

**Guidelines for Meeting Registration, Proxy Appointment and
Details of GFPT Independent Directors for Proxy Appointment, and Voting and Vote Counting Procedures
The 2021 Electronic Annual General Meeting of Shareholders (E-AGM)**

GFPT Public Company Limited (GFPT) convene the Annual General Meeting of Shareholders for year 2021 on Thursday 8 April 2021 at 9.30 a.m. by electronic meeting platform (E-AGM) and broadcast from the Company Meeting Room, M Floor, GFPT Tower, 312 Rama 2 Road, Bangmod, Jomthong, Bangkok, 10150 in accordance with the Emergency Decree on Electronic Meeting B.E. 2563.

To attend the E-AGM either in person or by proxy, please kindly see details about preparation for e-Registration, attending the e-Meeting, asking questions, and voting procedures in the User Manual Electronics Meeting System for the Shareholders' Meeting (Enclosure 7).

The pre-registration will start from **22 March 2021** until the Meeting is ended.

For more information:



E-AGM service for Registration and Attending the Meeting

<https://portal.eservice.set.or.th>



User's Manual for the Electronic Meeting System for the Shareholders' Meeting (E-AGM)

<https://www.set.or.th/th/eservice/shareholder.html>

REGISTRATION AND IDENTIFICATION (as the case may be)**1. Individual Shareholders Attending E-Shareholder Meeting and Self-Registration**

Please proceed the followings: -



- (1) Self-Register via <https://portal.eservice.set.or.th> or scan this QR-Code
- (2) Select “Register”
- (3) Shareholders accept the terms and conditions for attending the shareholders' meeting via DAP e-Shareholder Meeting system by marking and pressing “OK” button
- (4) Shareholders fill out information as specified, including:
 - 4.1) Name-Surname
 - 4.2) ID card number and laser code on the back of the ID card card(Only fill in numbers, without ticks)
 - 4.3) Date of birth
 - 4.4) Email address (e-mail address will be used as your Username for log-in)
 - 4.5) Mobile phone number (only fill in numbers, without ticks)
 - 4.6) Password and confirm password
- (5) Shareholders consent to receive documents in electronic format from the meeting organizer by marking
- (6) Click “Next”
- (7) Click to request OTP, and the OTP will be sent to the mobile phone number you have entered
- (8) The system will send your information to verify the correctness with the database of the Department of Provincial Administration (DOPA)
- (9) After the verification with DOPA database, shareholders take pictures by clicking the picture button. The system will turn on your camera. Shareholders need to take pictures of yourself holding the ID card as explained in 3 steps below:
 - Picture1: Picture of yourself
 - Picture2: Picture of your ID card
 - Picture3: Picture of yourself holding the ID card
- (10) Shareholders review securities holding information. If the information is correct, click “Confirm” button.
- (11) Shareholders will receive an email confirming your registration result. If you cannot find the email, please check Junk mail or contact the Company’s staff.

***** Please keep your Username and Password confidential.**

Your login account should never be disclosed to others***

2. Individual Shareholders wishing to use other documents for Identity Verification

Please proceed the followings: -

- (1) fill out “Notification of Meeting”
- (2) a copy of “Identification document”¹ of the Shareholders and certified true copy by the Shareholders
- (3) Please send the original copy of the above documents to the Company by Post within 5 April 2021 to the following address:
Company Secretary Office
GFPT Public Company Limited
312 Rama 2 Road, Bangmod, Jomthong, Bangkok, 10150
- (4) Shareholders will receive can email confirming your registration result. If you cannot find the email, please check Junk mail or contact the Company’s staff.

The company reserves the right not to register in the case of (1) documents deliver after the date specified above or (2) documents are incomplete or incorrect or not comply to specified conditions.

***** Please keep your Username and Password confidential.**

Your login account should never be disclosed to others***

¹ “Identification document” must be the document containing the photo of such person issued by the Government Agency, such as Identification Card, Driver License, or Passport (In case of Foreign Shareholder). In case of changing name or surname, please submit a copy of Certification of Name Change.

APPOINTMENT A PROXY

Shareholders may appoint a person or an independent director of the Company to act as their proxy by using Proxy Form (enclosure 5) and supporting proxy documents as the case may be:-

3. Appointing a Proxy by Individual Shareholders

- (1) fill out "Notification of Meeting"
- (2) a Proxy Form B. attached to the invitation of the Meeting, accurately completed and signed by the Shareholder and the proxy holder
- (3) a copy of "Identification document"¹ of the Shareholders and certified true copy by the Shareholders
- (4) a copy of "Identification document"¹ of the proxy holder and certified true copy by the proxy holder

4. Appointing a Proxy by Juristic Shareholders

- (1) fill out "Notification of Meeting"
- (2) a Proxy Form B. attached to the invitation of the Meeting, accurately completed and signed by the Shareholders' representatives and the proxy holder
- (3) a copy of "affidavit or certificate of incorporation of the juristic Shareholders" containing a statement indicating that such representative has been duly authorised to act on its behalf, certified true by its representative.
- (4) a copy of "Identification document"¹ of the Shareholders and certified true copy by the Shareholders' representatives
- (5) a copy of "Identification document"¹ of the proxy holder and certified true copy by the proxy holder

5. Non-Thai Individual Shareholders or Non-Thai Juristic Persons Established under Foreign Laws Appointing Custodian in Thailand

- (1) fill out "Notification of Meeting"
- (2) a Proxy Form C. which can be downloaded from <https://www.gfpt.co.th/gfpt/files/ir.shareholders.meeting/AGM2021EN5ProxyC.pdf>, accurately completed and signed by the Shareholders' representatives and the proxy holder
- (3) a copy of "affidavit or certificate of incorporation of the juristic Shareholders", a competent authority of the country in which such juristic person is situated, or an officer of such juristic person, and the person(s) having power to place his/her/their signature(s) or to act on behalf of such juristic person;
- (4) a copy of "Identification document"¹ of the Shareholders and certified true copy by the Shareholders' Representatives
- (5) a confirmation letter stating that the custodian has obtained a license to undertake or engage in custodian business
- (6) a copy of "Identification document"¹ of the Custodian and certified true copy by the Custodian's Representatives

¹ "Identification document" must be the document containing the photo of such person issued by the Government Agency, such as Identification Card, Driver License, or Passport (In case of Foreign Shareholder). In case of changing name or surname, please submit a copy of Certification of Name Change.

- (7) a copy of "Identification document"¹ of the proxy holder and certified true copy by the proxy holder
- (8) Original documents which are neither in Thai nor in English must be submitted together with Thai or English translation, certified true and correct by its authorised officer (if any)

Please send the original copy of the above documents to the Company by Post within 5 April 2021 to the following address:

Company Secretary Office
GFPT Public Company Limited
312 Rama 2 Road, Bangmod, Jomthong, Bangkok, 10150

Shareholders will receive an email confirming your registration result. If you cannot find the email, please check Junk mail or contact the Company's staff.

NOTIFICATION OF IDENTITY VERIFICATION

After receiving documents for registration and / or proxy appointment according to clause 2., 3., 4. and 5.; the Company will check and verify for completeness and correctness of all documents. Then, the company will send Username and Password along with the WebLink to log-in to the E-AGM meeting system via e-mail specified in the document.

The company reserves the right not to register in the case of (1) documents delivered after the date specified above or (2) documents are incomplete or incorrect or not comply to specified conditions.

In addition, the E-AGM system allows only one e-mail address to register for each shareholder or proxy. If the attendant is a shareholder and appointed as a proxy from other shareholders; or the attendant who receives a proxy from multiple shareholders, please prepare other e-mail addresses according to the number of proxy appointment.

***** Please keep your Username and Password confidential.
Your login account should never be disclosed to others.*****

DETAILS OF GFPT INDEPENDENT DIRECTORS FOR PROXY APPOINTMENT

The Company has provided 3 proxy forms prescribed by the Department of Commercial Registration, Ministry of Commerce: Notification of Department of Business Development regarding Proxy Form No.5) B.E. 2550, to be used in any shareholders' meeting in order to facilitate the proxy, which are:

1. Form A, a general form which is easy to be used;
2. Form B, highly recommend to use as much of detail is clearly specified; and
3. Form C, in case proxy grantor is custodian.

In case that any shareholder is unable to attend the meeting, the shareholder may appoint another person or any of the Company's independent directors listed below as proxy to attend and vote on your behalf in the meeting by selecting one of these proxy forms provided above. It is highly recommended to use the Proxy Form B (Enclosure 5) as the vote can be clearly specified for each agenda items.

In the event that a shareholder is desirous to appoint a proxy in general, such a shareholder may apply the Proxy Form A. Should a shareholder be a foreign investor for which a custodian of the shares in Thailand is appointed, such a shareholder may download and use the Proxy Form C available at <https://www.gfpt.co.th/gfpt/files/ir.shareholders.meeting/AGM2021EN5ProxyC.pdf>

The Nomination of the Independent Directors of the Company as Proxies

Name List of Independent Directors who serves as Proxy for Shareholders

1) Dr. Sathit Karanes

Independent Director and Chairman of Audit Committee, 68 years


Residing at 250/2 Soi Thonglor 8, Sukhumvit 55 Road, Klongtan, Wattana, Bangkok 10110

2) Mr. Paramet Hetrakul


Independent Director and Member of Audit Committee, 57 years

Residing at 1/4 Vipawadee Rungsit Road, Laksi, Bangkok 10210

Profiles of the Director Who Serves as Proxy for Shareholders

Name/Surname	Dr. Sathit Karanes	
Type of director	Independent Director	
	Chairman of Audit Committee	
	Chairman of Nomination, Remuneration and Governance Committee	
Age	68 years	
Nationality	Thai	
Education	Faculty of Doctor of Medicine, Diplomate Thai Board of General Surgery, and Pediatrics Surgery, Mahidol University	
Director Certificate	Directors Accreditation Program No. 14/2004 Audit Committee Program No. 31/2010	
No. of Years on the Board	25 June 1998 – Present (23 years)	
Experiences / Other Positions	Instructor and Doctor Faculty of Medicine, Ramathibodi Hospital Director of S.V.K. Family Mart Co., Ltd.	
Positions in Other Listed Companies	-None-	
Positions in Rival Companies / Agri-Related Business	-None-	
GFPT Shareholding	-None-	
Family Relationship	-None-	
% of Total Shares With Voting Right	-None-	
Legal Dispute in Criminal Cases (Other than Criminal Cases with Petty Offences)	-None-	
Meeting Attendance in 2020	Attend 1 out of 1 in the General Shareholders' Meeting Attend 9 out of 9 in the Board of Directors Meeting Attend 4 out of 4 in the Audit Committee Meeting Attend 3 out of 3 in the Nomination, Remuneration and Governance Committee Meeting	
Performance during Tenure	Being the Chairman of Audit Committee to monitor the Board and management and plays an important role in promoting good governance within the Company.	
Conflict of Interest in This Meeting	Agenda 5: To consider and approve the 2021 Board of Directors' remuneration	
Special Conflict of Interest	-None-	

Profiles of the Director Who Serves as Proxy for Shareholders

Name/Surname	Mr. Paramet Hetrakul	
Type of director	Independent Director	
	Member of Audit Committee	
	Member of Nomination, Remuneration and Governance Committee	
Age	57 years	
Nationality	Thai	
Education	MBA, University of Hartford, Connecticut, USA Bachelor Degree in Accountancy, Chulalongkorn University CFA, the Institute of Chartered Financial Analysts, Virginia, USA	
Director Certificate	Directors Accreditation Program No. 43/2005	
No. of Years on the Board	1 July 2005 - Present (16 Years)	
Experiences / Other Positions	Director of DN Broadcast Co., Ltd. Director of Pra Choom Chang Co., Ltd. Director of Agri – Union Co., Ltd. Director of Piyadamansion Co., Ltd.	
Positions in Other Listed Companies	-None-	
Positions in Rival Companies / Agri-Related Business	-None-	
GFPT Shareholding	50,000 shares	
Family Relationship	-None-	
% of Total Shares With Voting Right	0.004% of total shares	
Legal Dispute in Criminal Cases (Other than Criminal Cases with Petty Offences)	-None-	
Meeting Attendance in 2020	Attend 1 out of 1 in the General Shareholders' Meeting Attend 8 out of 9 in the Board of Directors Meeting Attend 4 out of 4 in the Audit Committee Meeting Attend 3 out of 3 in the Nomination, Remuneration and Governance Committee Meeting	
Performance during Tenure	Being the Member of Audit Committee to monitor the Board and management and plays an important role in promoting good governance within the Company.	
Conflict of Interest in This Meeting	Agenda 5: To consider and approve the 2021 Board of Directors' remuneration	
Special Conflict of Interest	-None-	

ATTENDING THE ELECTRONIC ANNUAL GENERAL MEETING OF SHAREHOLDERS (E-AGM)

- Please kindly see details about preparation for attending the e-Meeting, asking questions, and voting procedures in the User Manual Electronics Meeting System for the Shareholders' Meeting via <https://www.set.or.th/th/eservice/shareholder.html> or Scan QR code
- Shareholders or Proxy holders can log in to e-service from 8.00 a.m. on the Meeting date with the provided Username & Password and OTP code at <https://portal.eservice.set.or.th> or scan QR code here.
- After log-in to the DAP e-Shareholder Meeting (e-service), the attendance can join the E-AGM meeting through WebEx (conference application) by click the URL link.

**ASKING QUESTIONS IN THE E-MEETING**

- Before casting the vote in each agenda, the Company will give shareholders an opportunity to make inquiries or comments on the issues related to such agenda as appropriate. In this regard, shareholders who wish to make the inquiries or comments are requested to return to the DAP e-Shareholder Meeting application (previously log-in) and select "Send Questions" button and then type in the question in the box and select "Confirm" button. The question will be added into a waiting list.
- Please wait for notification from the system administration by returning to the WebEx application and preparing to open microphone and camera and making inquiries and comments accordingly. Shareholder are requested to notify their names before making the inquiries or comments in the Meeting.

VOTING PROCEDURES

- To cast a vote, one share shall have one vote
- During the voting period, the Company will notify shareholders and open a voting system for each agenda. Please return to the DAP e-Shareholder Meeting system and press the voting button
- A shareholder or a proxy may cast a vote to "Approve" or "Disapprove" or "Abstain"
- Only shareholders who wish to vote "Disapprove" or "Abstain" are required to go to vote in the e-service page. For shareholders who wish to vote "Approve", no action is required as being default setting.
- If the shareholders have assigned the proxy to vote on each agenda item as stated in the Proxy Form, the Company will record the votes as specified by the shareholders in the Proxy Form.

VOTE COUNTING

- In counting the votes for each agenda item, the Company will count the votes for “Approve” or “Disapprove” and “Abstain”. For a simple majority vote of the shareholders who attend the Meeting, the “Abstain” votes would not be counted as base score. For a special resolution which require two-thirds of the total shares held by the shareholders attending the Meeting or three-quarters of the total shares held by the shareholders attending the Meeting, the “Abstain” votes would be counted as base score.
- To pass a resolution, a simple majority vote of the shareholders who attend the Meeting and are entitled to vote is required, except Agenda Item regarding the approval of the remuneration of directors, which requires the vote of not less than two-thirds of the total shares held by the shareholders who attend the Meeting.

ANNOUNCING VOTE COUNTING RESULT

- After vote counting for each agenda item is completed, the Company will announce the voting results as approval, disapproval, or abstention as a percentage of total votes. For the agenda item concerning the election of directors, the Company will announce the voting results by individual directors.

The 2021 Electronic Annual General Meeting of Shareholders (E-AGM) will be recorded and disclosed through the Company’s website.

Any questions or problems regarding the Electronic Annual General Meeting of Shareholders (E-AGM), please contact:

Company Secretary Office

GFPT Public Company Limited

312 Rama II Road, Bangmod, Jomthong, Bangkok 10150

Telephone 024738000 Ext. 1804, 1807

Email cs@gfpt.co.th