

**Guidelines for Meeting Registration, Proxy Appointment,  
and Vote Casting and Counting  
Extraordinary General Meeting of Shareholders No. 1/ 2023  
SCB X Public Company Limited  
19 January 2023**

**A) Registration**

Shareholders or proxies intending to attend this meeting of shareholders are requested to read and follow the Flowchart for the Registration and Meeting Attendance via e-Meeting and the Inventech Connect e-Meeting Guide as detailed in Attachment No. 2-3.

**Documents required for the registration**

**1. In the event that the shareholder is a natural person**

**1.1 Attendance by shareholder:**

- A photocopy of a valid photo-ID document issued by a governmental authority, such as a national identification card, a government official ID card, a driving license, an international driving license, a foreigner identification card, or a passport. Such document must be certified as true and correct by such shareholder.

**1.2 Attendance by proxy:**

- (a) a Proxy Form B (the form which is attached to the notice of this meeting of shareholders) that is completed and signed by the proxy grantor and the proxy, and affixed with Baht 20 duty stamp which must be crossed out and dated upon an appointment of the proxy;
- (b) a photocopy of identification document of the proxy grantor (as referred to under clause 1.1 above) and certified as true and correct by the proxy grantor; and
- (c) a photocopy of identification document of the proxy as referred to under clause 1.1 above.

**2. In the event that the shareholder is a juristic person:**

**2.1 Attendance by authorized representative of shareholder:**

- (a) a photocopy of identification document of such authorized representative of the shareholder as referred to under clause 1.1 above; and
- (b) a photocopy of the Affidavit or Certificate of Incorporation that has been issued not later than one year prior to the date of this meeting of shareholders by the Business Development Department or a competent authority of the country where such juristic person is situated or by an officer of such juristic person which indicates detail of name, the signatory person(s) of such juristic person, any condition or limitation of signatory power, and the address of the head office, etc. Such document must be certified as true and correct by such authorized representative.

2.2 Attendance by proxy:

- (a) a Proxy Form B (the form which is attached to the notice of this meeting of shareholders) that is completed and signed by the proxy grantor and the proxy, and affixed with Baht 20 duty stamp which must be crossed out and dated upon an appointment of the proxy;
- (b) a photocopy of the Affidavit or Certificate of Incorporation that has been issued not later than one year prior to the date of this meeting of shareholders by the Business Development Department or a competent authority of the country where such juristic person is situated or by an officer of such juristic person which indicates detail of name, the signatory person(s) of such juristic person, any condition or limitation of signatory power, and the address of the head office, etc. Such document must be certified as true and correct by the authorized representative of such juristic person and shall state that the authorized representative signing the proxy form truly has the authority to act on behalf of the juristic person being the shareholder;
- (c) a photocopy of identification document of the authorized representative (as referred to under clause 1.1 above) which is certified as true and correct by the authorized representative; and
- (d) a photocopy of identification document of the proxy as referred to under clause 1.1 above.

3. **In the event that a custodian in Thailand is appointed by the shareholder:**

- (a) a Proxy Form C (as referred to under paragraph "B) Appointment of Proxy" below) that is completed and signed by the proxy grantor and the proxy, and affixed with Baht 20 duty stamp which must be crossed out and dated upon an appointment of the proxy;
- (b) a confirmation letter certifying that the custodian has obtained a license to undertake or engage in custodian business;
- (c) a photocopy of Affidavit or Certificate of Incorporation of the custodian issued not later than one year prior to the date of this meeting of shareholders by the Department of Business Development and certified as true and correct by the authorized representative of the custodian or the attorney-in-fact (if a power of attorney is presented and empowers the attorney-in-fact to certify the document);
- (d) a photocopy of identification document of the authorized representative of the custodian (as referred to under clause 1.1 above) which is certified as true and correct by such authorized representative;
- (e) a photocopy of a valid power of attorney of the custodian, in the event that an attorney-in-fact is appointed to act on behalf of the custodian, which is certified as true and correct by the authorized representative of the custodian or the attorney-in-fact (if such power of attorney empowers the attorney-in-fact to certify the document) and a photocopy of the identification document of the attorney-in-fact (as referred to under clause 1.1 above) which is certified as true and correct by the attorney-in-fact; and
- (f) a photocopy of identification document of the proxy as referred to under clause 1.1 above.

Should there is any document presented in other languages than Thai or English, an English translation thereof must be also provided and certified as a correct translation by the authorized representative of the juristic person.

The Company will refuse the registration and not allow the shareholder and/or the proxy to attend the shareholders' meeting in any of the following cases:

1. the issuing date of the photocopied Affidavit or Certificate of Incorporation of the shareholder (as referred to under clause 2.1 (b) above) is later than one year prior to the date of this meeting of shareholders; or
2. the proxy form is not signed by the proxy grantor and/or the proxy; or
3. there is any change in material information contained in the proxy form without the proxy grantor's signature certifying on every change; or
4. the identification documents of the proxy grantor and/or the proxy required for the registration are lacking or incomplete.

The photocopy of your identification document you provided may contain Sensitive Data, such as race, religion, blood type. The Company has no intention and policy to collect, use and/or disclose your Sensitive Data from such photocopy. Thus, you are requested to make invisible such data before submitting to the Company. If you do not make invisible of such data, it will be deemed that you already authorized the Company to make invisible those data. In case the Company is unable to make invisible of those data as limited by some technical issue, the company shall collect such photocopy as being part of your identification document only.

## **B) Appointment of proxy**

### **1. Appointment of another person as a proxy:**

- 1.1 A proxy grantor must appoint and authorize only one proxy to attend the meeting and cast the votes on his/her behalf, and the number of shares held by such proxy grantor cannot be split for more than one proxy in order to separate the votes.
- 1.2 The proxy form must be correctly and completely filled in by a proxy grantor and signed by both the proxy grantor and the proxy.
- 1.3 If there is any change of vote on an agenda item, a proxy grantor must affix signature to certify such change on the proxy form. Otherwise, such vote will be deemed as cast by "the person not entitled to vote".

### **2. Proxy form**

The Company has prepared proxy forms as prescribed by the Notification of the Business Development Department, Re: Proxy Form (No. 5), B.E. 2550 (A.D. 2007) pursuant to which there are three forms of proxy the shareholder may use:

Proxy Form A	is a general and simple form;
Proxy Form B	is the form in which each particular matter in detail is specified; and
Proxy Form C	is to be applied in the case that a foreign shareholder appoints a custodian in Thailand to take deposit and take care of shares.

In this regard, a copy of Proxy Form B has been delivered to each of the shareholders by the Company in order that any shareholder who is unable to attend the meeting can appoint any person or independent directors of the Company (as listed below) as a proxy to attend and cast the votes on behalf of the

shareholder in the meeting. In the event that a shareholder wishes to appoint a proxy in general, such shareholder may apply Proxy Form A. Should a shareholder be a foreign investor for which a custodian of the shares in Thailand is appointed, such shareholder may download and use Proxy Form C available at <https://www.scbx.com>

### 3. Appointment of the Company's independent director(s) as a proxy

3.1 A proxy grantor is requested to specify the names and information of the two independent directors of the Company as proxies in order that if one of them is unable to attend the meeting due to any force majeure event, the other who attends the meeting will be able to serve as a proxy who attends the meeting and vote on behalf of such shareholder. Names and information of such independent directors are as follows:

(1) Mr. Kan Trakulhoon

Independent Director, Chairman of the Nomination, Compensation and Corporate Governance Committee, and Member of the Executive Committee  
67 years of age, No. 9 Ratchadapisek Road., Jatujak Subdistrict, Jatujak District, Bangkok.

(2) Mr. Winid Silamongkol

Independent Director and Chairman of the Audit Committee  
64 years of age, No. 9 Ratchadapisek Road., Jatujak Subdistrict, Jatujak District, Bangkok; and

Independent directors who are appointed by shareholders as proxies will proceed with the shareholders' intention as stated in all respects.

3.2 A proxy grantor must complete and sign the proxy form. The completed proxy form and the required documents can be put in the business reply service envelope attached herewith to deliver them to the Company Secretary without affixing any additional postage stamp. Kindly send the documents in advance so that they reach the Company Secretary by 16 January 2023.

## C) Vote Casting and Counting

### 1. Vote casting

1.1 For each agenda item, the Chairman will ask the meeting to cast votes through the e-Meeting system. The meeting participants must select only one of the three voting choices, which are "Approve", "Disapprove" and "Abstain". If a meeting participant does not select any of the voting choices available on the e-Meeting system, it shall be deemed by the Company that the meeting participant casts an "Approval" vote, except for the case of custodians.

If a proxy grantor does not specify his/her voting decision on an agenda item in the proxy form or if a voting decision specified therein is unclear, or there is any matter other than those specified in the proxy form which is to be considered and resolved in the meeting, or there is any additional change or amendment to any fact, the proxy will be entitled to consider and vote on such agenda item as the proxy deems appropriate

- 1.2 In the event that a shareholder who appoints a proxy to attend the meeting on his/her behalf has marked in the proxy form his/her approval, disapproval, or abstention vote for the relevant agenda item in compliance with the regulations, the Company will record such vote as marked or specified by the shareholder in the proxy form in advance.

## 2. Vote Counting

- 2.1 One share shall be counted as one vote.
- 2.2 This Extraordinary General Meeting of Shareholders has only one agenda, which requires the votes of not less than three-fourths of the total number of votes of shareholders who attend the meeting and are entitled to vote (according to Paragraph 2 of Section 145 of the Public Limited Companies Act, B.E. 2535 (A.D. 1992)), the total number of votes of the shareholders who attend and cast approval, disapproval, or abstention votes will be applied as the base number of votes for calculation purpose.
- 2.3 The Chairman of the meeting or any other person assigned by the Chairman of the meeting will announce the voting results of each agenda item after the voting of such agenda item has ended.

In light of this, the Chairman of the meeting or any persons assigned by the Chairman of the meeting will brief the shareholders about the method of vote casting and counting prior to proceeding with the agenda.