

**Conditions, Guidelines and Practices in Attending the Meeting By Proxy and Voting****1. In the case of attending the meeting in person**

- In the event the shareholder is an ordinary person, Thai national, please show your ID card or civil servant ID card.
- If you are an alien, please show the alien ID card, or passport or the equivalent at the place of registration.
- In the case there is a revision of the name- surname, show evidence of registering such a change.

**2. In the case of a proxy**

- The shareholder who appoints a proxy who must be his only proxy to attend the meeting and vote according to the proxy statement attached.
- The proxy may wish to vote separately on each meeting item to agree or disagree or abstain as specified in the proxy statement, according to the wish of the principal.
- The proxy is required to submit the proxy statement to the chairman of the meeting and/or his assignee before the meeting by filling in information and signature in full. In the event there is a correction or deletion of the important statement, the proxy has to sign it each time. The proxy statement is required pasting 20-baht stamp duty.

**The documents to supplement the proxy statement**

- ☐ In the case the principal is an ordinary person, Thai national: A photocopy of ID card or civil servant ID card of the principal with the true copy certification.
- ☐ In the case the principal is an alien: Alien ID card, or passport or the equivalent.
- ☐ In the case the principal is a legal entity:
  - Thai legal entity: A copy of the articles of incorporation issued by Ministry of Commerce, or the authorized agency is valid for no more than one year, is certified by the authorized person, his signature, photocopy of ID card, or civil servant ID card, signed by the authorized person on behalf of the legal entity, certifies its validity by its director.
  - Alien legal entity: The authorized person of the legal entity to sign and stamp the company's seal in the proxy statement in person in the presence of the notary public, or the agency with similar duty according to the law of each country. After signing it, submit the proxy statement to the authorized person or the Thai consulate or acting assignee, or the person who can certify with integrity according to the law of that country (for notary public) as well.
- ☐ In the case of using a fingerprint in lieu of signature, print the left thumb and write "The fingerprint of the left thumb by.....," and two witnesses certify as genuine and printed in their presence and they countersign and attach their ID cards/civil servant ID cards and certified as true copy as well.
- ☐ In the extraordinary 2015 Annual General Meeting (AGM), if the shareholder cannot attend the meeting in person, he can appoint a proxy by anyone, or any of the following independent directors to vote for them.

1. Mr. Anusorn Tamajai, independent director and chairman of the audit committee, aged 49 years old, residing at the house No. 7/528 Village 9, Sala Thammasop Sub-District, Thawi Wattana District, Bangkok, 10170.

**บริษัท ช.ทวี ดอลลาร์เซียน จำกัด (มหาชน)**

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2. Mr. Asa Prateepasen, independent director and audit committee, aged 54 years old, residing at the house No. 314/122, Village No. 5, Thung Khru Sub-District, Thung Khru District, Bangkok 10140.
  3. Mr. Chatchawan Traimvicharnkul, independent director and audit committee, aged 50 years old, residing at the house No. 32/98 Soi Rung Rueang, Sam Sen Nok Sub-District, Huai Khwang District, Bangkok 10320.
- ☐ The shareholder who wishes to appoint the Company's independent director as a proxy, please submit the prepared proxy statement and signed with validity to the organization service section with the relevant documents to the Company in advance before the meeting a minimum of 3 days.
- ☐ **However, the proxy who wishes to attend the meeting has to show his ID card/civil servant ID card/passport (foreigner) of the proxy appointee for registration.**
3. **In the case the shareholder is deceased**, the estate administrator can attend the meeting or appoint a proxy to attend the meeting instead. He must have the court order as the estate administrator certified by the authorized person with the validity a maximum of six months before the meeting to show additionally.
  4. **In the case the shareholder is a minor**, the parents or legal guardian can attend the meeting or appoint a proxy to attend it by having a copy of the house registration of the minor to show additionally.
  5. **In the case the shareholder is incompetent or quasi-incompetent**, the guardian or custodian can attend the meeting in person or appoint a proxy, with the court order and certified by the authorized person and is valid for no more than six months before the meeting date to show additionally.

### **Registration**

The Company's official shall open for registration before starting the meeting as minimum of two hours, or from 12.00 hours onwards.

### **Voting**

1. Voting shall be made in open by counting one share per vote, and the resolution of the shareholders shall consist of the following votes:
  - In a normal case, the majority vote of the attending and eligible shareholders prevail, but in the case of votes reaching equally, the chairman of the meeting shall make the casting vote.
  - In other cases, which subject to the law and/or bylaws, specified differently from the normal case, it shall comply with the requirement, and the chairman of the meeting shall notify the shareholders in the meeting for acknowledgement before voting on each item.
2. Voting in the case of appointing a proxy, who can vote as specified in the proxy statement only.
3. The shareholder who has a conflict of interest in a subject, it is prohibited from voting in that matter and the chairman of the meeting may invite that shareholder to leave the meeting room temporarily.
4. Voting by ballot can be made when a minimum of five shareholders request and the meeting resolves to adopt it as such. The chairman of the meeting shall specify the method of balloting and notifying the meeting before voting.

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**Method of voting on each item**

The chairman of the meeting shall present it to the shareholders to consider voting on each item by inquiring on each item at the meeting to see who wants to vote or abstain from it.

If a shareholder or proxy agrees or disagrees or abstains, he shall raise his hand for counting except in the case of balloting, the vote counters shall require the shareholder or proxy to vote on the ballot according to the instructions in the meeting.

**Counting the votes and notifying its results**

The chairman of the meeting will notify the method of voting to the meeting for acknowledgement before calling to order that it shall count each item by the computer. It is implemented by deducting the disagreed and abstained votes of the shareholders or the proxies out of the total shares of the attending and eligible shareholders or the proxies, and the results shall be notified to the meeting for acknowledgement.

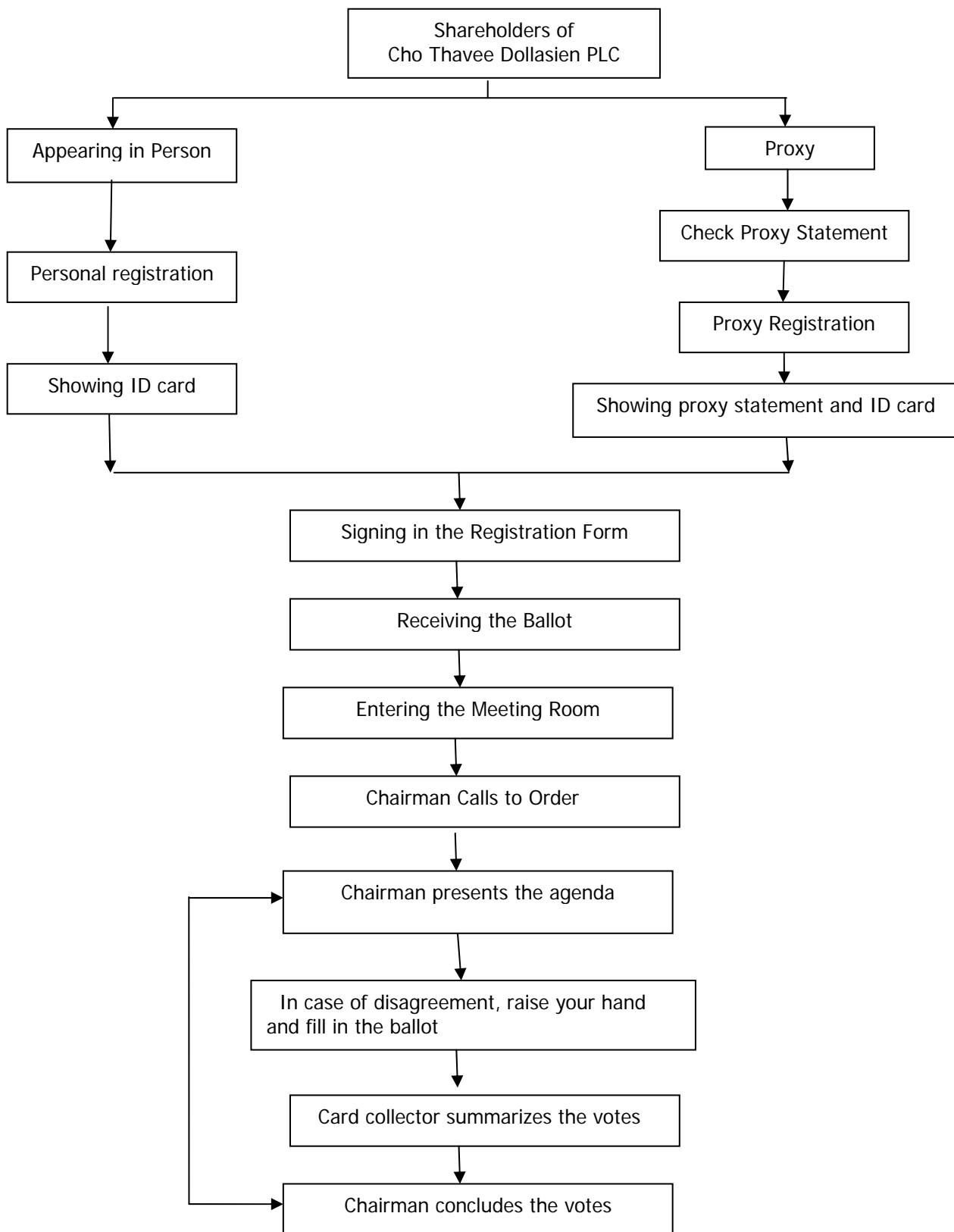
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### Procedure on Attending the Shareholders' Meeting



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