) In ordinary case, the majority votes of the shareholders attending the meeting and casting their votes
  - (2) In other cases specified otherwise by laws or the Company's Articles of Association, the resolution of the meeting shall be in accordance with the laws or the Company's Articles of Association. The Company has already specified as the remark in each agenda in the Invitation the number of votes to be required to approve the relevant matter in each agenda.

- (3) In case of the tied votes, the Chairman of the Meeting shall have an additional vote as the casting vote.
  - (4) A shareholder or proxy having a special interest in any specific matters shall not be permitted to cast his/her votes on such matter.
8. The votes counting will be conducted immediately and the Chairman of the Meeting will inform the voting results to the meeting for every agenda.

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**Procedures for Attending Annual General Meeting No.1/2023**  
**Interhides Public Company Limited**  
**April 24, 2023.**



