

## Registration and Voting Procedures for E-Meeting

As the 2023 annual general meeting of shareholders will be conducted through electronic media (E-Meeting), the Company would like to provide guidelines for the registration and voting through electronic media as follows:

### Required documents for registration

#### 1. Individual shareholders

A. Attendance in person by Thai individual shareholders who will use Thai national ID card as verification document

- (1) A valid Thai national identification card

B. Attendance in person by individual shareholders who will use other type of verification document

- (1) Registration form for E-AGM (Notification form from TSD with clear email and phone number)
- (2) A photocopy of a valid photo-ID issued by a government authority, e.g. an official identification card, a foreigner identification card or a passport (in case of foreign shareholder), which is certified as a true copy by the shareholder

C. Attendance by proxy

- (1) Registration form for E-AGM (Notification form from TSD with clear email and phone number)
- (2) A proxy form B (Enclosure 8), which is completely filled in and signed by the proxy grantor and the proxy, and affixed with Baht 20 of stamp duty
- (3) A photocopy of a valid photo-ID issued by a government authority of the proxy grantor (shareholder), which is certified as a true copy by the proxy grantor
- (4) A photocopy of a valid photo-ID issued by a government authority of the proxy, which is certified as a true copy by the proxy

Please submit all required documents to the Company via email and post in accordance with the details specified in item no. 4 below and arrange for such documents to arrive at the Company by April 26, 2023, for the Company to review and verify the documents and proceed further with the registration. However, submission of documents is not required for the individual shareholders who will register through e-registration system using Thai national ID card as verification document.

#### 2. Juristic person shareholders

A. Attendance in person by the authorized representative of the shareholder

- (1) Registration form for E-AGM (Notification form from TSD with clear email and phone number)

- (2) A photocopy of a valid photo-ID issued by a government authority of the authorized representative of the shareholder, which is certified as a true copy by the authorized representative
- (3) A photocopy of an affidavit of the shareholder issued by the Ministry of Commerce or a competent authority of the country where such juristic person is situated, which has been issued for not more than 1 year prior to the meeting. The document must also be certified as a true copy by the authorized representative and contain the information showing that the authorized person has the authority to act on behalf of such juristic person shareholder

B. Attendance by proxy

- (1) Registration form for E-AGM (Notification form from TSD with clear email and phone number)
- (2) A proxy form B (Enclosure 12) which is completely filled in and signed by the proxy grantor and the proxy, and affixed with Baht 20 of stamp duty
- (3) A photocopy of a valid photo-ID issued by a government authority of the authorized representative of the shareholder, which is certified as a true copy by such authorized representative
- (4) A photocopy of an affidavit of the shareholder issued by the Ministry of Commerce or a competent authority of the country where such juristic person is situated, which has been issued for not more than 1 year prior to the meeting. The document must also be certified as a true copy by the authorized representative and contain the information showing that the authorized person has the authority to act on behalf of such juristic person shareholder
- (5) A photocopy of a valid photo-ID issued by a government authority of the proxy, which is certified as a true copy by the proxy

C. Attendance by proxy given by a Thai Custodian

- (1) Registration form for E-AGM (Notification form from TSD with clear email and phone number)
- (2) A photocopy of a valid power of attorney, authorizing the custodian to give proxy, which is completely filled in and signed by the principal and the attorney, and affixed with Baht 30 of stamp duty, which is certified as a true copy by the authorized representative of the custodian
- (3) The documents specified in 1.(c)(3) or 2.(b)(3) and (4), as the case may be (except where the shareholder is a foreign juristic person who authorizes a custodian who is a Thai financial institution)

- (4) A photocopy of a valid photo-ID issued by a government authority of the authorized representative of the custodian, which is certified as a true copy by such authorized representative
- (5) A photocopy of an affidavit of the custodian issued by the Ministry of Commerce, which has been issued for not more than 1 year prior to the meeting. The document must also be certified as a true copy by the authorized representative and contain the information showing that the authorized person has the authority to act on behalf of the custodian
- (6) A photocopy of a confirmation letter as to the fact that the custodian has obtained a license to undertake or engage in custodian business, which is certified as a true copy by the authorized representative of the custodian
- (7) A proxy form C (available for download at [www.sprc.co.th](http://www.sprc.co.th)), which is completely filled in and signed by the proxy grantor (i.e., the custodian) and the proxy, and affixed with Baht 20 of stamp duty
- (8) A photocopy of a valid photo-ID issued by a government authority of the proxy, which is certified as a true copy by such proxy

Please deliver the documents specified above to the company in advance so that the company can receive all documents by April 26, 2023, by sending them to the address and e-mail specified in item 4 for the company to have sufficient time to review documents and take relevant actions.

### **3. Shareholders who give proxy to the independent director of the Company**

A shareholder may give proxy to the Company's independent director, viz.

- Mr. Worawit Siriwatwimol (Independent Director and Chairman of Audit Committee)
- Mr. Wichien Sophanpanitkul (Independent Director and Audit Committee)
- Mr. Aniwut Pongpaijit (Independent Director and Audit Committee)

Details of the independent director proposed to serve as a proxy of shareholders are attached as Enclosure 7

To give proxy, please arrange for a proxy form B (Enclosure 12), which is completely filled and signed by the shareholder to arrive via post in accordance with the details specified in item no. 4 below by April 26, 2023, for the Company to review and verify the documents and proceed the documents further.

### **4. Delivery address and email address**

#### **A. For delivery of documents via post**

Attention to: Rayong Wire Industries Public Company Limited  
Supalai Grand Tower, 17 floor, room 1703-1704, Rama 3 Road, Chong Nonsi Subdistrict,  
Yan Nawa District, Bangkok Province 10120

B. Email: [rwi-ir@rwi.co.th](mailto:rwi-ir@rwi.co.th)หรือ [tanapan@rwi.co.th](mailto:tanapan@rwi.co.th)

## 5. E-registration

The e-Registration system will be opened for registration on April 11, 2023, and closed for registration on 28 April 2023 at 11:00 a.m.

### ❖ Link for registration

URL:<https://portal.eservice.set.or.th/Account/Login?refer=PLQgkvNQCgyuFAP%2BEhpXURUybHwagZu4479tZj9LRTqIQoR%2BY%2B51A%3D%3D>

Or scan : QR Code



### ❖ Link for DAP E-Shareholder Meeting User Manual

URL: <https://www.set.or.th/th/dap/services/e-shareholder-meeting>

หรือสแกน : QR Code



For convenience in attending the meeting, please register through the SET's e-registration system at least 1 day in advance. For registration trouble shooting, please contact DAP Operation at telephone number 02-009-9888 ext. 1 or the Company's Investor Relations at telephone number 02-049-1001 Ext 4051 from April 11, 2023, to April 26, 2023, on Monday to Friday at 8:30 – 16:30 p.m.

## **Voting**

1. Voting shall be conducted openly, and one share is entitled to one vote.
2. **Voting on each agenda item**: Each shareholder may vote “approve” or “disapprove”, or “abstain” in each agenda according to the number of shares he/she holds and cannot allocate the number of shares to vote separately, except for a custodian. Please see detailed guideline of the voting procedure in **DAP e-Shareholder Meeting User Manual**
3. **Voting by a proxy**: In the event that a shareholder marked in the proxy form on any agenda (approve, disapprove or abstain, as the case may be) in compliance with the regulations, the system will record such vote as marked in the proxy form in advance, and the proxy will not be entitled to change the votes marked in the system. However, if (i) a proxy grantor does not specify his/her intention on how to vote on an agenda item in the proxy form; (ii) such intention is not clearly

specified therein; (iii) there is any matter other than those specified in the proxy form which is to be considered and resolved in the meeting; or (iv) there is any change or amendment to any fact in the meeting, the proxy will be entitled to consider and vote on such agenda item via electronic voting system as the proxy deems appropriate. In any case, independent director(s) who has special conflict of interest on **Agenda item 5 regarding election of directors** shall abstain from voting on this agenda.

4. The resolution of the meeting of shareholders must consist of the following votes:
  - A. General case: A resolution of a shareholders' meeting must consist of a majority vote of the shareholders attending the meeting and having the right to vote.
  - B. In the event that the Company's Articles of Association and or the law states otherwise: Resolutions of the shareholders' meeting must be in accordance with the Company's Articles of Association. And/or the law is determined by voting in **Agenda 5. Regarding the election of directors**. must receive approval votes from the shareholders' meeting, the majority of the shareholders attending the meeting and having the right to vote by the person who received the highest number of votes in descending order Will be elected to the position as a director equal to the number of directors who are supposed to have a voting share in **Agenda 6. Consider and approve the remuneration of directors for the year 2023** must be approved by the shareholders' meeting, not less than two-thirds of the total number of votes of shareholders attending the meeting.

In this regard, the chairman of the meeting will inform the shareholders about the voting for each agenda before the resolution on that agenda.

5. In case of equality of votes, the Chairman of the meeting shall be entitled to a final casting vote.
6. Any shareholder or proxy who has special conflict of interest in any specific issue shall have no right to cast his/her vote on the said issue and that shareholder or proxy may be invited by the Chairman to temporarily leave from the meeting, except for voting on election of directors.
7. In counting votes for each agenda **except Agenda 5 on consideration of the election of directors**. Ask shareholders who " disapprove" or wish to "abstain" to press vote using the voting function. Those who did not click to vote "Disagree" or "Abstain" will be considered to "Agree".

For **Agenda 5 on the election of directors**, all shareholders are requested to vote by clicking on the "Agree", "Disapprove" or "Abstain" buttons to select individual directors. Every vote pressed in the voting system will be counted. both agreeing, disagreeing, and abstaining those who do not vote through the voting system will be considered "abstain".

8. When it's time for voting, the company will inform shareholders and proxies who have already registered and will open the voting system for each agenda for the shareholders to press to vote,

**However:**

- A. For **Agenda item 2, which is to acknowledge 2022 Company's performance**, there is no vote casting as it is agenda for acknowledgement.

- B. For Agenda item 5 regarding election of directors, voting will be divided into subsections. Each candidate's name will be specified in each subsection for election of director on an individual basis.
9. Before casting the vote for each agenda item, the shareholders will have an opportunity to ask questions in relation to such agenda item. In this regard, shareholders who wish to ask questions shall type the questions into the system. When such shareholder is allowed to ask question, the Company will call such shareholder's name and ask him/her to turn on his/her microphone and/or camera. Please see detailed guideline for asking questions in **DAP e-Shareholder Meeting User Manual**. However, the Company will provide answers to an appropriate number of questions during the e-meeting and consider recording the questions that are not answered in during meeting in the minutes of the shareholders' meeting as deem appropriate.

#### **Vote Counting**

1. The Chairman of the meeting will inform the meeting of the vote counting method for their acknowledgement before the commencement of the meeting.
2. At this shareholders meeting, the Company uses e-meeting platform of Digital Access Platform Company Limited (a company within the same group as the Stock Exchange of Thailand) for the Company's counting of the votes.
3. The Chairman of the meeting shall announce the result of vote counting to the meeting on each agenda. After the voting process of each agenda is closed and the Company has announced the voting results, shareholders can view the result of each agenda by clicking on the icon.

#### **Remark**

- Attendees wishing to leave the e-meeting before the e-meeting is adjourned will not be entitled to vote on the agenda considered after he/she left as advance voting is not allowed.
- The total number of votes cast on each agenda item may fluctuate as attendees may enter and leave the E-meeting from time to time. Therefore, the number of persons attending the e-meeting during each agenda item may change.
- The Company reserves the rights not to complete the registration process if the documents provided are not complete or if the registration occurs after the end of registration period.
- If the attendees change their title, name or surname, the evidence of such changes is required.
- If any of the required documents is not in Thai or English, its English translation, which is certified as a correct translation by the authorized representative of the relevant juristic person, must also be attached.
- If there is any amendment to the proxy, it must be accompanied by the signature of the proxy grantor. If there is no such signature, it will be deemed that the proxy is not entitled to vote in such agenda.

- The shareholder who wishes to give general proxy may use proxy form A. The shareholder who is a foreign investor for which a custodian of the shares in Thailand is appointed may use proxy form C.
- Proxy form A and proxy form C are available for download at [www.rwi.co.th](http://www.rwi.co.th)

**Remark:** In organizing shareholders' meetings through the DAP e-Shareholder Meeting system, the company will collect, use and disclose the personal information of shareholders in order to perform duties as required by law and for the benefit of providing services to shareholders in attending the shareholders' meeting. Which the shareholders will be protected according to the personal data protection policy.

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