



TURNKEY COMMUNICATION SERVICES
PUBLIC COMPANY LIMITED

Notice of 2022 Annual General Meeting of Shareholders

Turnkey Communication Services Public Company Limited



TKC Beyond

Privacy Notice for the 2022 Annual General Meeting of Shareholders

Turnkey Communication Services Public Company Limited (“the Company”) greatly aware of the personal data protection in accordance with the Privacy Data Protection Act B.E. 2562 (2019).

1. Personal Data to be Collected

The Company has its necessity to collect your personal data, i.e. name, surname, address, telephone number, photograph, identification card, securities registration number, and information regarding the use of electronic systems, such as email and IP address (in case of viewing an online meeting).

The Company will record and broadcast video and audio during the meeting for the legitimate interest and the benefits of the shareholders. In case of the proxy, the Company is required to request for the shareholder’s identification card, which may contain religious information, which is deemed as sensitive personal data, appearing on the card. As the Company does not intend to collect such information, the data subject can redact such information.

2. Personal Data Collection

The personal data will be collected directly from the data subject and will be proceeded as necessary in accordance with the expressly stated objectives. The Company may also collect personal data obtained from other sources, such as Securities Registrar or Thailand Securities Depository Company Limited (TSD) only if it is necessary and by methods specified by laws.

3. Objectives of Personal Data Collection, Usage, and Disclosure

The Company will collect, use, and disclose your personal data for the purposes of convening and holding the 2022 Annual General Meeting of Shareholders as required by law. The Company will also collect, use, and disclose your personal data and your reference person’s personal data in accordance with the Personal Data Protection Act B.E. 2562 (2019), authorizing the Company to collect such data without obtaining any consent for the purposes of the legitimate interests of the Company, other persons, or other juristic persons, or for the compliance with applicable laws.

4. Duration of Personal Data Retention

The Company will retain your personal data so long as it is necessary for the purposes of collecting, using, and disclosing the personal data as specified in this notice.

In the event that the retention period of personal data cannot be clearly specified, the Company will keep the information in accordance with the expected period of the data retention standard (e.g. maximum prescription period of 10 years under general law).

5. Your Rights as Personal Data Subject

As the personal data subject, you have the rights set forth in the Personal Data Protection Act B.E. 2562 (2019), including other rights which may include the right to withdraw consent, the right to request for accessing to and receiving personal data, the right to request for correcting personal data, the right to request for removing or destroying personal data, the right to request for suspending the use of personal data, the right to request for transferring personal data by means specified by laws, the right to complain, and the right to object to the collection, usage, or disclosure of your personal data.

6. Disclosure of Personal Data with Other Persons or Other Agencies

The Company may be required to disclose your personal data to individuals or juristic persons or government agencies cooperating with the Company to carry out the objectives stated in this notice as necessary, such as technology system providers, regulators, government agencies, or according to the orders of the competent authorities.

7. Contact

If you have any query or require more information regarding the personal data protection, please contact via the following address: Office of Chief Executive Officer, Turnkey Communication Services Public Company Limited, 44/44 Vibhavadi-Rangsit 60 Yake 18-1-2, Talad Bangkhen, Laksi, Bangkok 10210, or email : info@tkc-services.com

April 1, 2022

Subject: Notice of 2022 Annual General Meeting of Shareholders

To: Shareholders of Turnkey Communication Services Public Company Limited

- Attachment:**
1. Copy of the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2021 held on June 24, 2021 (*For consideration of Agenda 1*);
 2. Annual Report 2021 (Form 56-1 One Report 2021) with the financial statement for the year ended December 31, 2021 in the form of QR Code (*For consideration of Agenda 2 and 3*);
 3. Details of Nominated Directors for the appointment (*For consideration of Agenda 5*);
 4. The Company's Articles of Association concerning Shareholders' Meeting
 5. Guideline for the 2022 Annual General Meeting of Shareholders;
 - The required documents for attending the shareholder's meeting;
 - Registration and Proxy;
 - Procedure for voting and counting method
 6. Procedures for attending the 2022 Annual General Meeting of Shareholders;
 7. Proxy Form A, B, and C. (*Attachment 7.1, 7.2, 7.3, respectively*)

The Board of Director meeting of Turnkey Communication Services Public Company Limited No. 2/2022 held on February 24, 2022 has resolved to hold the 2022 Annual General Meeting of Shareholders on **Thursday, April 28, 2022 at 10.00 hours** in the form of electronic device (E-AGM) as required by law, to consider the following agenda:

Agenda 1 To consider and certify the Minutes of Extraordinary General Meeting of Shareholders No. 1/2021 held on June 24, 2021

Fact and Rationale: The Extraordinary General Meeting of Shareholders No. 1/2021 held on June 24, 2021. The Company has prepared the minutes of the meeting as required by law. (*Attachment 1*)

The Board's opinion: Deemed appropriate to propose the shareholders' meeting to consider and certify the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2021

Resolution: A majority vote of the shareholders attending the meeting and cast their votes.

Agenda 2 To acknowledge the Company's operating results report for the year 2021

Fact and Rationale: The Company has summarized the operating results and significant changes occurring in the year 2021 as disclosed in the Annual Report 2021 (Form 56-1 One Report 2021) (*Attachment 2*), which can be summarized as follows:

(Unit: mil. Baht)

Operating Results	2021		2020	
	Consolidated Financial Statements	Separate Financial Statements	Consolidated Financial Statements	Separate Financial Statements
Total Revenue	2,193.67	2,033.30	2,877.01	2,764.59
Earnings	200.88	248.25	232.85	223.06
Earnings Per Share	0.95 Baht / Share	1.17 Baht / Share	1.16 Baht / Share	1.12 Baht / Share

The Board's opinion: Deemed appropriate to propose the shareholders' meeting to acknowledge the Company's operating results report for the year 2021

Resolution: This agenda item is for acknowledgement, therefore there is no vote casting.

Agenda 3 To consider and approve the Company's financial statements for the year ended December 31, 2021

Fact and Rationale: According to Section 112 of the Public Company Limited Act BE. 2535, the Board of Directors has prepared the Company's financial statements for the year ended December 31, 2021, certified by a Certified Public Accountant (*Attachment 2*), Deemed appropriate to propose the shareholders' meeting for approval, which can be summarized as follows:

Statement of financial position for the year ended December 31, 2021

(Unit: mil. Baht)

Financial Position	Consolidated Financial Statements	Separate Financial Statements
Total Assets	1,453.17	1,368.87
Total Liabilities	1,085.90	1,003.81
Shareholder's Equity	367.27	364.06

Statement of comprehensive income for the year ended December 31, 2021

(Unit: mil. Baht)

Operating Results	Consolidated Financial Statements	Separate Financial Statements
Total Revenue	2,193.67	2,033.30
Earnings	200.88	248.25
Earnings Per Share	0.95	1.17

The Board's opinion: Deemed appropriate to propose the shareholders' meeting to consider and approve the Company's financial statements for the year ended December 31, 2021, certified by a Certified Public Accountant and considered by the Audit Committee and the Board of Directors.

Resolution: A majority vote of the shareholders attending the meeting and cast their votes.

Agenda 4 To consider and approve the allocation of net profit and dividend payment for the year 2021

Fact and Rationale: The Company has the policy to pay dividends at a rate of not less than 40% of the net profit from the Company's separate financial statements after corporate income tax deduction and legal reserve allocation. However, the Company may consider the dividend payment differently from the policy set forth depending on its financial liquidity performance, the necessity of capital for business expansion or new projects, as well as future investments for the Company's business expansion and economic conditions in accordance with the Company's dividend policy. In this regard, the dividends payment compare to the previous year as follows:

Details	2021	2020
Net profit according to the separate financial statements (mil. Baht)	248.25	223.06
Annual Dividend (Baht / Share)	2.81 Comprising: (1) Annual Dividend 0.30 Baht / Share (2) Interim Dividend* - No. 1 0.75 Baht / Share - No. 2 1.76 Baht / Share	80.00*
Dividend payment (mil. Baht)	647.22	160.00
Dividend payment ratio to net profit (%)	260.71	71.73

Remark: Dividend payment is part of the restructuring before listed in the Stock Exchange of Thailand.

* Dividend payment from retained earnings.

The Board's opinion: Deemed appropriate to propose the shareholders' meeting to consider and approve the allocation of net profit as legal reserves of 10,000,000 Baht, after which the Company has legal reserves of 30,000,000 Baht, equivalent to 10% of the registered capital, in accordance with Section 116 of the Public Company Limited Act BE. 2535

The dividend payment for the operating results 2021 at the rate of 0.30 Baht per share. In 2021, the Company has paid an interim dividend No. 1 at 0.75 Baht per share, amounting to 166,500,000 Baht on August 5, 2021, and No.2 was paid from retained earnings at 1.76 Baht per share, amounting to 390,720,000 Baht on December 9, 2021

The Company has determined the list of shareholders with rights to receive the dividend (Record Date) on May 11, 2022 and the dividend payment date on May 24, 2022. The right to receive the dividend is uncertain until approved by the 2022 Annual General Meeting of Shareholders.

Resolution: A majority vote of the shareholders attending the meeting and cast their votes.

Agenda 5 To consider and appoint directors to succeed those completing their terms

Fact and Rationale: According to the Public Limited Company Act and Article 17 of the Company's Articles of Association, in every Annual General Meeting of Shareholders, one – third or the nearest to one – third of the directors will be retired by rotation; the directors to retire during the first and second years following the registration of the Company shall be drawn by lots. In every subsequent year, the directors who have been in office for the longest term shall retire; however, the retired directors are eligible for re-election. In 2022, the following three directors are due to retire by rotation:

- | | | |
|------------------|----------------|----------------------|
| 1. Mr. Pichai | Chainarongloka | Independent Director |
| 2. Mr. Piya | Jirapapongsa | Director |
| 3. Miss Radakarn | Meetam | Director |

The Nomination and Remuneration Committee has carried out the nomination process by considering that the directors who complete the terms mentioned above are those who have knowledge, abilities, experience and expertise which are beneficial to the Company's operations, with full qualifications in accordance with the charter of the Board of Directors, as well as having complete qualifications and not having any prohibited characteristics under relevant laws. In addition, independent directors have all the qualifications in accordance with the relevant rules and laws and are able to express their opinions independently. Therefore, deemed appropriate to propose shareholder's meeting to consider and approve the appointment of such directors to be re-elected as the Company's directors for another term. (*Attachment 3*)

The Company has provided the shareholders an opportunity to nominate any qualified person and not have any prohibited characteristics by law to be elected as the Company's director, in accordance with the criteria disclosed on the Company's website, there was no proposal of director nominee submitted to the Company.

The Board's opinion: The Board of Directors, excluding the directors who retire by rotation at the 2022 Annual General Meeting of Shareholders, have fully considered and resolved to approve the Nomination and Remuneration Committee's proposal by propose the shareholder's meeting to re-elect the three retiring directors namely:

1. Mr. Pichai Chainarongloka Independent Director
2. Mr. Piya Jirapapongsa Director
3. Miss Radakarn Meetam Director

Resolution: A majority vote of the shareholders attending the meeting and cast their votes.

Agenda 6 To consider and approve the directors' remuneration for the year 2022

Fact and Rationale: According to the Public Company Limited Act BE. 2535 Section 90, the payment of directors' remuneration shall be in accordance with the resolution of the shareholders' meeting, comprising of the votes of not less than two-thirds of the total votes of the shareholders attending the meeting, and for the Board of Directors receive remuneration for their performance of duties properly and fairly. Therefore, the Nomination and Remuneration Committee has proposed to the Board of Directors to determine the directors' remuneration based on the Company's performance in the past year, the director's performance and responsibilities, deemed appropriate to propose the 2022 Annual General Meeting of Shareholders, this includes sub-committees' remuneration which the Board of Directors has considered and appointed to supervise the management in various fields in accordance with the specified policies.

The Board's opinion: Approved as proposed by the Nomination and Remuneration Committee and, deemed appropriate to propose to the shareholders' meeting to consider and approve the directors' remuneration for the year 2022 at the same rate as the year 2021.

Position	2022 (Present Year)		2021 (Previous Year)	
	Monthly Compensation (Baht / Month)	Meeting Allowance (Baht / Meeting)	Monthly Compensation (Baht / Month)	Meeting Allowance (Baht / Meeting)
Chairman of the Board of Directors	22,000	16,000	22,000	16,000
Chairman of the Audit Committee	18,000	12,000	18,000	12,000
Chairman of the Risk Management Committee	18,000	12,000	18,000	12,000
Chairman of the Nomination and Remuneration Committee*	18,000	12,000	-	-
Member of the Board	14,000	10,000	14,000	10,000
Member of the Audit Committee	15,000	12,000	15,000	12,000
Member of the Risk Management Committee	15,000	12,000	15,000	12,000
Member of the Nomination and Remuneration Committee*	15,000	12,000	-	-

*The Board of Directors' meeting resolved to approve the appointment of the Nomination and Remuneration Committee at the Board of Directors Meeting No. 4/2021 on Thursday, November 11, 2021

However, directors who hold executive positions in the Company and receive remuneration in the form of salaries will not receive the directors' remuneration according to the above schedule.

Resolution: A two-third voting of shareholders attending the meeting.

Agenda 7 To consider and approve the appointment of auditors and fix the audit fee for the year 2022

Fact and Rationale: According to the Public Company Limited Act, the Annual General Meeting of Shareholders shall appoint auditors and fix the audit fee every year, which the Audit Committee has considered and approved the appointment of auditors and fixes the audit fee as appropriate. The proposed auditors have neither any relationships nor any transactions that may constitute a conflict of interest with the Company, subsidiaries, executives, major shareholders, or any related parties to such persons, thus they are independent in auditing and giving opinions on the Company's financial statements. Deemed appropriate to propose the Board of Directors to consider and appoint the auditors from PricewaterhouseCoopers ABAS Ltd. as the Company's auditor as well as the subsidiaries' auditor for the year 2022

Names	No. Certified Public Accountant	Auditing Experience with the Company
1. Mr. Pisit Thangtanagul	4095	5 Years (2017-2021)
2. Mr. Paiboon Tunkoon	4298	-
3. Ms. Sakuna Yamsakul	4960	-

One of them has the authority to audit the account and express an opinion on the financial statements, and fix the audit fee for the year 2022 in the amount not exceeding 3,600,000 Baht per year, decreased from the year 2021 by 300,000 Baht per year, excluding other non-audit fees that the Company will actually pay. However, the audit fee excludes the following miscellaneous expenses that will be incurred during the service such as travel, telephone, overtime, postage, stamp duty, photocopying, etc., with the following details:

(Unit: Baht / Year)

Details (Unit: Baht)	2022 (Present Year)	2021 (Previous Year)	Increase / Decrease
Audit Fee	2,100,000	2,400,000	300,000
Fee for review three quarterly Financial Statement	1,500,000	1,500,000	-
Other Fee	Actual payment	Actual payment *	-
Total	3,600,000	3,900,000	300,000

*Non-audit Fee 2021 in the amount of 900,000 Baht is a service fee for visiting the Stock Exchange of Thailand.

The Board's opinion: Approved as proposed by the Audit Committee, deemed appropriate to propose the shareholders' meeting to consider and appoint the auditors from PricewaterhouseCoopers ABAS Ltd. as the Company's auditor for the year 2022, and fix the audit fee in the amount not exceeding 3,600,000 Baht per year, decreased from the year 2021 by 300,000 with the following auditors:



- | | | |
|---------------------------|--------------------------------------|--------|
| 1. Mr. Pisit Thangtanagul | Certified Public Accountant No. 4095 | and/or |
| 2. Mr. Paiboon Tunkoon | Certified Public Accountant No. 4298 | and/or |
| 3. Ms. Sakuna Yamsakul | Certified Public Accountant No. 4960 | |

Resolution: A majority vote of the shareholders attending the meeting and cast their votes.

Agenda 8 To consider and approve the amendment of the Company's Article of Association No. 49 regarding the Company's seal

Fact and Rationale: The amendment of the Company's seal is considered an amendment to Article 49 of the Company's Articles of Association, according to Article 36 (2) of the Company's Articles of Association, stipulates that when the Company amends the Articles of Association, it shall be approved by the shareholders' meeting.

The Board's opinion: Deemed appropriate to propose to the shareholders' meeting to consider and approve the amendment of the Company's Article of Association Article 49, regarding the Company's seal to be consistent with the printed media and documents as follows:

The current seal	The proposed seal
	

Resolution: A three-fourths voting of shareholders attending the meeting and cast their votes.

Agenda 9 To consider other matter (if any)

Shareholders are invited to attend to the meeting on date, time and place as mentioned above, any shareholder wish to appoint another person to attend and vote on his/her behalf at this meeting, please appoint one of the proxy forms, Form A, Form B or Form C and submit to the Company before attending the meeting. As for foreign shareholders who appoint a custodian in Thailand, please use one of the proxy forms, Form A, Form B or Form C.

In the event that shareholders who are unable to attend the 2022 Annual General Meeting of Shareholders can appoint Independent Directors of the Company as detailed in the proxy form to attend the meeting and vote on behalf of the shareholders.

The Company has determined the list of shareholders who are entitled to attend the 2022 Annual General Meeting of Shareholders (Record Date) on March 11, 2022. The Company will use the registration and vote counting via electronic system, and invite representatives from the legal advisory firm as the inspectors of the meeting in accordance with the law and the Company's Articles of Association, as well as the principles of good corporate governance in order to comply with the rules for the shareholders' meeting of the Securities and Exchange Commission.

In addition, the Company has prepared Annual Report 2021 (Form 56-1 One Report 2021) in the form of an electronic document due to the omission of giving out a hard copy is a part of the responsible business to reduce the environmental impact and global warming from business operations.

Yours sincerely

Turnkey Communication Services Public Company Limited



(Mr. Kittisak Amornchairojkul)

Chairman of the Board of Directors

Attachment 1 (For consideration of Agenda 1)

Copy of the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2021 held on June 24, 2021

Turnkey Communication Services Public Company Limited
44/44 Vibhavadi-Rangsit Yake 18-1-2, Talad Bangkhen, Laksi, Bangkok

Minutes of the Extraordinary General Meeting of Shareholders No. 1/2021

Date / Time / Meeting Venue: The Extraordinary General Meeting of Shareholders No. 1/2021 of Turnkey Communication Service Company Limited (“the Company”) was convened on Thursday, June 24, 2021 at 10.00 hours, at the Company 44/44 Vibhavadi-Rangsit 60 Yake 18-1-2, Talad Bangkhen, Laksi, Bangkok. It was held in the form of electronic device via Microsoft Teams with the following attendees:

Directors present at the meeting (accounted for 100%)

- | | | |
|----|------------------------------|---|
| 1. | Mr. Kittisak Amornchairojkul | Chairman of the Board of Directors and Independent Director |
| 2. | Mr. Wiwat Wetthayanukool | Chairman of the Audit Committee and Independent Director |
| 3. | Mr. Pichai Chainarongloka | Member of the Audit Committee and Independent Director |
| 4. | Mr. Boonyarach Kitiyanan | Member of the Audit Committee and Independent Director |
| 5. | Mr. Sayam Tiewtranon | Member of the Audit Committee and Managing Director |
| 6. | Mr. Piya Jirapapongsa | Director |
| 7. | Miss Radakarn Meetam | Director |
| 8. | Mr. Sithidej Mayalarp | Director |
| 9. | Miss Kulnada Oranraktham | Director |

Directors absent from the meeting

-None-

Related parties attending the meeting

- | | | | |
|----|----------------|-------------|---|
| 1. | Miss Patthira | Luengvilas | Company Secretary / Meeting Taker |
| 2. | Miss Supatra | Kerinsaguna | Senior Associate
Kudan and Partner Company Limited |
| 3. | Miss Nadthanij | Sutthent | Associate
Kudan and Partner Company Limited |

Miss Patthira Luengvilas (the Company Secretary) invited to attend the Extraordinary General Meeting of Shareholders No. 1/2021 and informed that the meeting commenced as specified in the notice. Then invited Mr. Kittisak Amornchairojkul (Chairman of the Board of Directors and Independent Director) acting as the Chairman of the meeting (“the Chairman”), and opened the meeting. The Chairman informed that, there were 8 shareholders presented at the meeting, holding a total of 2,000,000 shares, equivalent to 100% of the Company’s issued shares.

According to Article 17 of the Company's Articles of Association, there must be shareholders attending the meeting representing more than half of the total number of shares issued by the Company in order to constitute a quorum. Therefore, based on the number of shareholders attending the meeting and the number of shares, it is considered a quorum in accordance with the Company's Articles of Association.

According to Article 18 of the Company's Articles of Association, it is stipulated that voting at the general meeting shall be deemed that each shareholder shall have one vote for every share held, whether by raising of hands or by secret voting method.

The Chairman then opened the Extraordinary General Meeting of Shareholders No. 1/2021 and commenced the meeting according to the following agenda:

Agenda 1 To Consider and Certify the Minutes of the 2021 Annual General Meeting of Shareholders

The Chairman assigned Miss Patthira Luengvilas (the Company Secretary) inform the meeting.

Miss Patthira Luengvilas (the Company Secretary) informed the meeting that, in the 2021 Annual General Meeting of Shareholders held on Friday, April 23, 2021 at 10.00 hours, at the Company 44/44 Vibhavadi-Rangsit 60 Yake 18-1-2, Talad Bangkhen, Laksi, Bangkok. It was held in the form of electronic device via Microsoft Teams. The Board of Directors has acknowledged and considered the various agenda as the detailed in the documents attached with the Notice, and therefore proposed to the meeting to consider and certify the minutes of the 2021 Annual General Meeting of Shareholders.

The Chairman provided the shareholders an opportunity to inquire and comment on relevant matters by requesting the name-surname and status before inquiring or commenting. There was no neither inquires and comments. The Chairman requested the meeting to consider and certify the minutes of the 2021 Annual General Meeting of Shareholders

Resolution: The meeting considered and certified the the minutes of the 2021 Annual General Meeting of Shareholders held on Friday, April 23, 2021 with the details as proposed. The vote results are as follows:

Approve	2,000,000	votes	equivalent to	100.0000
Disapprove	0	vote	equivalent to	0.0000
Abstain	0	vote	equivalent to	0.0000
Void	0	vote	equivalent to	0.0000
Total	<u>2,000,000</u>	<u>votes</u>	<u>equivalent to</u>	<u>100.0000</u>

Remark: The resolution needs approval by a majority vote of the shareholders who attend the meeting and cast their votes.

Agenda 2 To Consider and Approve the Conversion of the Company to the Public Limited Company

The Chairman assigned Miss Patthira Luengvilas (the Company Secretary) inform the meeting.

Miss Patthira Luengvilas (the Company Secretary) informed the meeting that, according to the Company's purpose to Initial Public Offering and list the Company's shares on the Stock Exchange of Thailand ("SET"). For that purpose, the Company must convert a limited Company to a public limited company in accordance with the Public Limited Companies Act B.E. 2535 (as amended). Therefore, the Chairman proposed to the meeting to consider and approve the conversion of the Company to a Public Limited Company in accordance with the Public Limited Companies Act B.E. 2535 (as amended).

The Chairman provided the shareholders an opportunity to inquire and comment on relevant matters by requesting the name-surname and status before inquiring or commenting. There was no neither inquires and comments. The Chairman requested the meeting to consider and approve the conversion of the Company to the Public Limited Company

Resolution: The meeting considered and approved the conversion of the Company to the Public Limited Company with the details as proposed. The vote results are as follows:

Approve	2,000,000	votes	equivalent to	100.0000
Disapprove	0	vote	equivalent to	0.0000
Abstain	0	vote	equivalent to	0.0000
Void	0	vote	equivalent to	0.0000
Total	2,000,000	votes	equivalent to	100.0000

Remark: The resolution needs three-fourths voting of shareholders attending the meeting and cast their votes.

Agenda 3 To consider and approve the amendment of the Company's Memorandum of Association regarding the name of the Company, its objectives and the change in par value.

The Chairman assigned Miss Patthira Luengvilas (the Company Secretary) inform the meeting.

Miss Patthira Luengvilas (the Company Secretary) informed the meeting that, due to the meeting approved the conversion of the Company to a Public Limited Company, including the change in the par value of the shares, it is necessary to consider amending the Company's Memorandum of association to be consistent with the aforementioned resolutions on the following matters.

- (1) Amendment of the Company's name, both Thai and English as follows:

Formerly: The Thai name is “บริษัท เทิร์นคีย์ คอมมูนิเคชั่น เซอร์วิส จำกัด”

The English name is “TURNKEY COMMUNICATION SERVICES CO., LTD.”

To: The Thai name is “บริษัท เทิร์นคีย์ คอมมูนิเคชั่น เซอร์วิส จำกัด (มหาชน)”

The English name is “TURNKEY COMMUNICATION SERVICES PUBLIC COMPANY LIMITED”

- (2) Add items in the Memorandum of Association regarding the Initial Public Offering.
- (3) Abolish all original objectives and use the new objectives according to the Company's draft objectives, details of which appear in the Attachments that have been sent to all shareholders together with the Notice.
- (4) Change the Company's par value from 100 Baht (One hundred) per share to a par value of 1 Baht (One) per share, increased the number of the Company's share from 2,000,000 shares (Two million) to 200,000,000 shares (Two hundred million), divided into 200,000,000 ordinary shares (Two hundred million).

The Chairman provided the shareholders an opportunity to inquire and comment on relevant matters by requesting the name-surname and status before inquiring or commenting. There was no neither inquires and comments. The Chairman requested the meeting to consider and approve the amendment of the Company's Memorandum of Association regarding the name of the Company, its objectives and the change in par value to be consistent with the conversion to a Public Limited Company.

Resolution: The meeting considered and approved the Company's Memorandum of Association regarding the name of the Company, its objectives and the change in par value with the details as proposed. The vote results are as follows:

Approve	2,000,000	votes	equivalent to	100.0000
Disapprove	0	vote	equivalent to	0.0000
Abstain	0	vote	equivalent to	0.0000
Void	0	vote	equivalent to	0.0000
Total	<u>2,000,000</u>	<u>votes</u>	<u>equivalent to</u>	<u>100.0000</u>

Remark: The resolution needs three-fourths voting of shareholders attending the meeting and cast their votes.

Agenda 4 To Consider and approve the increase of the Company's registered capital in the amount of 100,000,000 Baht (One hundred million) by issuing 100,000,000 new ordinary shares (One hundred million) at a par value of 1 Baht (One), which will increase the Company's registered capital from the present 200,000,000 Baht (Two hundred million) to 300,000,000 Baht (Three hundred million) divided into 300,000,000 shares (Three hundred million) with a par value of 1 Baht (One) per share and amendment of the Company's Memorandum of Association

The Chairman assigned Miss Patthira Luengvilas (the Company Secretary) inform the meeting.

Miss Patthira Luengvilas (the Company Secretary) informed the meeting that, in order to comply with the Company's purpose to Initial Public Offering and list the Company's shares on the Stock Exchange of Thailand. The Chairman deemed it appropriate propose the meeting to consider and approve the increase of the Company's registered capital in the amount of 100,000,000 Baht (One hundred million) by issuing 100,000,000 new ordinary shares (One hundred million) at a par value of 1 Baht (One), which will increase the Company's registered capital from the present 200,000,000 Baht (Two hundred million) to 300,000,000 Baht (Three hundred million) divided into 300,000,000 shares (Three hundred million) with a par value of 1 Baht (One) per share.

The Chairman provided the shareholders an opportunity to inquire and comment on relevant matters by requesting the name-surname and status before inquiring or commenting. There was no neither inquires and comments. The Chairman requested the meeting to consider and approve the increase of Company's registered capital in the amount of 100,000,000 Baht (One hundred million) by issuing 100,000,000 new ordinary shares (One hundred million) at a par value of 1 Baht (One), which will increase the Company's registered capital from the present 200,000,000 Baht (Two hundred million) to 300,000,000 Baht (Three hundred million) divided into 300,000,000 shares (Three hundred million) with a par value of 1 Baht (One) per share and amendment of the Company's Memorandum of Association.

Resolution: The meeting considered and approved the increase of Company's registered capital in the amount of 100,000,000 Baht (One hundred million) by issuing 100,000,000 new ordinary shares (One hundred million) at a par value of 1 Baht (One), which will increase the Company's registered capital from the present 200,000,000 Baht (Two hundred million) to 300,000,000 Baht (Three hundred million) divided into 300,000,000 shares (Three hundred million) with a par value of 1 Baht (One) per share and amendment of the Company's Memorandum of Association with the details as proposed. The vote results are as follows:

Approve	2,000,000	votes	equivalent to	100.0000
Disapprove	0	vote	equivalent to	0.0000
Abstain	0	vote	equivalent to	0.0000
Void	0	vote	equivalent to	0.0000
Total	2,000,000	votes	equivalent to	100.0000

Remark: The resolution needs three-fourths voting of shareholders attending the meeting and cast their votes.

Agenda 5 To consider and approve the allocation of the Company's newly issued ordinary shares

The Chairman assigned Miss Patthira Luengvilas (the Company Secretary) inform the meeting.

Miss Patthira Luengvilas (the Company Secretary) informed the meeting that, due to the meeting approved the increase of the Company's registered capital by another 100,000,000 Baht (One hundred million) from the original registered capital of 200,000,000 Baht (Two hundred million) to 300,000,000 Baht (Three hundred million), deemed it appropriate propose the meeting to consider the allocation of newly issued ordinary shares of the Company in the amount of not exceeding 100,000,000 shares (One hundred million), with the following details:

1. To consider the allocation of the Company's newly-issued ordinary shares in the amount of not exceeding 78,000,000 shares (Seventy-eight million) with a par value of 1 Baht (One) per share for Initial Public Offering.
2. To consider the allocation of the Company's newly-issued ordinary shares in the amount of not exceeding 22,000,000 shares (Twenty-two million) with a par value of 1 Baht (one) per share to be offered to the existing shareholders of the Company on a right offering ratio, with the following details:

No.	Shareholder's names	Number of newly allocated shares (share)
1.	Mr. Sayam Tiewtranon	12,237,500
2.	Mr. Peera Tiewtranon	605,110
3.	Mr. Preecha Tiewtranon	550,000
4.	Mr. Pimarn Tiewtranon	302,280
5.	Mrs. Porntiwa Tiewtranon	110
6.	SKY ICT Public Company Limited	7,480,000
7.	Mrs. Sirirat Sooksmarn	412,500
8.	Mrs. Pinpriyarkorn Chonpathmethar	412,500
	Total	22,000,000

In this regard, it shall propose the meeting to consider assigning the Board of Directors and/or Executive Committee and/or Managing Director and/or persons assigned by the Board of Directors and/or Executive Committee and/or Managing Director has the power to consider other details related to the allocation of the newly issued ordinary shares, including the following actions:

- (1) Determination and/or amendment of details or conditions relating to the offering and allocation of such newly issued ordinary shares, the price range of Book Building, offering price, share offering ratio, allotment of securities, whether in whole or in part including but not limited to allocation method, subscription method, allocation of shares remaining after subscription, offering period, payment of shares, other conditions and details related to the Initial Public Offering. In this regard, within the framework that can be done in accordance with the Notification of the Capital Market Supervisory Board and any laws, rules or regulations of Thailand as well as the conditions of the capital market at that time.

- (2) Entering into negotiations, agreements, amendments, alterations, and signing of documents and contracts related to the allocation of the newly issued ordinary shares, including taking any actions in connection with the Initial Public Offering plan and list on the Stock Exchange of Thailand.
- (3) Entering into negotiations, agreements, amendments, alterations, and signing of documents and contracts relating to the appointment of underwriters of securities, including the Company's advisors.
- (4) Signing all necessary documents and evidence related to the Initial Public Offering and listing of the Company's ordinary shares on the Stock Exchange of Thailand. This includes contacting and submitting such application and evidence for permission to government agencies or related agencies, including the Securities and Exchange Commission and the Stock Exchange of Thailand, and the listing of the Company's ordinary shares on the Stock Exchange of Thailand.
- (5) Establish the guidelines for the allocation of newly issued ordinary shares to related persons and benefactors in accordance with the requirements of the Notification of the Capital Market Supervisory Board; Tor Jor. 40/2557 Re: Disposal of Newly Issued Securities in the Type of Shares and Warrants to Purchase Shares of Companies Issuing Equity Securities dated November 7, 2014 (as amended). However, the proportion of shares allocated to related persons and benefactors in aggregate shall not exceed 25%, and the proportion of shares allocated to benefactors shall not exceed 15% of the ordinary shares offered for sale, the remainder of the Pre-emptive Rights.
- (6) Establish the guidelines for the allocation of the newly issued ordinary shares to the ordinary shareholders of Sky ICT Public Company Limited ("Sky") who have the right to subscribe for the Company's newly issued ordinary shares in advance according to the criteria not exceeding the Pre-emptive Right, which includes the proportion of the offering price allocation and the offering period.
- (7) Any other actions necessary and expedient for the Initial Public Offering of ordinary shares and the successful listing of the Company's ordinary shares on the Stock Exchange of Thailand including delegating or withdrawing any delegation of authority to any representative to proceed in accordance with the aforementioned plan.

The Chairman provided the shareholders an opportunity to inquire and comment on relevant matters by requesting the name-surname and status before inquiring or commenting. There was no neither inquires and comments. The Chairman requested the meeting to consider and approve the allocation of the Company's newly issued ordinary shares.

Resolution: The meeting considered and approved the allocation of the Company's newly issued ordinary shares with the details as proposed. The vote results are as follows:

Approve	2,000,000	votes	equivalent to	100.0000
Disapprove	0	vote	equivalent to	0.0000
Abstain	0	vote	equivalent to	0.0000
Void	0	vote	equivalent to	0.0000
Total	2,000,000	votes	equivalent to	100.0000

Remark: The resolution needs approval by a majority vote of the shareholders who attend the meeting and cast their votes.

Agenda 6 To consider and approve the amendment of the Company's Articles of Association

The Chairman assigned Miss Patthira Luengvilas (the Company Secretary) inform the meeting.

Miss Patthira Luengvilas (the Company Secretary) informed the meeting that, in order to be consistent with the Company's conversion to a Public Limited Company, it is proposed the meeting to consider and approve the amendment of the Company's Articles of Association by abolishing the original Articles of Association and using the new draft Articles of Association in accordance with the Public Limited Companies Act. The text shall be in accordance with the draft of the Company's Articles of Association that have been sent to all shareholders together with the Notice for this meeting.

The Chairman provided the shareholders an opportunity to inquire and comment on relevant matters by requesting the name-surname and status before inquiring or commenting. There was no neither inquires and comments. The Chairman requested the meeting to consider and approve the amendment of the Company's Articles of Association

Resolution: The meeting considered and approved the amendment of the Company's Articles of Association with the details as proposed. The vote results are as follows:

Approve	2,000,000	votes	equivalent to	100.0000
Disapprove	0	vote	equivalent to	0.0000
Abstain	0	vote	equivalent to	0.0000
Void	0	vote	equivalent to	0.0000
Total	2,000,000	votes	equivalent to	100.0000

Remark: The resolution needs three-fourths voting of shareholders attending the meeting and cast their votes.

Agenda 7 To consider and approve the amendment of the Company's Memorandum of Association, the Article of Association, and the request documents according to the order of the Registrar

The Chairman assigned Miss Patthira Luengvilas (the Company Secretary) inform the meeting.

Miss Patthira Luengvilas (the Company Secretary) informed the meeting that, in the registration of conversion to a Public Limited Company, it may be necessary to amend the contents of the Memorandum of Association and the Articles of Association approved by the shareholders' meeting, as well as the documents applying for registration of the Company according to the order or recommendation of the Public Company Limited Registrar, deemed it appropriate for the shareholders' meeting to approve the Company's directors, including the person authorized by the Company's directors have the power to amend, add, or change the necessary information in such documents according to the order or recommendation of the Public Company Limited Registrar.

The Chairman provided the shareholders an opportunity to inquire and comment on relevant matters by requesting the name-surname and status before inquiring or commenting. There was no neither inquires and comments. The Chairman requested the meeting to consider and approve the amendment of the Company's Memorandum of Association, the Article of Association, and the request documents according to the order of the Registrar.

Resolution: The meeting considered and approved the amendment of the Company's Memorandum of Association, the Article of Association, and the request documents according to the order of the Registrar with the details as proposed. The vote results are as follows:

Approve	2,000,000	votes	equivalent to	100.0000
Disapprove	0	vote	equivalent to	0.0000
Abstain	0	vote	equivalent to	0.0000
Void	0	vote	equivalent to	0.0000
Total	2,000,000	votes	equivalent to	100.0000

Remark: The resolution needs approval by a majority vote of the shareholders who attend the meeting and cast their votes.

Agenda 8 To consider and approve the election of directors and determine the names and number of authorized directors to bind the Company, and the directors' remuneration

The Chairman assigned Miss Patthira Luengvilas (the Company Secretary) inform the meeting.

Miss Patthira Luengvilas (the Company Secretary) informed the meeting that, the current Board of Directors will be terminated on the date that the Listed Company convert to a Public Limited Company. Therefore, the Company shall elect a new Board of Directors and determine the names and number of authorized directors to bind the Company according to the new Articles of Association to act on behalf of the current committee, deemed it appropriate propose the meeting a list of persons with the following positions and the Board of Directors has the original scope of powers and responsibilities in all respects, with details as shown in the Attachments sent to shareholders together with the Notice.

Names - Surnames	Position
1. Mr. Kittisak Amornchairojkul	Chairman of the Board of Directors and Independent Director
2. Mr. Wiwat Wetthayanukool	Independent Director
3. Mr. Pichai Chainarongloka	Independent Director
4. Mr. Boonyarach Kitiyanan	Independent Director
5. Mr. Sayam Tiewtranon	Director
6. Mr. Piya Jirapapongsa	Director
7. Miss Radakarn Meetam	Director

	Names - Surnames	Position
8.	Mr. Sithidej Mayalarp	Director
9.	Miss Kulnada Oranraktham	Director

And proposed to the meeting to determine the names and number of authorized directors to bind the Company as follows:

“Mr. Sayam Tiewtranon co-sign with Mr. Piya Jirapapongsa, or Miss Radakarn Meetam and affix the Company's seal”

The remuneration is determined as follows:

1. Monthly Compensation

Chairman of the Board of Directors	per month	22,000	Baht
Director	per month	14,000	Baht

2. Meeting Allowance

Chairman of the Board of Directors	per time	16,000	Baht
Director	per time	10,000	Baht

Remark: The Director's remuneration is not applicable to the Director who holds the position of the Company's executive.

The Chairman provided the shareholders an opportunity to inquire and comment on relevant matters by requesting the name-surname and status before inquiring or commenting. There was no neither inquires and comments. The Chairman requested the meeting to consider and approve the election of directors and determine the names and number of authorized directors to bind the Company, and the directors' remuneration.

Resolution: The meeting considered and approved the election of directors and determine the names and number of authorized directors to bind the Company, and the directors' remuneration with the details as proposed. The vote results are as follows:

Approve	2,000,000	votes	equivalent to	100.0000
Disapprove	0	vote	equivalent to	0.0000
Abstain	0	vote	equivalent to	0.0000
Void	0	vote	equivalent to	0.0000
Total	2,000,000	votes	equivalent to	100.0000

Remark: The resolution needs approval by a majority vote of the shareholders who attend the meeting and cast their votes.

Agenda 9 To consider and approve the appointment of the Audit Committee

The Chairman assigned Miss Patthira Luengvilas (the Company Secretary) inform the meeting.

Miss Patthira Luengvilas (the Company Secretary) informed the meeting that, as the Company has converted to a Public Limited Company, causing the former director of the Company to be terminated according to the law. The termination of the aforementioned committees resulted in the expiration of the existing Audit Committee appointed by the Board of Directors prior to the conversion of the Company to a Public Limited Company as well, deemed it appropriate propose the meeting to consider and appoint the following persons to be the Company's Audit Committee with the original scope, powers, duties and responsibilities in all respects.

	Names - Surnames	Position
1.	Mr. Wiwat Wetthayanukool	Chairman of the Audit Committee
2.	Mr. Pichai Chainarongloka	Member of the Audit Committee
3.	Mr. Boonyarach Kitiyanan	Member of the Audit Committee

In this regard, the Audit Committee has the original scope, powers, duties and responsibilities in all respects.

The Chairman provided the shareholders an opportunity to inquire and comment on relevant matters by requesting the name-surname and status before inquiring or commenting. There was no neither inquires and comments. The Chairman requested the meeting to consider and approve the appointment of the Audit Committee

Resolution: The meeting considered and approved the appointment of the Audit Committee with the details as proposed. The vote results are as follows:

Approve	2,000,000	votes	equivalent to	100.0000
Disapprove	0	vote	equivalent to	0.0000
Abstain	0	vote	equivalent to	0.0000
Void	0	vote	equivalent to	0.0000
<u>Total</u>	<u>2,000,000</u>	<u>votes</u>	<u>equivalent to</u>	<u>100.0000</u>

Remark: The resolution needs approval by a majority vote of the shareholders who attend the meeting and cast their votes.

Agenda 10 To consider and approve the determination of the sub-committees' remuneration

The Chairman assigned Miss Patthira Luengvilas (the Company Secretary) inform the meeting.

Miss Patthira Luengvilas (the Company Secretary) proposed the meeting to consider and approve the sub-committees' remuneration (Other than directors' remuneration) as follows:

Sub-committees	Position	Monthly compensation (Baht)	Meeting allowance / per time (Baht)
The Audit Committee	Chairman	18,000	12,000
	Member	15,000	12,000
The Risk Management Committee	Chairman	18,000	12,000
	Member	15,000	12,000

Remark: The Director's remuneration is not applicable to the Director who holds the position of the Company's executive.

The Chairman provided the shareholders an opportunity to inquire and comment on relevant matters by requesting the name-surname and status before inquiring or commenting. There was no neither inquires and comments. The Chairman requested the meeting to consider and approve the determination of the sub-committees' remuneration.

Resolution: The meeting considered and approved the determination of the sub-committees' remuneration with the details as proposed. The vote results are as follows:

Approve	2,000,000	votes	equivalent to	100.0000
Disapprove	0	vote	equivalent to	0.0000
Abstain	0	vote	equivalent to	0.0000
Void	0	vote	equivalent to	0.0000
<u>Total</u>	<u>2,000,000</u>	<u>votes</u>	<u>equivalent to</u>	<u>100.0000</u>

Remark: The resolution needs approval by a majority vote of the shareholders who attend the meeting and cast their votes.

Agenda 11 To consider and approve the appointment of the Company's auditors and fix the audit fee after conversion to a Public Limited Company

The Chairman assigned Miss Patthira Luengvilas (the Company Secretary) inform the meeting

Miss Patthira Luengvilas (the Company Secretary) proposed the meeting to consider and approve the appointment the PricewaterhouseCoopers ABAS Ltd. with Mr. Pisit Thangtanagul, CPA No.

4095 and/or Mr. Paiboon Tunkoon, CPA No. 4298 and/or Ms. Sakuna Yamsakul, CPA No. 4960 as the Company's auditor after conversion to a Public Limited Company for the accounting period ended December 31, 2021, who is a certified public accountant from the Securities and Exchange Commission. In the event that the aforementioned certified auditor are unable to perform their duties, the PricewaterhouseCoopers ABAS Ltd. shall procure another certified auditor of PricewaterhouseCoopers ABAS Ltd. instead, which must be approved by the shareholders' meeting including fix the audit fee totalling 4,940,000 baht per year.

The Chairman provided the shareholders an opportunity to inquire and comment on relevant matters by requesting the name-surname and status before inquiring or commenting. There was no neither inquires and comments. The Chairman requested the meeting to consider and approve the appointment of the Company's auditors and fix the audit fee after conversion to a Public Limited Company

Resolution: The meeting considered and approved the appointment of the Company's auditors and fix the audit fee after conversion to a Public Limited Company with the details as proposed. The vote results are as follows:

Approve	2,000,000	votes	equivalent to	100.0000
Disapprove	0	vote	equivalent to	0.0000
Abstain	0	vote	equivalent to	0.0000
Void	0	vote	equivalent to	0.0000
Total	2,000,000	votes	equivalent to	100.0000

Remark: The resolution needs approval by a majority vote of the shareholders who attend the meeting and cast their votes.

Agenda 12 To consider and approve the listing of the Company's ordinary shares as listed securities on the Stock Exchange of Thailand

The Chairman assigned Miss Patthira Luengvilas (the Company Secretary) inform the meeting

Miss Patthira Luengvilas (the Company Secretary) informed the meeting that, as the meeting resolved to convert the Company to a Public Limited Company and increase capital and allocate newly issued ordinary shares for Initial Public Offering. For that purpose, deemed it appropriate propose the meeting to consider and approve the listing of the Company's ordinary shares as listed securities in order to have a secondary market for trading of the Company's shares. Assign the Board of Directors, the Executive Committee or the Managing Director or a person assigned by the Board of Directors, the

Executive Committee or the Managing Director have the power to sign an Application Form for the Offer for Sale of Newly Issued Shares, Application for listing of ordinary shares as listed securities as well as supporting documents for any other relevant requests. Furthermore, having the power to amend such documents, being the person with the authority to contact, enter into, amend, sign contracts, commitments, certify and/or documents, requesting permission to provide information, submit documents to the SEC Office, SET, Thailand Securities Depository Co., Ltd., the Ministry of Commerce and/or any other organization or agency, counterparties or related service providers, as well as take any action related to or necessary in all respects as it deems appropriate for the successful listing of the Company's ordinary shares as listed securities on the Stock Exchange of Thailand.

The Chairman provided the shareholders an opportunity to inquire and comment on relevant matters by requesting the name-surname and status before inquiring or commenting. There was no neither inquires and comments. The Chairman requested the meeting to consider and approve the listing of the Company's ordinary shares as listed securities on the Stock Exchange of Thailand.

Resolution: The meeting considered and approved the listing of the Company's ordinary shares as listed securities on the Stock Exchange of Thailand with the details as proposed. The vote results are as follows:

Approve	2,000,000	votes	equivalent to	100.0000
Disapprove	0	vote	equivalent to	0.0000
Abstain	0	vote	equivalent to	0.0000
Void	0	vote	equivalent to	0.0000
Total	2,000,000	votes	equivalent to	100.0000

Remark: The resolution needs approval by a majority vote of the shareholders who attend the meeting and cast their votes.

Agenda 13 To consider and approve the appointment of Thailand Securities Depository Co., Ltd. as the Company's securities registrar

The Chairman assigned Miss Patthira Luengvilas (the Company Secretary) inform the meeting

Miss Patthira Luengvilas (the Company Secretary) informed the meeting that, as the Company's ordinary shares will be listed on the Stock Exchange, deemed it appropriate propose the meeting to consider and approve the appointment of Thailand Securities Depository Co., Ltd. as the Company's securities registrar to act as the registrar of securities issued by the Company.

The Chairman provided the shareholders an opportunity to inquire and comment on relevant matters by requesting the name-surname and status before inquiring or commenting. There was no neither inquires and comments. The Chairman requested the meeting to consider and approve the appointment of Thailand Securities Depository Co., Ltd. as the Company's securities registrar.

Resolution: The meeting considered and approved the appointment of Thailand Securities Depository Co., Ltd. as the Company's securities registrar with the details as proposed. The vote results are as follows:

Approve	2,000,000	votes	equivalent to	100.0000
Disapprove	0	vote	equivalent to	0.0000
Abstain	0	vote	equivalent to	0.0000
Void	0	vote	equivalent to	0.0000
Total	2,000,000	votes	equivalent to	100.0000

Remark: The resolution needs approval by a majority vote of the shareholders who attend the meeting and cast their votes.

Agenda 14 To consider other matter (if any)

The Chairman inquired whether any shareholder had any questions.

There was no shareholder proposed any other matter for consideration. The Chairman then thanked all shareholders and declared the meeting closed at 11.20 hours.

Sign _____ - Signature - _____ Chairman of the Meeting
(Mr. Kittisak Amornchairojkul)
Chairman of the Board of Directors

Sign _____ - Signature - _____ Meeting Secretary
(Miss Patthira Luengvilas)
Company Secretary

Attachment 2 *(For consideration of Agenda 2, 3)*

Annual Report 2021 (Form 56-1 One Report 2021)

with the financial statement for the year ended December 31, 2021 in the form of QR Code

<https://www.set.or.th/set/tsd/meetingdocument.do?symbol=TKC&date=220428>

Attachment 3 (For consideration of Agenda 5)

Details of Nominated Directors for the appointment

Name-Surname Mr. Pichai Chainarongloka

Age 50 Years

Position in the Company Independent Director, Chairman of the Risk Management Committee, Member of Audit Committee, and Member of the Nomination and Remuneration Committee

Education

- Master of Economics (Research), University of North Texas, USA
- Master of Real Estate Business, Thammasat University
- Bachelor of Economics, Thammasat University

IOD Training

- Risk Management Program for Corporate Leaders (RCL) 2019
- Director Accreditation Program (DAP) 2015



Positions of directors / executives in other businesses

- Other Listed Companies: None
- Non – Listed Companies: None
- The Company with Potential Conflicts of Interest: None

Work experience for the past 5 years

2021-Present Independent Director, Chairman of the Risk Management Committee, Member of Audit Committee, and Member of the Nomination and Remuneration Committee

Turnkey Communication Service Public Company Limited

2018-2021 Independent Director, Chairman of the Risk Management Committee, and Member of Audit Committee

Turnkey Communication Service Company Limited

2014-2021 Independent Director, and Member of Audit Committee

Turnkey Communication Service Company Limited

Number of the year holding the director's position 10 months (at the 2022 AGM, from the date of conversion to a public company on June 28, 2021)

Meeting Attendance 2021

- Board of Directors 8/8 meetings
- Audit Committee 4/4 meetings
- Risk Management Committee 5/5 meetings
- Nomination and Remuneration Committee 1/1 meeting

TKC Shareholding (as of January 17, 2022)

- Self: None
- Spouse / Underage child: None

Name-Surname	Mr. Piya Jirapapongsa	
Age	47 Years	
Position in the Company	Director, Member of Risk Management Committee, Executive Director, and Deputy Managing Director of Operations	
Education	<ul style="list-style-type: none"> • Master of Electrical Engineering Telecommunication, University of Southern California, USA • Bachelor of Electrical Engineering Electrical System, Assumption University 	
IOD Training	<ul style="list-style-type: none"> • Director Certification Program (DCP) 2017 • Director Accreditation Program (DAP) 2015 • Financial Statements for Directors (FSD) 2015 	

Positions of directors / executives in other businesses

- Listed Companies: None
- Non – Listed Companies: 3 Companies
- The Company with Potential Conflicts of Interest: None

Work experience for the past 5 years

2021-Present	Director, Member of Risk Management Committee, Executive Director, and Deputy Managing Director of Operations Turnkey Communication Service Public Company Limited
2018-2021	Director, Member of Risk Management Committee, Executive Director, and Deputy Managing Director of Operations Turnkey Communication Service Company Limited
2014-2018	Director, Executive Director, and Deputy Managing Director of Operations Turnkey Communication Service Company Limited
2006-2017	Telecommunication Director Turnkey Communication Service Company Limited
2021-Present	Director: Exdream Spirit Co., Ltd.
2019-Present	Director: Paradigm Technology Service Co., Ltd.
2016-Present	Director: IBS Corporation Co., Ltd.


Number of the year holding the director's position 10 months (at the 2022 AGM, from the date of conversion to a public company on June 28, 2021)

Meeting Attendance 2021

- Board of Directors 8/8 meetings
- Risk Management Committee 5/5 meetings

TKC Shareholding (as of January 17, 2022)

- Self: 80,000 shares (0.10%)
- Spouse / Underage child: None

Name-Surname	Miss Radakarn Meetam		
Age	50 Years		
Position in the Company	Director, Member of Risk Management Committee, Executive Director, and Deputy Managing Director of Finance and Accounting		
Education	<ul style="list-style-type: none"> ● Master of Finance and Banking, Ramkhamhaeng University ● Bachelor of Finance, Burapha University 		
IOD Training	<ul style="list-style-type: none"> ● Director Accreditation Program (DAP) 2018 		
Positions of directors / executives in other businesses			
	<ul style="list-style-type: none"> ● Listed Companies: None ● Non – Listed Companies: 2 Companies ● The Company with Potential Conflicts of Interest: None 		
Work experience for the past 5 years			
2021-Present	Director, Member of Risk Management Committee, Executive Director, and Deputy Managing Director of Finance and Accounting Turnkey Communication Service Public Company Limited		
2018-2021	Director, Member of Risk Management Committee, Executive Director, and Deputy Managing Director of Finance and Accounting Turnkey Communication Service Company Limited		
2017-2018	Director, Executive Director, and Deputy Managing Director of Finance and Accounting Turnkey Communication Service Company Limited		
2016-2017	Finance and Accounting Director Turnkey Communication Service Company Limited		
2019-Present	Director: Paradigm Technology Service Co., Ltd.		
2016-Present	Director: IBS Corporation Co., Ltd.		
Number of the year holding the director's position	10 months (at the 2022 AGM, from the date of conversion to a public company on June 28, 2021)		
Meeting Attendance 2021	<ul style="list-style-type: none"> ● Board of Directors 8/8 meetings ● Risk Management Committee 5/5 meetings 		
TKC Shareholding (as of January 17, 2022)			
	<ul style="list-style-type: none"> ● Self: 80,000 shares (0.10%) ● Spouse / Underage child: None 		

Attachment 4

The Company's Articles of Association concerning Shareholders' Meeting

Chapter 5**Board of Directors**

Article 15. The Company shall have the Board of Directors comprising of at least five (5) directors to conduct the business of the Company, not less than half (1/2) of whom shall reside within the Kingdom, they shall have qualifications as required by law.

There shall be no restrictions on a shareholder becoming a director.

Article 16. The directors shall be elected at the shareholders' meeting in accordance with the following rules and procedures:

- (1) Each shareholder is entitled to one (1) share for one (1) vote;
- (2) Each shareholder may exercise all his/her votes under (1) to elect one or more than one person as director or directors; however, the shareholder shall not allot his/her votes to any person in any number;
- (3) The candidates shall be ranked in descending order from the highest number of votes received to the lowest. Where the votes cast for candidates in descending order are tied which would otherwise cause the number of directors to be exceeded; the Chairman of the shareholders' meeting shall have a casting vote.

Article 17. At every Annual General Meeting, one-third (1/3) of the directors shall retire. If the number of directors is not a multiple of three, the number of directors closest to one-third (1/3) shall retire (1/3).

A director who vacates office under this Article may be re-elected.

Chapter 6**Shareholders' meeting**

Article 31. The Board of Directors shall call a shareholders' meeting which is an Annual General Meeting of Shareholders within four (4) months of the last day of the fiscal year of the Company.

Shareholders' meetings other than the one referred to in the first paragraph shall be called Extraordinary General Meetings of Shareholders. The Board of Directors may call an Extraordinary General Meeting of Shareholders any time the Board considers it expedient to do so.

One (1) or more shareholders holding shares in aggregate of not less than ten (10) percent of the total number of shares sold may sign a letter requesting the Board of Directors to call an Extraordinary General Meeting any time, but the matter and reasons for calling the meeting must be clearly stated in the aforementioned letter. Such case, the Board of Directors shall hold a shareholders' meeting within forty-five (45) days from the date of receipt the letter from the shareholders.

In case the Board of Directors does not hold the meeting within the period as prescribed under paragraph three, the shareholders who subscribe their name or other shareholders holding the number of shares as required may call such meeting within forty-five (45) days from the completion of such period. In this regard, the meeting shall be considered as the shareholders' meeting called by the Board of Directors. The Company shall be responsible for necessary expenses arising from such meeting and reasonable provisions for facilitation.

At the same time, if the quorum requirement is not met as specified in Article 32, the shareholders who called for the meeting shall cover the expenses themselves.

Article 32. At the shareholders' meeting, there shall be shareholders and proxies (if any) attending at the meeting amounting to not less than twenty-five (25) persons or not less than one half (1/2) of the total number of shareholders and in either case such shareholders shall hold shares amounting to not less than one-third (1/3) of the total number of shares sold to constitute a quorum.

At any shareholders' meeting, if one (1) hour passed since the time specified for the Meeting and the number of shareholders attending the Meeting is still inadequate for a quorum, and if such shareholder's meeting was called as a request by the shareholders, the Meeting shall be cancelled. If such Meeting was not called as a result of a request by the shareholders, the Meeting shall be called once again and the notice calling such Meeting shall be delivered to shareholders not less than seven (7) days prior to the date of the Meeting. In the subsequent Meeting a quorum is not required.

Article 33. The Chairman of the Board of Directors shall be the chairman of shareholders' meetings.

If the Chairman of the Board of Directors is not presenting at a Meeting or cannot perform his duty, the Vice Chairman presenting at the Meeting shall be the Chairman of the Meeting. If there is no Vice Chairman or no Vice Chairman presenting at the Meeting or the Vice Chairman cannot perform his duty, the shareholders presenting at the Meeting shall elect one (1) shareholder to be the Chairman of the Meeting.

Article 34. In calling the shareholders' meeting, the Board of Directors shall prepare a written notice calling the Meeting that states the place, date, time, agenda of the Meeting and the matters to be proposed to the Meeting with reasonable details by indicating clearly whether it is the matter proposed for acknowledgement, for approval or for consideration, as the case may be, including the opinions of the Board of Directors in the said matters, and the said notice shall be delivered to the shareholders and the registrar for their information at least seven (7) days prior to the date of the Meeting. The notice calling for the Meeting shall also be published in a newspaper at least three (3) days prior to the date of the Meeting for three (3) consecutive days.

The notice calling for the meeting may be delivered directly to the recipient or his representative or by registered mail.

The Board of Directors shall determine any other place in the Kingdom of Thailand to be used as the meeting place under paragraph one.

Article 35. The chairman of the shareholders' meeting has the duty to conduct the meeting in compliance with the Articles of Association concerning the meetings and follow the sequence of the agenda specified in the notice calling for the meeting, provided that the meeting may pass a resolution allowing a change in the sequence of the agenda with a vote of not less than two-thirds (2/3) of the number of the shareholders present at the meeting.

If the consideration of the matters referred to in the first paragraph is finished, the shareholders holding shares amounting to not less than one-third (1/3) of the total number of shares sold may request the meeting to consider matters other than those indicated in the notice calling for the meeting.

If the meeting has not concluded the consideration of the matters according to the sequence of the agenda as referred to in the first paragraph, or the matters raised by the shareholders under the second paragraph, as the case may be, and it is necessary to postpone the consideration of the meeting, the meeting shall determine the place, date and time for the next meeting and the Board of Directors shall, not less than seven (7) days prior to the date of the meeting, deliver to the shareholders notice calling the meeting which indicates the place, date, time and agenda of the meeting. The notice calling the meeting shall also be published in a newspaper not less than three (3) days prior to the date of the meeting.

Article 36. In order to vote in the shareholders' meeting, either by public or secret voting. It shall be deemed each shareholder have a number of votes equal to the number of shares held (one (1) share has one (1) vote).

Voting shall be made openly, unless at least five (5) shareholders request a secret vote and the meeting resolves accordingly. The method for the secret vote shall be as specified by the chairman of the meeting.

A shareholder who has any special interest in a resolution cannot vote on such resolution, except for voting on the election of Directors. A resolution of the shareholders' meeting shall require:

- (1) In an ordinary event, the majority vote of the shareholders who attend the Meeting and cast their votes is required. In case of a tie vote, the Chairman of the Meeting shall have a casting vote.
- (2) In the following events, a vote of not less than three-fourths (3/4) voting of shareholders attending the meeting and cast their votes is required:
 - (a) Sale or transfer of the whole or important parts of the business of the Company to other persons;
 - (b) Purchase or acceptance of transfer of the business of other companies or private companies by the Company;
 - (c) The execution, amendment or termination of a contract concerning the leasing, in whole or essential part, of the Business; the assignment to another Person of responsibility for the management of the Business of the Company; or the merging of business with profit sharing objectives;
 - (d) Amendment of the Memorandum of Association or the Articles of Association;

- (e) Increase or reduction of the Company's registered capital;
- (f) Liquidation of the Company;
- (g) Issuance of the Company's debenture;
- (h) Merger of the Company; and
- (i) Other as provided by law requiring votes of not less than three-fourths (3/4) voting of shareholders attending the meeting and cast their votes

Article 37. The agendas that shall be included in the Annual Ordinary General Meeting of Shareholders are as follows:

- (1) To acknowledge the Board of Directors' report regarding to the Company's business in the past year;
- (2) To consider and approve the balance sheet and the profit and loss statement of the Company as the end of the Company's accounting year.
- (3) To consider and approve the allocation of net profit and dividend payment;
- (4) To consider and appoint directors to succeed those completing their terms and determine the director's remunerations;
- (5) To consider and appoint the auditor and fix the audit fee; and
- (6) To consider and approve any other matters.

Chapter 8

Dividends and Reserves

Article 47. No dividend shall be paid except out of profits. If the Company has had retained deficit, no dividend shall be paid in any way.

A dividend shall be paid according to the number of shares, each share being equally paid except the case where the Company has issued preferred stocks and required the different dividend payment from ordinary stocks, and the payment of dividend shall require the approval of the Shareholder's Meeting.

The Board of Directors may pay the shareholders such interim dividends as may be justified by the profits of the profits of the Company. When these dividends are paid, such dividend payment shall be notified in the next meeting of shareholders.

Dividend must be paid within one (1) month after the resolution of the meeting of shareholders or of the Board of Directors is passed, as the case may be. The shareholders shall be notified in written form of such dividend payment and the notice shall be published in the newspaper at least for three (3) consecutive days

Article 48. The Company shall allocate not less than five (5) percent of its annual net profit by deducting the accumulated losses brought forward (if any) to a reserve fund until this fund attains an amount not less than ten (10) percent of the registered capital.

Attachment 5

Guideline for the 2022 Annual General Meeting of Shareholders

- The required documents for attending the shareholder's meeting

Attendees	Required Documents
1. Individual	<ul style="list-style-type: none"> ▪ Registration Form
1.1 Thai shareholder	<ul style="list-style-type: none"> ▪ Identification card of shareholder (personal I.D, or identification card of government officer, or identification card of state enterprise officer, or driving license).
1.2 Foreign shareholder	<ul style="list-style-type: none"> ▪ Identification card of shareholder, or passport, or documents used in lieu of a valid passport.
<p><u>Attendance by Proxy</u> (A copy of the documents must be and correct)</p> <ul style="list-style-type: none"> ▪ A completed of Proxy Form signed by the grantor and the proxy; ▪ A copy of identification card of shareholders or passport (In case of foreigner) of grantor; ▪ Personal I.D., driving license, or passport (In case of foreigner) of proxy. 	

Attendees	Required Documents
2. Juristic person	<ul style="list-style-type: none"> ▪ Registration Form
<p>2.1 Juristic entity incorporated in the Kingdom</p> <p><i>Remark:</i> A copy of documents must be certified true by authorized director with Company seal.</p>	<ul style="list-style-type: none"> ▪ A copy of Company Certificate issued no more than 90 days ago by the Department of Business Development, Ministry of Commerce; ▪ Identification card or passport (In case of foreigner) of the authorized director in the Company Certificate; ▪ A completed of Proxy Form signed by the grantor and the proxy; ▪ Identification card or passport (In case of foreigner) of proxy.
<p>2.2 Juristic entity incorporated in a foreign country</p> <p><i>Remark:</i> A copy of documents must be certified true by authorized director with Company seal. If the document is produced overseas, the signature should be notarized by the certifying officer.</p>	<ul style="list-style-type: none"> ▪ A copy of Company Certificate; ▪ Identification card or passport (In case of foreigner) of the authorized director in the Company Certificate; ▪ A completed of Proxy Form signed by the grantor and the proxy; ▪ Identification card or passport (In case of foreigner) of proxy.

Attendees	Required Documents
<p><u>Attendance by Proxy</u> (A copy of the documents must be certified true and correct)</p> <ul style="list-style-type: none"> ▪ A completed of Proxy Form signed by the grantor and the proxy; ▪ A copy of Company Certificate signed and certified by the authorized person of the juristic person of the grantor; ▪ A copy of personal I.D., or identification card of government officer, or driving license of proxy 	

● **Registration and Proxy**

Meeting Registration

- The Company will open for registration via electronic device with the “IR PLUS AGM” application from April 7, 2022 onwards;
- Please pre-register by April 25, 2022 for convenience and speed of meeting;
- The Company will open for login to attend the meeting via electronic device on April 28, 2022 from 08:00 AM onwards.

Proxy

Shareholders who wish to appoint a proxy can appoint any person as they wish or appoint an independent director as follows:

Names	Age (Years)	Position	Address	Special interest in the proposed agenda
1. Mr. Kittisak Amornchairojkul	62	Independent Director, Chairman of the Board of Directors, Chairman of the Nomination and Remuneration Committee	Turnkey Communication Services Public Company Limited 44/44 Vibhavadi-Rangsit 60 Yake 18-1-2, Talad Bangkhen, Laksi, Bangkok 10210	None
2. Prof Dr. Boonyarach Kitiyanan	52	Independent Director and Member of the Audit Committee		None

Remark: Independent Director is qualified individual and possesses an independency according to the Company's Board of Director Charter established by the Board, and the criteria established by the Securities and Exchange Commission. The information, qualifications and profiles of independent directors can be considered in Attachment 1 of the Annual Report 2021 (Form 56-1 One Report 2021).

- Procedure for voting and counting method
 1. Each shareholder shall have one vote for every share held;
 2. Shareholder shall make only one vote for approve, disapprove or abstain;
 3. Voting on each agenda item (Except for Agenda 5 regarding the appointment of directors), the shareholders who vote to disapprove or abstain would be requested to cast their vote through the electronic meeting application for further vote counting. For the shareholders who voted to approve do not required to cast their votes;
 4. In counting the votes, the Company will deduct the disapprove, abstain and void from the total votes of the shareholders who attended the meeting and were entitled to vote;
 5. On Agenda 5, regarding the appointment of directors, the shareholders would be requested to cast their vote through the electronic meeting, whether approve, disapprove, or abstain for further vote counting. For the shareholders who do not vote through the electronic meeting application will be deemed to have abstained;
 6. Before voting on each agenda item, the Chairman of the meeting will give shareholders an opportunity to inquire and comment on issues related to that agenda as appropriate by asking shareholders to press a button, then type a question in the text box, and please wait for a response from the admin staff to turn on the camera and mic for further inquiries or comments. Before inquiring or commenting, the shareholders are kindly requested to inform their names and surnames every time.
 7. The resolution of the meeting will be based on a majority vote of the shareholders who attend the meeting and cast their votes (Except for Agenda 6, To consider and approve the directors' remuneration for the year 2022, which must be approved by two-thirds voting of the shareholders attending the meeting and cast their votes, and Except for Agenda 8, To consider and approve the amendment of the Company's Article of Association No. 49 regarding the Company's, which must be approved by three-fourths voting of shareholders attending the meeting and cast their votes.)
 8. The proxy must vote only as specified by the grantor in the proxy form. Voting of proxy in any agenda that is not specified herein shall be considered as invalid and not voting as shareholder. If the grantor does not specify his/her intention to vote in any agenda in the proxy form or does not specify it clearly, the proxy shall be authorized to consider the matter and vote on shareholders behalf as deems it appropriate, Except for Agenda 5, an independent director who is a proxy and has a special interest in this agenda will abstain from voting.
 9. The chairman of the meeting will inform the meeting of the voting results when the vote counting of that agenda is complete.

Attachment 6

Procedures for attending the 2022 Annual General Meeting of Shareholders



Processes of shareholder / proxy holder self-identification through the application IR PLUS AGM

In case of shareholders attending the meeting by themselves.

Please prepare your invitation letter issued from TSD/ID card or passport.

The shareholder proceeds the self-identification through the barcode scan in invitation letter or the insertion of ID card or passport digits with entering to the next steps of self-identification.

Please insert personal data and upload your photo for self-identification and then waiting for the approval.

To set-up the Pincode for entering to the shareholder's meeting.

In case of appointing a proxy to an independent director

Enter to menu "Proxy"

Choose proxy holder to an independent director and select the name of the independent director who wishes to appoint a proxy holder.

Please upload a photocopy of your ID card and the power of attorney letter and then press the confirm button.

In case of proxy attending the meeting

Enter to menu "Proxy Direct"

Proxies perform self-authentication in the Proxy Direct menu.

To prepare an invitation letter received from the TSD/ ID card and passport a photocopy of your ID card a photocopy of ID card of the proxy and the Power of Attorney Letter signed by a shareholder.

Please insert data proxy and upload a photocopy of your ID card, supplementing document, the Power of Attorney Letter and then waiting for the approval.

To set-up the Pincode for entering to the shareholder's meeting.

On the date of meeting, all shareholders are encouraged to access to the Application IR PLUS AGM, and insert Pincode for registration with attending to the meeting.



The Application IR PLUS AGM, iOS system, Version 14.5 upwards



The Application IR PLUS AGM, ANDROID system, Version 8 upward



The Manual for Using Application IR PLUS AGM

Call Center : 02-0226200

Attachment 7

Proxy Form A, B, and C.

Attachment No. 7.1, 7.2 and 7.3

Is

Proxy

Attachment No. 7.1 Proxy Form A.	A general proxy form which is simple and uncomplicated.
Attachment No. 7.2 Proxy Form B	A form prescribed matters for which the power is to be granted in full detail.
Attachment No. 7.3 Proxy Form C	A form for foreign shareholder appointing Custodian in Thailand



Proxy Form A.

Attachment 7.1

Made at

Date Month..... Year

(1) I Nationality

Resident at No. Road Sub district

District Province Postal Code

(2) As a shareholder of **Turnkey Communication Services Public Company Limited**

Holding the total amount of shares, equal to voting right votes vote are as follows;

Common Share shares, equal to voting right votes votes

Preferred Share shares, equal to voting right votes votes

(3) Hereby appoint

(1) Age Years

Resident at No. Road Sub district

District Province Postal Code or

(2) Mr. Kittisak Amornchairojkul Independent Director Age 62 Years or

(3) Professor Dr. Boonyarach Kitiyanan Independent Director Age 52 Years

As my proxy to attend and vote in the Annual General Meeting of Shareholders for the year 2022 which will be held on April 28, 2022 at 10.00 hours, via electronic device (E-AGM) or at any adjournment thereof to any other date, time and venue.

Any acts undertaken by the Proxy at such meeting shall be deemed as my act (s) in every respect.

Signature Grantor

(.....)

Signature Proxy

(.....)

Signature Proxy

(.....)

Signature Proxy

(.....)

Remark: A shareholder appointing a proxy must authorize only to attend the meeting and cast the vote on its behalf and all votes of a shareholder may not be split for more than one proxy.



Proxy Form B.

Attachment 7.2

Made at

Day Month Year

(1) I Nationality

Resident at No. Road Sub district

District Province Postal Code

(2) As a shareholder of Turnkey Communication Services Public Company Limited

Holding the total amount of shares, equal to voting right votes vote are as follows;

Common Share shares, equal to voting right votes votes

Preferred Share shares, equal to voting right votes votes

(3) Hereby appoint

(1) Age Years

Resident at No. Road Sub district

District Province Postal Code or

 (2) Mr. Kittisak Amornchairojkul Independent Director Age 62 Years or (3) Professor Dr. Boonyarach Kitiyanan Independent Director Age 52 Years

As my proxy to attend and vote in the Annual General Meeting of Shareholders for the year 2022 which will be held on April 28, 2022 at 10.00 hours, via electronic device (E-AGM) or at any adjournment thereof to any other date, time and venue.

(4) I hereby appoint the Proxy to vote on my behalf in this meeting as are follows;

Agenda 1 To consider and certify the Minutes of Extraordinary General Meeting of Shareholders No. 1/2021 held on June 24, 2021

 (a) The Proxy is entitled to cast the votes on my behalf at its own direction. (b) The Proxy must cast the votes in accordance with my following instruction; Approve Disapprove Abstain Agenda 2 To acknowledge the Company's operating results report for the year 2021

This agenda item is for acknowledgement, therefore there is no vote casting.

Agenda 3 To consider and approve the Company's financial statements for the year ended December 31, 2021

- (a) The Proxy is entitled to cast the votes on my behalf at its own direction.
- (b) The Proxy must cast the votes in accordance with my following instruction;
- Approve Disapprove Abstain

Agenda 4 To consider and approve the allocation of net profit and dividend payment for the year 2021

- (a) The Proxy is entitled to cast the votes on my behalf at its own direction.
- (b) The Proxy must cast the votes in accordance with my following instruction;
- Approve Disapprove Abstain

Agenda 5 To consider and appoint directors to succeed those completing their terms

- (a) The Proxy is entitled to cast the votes on my behalf at its own direction.
- (b) The Proxy must cast the votes in accordance with my following instruction;
- The appointment of all directors
- Approve Disapprove Abstain

The appointment of each director

Director's Name ..1. Mr. Pichai Chainarongloka.....

- Approve Disapprove Abstain

Director's Name ..2. Mr. Piya Jirapapongsa.....

- Approve Disapprove Abstain

Director's Name ..3. Miss Radakarn Meetam.....

- Approve Disapprove Abstain

Agenda 6 To consider and approve the directors' remuneration for the year 2022

- (a) The Proxy is entitled to cast the votes on my behalf at its own direction.
- (b) The Proxy must cast the votes in accordance with my following instruction;
- Approve Disapprove Abstain

Agenda 7 To consider and approve the appointment of auditors and fix the audit fee for the year 2022

- (a) The Proxy is entitled to cast the votes on my behalf at its own direction.
- (b) The Proxy must cast the votes in accordance with my following instruction;
- Approve Disapprove Abstain

Agenda 8 To consider and approve the amendment of the Company’s Article of Association No. 49 regarding the Company’s seal

- (a) The Proxy is entitled to cast the votes on my behalf at its own direction.
- (b) The Proxy must cast the votes in accordance with my following instruction;
 - Approve Disapprove Abstain

Agenda 9 To consider other matter (if any)

- (a) The Proxy is entitled to cast the votes on my behalf at its own direction.
- (b) The Proxy must cast the votes in accordance with my following instruction;
 - Approve Disapprove Abstain

(5) Voting of proxy in any agenda that is not as specified herein shall be considered as invalid and not my voting as a shareholder.

(6) If I do not specify or clearly specify my intention to vote in any agenda, or if there is any agenda considered in the meeting other than those specified above, or if there is any change or amendment to any facts, the Proxy shall be authorize to consider the matter and vote on my behalf as the Proxy deems appropriate.

Any acts undertaken by the Proxy at such meeting shall be deemed as my act (s) in every respect.

Signature Grantor
(.....)

Signature..... Proxy
(.....)

Signature..... Proxy
(.....)

Signature..... Proxy
(.....)

Remark:

- (1) A shareholder appointing a proxy must authorize only to attend the meeting and cast the vote on its behalf and all votes of a shareholder may not be split for more than one proxy.
- (2) In respect of the agenda as to the appointment and election of the directors, either the whole set of the directors or only certain member may be vote for.
- (3) In the event that there is any further agenda apart from specified above brought into consideration in the meeting, the proxy may use the Annex to the Form of Proxy (From B)

Annex to the Form of Proxy (Form B.)

Grant of proxy as a shareholder of Turnkey Communication Services Public Company Limited

At the Annual General Meeting of Shareholders for the year 2022 which will be held on April 28, 2022 at 10.00 hours, via electronic device (E-AGM) or at any adjournment thereof to any other date, time and venue.

Agenda ... Subject:

(a) The Proxy shall vote independently as to his/her consideration

(b) The Proxy shall vote according to the shareholder's requirement are as follows;

Approve Disapprove Abstain

Agenda ... Subject:

(a) The Proxy shall vote independently as to his/her consideration

(b) The Proxy shall vote according to the shareholder's requirement are as follows;

Approve Disapprove Abstain

Agenda ... Subject:

(a) The Proxy shall vote independently as to his/her consideration

(b) The Proxy shall vote according to the shareholder's requirement are as follows;

Approve Disapprove Abstain

Agenda ... Subject:

(a) The Proxy shall vote independently as to his/her consideration

(b) The Proxy shall vote according to the shareholder's requirement are as follows;

Approve Disapprove Abstain

Agenda ... Subject: To approve the appointment of directors (Cont.)

Director's Name

Approve Disapprove Abstain

Director's Name

Approve Disapprove Abstain

Director's Name

Approve Disapprove Abstain

Director's Name

Approve Disapprove Abstain

Director's Name

Approve Disapprove Abstain



Proxy Form C.

Attachment 7.3

(A form for foreign shareholder appointing Custodian in Thailand)

Made at

Day Month Year

(1) I Nationality

Resident at No. Road Sub district

District Province Postal Code

Acting as the custodian for

As a shareholder of **Turnkey Communication Services Public Company Limited**

Holding the total amount of shares, equal to voting right votes vote are as follows;

Common Share shares, equal to voting right votes votes

Preferred Share shares, equal to voting right votes votes

(2) Hereby appoint

(1) Age Years

Resident at No. Road Sub district

District Province Postal Code or

 (2) Mr. Kittisak Amornchairojkul Independent Director Age 62 Years or (3) Professor Dr. Boonyarach Kitiyanan Independent Director Age 52 Years

As my proxy to attend and vote in the Annual General Meeting of Shareholders for the year 2022 which will be held on April 28, 2022 at 10.00 hours, via electronic device (E-AGM) or at any adjournment thereof to any other date, time and venue.

(3) I hereby appoint the Proxy to attend and vote in this meeting as follows:

 Authorize the total number of shares held and entitled to vote. Part of the proxy is Common Share shares, equal to voting right votes votes Preferred Share shares, equal to voting right votes votes

All voting rights votes

(4) I hereby appoint the Proxy to vote on my behalf in this meeting as are follows;

 Agenda 1 To consider and certify the Minutes of Extraordinary General Meeting of Shareholders No. 1/2021 held on June 24, 2021 (a) The Proxy is entitled to cast the votes on my behalf at its own direction. (b) The Proxy must cast the votes in accordance with my following instruction; Approve Disapprove Abstain

Agenda 2 To acknowledge the Company's operating results report for the year 2021

This agenda item is for acknowledgement, therefore there is no vote casting

Agenda 3 To consider and approve the Company's financial statements for the year ended December 31, 2021

(a) The Proxy is entitled to cast the votes on my behalf at its own direction.

(b) The Proxy must cast the votes in accordance with my following instruction;

Approve Disapprove Abstain

Agenda 4 To consider and approve the allocation of net profit and dividend payment for the year 2021

(a) The Proxy is entitled to cast the votes on my behalf at its own direction.

(b) The Proxy must cast the votes in accordance with my following instruction;

Approve Disapprove Abstain

Agenda 5 To consider and appoint directors to succeed those completing their terms

(a) The Proxy is entitled to cast the votes on my behalf at its own direction.

(b) The Proxy must cast the votes in accordance with my following instruction;

The appointment of all directors

Approve Disapprove Abstain

The appointment of each director

Director's Name ..1. Mr. Pichai Chainarongloka

Approve Disapprove Abstain

Director's Name ..2. Mr. Piya Jirapapongsa

Approve Disapprove Abstain

Director's Name ..3. Miss Radakarn Meetam

Approve Disapprove Abstain

Agenda 6 To consider and approve the directors' remuneration for the year 2022

(a) The Proxy is entitled to cast the votes on my behalf at its own direction.

(b) The Proxy must cast the votes in accordance with my following instruction;

Approve Disapprove Abstain

Agenda 7 To consider and approve the appointment of auditors and fix the audit fee for the year 2022

(a) The Proxy is entitled to cast the votes on my behalf at its own direction.

(b) The Proxy must cast the votes in accordance with my following instruction;

Approve Disapprove Abstain

Agenda 8 To consider and approve the amendment of the Company’s Article of Association No. 49 regarding the Company’s seal

- (a) The Proxy is entitled to cast the votes on my behalf at its own direction.
- (b) The Proxy must cast the votes in accordance with my following instruction;
 - Approve Disapprove Abstain

Agenda 9 To consider other matter (if any)

- (a) The Proxy is entitled to cast the votes on my behalf at its own direction.
- (b) The Proxy must cast the votes in accordance with my following instruction;
 - Approve Disapprove Abstain

(5) Voting of proxy in any agenda that is not as specified herein shall be considered as invalid and not my voting as a shareholder.

(6) If I do not specify or clearly specify my intention to vote in any agenda, or if there is any agenda considered in the meeting other than those specified above, or if there is any change or amendment to any facts, the Proxy shall be authorize to consider the matter and vote on my behalf as the Proxy deems appropriate.

Any acts undertaken by the Proxy at such meeting shall be deemed as my act (s) in every respect.

Signature Grantor
(.....)

Signature..... Proxy
(.....)

Signature..... Proxy
(.....)

Signature..... Proxy
(.....)

Remark:

- (1) Proxy Form B. is for foreign shareholder appointing Custodian in Thailand
- (2) Evidence must be attached to the Proxy Form B. are as follows:
 - (1) Power of Attorney from the shareholders for the Custodian to sign the proxy form on his behalf.
 - (2) A letter confirming that the person signing the Proxy Form is authorized to undertake custodian business.
- (3) A shareholder appointing a proxy must authorize only to attend the meeting and cast the vote on its behalf and all votes of a shareholder may not be split for more than one proxy.
- (4) In respect of the agenda as to the appointment and election of the directors, either the whole set of the directors or only certain member may be vote for.
- (5) In the event that there is any further agenda apart from specified above brought into consideration in the meeting, the proxy may use the Annex to the Form of Proxy (From B)

Annex to the Form of Proxy (Form C.)

Grant of proxy as a shareholder of Turnkey Communication Services Public Company Limited

At the Annual General Meeting of Shareholders for the year 2022 which will be held on April 28, 2022 at 10.00 hours, via electronic device (E-AGM) or at any adjournment thereof to any other date, time and venue.

Agenda ... Subject:

(a) The Proxy shall vote independently as to his/her consideration

(b) The Proxy shall vote according to the shareholder's requirement are as follows;

Approve

Disapprove

Abstain

Agenda ... Subject:

(a) The Proxy shall vote independently as to his/her consideration

(b) The Proxy shall vote according to the shareholder's requirement are as follows;

Approve

Disapprove

Abstain

Agenda ... Subject:

(a) The Proxy shall vote independently as to his/her consideration

(b) The Proxy shall vote according to the shareholder's requirement are as follows;

Approve

Disapprove

Abstain

Agenda ... Subject:

(a) The Proxy shall vote independently as to his/her consideration

(b) The Proxy shall vote according to the shareholder's requirement are as follows;

Approve

Disapprove

Abstain

Agenda ... Subject: To approve the appointment of directors (Cont.)

Director's Name

Approve

Disapprove

Abstain

Director's Name

Approve

Disapprove

Abstain

Director's Name

Approve

Disapprove

Abstain

Director's Name

Approve

Disapprove

Abstain

Director's Name

Approve

Disapprove

Abstain

The logo for TKC, consisting of the letters 'TKC' in a bold, dark blue, sans-serif font. The background of the top half of the page features a light blue network diagram with white nodes and lines, and a dark blue horizontal band with a white diagonal line on the right side.

TKC

The Leading, **Independent**
Engineering Services Provider

Turnkey Communication Services Public Company Limited

44/44 Vibhavadi-Rangsit 60 Yake 18-1-2, Talad Bangkhen, Laksi, Bangkok 10210

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