



TURNKEY COMMUNICATION SERVICES
PUBLIC COMPANY LIMITED

หนังสือเชิญประชุม

สามัญผู้ถือหุ้นประจำปี 2568

Notice of 2025 Annual General Meeting of Shareholders



ผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) Via Electronic Media (E-AGM)

วันพฤหัสบดีที่ 24 เมษายน 2568 เวลา 14.00 น.

ถ่ายทอดสด ณ ห้องประชุม ชั้น 4 | บริษัท เทิร์นคีย์ คอมมูนิเคชั่น เซอร์วิส จำกัด (มหาชน)

Date: Thursday, 24 April 2025, Time: 2.00 P.M.

Broadcasting Live from the Meeting Room 4th Floor
Turnkey Communication Services Public Company Limited



Privacy Policy for the 2025 Annual General Meeting of Shareholders

Turnkey Communication Services Public Company Limited ("the Company") places great importance on the protection of personal data. Therefore, the Company would like to inform you of the following in compliance with the Personal Data Protection Act B.E. 2562 (2019):

1. Personal Data Collected

The Company needs to collect your personal data, including your name, surname, address, telephone number, photograph, ID card, securities registration number, and electronic system usage information such as email and IP address (in case of online meeting attendance). The Company will record and broadcast the audio and video of this meeting for legal purposes and for the benefit of shareholders. In case of proxy, the Company needs to request the shareholder's ID card, which may contain sensitive personal data such as religion. The Company does not intend to collect such data, and you may obscure that part of the information.

2. Collection of Personal Data

Personal data will be collected directly from the data subject as necessary for the specified purposes. The Company may also collect personal data from other sources, such as the securities registrar or the Thailand Securities Depository (TSD), only when necessary and in accordance with legal procedures.

3. Purpose of Collecting, Using, and Disclosing Personal Data

The Company collects, uses, and discloses your personal data for the purpose of convening the 2025 Annual General Meeting of Shareholders and organizing the meeting as required by law. The Company will collect, use, and disclose your personal data and the data of those you reference as authorized by the Personal Data Protection Act B.E. 2562 (2019) without requiring consent, for the legitimate interests of the Company or other persons or legal entities, or to comply with relevant laws.

4. Retention Period of Personal Data

The Company will retain your personal data for as long as necessary to fulfill the purposes stated in this policy. If the retention period cannot be clearly specified, the Company will retain the data for a period that can be reasonably expected according to standard data collection practices (e.g., up to 10 years as per general legal statutes).

5. Your Rights as a Data Subject

As the owner of personal data, you have rights under the Personal Data Protection Act B.E. 2562 (2019), including the right to withdraw consent, access and receive a copy of your personal data, request correction of inaccurate data, request deletion or destruction of data, request suspension of data use, request data transfer as legally prescribed, file complaints, and object to the collection, use, or disclosure of your personal data.

6. Disclosure of Personal Data to Others

The Company may need to disclose personal data to individuals, legal entities, or government agencies working with the Company to achieve the purposes stated in this policy, such as technology service providers, regulatory agencies, government agencies, or as requested by authorized officials.



7. Contact Information

If you have any questions or need further information regarding personal data protection, please contact:

Company Secretary Office

Turnkey Communication Services Public Company Limited

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

Email: secretary@tkc-services.com, info@tkc-services.com



31 March 2025

- Subject** Invitation to the 2025 Annual General Meeting of Shareholders
- To** Shareholders
- Enclosure**
1. Copy of the minutes of the 1/2024 Annual General Meeting of Shareholders held on April 19, 2024 (for consideration under Agenda 1).
 2. Annual Report 2024 (Form 56-1 One Report 2024) and financial statements for the year ended December 31, 2024, in QR Code format (for consideration under Agenda 2 and Agenda 3).
 3. Profiles of directors nominated for positions (for consideration under Agenda 5).
 4. Company regulations related to the Shareholders' Meeting.
 5. Guidelines for the 2025 Annual General Meeting of Shareholders:
 6. Documents and evidence required for meeting attendance.
 - Registration and proxy procedures.
 - Voting procedures and vote counting methods.
 - Procedures for attending the 2025 Annual General Meeting of Shareholders.
 - Information about independent directors proposed for shareholder proxy.
 - Proxy forms A, B, and C.

The Board of Directors of Turnkey Communication Services Public Company Limited, at its 2/2025 meeting held on February 21, 2025, resolved to convene the 2025 Annual General Meeting of Shareholders on Thursday, April 24, 2025, at 2:00 PM. The meeting will be conducted via electronic media (e-AGM) in accordance with the legal requirements for electronic meetings to consider the following agenda:

Agenda 1 To consider and certify the Minutes of the Annual General Meeting of Shareholders No. 1/2024 held on April 19, 2024

Fact and Rationale: The 2024 Annual General Meeting of Shareholders No. 1/2024 was held on April 19, 2024. The Company has prepared the minutes of the meeting as required by law. *(Enclosure 1)*

The Board's Opinion: It is deemed appropriate to propose the Shareholders' Meeting to consider and certify the Minutes of the 2024 Annual General Meeting of Shareholders No. 1/2024 held on April 19, 2024.

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



Agenda 2 To consider and acknowledge the Company's operating results report for the year 2024

Fact and Rationale: The Company has summarized the operating results and significant changes occurring in the year 2024 as disclosed in the Annual Report 2024 (Form 56-1 One Report 2024) (*Enclosure 2*), which can be summarized as follows:

(Unit : Million Baht)

Operating Results	2024		2023	
	Consolidated Financial Statements	Separate Financial Statements	Consolidated Financial Statements	Separate Financial Statements
Revenues from Sales of Goods, Information Engineering and Services	2,448.89	2,441.30	3,886.53	3,763.75
Profit for the Year	210.03	245.35	236.04	246.32
Earnings per Share (Baht)	0.53	0.61	0.76	0.79

The Board's Opinion: It is deemed appropriate to propose the Shareholders' Meeting to acknowledge the Company's operating results report for the year 2024.

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

Agenda 3 To consider and approve the Company's financial statements for the year ended December 31, 2024

Fact and Rationale: According to Section 112 of the Public Company Limited Act BE. 2535 (1992), the Board of Directors has prepared the Company's financial statements for the year ended December 31, 2024, 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 as of December 31, 2024

(Unit : Million Baht)

Financial Position	Consolidated Financial Statements	Separate Financial Statements
Total Assets	5,515.60	5,555.78
Total Liabilities	1,455.65	1,450.49
Shareholder's Equity	4,059.95	4,105.29

**Statement of Comprehensive Income for the year ending December 31, 2024**

(Unit : Million Baht)

Operation Result	Consolidated Financial Statements	Separate Financial Statements
Revenues from Sales of Goods, Information Engineering and Services	2,425.31	2,292.55
Total Comprehensive Income for the Year	209.18	241.69

The Board's opinion: It is deemed appropriate to propose the Shareholders' Meeting to consider and approve the Company's financial statements for the year ended December 31, 2024, certified by a Certified Public Accountant and considered by the Audit Committee and the Board of Directors.

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

Agenda 4 To consider and approve the allocation of net profit, legal reserve, and dividend payment for the 2024 financial performance

Fact and Rationale: According to Public Limited Companies Act B.E. 2535 (1992) (including any amendment), limited companies must appropriate a portion of the profit as a reserve fund at no less than 5 percent (5%) of the annual net profit, until this reserve fund is no less than 10 percent (10%) of the registered fund. At present, the Company's legal reserve currently stands at 40,000,000.00 THB, which meets the legal requirement. Therefore, the Company does not intend to allocate any additional net profit from the year 2024 to the legal reserve.

The Company has a policy to pay dividends at a rate of no less than 40 % of the net profit from the Company's separate financial statements, after deducting corporate income tax and allocating the legal reserve. However, the Company may consider paying dividends differently from the stated policy, depending on factors such as financial performance, liquidity, the need for working capital to expand operations or new projects, future investment requirements for business expansion, and economic conditions. This is in line with the Company's dividend policy. The Company has paid dividends as compared to the previous year as follows:

Dividend Payment Details	2024	2023
Net Profit according to the Separate Financial Statements (M THB)	245.35	246.32
Annual Dividend (THB/Share)	0.20	0.15
Dividend Payment (M THB)	80.00	60.00
Dividend Payment Ratio to Net Profit (%)	32.61	24.36



The Board's opinion: It is deemed appropriate to propose the Shareholders' Meeting to consider and approve NOT allocating any additional net profit from the year 2024 to the Company's legal reserve, as the legal requirement has already been met. And a dividend payment for the 2024 financial performance at a rate of **0.20 THB (Twenty Satang)** per share, totaling **80,000,000.00 THB**. The Record Date for shareholders entitled to receive the dividend is set for **May 6, 2025**, and the dividend payment date is set for **May 20, 2025**. However, this dividend payment is subject to approval by the 2025 Annual General Meeting of Shareholders.

Resolution: A majority of the shareholders attend 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 (1/3) or the nearest to one-third (1/3) 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 2025, the following three Directors are due to retire by rotation:

- (1) MR. PICHAI CHAINARONGLOKA
- (2) MR. PIYA JIRAPAPONGSA
- (3) MISS RADAKARN MEETAM

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 that 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 who have served for more than 9 years have all the qualifications in accordance with the relevant rules and laws and are able to express their opinions independently. The Board of Directors deemed it appropriate to propose to the Annual General Meeting of Shareholders for the year 2025 to consider re-appointing the 3 above-mentioned Directors who are due to retire by rotation to be in office for another period. (*Enclosure 3*)

The Company has provided the shareholders with 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 2025 Annual General Meeting of Shareholders, has fully considered and resolved to



approve the Nomination and Remuneration Committee's proposal by proposing the shareholder's meeting to re-elect the three retiring Directors namely:

- (1) MR. PICHAI CHAINARONGLOKA
- (2) MR. PIYA JIRAPAPONGSA
- (3) MISS RADAKARN MEETAM

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

Agenda 6 To consider and approve the Directors' remuneration for the year 2025

Fact and Rationale: According to the Public Company Limited Act BE. 2535 (1992) 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 (2/3) 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, 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. 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 2025 Annual General Meeting of Shareholders to consider determining Directors' remuneration as follows:

Member	Remuneration (Baht)		Meeting Allowance (Baht)	
	Monthly		Per Meeting	
	2025 (Propose)	2024	2025 (Propose)	2024
Board of Directors				
Chairperson	24,000	24,000	16,000	16,000
Director	15,000	15,000	12,000	12,000
Audit Committee				
Chairperson	22,000	22,000	15,000	15,000
Director	18,000	18,000	12,000	12,000
Risk Management Committee				
Chairperson	18,000	18,000	12,000	12,000
Director	15,000	15,000	12,000	12,000
Nomination and Remuneration Committee				
Chairperson	18,000	18,000	12,000	12,000
Director	15,000	15,000	12,000	12,000
Sustainable Development Committee				
Chairperson	18,000	-	12,000	12,000
Director	15,000	-	12,000	12,000



In this regard, the monthly remuneration for the year 2025 and meeting allowance in aggregate shall not exceed **THB 4,500,000.00** per year and such remuneration will be effective from **May 1, 2025**, onwards. In addition, the Directors, who are the Executive Committee of the Company and receive salary from the Company, shall not be entitled to receive remuneration as per the table above

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 2025 as proposed above. Effective May 1, 2025, onwards.

Resolution: A two-thirds (2/3) vote of shareholders attending the meeting.

Agenda 7 To consider and approve the appointment of auditors and fix the audit fee for the year 2025

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. It is considered appropriate to propose the Board of Directors consider and appoint the auditors from PricewaterhouseCoopers ABAS Ltd. as the Company's auditor as well as the subsidiaries' auditor for the year 2025.

Names	CPA Registration No.	Auditing Experience with the Company
1. MISS NUNTIKA LIMVIRIYALERS	7358	1
2. MISS TITHINUN VANKEO	9432	-
3. MR. PAIBOON TUNKOOM	4298	-

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 2025 in the amount of 3,650,000.00 THB per year with the following details:

Details (Unit: THB)	2025	2024
Audit Fee	3,650,000.00	3,650,000.00
Other Services Fee	-	-
<u>Total</u>	<u>3,650,000.00</u>	<u>3,650,000.00</u>

The Board's opinion: Approved as proposed by the Audit Committee, it is deemed appropriate to propose the Shareholders' Meeting consider and appoint the auditors from PricewaterhouseCoopers ABAS Ltd. as the Company's auditor for the year 2025 in the amount of **3,650,000.00 THB** per year, with the following auditors:



- | | | |
|--------------------------------|---------------------------|--------|
| (1) MISS NUNTIKA LIMVIRIYALERS | CPA Registration No. 7358 | and/or |
| (2) MISS TITHINUN VANKEO | CPA Registration No. 9432 | and/or |
| (3) MR. PAIBOON TUNKOOM | CPA Registration No. 4298 | |

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

Agenda 8 To consider and approve the amendments of the Company's Objectives and approve the amendments of the Memorandum of Association Clause 3 to be consistent with the amendment of the Company's Objectives

Fact and Rationale: For the purposes of the Company's business operations cover the business that the Company may expand the scope further in the future, the Board of Directors Meeting No.2/2025 which was held on February 21, 2025, resolved to propose to the Meeting to consider and approve the amendment of the Company's objectives and to approve the amendment of the Memorandum of Association, Clause 3 to be consistent with the amendment of the Company's objectives. The Company's objectives shall be added 5 clauses from the original 58 objectives to 63 objectives as follows:

Current Objective	New Objective
Clause (59) – None -	Clause (59) Engaged in the business of providing cloud computing services, including providing cloud infrastructure services (Infrastructure-as-a-service) and software services (Software-as-a-service) including but not limited to private cloud, public cloud and hybrid cloud services, as well as application services via cloud computing systems.
Clause (60) – None -	Clause (60) Engage in the business of providing virtual network services (Virtual Network Provider).
Clause (61) – None -	Clause (61) Engage in the business of providing data recording (data entry), data processing, and data analyst services.
Clause (62) – None -	Clause (62) Engaged in the business of contracting for building additions, improvements/renovations, construction of buildings, commercial buildings, residential buildings, offices, roads, bridges, dams, tunnels, dredging of canals, waterways, and drainage and all types of construction work, including all types of civil engineering work.
Clause (63) – None -	Clause (63) Engage in the business of procuring, collecting, distributing, creating, providing services, installing, inspecting, protecting, analyzing, evaluating, repairing, maintaining, modifying, being a consultant, certifying, giving advice, developing a curriculum, organizing exhibitions, organizing training, organizing tests, organizing competitions in all types of cyber security. Including engineering tools, measuring devices, transmitters, communication devices, telecommunication devices, special tools, forensic tools, intelligence, electronic tools, scientific tools.



The Board's opinion: The Board of Directors has considered and deemed it appropriate to propose the Shareholders' Meeting consider and approve the amendment of the Company's Objectives by adding 5 clauses from the original 58 objectives to 63 objectives and to approve the amendment of the Memorandum of Association, Clause 3 to be consistent with the amendment of the Company's objectives as detailed above.

Resolution: A three-fourths (3/4) vote of shareholders attending the meeting.

Agenda 9 To consider other matters (if any)

Shareholders are invited to attend the meeting on the date, time, and place as mentioned above. Any shareholders 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.

If shareholders who are unable to attend the 2025 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 2025 Annual General Meeting of Shareholders (Record Date) on March 11, 2025. The Company will use the registration and vote counting via an 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 to comply with the rules for the shareholders' meeting of the Securities and Exchange Commission.

In addition, the Company has prepared Annual Report 2024 (Form 56-1 One Report 2024) in the form of an electronic document due to the omission of giving out a hard copy as a part of the responsible business to reduce the environmental impact and global warming from business operations.

Yours sincerely

(MR. KITTISAK AMORNCHAIROJKUL)
Chairperson of the Board of Directors
Turnkey Communication Services Public Company Limited



**The Minutes of the 2024 Annual General Meeting of Shareholders
of
TURNKEY COMMUNICATION SERVICES PUBLIC COMPANY LIMITED**

Date, Time and Venue

The 2024 Annual General Meeting of Shareholders was held on April 19, 2024, at 2:00 PM. The meeting was conducted via electronic media in accordance with the Royal Decree on Electronic Meetings B.E. 2563 (2020) and other relevant regulations. The broadcast took place at 44/44 Soi Vibhavadi-Rangsit 60, Yake 18-1-2, Talad Bangkhen, Laksi, Bangkok. The details of the attendees are as follows:

Directors

- | | |
|-------------------------------------|--|
| (1) MR. KITTISAK AMORNCHAIROJKUL | Chairperson of the Board of Directors,
Chairperson of the Nomination and
Remuneration Committee, Independent
Director |
| (2) MR. SAYAM TIEWTRANON | Director, Nomination and Remuneration
Committee, Risk Management Committee,
Chairperson of the Executive Committee,
Managing Director |
| (3) MR. PIYA JIRAPAPONGSA | Director, Risk Management Committee,
Executive Committee, Deputy Managing
Director of Operation |
| (4) MS. RADAKARN MEETAM | Director, Risk Management Committee,
Executive Committee, Deputy Managing
Director of Finance and Accounting |
| (5) MR. SITHIDEJ MAYALARP | Director |
| (6) MS. KULNADA ORANRAKTHAM | Director |
| (7) MR. WIWAT WETTHAYANUKOOL | Chairperson of the Audit Committee,
Independent Director |
| (8) MR. PICHAI CHAINARONGLOKA | Chairperson of the Risk Management
Committee, Audit Committee, Nomination
and Remuneration Committee, Independent
Director |
| (9) MR. KHEMCHART NANTASA-NGUANTHAI | Audit Committee, Independent
Director |

**Related parties attending the meeting**

- | | |
|--------------------------------|---|
| (1) MR. PISIT THANGTANAGUL | PricewaterhouseCoopers ABAS Ltd. |
| (2) MR. SORAWIT SAENGKIETIYUTH | PricewaterhouseCoopers ABAS Ltd. |
| (3) MS. SUPATRA KERINSAGUNA | Legal Advisor from Kudun and Partners Co., Ltd. |

The meeting commenced at 2.00 P.M.

MS. SORAWANEE PROMSEN, acting as the meeting facilitator ("Facilitator"), invited MR. KITTISAK AMORNCHAIROJKUL to act as the chairman of the meeting ("Chairman") in accordance with the regulations of Turnkey Communication Services Public Company Limited ("the Company"). The Chairman then declared the meeting open and informed the attendees that out of a total of 400,000,000 shares, there were 5 shareholders attending in person, 19 by proxy, 8 attending online, and 2 by online proxy, making a total of 34 shareholders representing 227,537,791 shares, or 56.88% of the total issued shares of the Company, thus constituting a quorum as per the Company's regulations.

After the Facilitator explained the meeting procedures and voting methods, the Chairman officially opened the meeting and proceeded with the agenda items as outlined in the invitation to the 2024 Annual General Meeting of Shareholders.

Agenda 1 To consider and certify the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2023 held on October 9, 2023

The Chairman explained to the meeting that the Company had prepared the minutes of the Extraordinary General Meeting of Shareholders No. 1/2023, held on October 9, 2023, in accordance with legal requirements. The details are provided in *Attachment 1*, which has been sent to all shareholders along with the invitation to the meeting.

The Board of Directors has reviewed and recommended that the Shareholders' Meeting consider and approve the minutes of the Extraordinary General Meeting of Shareholders No. 1/2023. The Chairman then requested the meeting to consider and approve these minutes.

The Chairman opened the floor for shareholders to express their opinions and ask questions regarding this agenda item. The key points of the discussion are summarized as follows:

Questions/Comments/Responses:

No shareholders raised any questions or comments. The Facilitator then requested the meeting to proceed with the voting.

**Resolution:**

The meeting considered and resolved to approve the minutes of the Extraordinary General Meeting of Shareholders No. 1/2023, held on October 9, 2023, as proposed, with the following voting results:

Voting Results	Number (Vote) 1 share = 1 vote	Percentage of total votes of shareholders attending the meeting and having the right to vote
Approved	237,581,591	100.00
Disapproved	0	0.00
Abstained	0	-
	237,581,591	100.00

Notes:

1. The resolution for this agenda item must be approved by a majority vote of the shareholders present and voting, excluding those who abstain from voting.
2. For this agenda item, an additional 3 shareholders registered, bringing the total number of shareholders attending the meeting to 37, representing a total of 237,581,591 shares.

Agenda 2 To Acknowledge the Company's Annual Performance Report for the Year 2023

MR. PIJA JIRAPAPONGSA explained to the meeting that the Company has prepared and is presenting the 2023 annual report for the Shareholders' Meeting to acknowledge. The report, included as *attachment 2*, is provided in QR Code format along with the invitation letter for this meeting and has also been published on the Company's website. The key points are summarized as follows:

Operating Results	2023		2022	
	Consolidated Financial Statements	Separate Financial Statements	Consolidated Financial Statements	Separate Financial Statements
Revenues from Sales of Goods, Information Engineering and Services	3,858.22	3,733.62	2,459.45	2,313.82
Profit for the Year	250.43	246.32	241.00	252.31
Earnings per Share	0.80	0.79	0.82	0.85



In 2023, the Company generated total revenue of 3,858.22 million Baht from product sales, information engineering, and services, with a net profit of 250.43 million Baht, equivalent to an earnings per share of 0.80 Baht.

The Company is committed to being a leader in Digital Solutions, covering telecommunications and ICT sectors. The Company aims to lead in providing information technology and telecommunications engineering services. The Company emphasizes the continuous development of its personnel to keep pace with technology and improve quality, fostering good relationships with partners. The Company targets new business expansion, focusing on Smart Solutions, including Smart Hospitals, Smart Buildings, Smart Farming, Smart Logistics, Smart Platforms, Smart Education, Cyber Security, Autonomous Solutions, AI, and Cloud Services, which will be part of the Company's operations and joint ventures.

As of the end of 2023, the Company's backlog is divided into 2,476 million Baht from Core Business; 415 million Baht from New Business; and 289 million Baht from Joint Ventures, totaling approximately 3,180 million Baht, which will be recognized as revenue in 2024 and subsequent years.

The Board of Directors has considered and deemed it appropriate to propose that the Shareholders' Meeting acknowledge the Company's performance report for 2023. The Chairman, therefore, requests the meeting to acknowledge the Company's performance report for 2023.

The Chairman opened the floor for the meeting to express opinions and ask questions related to this agenda. The key points of the shareholders' inquiries are summarized as follows:

Questions/Comments/Responses:

No shareholders raised any questions or comments. The Facilitator then requested the meeting to proceed with the voting.

Resolution:

This agenda item is for acknowledgment only, and therefore, no voting will be conducted.

Agenda 3 To consider and approve the Company's financial statements for the year ended December 31, 2023

MS. RADAKARN MEETAM explained to the meeting that, in accordance with the Public Limited Companies Act B.E. 2535 (1992), Section 112, the Board of Directors has prepared the Company's financial statements for the year ending December 31, 2023. These statements have been audited and certified by PricewaterhouseCoopers ABAS Ltd. on February 23, 2024. The details are presented in the 2023 Annual Report (Form 56-1 One-Report), included as *attachment 2*. Therefore, it is proposed to the Shareholders' Meeting for approval. The key points are summarized as follows:

Financial Ratio		Company Highlights				Unit: THB Million	
		2021	2022	2023	2024		
ROA (%)	6.39	Financial Position					
ROE (%)	8.70						
Net Profit Margin (%)	6.47	Performance					

- Comparison of revenue over the past 4 years, with annual revenue for 2023 amounting to 3,858 million Baht.
- Quarterly revenue for 2023, averaging approximately 900 million Baht per quarter.
- The breakdown of the Company's revenue into Core Business, New Business, and Joint Ventures, showing an increasing trend in New Business revenue, aligning with the Company's business expansion strategy.
- Revenue target for 2024 is set at 3,900 million Baht.
- In 2023, the Company had total assets of 5,235 million Baht, total liabilities of 1,310 million Baht, and shareholders' equity of 3,925 million Baht.

The Board of Directors has considered and deemed it appropriate to propose that the Shareholders' Meeting approve the Company's financial statements for the year ending December 31, 2023, which have been audited and certified by the authorized auditor and reviewed by the Audit Committee and the Board of Directors.



The Chairman opened the floor for the meeting to express opinions and ask questions related to this agenda. The key points of the shareholders' inquiries are summarized as follows:

Questions/Comments/Responses:

MS. WORAPAN NGAMROJANAVANICH, proxy for BCH Ventures Co., Ltd., holding 10,000,000 shares, inquired about which business would generate the main revenue for the Company.

MS. RADAKARN MEETAM explained to the shareholders that the main revenue-generating projects for the Company would involve purchasing products for installation and implementation.

MR. PIYA JIRAPAPONGSA added that the projects promoting the Company's growth would be related to various Smart Solutions, which are trending in technology. These include both projects undertaken by the Company itself and joint ventures. Additionally, the Company has a strong Core Business that consistently generates revenue.

No other shareholders wished to ask questions or express further opinions. The Chairman then requested the meeting to proceed with the voting.

Resolution:

The meeting considered and resolved to approve the Company's financial statements for the year 2023, ending December 31, 2023, which had been reviewed by the Audit Committee and audited by the authorized auditor, as presented in the Company's financial statements audited by the auditor, ending December 31, 2023, with the details as proposed. The voting results are as follows:

Voting Results	Number (Vote) 1 share = 1 vote	Percentage of total votes of shareholders attending the meeting and having the right to vote
Approved	237,912,391	100.00
Disapproved	0	0.00
Abstained	0	-
	237,912,391	100.00

Notes:

1. The resolution for this agenda item must be approved by a majority vote of the shareholders present and voting, excluding abstentions from the vote count.
2. For this agenda item, one additional shareholder registered, bringing the total number of shareholders attending the meeting to 38, representing a total of 237,912,391 shares.



Agenda 4 To consider and approve the allocation of net profit, legal reserve, and dividend payment for the 2023 financial performance

MS. RADAKARN MEETAM explained to the meeting that, according to the Public Limited Companies Act B.E. 2535 (1992) (and its amendments), the Company is required to allocate a portion of its annual net profit as a reserve fund, amounting to not less than 5% of the annual net profit until the reserve fund reaches not less than 10% of the registered capital.

Currently, the Company's reserve fund stands at 30,000,000 Baht, which does not yet meet the legal requirement. This is because, in 2023, the Company increased its registered capital, which, as of December 31, 2023, amounted to 400,000,000 Baht. Therefore, the Company must allocate a portion of its 2023 net profit to the reserve fund, and it is proposed that the meeting approve an additional allocation of 10,000,000 Baht to the reserve fund.

The Company has a policy to pay dividends at a rate of not less than 40% of the net profit from the Company's separate financial statements, after deducting corporate income tax and legal reserve allocation. However, the Company may consider paying dividends differently from the stated policy, depending on performance, financial liquidity, the need for working capital for business expansion or new projects, the need for future investment for business expansion, and economic conditions. This aligns with the Company's dividend policy for 2023, where the Company's separate financial statements show a net profit of approximately 246 million Baht.

Dividend Payment Details	2023	2022
Net Profit according to the Separate Financial Statements (M THB)	246.32	252.31
Annual Dividend (THB/Share)	0.15	0.60 Consisting of: (1) Annual dividend of 0.40 Baht per share (2) Interim dividend of 0.20 Baht per share
Dividend Payment (M THB)	60.00	180.00
Dividend Payment Ratio to Net Profit (%)	24.36	71.34



It is therefore proposed that the Shareholders' Meeting consider approving the dividend payment for the 2023 operating results at a rate of 0.15 Baht per share, totaling 60,000,000 Baht. The Company has set the Record Date for shareholders entitled to receive the dividend on April 29, 2024, and the dividend payment date on May 15, 2024. However, the right to receive the dividend is still uncertain until approved by the 2024 Annual General Meeting of Shareholders.

The Board of Directors has considered and deemed it appropriate to propose that the Shareholders' Meeting approve the allocation of the 2023 net profit to the Company's reserve fund, an additional amount of 10,000,000 Baht, and approve the dividend payment for the 2023 operating results at a rate of **0.15 Baht per share**, totaling **60,000,000 Baht**. The record date for shareholders entitled to receive the dividend is set for **April 29, 2024**, and the dividend payment date is set for **May 15, 2024**. This dividend payment is subject to the approval of the 2024 Annual General Meeting of Shareholders.

The Chairman opened the floor for the meeting to express opinions and ask questions related to this agenda. The key points of the shareholders' inquiries are summarized as follows:

Questions/Comments/Responses:

No other shareholders wished to ask questions or express further opinions. The Chairman then requested the meeting to proceed with the voting.

Resolution:

The meeting considered and resolved to approve the allocation of net profit amounting to 10,000,000 Baht as a legal reserve and to approve the dividend payment for the 2023 operating results to shareholders at a rate of 0.15 Baht per share, from a total of 400,000,000 shares, amounting to a total dividend payment of 60,000,000 Baht, with the details as proposed. The voting results are as follows:

Voting Results	Number (Vote) 1 share = 1 vote	Percentage of total votes of shareholders attending the meeting and having the right to vote
Approved	237,912,391	100.00
Disapproved	0	0.00
Abstained	0	-
	237,912,391	100.00

Notes: The resolution for this agenda item must be approved by a majority vote of the shareholders present and voting, excluding abstentions from the vote count.

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

The Chairman explained to the meeting that, as his term of office had ended, he invited MR. PICHAJ CHAINARONGLOKA to assume the role of Chairman for this agenda item to ensure the continuity of the meeting and to maintain transparency in the voting process, in accordance with good corporate governance practices. MR. KITTISAK AMORNCHAIROJKUL, MR. SAYAM TIEWTRANON and MR. KHEMCHART NANTASA-NGUANTHAI, whose terms had also ended, would leave the meeting.

The meeting facilitator explained to the meeting that, according to the Public Limited Companies Act and the Company's regulations, Article 17, at every annual general meeting, one-third (1/3) of the directors must retire. If the number of directors to be divided into three (3) parts is not exact, the number closest to one-third (1/3) shall retire. In the first and second years after the Company's registration, the directors to retire shall be determined by drawing lots. In subsequent years, the directors who have been in office the longest shall retire. Retiring directors may be re-elected. This year, three (3) directors are due to retire as follows:

- (1) MR. KITTISAK AMORNCHAIROJKUL
- (2) MR. SAYAM TIEWTRANON
- (3) MR. KHEMCHART NANTASA-NGUANTHAI

The Nomination and Remuneration Committee has conducted the nomination process and considered that the retiring directors possess the knowledge, experience, and expertise beneficial to the Company's operations. They meet all the qualifications according to the Board of Directors' charter and have no disqualifications under relevant laws. Independent directors also meet the qualifications of independent directors according to relevant criteria and laws, allowing them to provide independent opinions. Therefore, it is proposed that shareholders consider re-appointing these directors for another term. The profiles of the three directors are included in attachment number 3, which has been sent to the shareholders along with the meeting invitation.

The Company has allowed shareholders to nominate qualified individuals without legal disqualifications for consideration as directors, according to the criteria disclosed on the Company's website. However, no nominations were received.

MR. PICHAJ CHAINARONGLOKA explained to the meeting that the Nomination and Remuneration Committee and the Board of Directors had considered and found that the three directors possess the knowledge, ability, and experience that benefit the Company's business operations and shareholders. They have consistently performed their duties well. Therefore, it was unanimously resolved to propose the re-appointment of the three retiring directors for another term. For this agenda item, shareholders are requested to vote for the directors individually.



MR. PICHAI CHAINARONGLOKA opened the floor for the meeting to express opinions and ask questions related to this agenda. The key points of the shareholders' inquiries are summarized as follows:

Questions/Comments/Responses:

No other shareholders wished to ask questions or express further opinions. The Chairman then requested the meeting to proceed with the voting.

Resolution:

The meeting considered and resolved to approve the re-appointment of the three directors whose terms had expired, namely (1) MR. KITTISAK AMORNCHAIROJKUL, (2) MR. SAYAM TIEWTRANON, and (3) MR. KHEMCHART NANTASA-NGUANTHAI, for another term. The details are as follows:

(1) MR. KITTISAK AMORNCHAIROJKUL with the following voting results:

Voting Results	Number (Vote) 1 share = 1 vote	Percentage of total votes of shareholders attending the meeting and having the right to vote
Approved	237,863,191	99.98
Disapproved	49,200	0.02
Abstained	0	-
	237,912,391	100.00

(2) MR. SAYAM TIEWTRANON with the following voting results:

Voting Results	Number (Vote) 1 share = 1 vote	Percentage of total votes of shareholders attending the meeting and having the right to vote
Approved	237,907,391	99.998
Disapproved	5,000	0.002
Abstained	0	-
	237,912,391	100.00



(3) MR. KHEMCHART NANTASA-NGUANTHAI with the following voting results:

Voting Results	Number (Vote) 1 share = 1 vote	Percentage of total votes of shareholders attending the meeting and having the right to vote
Approved	237,907,391	99.998
Disapproved	5,000	0.002
Abstained	0	-
	237,912,391	100.00

Notes: The resolution for this agenda item must be approved by a majority vote of the shareholders present and voting, excluding abstentions from the vote count.

After the conclusion of Agenda item 5, the three directors who had left the meeting and were re-appointed returned to the meeting. MR. KITTISAK AMORNCHAIROJKUL resumed his role as Chairman of the meeting.

Agenda 6 To consider and approve the increase in the number of directors and the appointment of new directors

The Chairman explained to the meeting that, to enhance the Company's strength through the experience of qualified directors, the Board of Directors proposed that the Shareholders' Meeting consider approving an increase in the number of directors from 9 to 11 and the appointment of new directors, namely MR. SIRIPONG OONTORN PAN and MS. SUREERAT PRACHAYANUKUL. Both individuals meet the qualifications for directorship as specified by the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET). The details are provided in item *attachment 4*.

The Nomination and Remuneration Committee and the Board of Directors have considered the suitability and experience of the qualified directors, which will enhance the Company's strength. Therefore, it is proposed that the shareholders' meeting approve the increase in the number of directors from 9 to 11 and the appointment of new directors, MR. SIRIPONG OONTORN PAN and MS. SUREERAT PRACHAYANUKUL. For this agenda item, shareholders are requested to vote for the directors individually.

The Chairman opened the floor for the meeting to express opinions and ask questions related to this agenda. The key points of the shareholders' inquiries are summarized as follows:

**Questions/Comments/Responses:**

No other shareholders wished to ask questions or express further opinions. The Chairman then requested the meeting to proceed with the voting.

Resolution:

The meeting considered and resolved to approve the increase in the number of directors from 9 to 11 and the appointment of new directors, namely (1) MR. SIRIPONG OONTORNPAN and (2) MS. SUREERAT PRACHAYANUKUL with the details as proposed. The voting results are as follows:

(1) MR. SIRIPONG OONTORNPAN with the following voting results:

Voting Results	Number (Vote) 1 share = 1 vote	Percentage of total votes of shareholders attending the meeting and having the right to vote
Approved	227,912,391	95.80
Disapproved	10,000,000	4.20
Abstained	0	-
	237,912,391	100.00

(2) MS. SUREERAT PRACHAYANUKUL with the following voting results:

Voting Results	Number (Vote) 1 share = 1 vote	Percentage of total votes of shareholders attending the meeting and having the right to vote
Approved	227,912,391	95.80
Disapproved	10,000,000	4.20
Abstained	0	-
	237,912,391	100.00

Notes: The resolution for this agenda item must be approved by a majority vote of the shareholders present and voting, excluding abstentions from the vote count.

**Agenda 7 To consider and approve the Directors' remuneration for the year 2024**

MR. PICHAI CHAINARONGLOKA explained to the meeting that, according to the Public Limited Companies Act B.E. 2535 (1992), Section 90, the payment of directors' remuneration must be in accordance with the resolution of the Shareholders' Meeting, which requires a vote of not less than two-thirds (2/3) of the total votes of the shareholders present.

To ensure that the Board of Directors receives appropriate and fair remuneration for their duties, 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 directors' duties, and responsibilities. It was resolved to propose to the 2024 Annual General Meeting of Shareholders to approve the directors' remuneration for 2024, including the remuneration for various sub-committees appointed by the Board of Directors to oversee different areas of work in accordance with the established policies, as follows:

Member	Remuneration (Baht)		Meeting Allowance (Baht)	
	Monthly		Per Meeting	
	Y 2023	Y 2024	Y 2023	Y 2024
Board of Directors				
Chairperson	22,000	24,000	16,000	16,000
Director	14,000	15,000	10,000	12,000
Audit Committee				
Chairperson	18,000	22,000	12,000	15,000
Director	15,000	18,000	12,000	12,000
Risk Management Committee				
Chairperson	18,000	18,000	12,000	12,000
Director	15,000	15,000	12,000	12,000
Nomination and Remuneration Committee				
Chairperson	18,000	18,000	12,000	12,000
Director	15,000	15,000	12,000	12,000
Sustainable Development Committee				
Chairperson	-	-	-	12,000
Director	-	-	-	12,000

The total monthly remuneration and meeting allowances shall not exceed **4,000,000 Baht per year**. This rate will be effective from May 1, 2024. Directors who hold executive positions in the Company and receive a salary will not receive directors' remuneration as per the above table.



The Chairman opened the floor for the meeting to express opinions and ask questions related to this agenda. The key points of the shareholders' inquiries are summarized as follows:

Questions/Comments/Responses:

No other shareholders wished to ask questions or express further opinions. The Chairman then requested the meeting to proceed with the voting.

Resolution:

The meeting considered and resolved to approve the directors' remuneration for the year 2024, with the details as proposed. The voting results are as follows:

Voting Results	Number (Vote) 1 share = 1 vote	Percentage of total votes of shareholders attending the meeting and having the right to vote
Approved	227,912,391	95.80
Disapproved	10,000,000	4.20
Abstained	0	-
	237,912,391	100.00

Notes: The resolution for this agenda item must be approved by a vote of not less than two-thirds (2/3) of the total votes of the shareholders present, including abstentions in the vote count.

Agenda 8 To consider and approve the appointment of auditors and fix the audit fee for the year 2024

MR. WIWAT WETTHAYANUKUL explained to the meeting that, according to the Public Limited Companies Act, the Annual General Meeting of Shareholders is required to appoint an auditor and determine the audit fee every year. The Audit Committee has reviewed and agreed on the appointment of the auditor and the audit fee, deeming them appropriate. The proposed auditor has no relationship or conflict of interest with the Company, its subsidiaries, executives, major shareholders, or related persons, ensuring independence in auditing and providing opinions on the Company's financial statements. Therefore, it is proposed to the Board of Directors to consider appointing the auditor from PricewaterhouseCoopers ABAS Ltd. as the Company's auditor for 2024 and the auditor for all subsidiaries.



MR. PISIT THANGTANAGUL has signed the Company's financial statements from 2017 to 2023, totaling 7 years. To comply with the auditor rotation criteria, after serving for 7 fiscal years, a 5-year break is required. Based on the Audit Committee's and the Board of Directors' consideration, it is proposed to the Annual General Meeting of Shareholders to approve the appointment of the following auditors from PricewaterhouseCoopers ABAS Ltd. as the Company's and its subsidiaries' auditors for 2024:

Name	CPA Registration No.	Auditing Experience with the Company
(1) MISS NUNTIKA LIMVIRIYALERS	7358	-
(2) MISS TITHINUN VANKEO	9432	-
(3) MR. PAIBOON TUNKOOM	4298	-

Any one of the auditors has the authority to audit and express opinions on the financial statements. The audit fee for 2024 is set at 3,650,000 Baht per year, excluding other service fees (Non-audit Fee) that the Company will pay as incurred. The audit fee does not include miscellaneous expenses that may arise during the service, such as travel expenses, telephone charges, overtime, postage, stamp duty, photocopying, etc. The details are as follows:

Details (Unit: THB)	2024	2023
Audit Fee	3,650,000.00	3,600,000.00
Other Services Fee	-	-
<u>Total</u>	<u>3,650,000.00</u>	<u>3,600,000.00</u>

The Chairman opened the floor for the meeting to express opinions and ask questions related to this agenda. The key points of the shareholders' inquiries are summarized as follows:

Questions/Comments/Responses:

No other shareholders wished to ask questions or express further opinions. The Chairman then requested the meeting to proceed with the voting.

Resolution:

The meeting has been considered and resolved to approve the appointment of auditors from PricewaterhouseCoopers ABAS Ltd. as the Company's auditors for the year 2024, with the following names:



- (1) MISS NUNTIKA LIMVIRIYALERS, Certified Public Accountant No. 7358, and/or
- (2) MISS TITHINUN VANKEO, Certified Public Accountant No. 9432, and/or
- (3) MR. PAIBOON TUNKOOM, Certified Public Accountant No. 4298

If the aforementioned certified public accountants are unable to perform their duties, PricewaterhouseCoopers ABAS Ltd. is authorized to appoint another certified public accountant from PricewaterhouseCoopers ABAS Ltd. as a replacement. The meeting also approved the auditor's remuneration for the fiscal year 2024, not exceeding **3,650,000.00 THB**, with details as proposed, by the following votes:

Voting Results	Number (Vote) 1 share = 1 vote	Percentage of total votes of shareholders attending the meeting and having the right to vote
Approved	246,657,691	100.00
Disapproved	0	0.00
Abstained	0	-
	246,657,691	100.00

Notes:

1. The resolution for this agenda item must be approved by a majority vote of the shareholders present and voting at the meeting, excluding abstentions from the vote count.
2. For this agenda item, one additional shareholder registered, bringing the total number of shareholders present to 39, representing a total of 246,657,691 shares.

Agenda 9 To Consider and approve the amendment of the Company's Regulations to align with the Public Limited Companies Act (No. 4) B.E. 2565 (2022)

MS. RADAKARN MEETAM explained to the meeting that due to the amendment of the Public Limited Companies Act to the Public Limited Companies Act (No. 4) B.E. 2565 on May 21, 2022, the Board of Directors' meeting No. 1/2024, held on February 23, 2024, resolved to propose to the Annual General Meeting of Shareholders for 2024 to consider amending the company's regulations to align with the aforementioned Act. The details of the amendments are outlined in the invitation to the meeting sent to shareholders, specifically on pages 10-11.



Current	New
<p>Article 25. In calling a meeting of the Board of Directors, the Chairman or a designated person shall send a notice of the meeting to the directors at least seven (7) days prior to the meeting date. However, in case of urgency to protect the rights or interests of the Company, the meeting may be called by other means, and the meeting date may be set earlier.</p>	<p>Article 25. In calling a meeting of the Board of Directors, the Chairman or a designated person shall send a notice of the meeting to the directors at least <u>three (3) days</u> prior to the meeting date. However, in case of urgency to protect the rights or interests of the Company, the meeting may be called by <u>electronic means</u> or other methods, and the meeting date may be set earlier.</p> <p><u>If it is necessary to protect the rights and interests of the Company, two (2) or more directors may jointly request the Chairperson to convene a Board meeting, specifying the matters and reasons to be considered by the meeting. In such cases, the Chairperson shall call and set the date for the meeting within fourteen (14) days from the date of the request.</u></p> <p><u>If the Chairperson does not act in accordance with the second paragraph, the requesting directors may jointly call and set the date for a Board meeting to consider the requested matters within fourteen (14) days from the expiration of the initial fourteen (14) day period.</u></p> <p><u>The chairperson of the Board, or a person designated by the Chairperson, shall determine the date, time, and place of the Board meeting. The meeting location may be in a place other than the Company's headquarters, or any other location as deemed appropriate.</u></p> <p><u>If the Chairperson of the Board or the director designated by the Chairperson does not specify the meeting location, the Company's headquarters shall be used as</u></p>

Current	New
	<p><u>the meeting place. The Board meeting may be conducted via electronic means, following the procedures, methods, criteria, and conditions as prescribed by the relevant laws, regulations, and rules.</u></p> <p><u>For the convening of a Board meeting, the notice of the meeting may be sent to the directors by electronic means, provided that the directors have previously expressed their intention or given their consent to the Company or the Board.</u></p>
<p>Article 34. In calling a Shareholders' Meeting, the Board of Directors shall prepare a notice of the meeting specifying the venue, date, time, agenda, and matters to be presented to the meeting, along with appropriate details. The notice must clearly indicate whether the matters are for acknowledgment, approval, or consideration including the Board's opinions on such matters. The notice shall be sent to shareholders and the registrar at least seven (7) days prior to the meeting date. Additionally, the notice shall be published in a newspaper for at least three (3) consecutive days prior to the meeting.</p> <p>The notice of the meeting may be delivered directly to the recipient or their representative or sent by registered mail.</p> <p>The Board of Directors shall determine any other location within the Kingdom of Thailand to be used as the meeting venue as specified in the first paragraph.</p>	<p>Article 34. In calling a Shareholders' Meeting, the Board of Directors shall prepare a notice of the meeting specifying the venue, date, time, agenda, and matters to be presented to the meeting, along with appropriate details. The notice must clearly indicate whether the matters are for acknowledgment, approval, or consideration including the Board's opinions on such matters. The notice shall be sent to shareholders and the registrar at least seven (7) days prior to the meeting date. Additionally, the notice shall be published in a newspaper for at least three (3) consecutive days prior to the meeting.</p> <p><u>The Company may advertise the notice of the meeting via electronic media instead of a newspaper, in accordance with relevant legal requirements.</u></p> <p><u>The venue for the Shareholders' Meeting may be the location of the Company's Headquarters or any other location as determined by the Board of Directors. In the case of a Shareholders' Meeting held via electronic media, the Company's Headquarters shall be considered the</u></p>



Current	New
<p>Article 38. At the Shareholders' Meeting, a shareholder may appoint a proxy who is of legal age to attend and vote on their behalf. The proxy appointment must be in writing, signed by the shareholder, and submitted to the Chairman or a designated person at the meeting venue before the proxy attends the meeting. The proxy form must comply with the format prescribed by the registrar under the Public Limited Companies Act.</p>	<p><u>meeting venue.</u></p> <p>Article 38. At the Shareholders' Meeting, a shareholder may appoint a proxy who is of legal age to attend and vote on their behalf. The proxy appointment must be in writing, signed by the shareholder, and submitted to the Chairman or a designated person at the meeting venue before the proxy attends the meeting. The proxy form must comply with the format prescribed by the registrar under the Public Limited Companies Act.</p> <p><u>The proxy appointment mentioned in the first paragraph may be conducted electronically, provided that secure and reliable methods are used to ensure that the proxy appointment is made by the shareholder. This must be in accordance with the legal requirements.</u></p>
<p>- None -</p>	<p><u>Chapter 10: Advertising and Electronic Document Delivery</u></p> <p><u>Article 50. Any notice or advertisement regarding the Company to individuals or the public may be conducted through electronic media, in accordance with relevant legal requirements.</u></p> <p><u>Article 51. The Company or the Board of Directors may send letters or documents to directors, shareholders, or creditors of the company electronically, provided that such individuals have clearly expressed their intention or consent in writing or electronically. This must be done in accordance with relevant legal requirements.</u></p>



The Board of Directors has considered and deemed it appropriate for the meeting to review and approve the amendment of the Company's Regulations to align with the Public Limited Companies Act (No. 4) B.E. 2565 (2022). The existing text shall be repealed and replaced with the new text as proposed above. Additionally, the Board shall proceed with the registration of the amended regulations as proposed and consider authorizing the Company's directors and/or designated persons to amend and modify necessary text in the registration documents in accordance with the instructions or recommendations of the registrar of Public Limited Companies.

The Chairman then opened the floor for shareholders to express their opinions and ask questions regarding this agenda item. The key points raised by shareholders are summarized as follows:

Questions/Comments/Responses:

No other shareholders wished to ask questions or express further opinions. The Chairman then requested the meeting to proceed with the voting.

Resolution:

The meeting has been considered and resolved to approve the amendment of the Company's Regulations to align with the Public Limited Companies Act (No. 4) B.E. 2565 (2022). The details of the amendments were approved as proposed, with the following votes:

Voting Results	Number (Vote)	Percentage of total votes
	1 share = 1 vote	of shareholders attending the meeting and having the right to vote
Approved	246,657,691	100.00
Disapproved	0	0.00
Abstained	0	-
	246,657,691	100.00

Notes: The resolution for this agenda item must be approved by a vote of no less than three-fourths (3/4) of the total votes of shareholders present and eligible to vote, including abstentions in the vote count.



Agenda 10 To consider and approve the amendments of the Company's Objectives and approve the amendments of the Memorandum of Association Clause 3 to be consistent with the amendment of the Company's Objectives

MS. RADAKARN MEETAM explained to the meeting that, in order to expand the Company's business objectives to cover potential future business areas, the Board of Directors' meeting No. 1/2024, held on February 23, 2024, resolved to propose to the Annual General Meeting of Shareholders for 2024 to consider and approve the amendment of the Company's Objectives and the amendment of Clause 3 of the Memorandum of Association to align with the amended objectives. This amendment will increase the Company's Objectives from 57 to 58 clauses, with the additional objective as follows:

Current Objective	New Objective
Clause (58) - None -	Clause (58) Engage in the business of guaranteeing debts, liabilities, and the performance of contracts of other persons, including providing guarantee services for individuals entering or leaving the country in accordance with immigration laws, tax laws, and other relevant laws.

To align with the amendment of the Company's Objectives, the Company must amend Clause 3 of the Memorandum of Association regarding the Company's Objectives. The proposed amendment to Clause 3 is as follows:

"Clause 3. The Company's Objectives consist of 58 clauses, as detailed in Form BorMorJor. 002 attached."

The Board of Directors has considered and deemed it appropriate for the meeting to review and approve the amendment of the Company's Objectives by adding one item, increasing the total from 57 to 58 clauses. The Board also approved the amendment of Clause 3 of the Memorandum of Association to align with the amended objectives.

The Chairman then opened the floor for shareholders to express their opinions and ask questions regarding this agenda item. The key points raised by shareholders are summarized as follows:

Questions/Comments/Responses:

MS. WORAPAN NGAMROJANAVANICH, a proxy for BCH Ventures Co., Ltd. holding 10,000,000 shares, inquired about the business area supported by the new objective.

MS. RADAKARN MEETAM explained to the shareholders that the new objective supports joint ventures that are legal entities under tax law but not under the Ministry of



Commerce's law, thus unable to guarantee themselves. Therefore, joint ventures require individuals to act as guarantors.

As no other shareholders had further questions or comments, the Chairman requested the meeting to proceed with the voting.

Resolution:

The meeting has been considered and resolved to approve the amendment of the Company's Objectives and the amendment of Clause 3 of the Memorandum of Association to align with the amended objectives. The details of the amendments were approved as proposed, with the following votes:

Voting Results	Number (Vote) 1 share = 1 vote	Percentage of total votes of shareholders attending the meeting and having the right to vote
Approved	246,657,691	100.00
Disapproved	0	0.00
Abstained	0	-
	246,657,691	100.00

Notes: The resolution for this agenda item must be approved by a vote of no less than three-fourths (3/4) of the total votes of shareholders present and eligible to vote, including abstentions in the vote count.

Agenda 11 To consider other matters (if any)

The Chairman asked the meeting if any shareholders had additional questions or comments.

MS. WORAPAN NGAMROJANAVANICH, a proxy for BCH Ventures Co., Ltd. holding 10,000,000 shares, inquired about the expected revenue growth percentage, profit forecast, and the possibility of interim dividends for the year 2024.

MR. PIYA JIRAPAPONGSA explained to the shareholders that:

The Company expects revenue growth of approximately 10-15%, derived from three segments: Core Business, New Business, and Joint Ventures.

The target net profit is no less than 7%.

The decision on interim dividends will depend on various factors and will be considered further by the Company.



MS. THANOMKWAN NUANKLAI, a proxy for the Thai Investors Association holding 100 shares, asked whether the Company has a policy for holding hybrid shareholders' meetings.

The Chairman explained that the Company is considering this, but future implementation will depend on various factors such as venue, budget, etc.

As there were no further questions or comments, the Chairman thanked the shareholders for their time and adjourned the Annual General Meeting of Shareholders for 2024.

The meeting was adjourned at 3.38 P.M.

Sign _____ Chairman of the Meeting

(MR. KITTISAK AMORNCHAIROJKUL)

Chairman of the Board of Directors

Sign _____ Secretary of the Meeting

(MS. RADAKARN MEETAM)

Company Secretary



The Annual Report 2024 (Form 56-1 One Report 2024)
And financial statements for the year 2024, ended December 31, 2024
In the form of a QR Code





**Profiles of Directors for Appointment to Replace Retiring Directors by Rotation
Turnkey Communication Services Public Company Limited
(No. 1)**

Name Surname: MR. PICHAI CHAINARONGLOKA

Age: 52

Position in the Company: Independent Director, Chairperson of the Risk Management Committee, Audit Committee, and Remuneration and Nomination Committee

Date of Appointment: February 24, 2014

Education:

- Master of Science in Economics (Research), the University of North Texas, USA
- Master of Science in Real Estate Business, Thammasat University
- Bachelor of Economics, Thammasat University
- Certificate Program in Property Valuation, Thammasat University

Training:

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

Years of Directorship: 11 years and 2 months (as of the General Meeting of Shareholders)

Meeting Attendance Year 2024:

- Board of Directors 6/6 times
- Audit Committee 4/4 times
- Risk Management Committee 6/6 times
- Remuneration and Nomination Committee 4/4 times

Current Directorship in Other Listed Companies: None

Current Directorship in Non-Listed Companies: None

Businesses that may Cause Conflicts of Interest: None

Criminal Records over the Past 10 Years: None



Shareholding Percentage in TKC:

- Hold shares directly: None
- Hold shares by spouse/children who have not yet reached legal age: None

Experiences

2014 – Present	Chairperson of Risk Management Committee, Audit Committee, Remuneration and Nomination and Independent Director Turnkey Communication Services Public Company Limited Business Type: Digital Solutions/Telecommunications
2024 – Present	Acting Chief Executive Officer Kane Digital Company Limited Business Type: Digital Asset Management
2023 – 2024	Managing Director Origin Reit Management Company Limited Business Type: Trust Fund Management
2022 – 2023	Chief of Accounting and Finance Dimet (Siam) Public Company Limited Business Type: Distribution of construction products
2019 – 2021	Chief REIT Management Officer Innotech Asset Management Company Limited Business Type: Fund Management
2016 – 2019	Deputy Director U City Public Company Limited Business Type: Property Development
2015	Director of Property Management Taicon Management Company Limited Business Type: Trust Management
2011 – 2014	Manager of Real Estate Funds CIMB-Principal Asset Management Company Limited Business Type: Asset Management



**Profiles of Directors for Appointment to Replace Retiring Directors by Rotation
Turnkey Communication Services Public Company Limited
(No. 2)**

Name Surname: MR. PIYA JIRAPAPONGSA

Age: 49

Position in the Company: Director, Risk Management Committee, Sustainability
Development Committee, Executive Committee and Deputy
Managing Director of Operations

Date of Appointment: March 5, 2018

Education:

- Master of Electrical/Telecommunications Engineering, The University of Southern California, USA
- Bachelor of Electrical/Electrical Systems Engineering, Assumption University

Training:

- Director Certification Program (DCP) Year 2017
- Director Accreditation Program (DAP) Year 2015
- Financial Statements for Directors (FSD) Year 2015

Years of Directorship: 7 years 2 months (as of the General Meeting of Shareholders)

Meeting Attendance Year 2024:

- Board of Directors 6/6 times
- Risk Management Committee 6/6 times
- Executive Committee 12/12 times

Current Directorship in Other Listed Companies: None

Current Directorship in Non-Listed Companies:

- Paradigm Technology Service Co., Ltd.
- IBS Corporation Ltd.
- Exdream Spirti Co., Ltd.

Businesses that may Cause Conflicts of Interest: None

Criminal Records over the Past 10 Years: None



Shareholding Percentage in TKC:

- Hold shares directly: 50,000 shares (less than 0.01%)
- Hold shares by spouse/children who have not yet reached legal age: None

Experiences

2014 – Present	Director, Risk Management Committee, Sustainability Development Committee and Deputy of Managing Director of Operations Turnkey Communication Services Public Company Limited Business Type: Digital Solutions/Telecommunications
2021 – Present	Director Exdream Spirit Co., Ltd. Business Type: EduTech
2019 – Present	Director Paradigm Technology Service Co., Ltd. Business Type: Investment in the Company
2016 – Present	Chairperson of the Board of Directors IBS Corporation Ltd. Business Type: Green Solutions/Information Technology
2006 – 2014	Telecommunication Director Turnkey Communication Services Co., Ltd. Business Type: Telecommunications/Information Technology



**Profiles of Directors for Appointment to Replace Retiring Directors by Rotation
Turnkey Communication Services Public Company Limited
(No. 3)**

Name Surname: MS. RADAKARN MEETAM

Age: 52

Position in the Company: Director, Risk Management Committee, Sustainability
Development Committee, Executive Committee and Deputy
Managing Director of Finance and Accounting

Date of Appointment: March 5, 2018

Education:

- Master of Finance and Banking, Ramkhamhaeng University
- Bachelor of Accounting, Burapha University

Training:

- Legal Obligations and Duties (DLD) Year 2024
- Director Accreditation Program (DAP) Year 2018
- Orientation Course – CFO Focus on Financial Reporting, 3rd Class Year 2017
- Integrated Reporting, 1st Class Year 2020

Years of Directorship: 7 years 2 months (as of the General Meeting of Shareholders)

Meeting Attendance Year 2024:

- Board of Directors 6/6 times
- Risk Management Committee 6/6 times
- Executive Committee 12/12 times

Current Directorship in Other Listed Companies:

- Advanced Information Technology Public Company Limited

Current Directorship in Non-Listed Companies:

- GTF TKC Co, Ltd.
- Paradigm Technology Service Co., Ltd.

Businesses that may Cause Conflicts of Interest: None

Criminal Records over the Past 10 Years: None



Shareholding Percentage in TKC:

- Hold shares directly: 194,000 shares
 - Hold shares by spouse/children who have not yet reached legal age: 22,000 shares
- Total shares: 216,000 shares (0.05%)

Experiences

2017 – Present	Director, Risk Management Committee, Sustainability Development Committee and Deputy of Managing Director of Finance and Accounting Turnkey Communication Services Public Company Limited Business Type: Digital Solutions/Telecommunications
2023 – Present	Director Advanced Information Technology Public Company Limited Business Type: Information Technology
2023 – Present	Director GTF TKC Co., Ltd. Business Type: Investment in IT Services
2019 – Present	Director Paradigm Technology Service Co., Ltd. Business Type: Investment in the Company
2016 – 2023	Director IBS Corporation Ltd. Business Type: Green Solutions/Information Technology



**Articles of Association of Turnkey Communication Services Public Company Limited
concerning Shareholders' Meeting**

**Chapter 5
Board of Directors**

Article 15. The Company shall have a Board of Directors to conduct its business, consisting of at least five (5) directors. No less than half (1/2) of the total number of directors must reside in Thailand. The directors must possess the qualifications as prescribed by law.

A director of the Company may or may not be a shareholder of the Company.

Article 16. The shareholders' meeting shall elect the Company's directors according to the following criteria and methods:

- (1) Each shareholder shall have one (1) vote per one (1) share.
- (2) Each shareholder may use all the votes they have under (1) to elect one (1) or more persons as directors, but they cannot divide their votes among any candidates.
- (3) The persons receiving the highest number of votes in descending order shall be elected as directors up to the number of directors to be elected at that time. In the event of a tie vote among the candidates in the next order, which exceeds the number of directors to be elected, the chairperson of the meeting shall have the casting vote.

Article 17. At each annual general meeting of shareholders, one-third (1/3) of the directors shall retire from office. If the number of directors cannot be divided exactly into three parts, the number nearest to one-third (1/3) shall retire.

A director who retires from office may be re-elected.

The directors who must retire in the first and second years following the Company's conversion registration shall be determined by drawing lots. In subsequent years, the directors who have been in office the longest shall retire.

Article 20. The shareholders' meeting may resolve to remove any director from office before the expiration of their term with a vote of not less than three-fourths (3/4) of the shareholders present and entitled to vote, provided that the shares held by such shareholders represent not less than one-half (1/2) of the total shares held by the shareholders present and entitled to vote.



Article 22. The Company's directors are entitled to receive remuneration from the Company in the form of rewards, meeting allowances, gratuities, bonuses, or other benefits as determined and resolved by the shareholders' meeting with a vote of not less than two-thirds (2/3) of the total votes of the shareholders present at the meeting. The remuneration may be fixed or set according to specific criteria and may be determined as a general guideline or to be effective indefinitely until the shareholders' meeting resolves otherwise. Additionally, the Company's directors are entitled to receive per diem and other welfare benefits according to the company's regulations.

The provisions in the first paragraph shall not affect the rights of directors who are appointed from among the Company's employees or staff to receive remuneration and benefits in their capacity as employees or staff of the Company.

Chapter 6

Shareholders' Meeting

Article 31. The Board of Directors must convene an annual general meeting of shareholders within four (4) months from the end of the Company's fiscal year.

Any shareholders' meeting other than the annual general meeting shall be called an extraordinary general meeting. The Board of Directors may convene an extraordinary general meeting at any time as deemed appropriate.

One (1) or more shareholders holding shares amounting to not less than ten percent (10%) of the total number of shares sold may jointly submit a written request to the Board of Directors to call an extraordinary general meeting of shareholders at any time. The request must clearly specify the matters and reasons for calling the meeting. In such cases, the Board of Directors must convene the shareholders' meeting within forty-five (45) days of the date of receipt of the shareholders' request.

If the Board of Directors does not convene the meeting within the specified period as stated in the third paragraph, the shareholders who jointly made the request, or other shareholders holding the required number of shares, may call the meeting themselves within forty-five (45) days from the expiration of the initial period. In such cases, the meeting shall be considered as a shareholders' meeting called by the Board of Directors, and the Company shall be responsible for any necessary expenses incurred from organizing the meeting and shall provide reasonable facilitation.



If a shareholders' meeting called under the fourth paragraph does not meet the quorum requirements as specified in Article 32., the shareholders who requested the meeting under the fourth paragraph shall jointly bear the expenses incurred from organizing that shareholders' meeting and reimburse the Company accordingly.

- Article 32. For a shareholders' meeting to constitute a quorum, there must be at least twenty-five (25) shareholders and proxies (if any) present, or not less than half (1/2) of the total number of shareholders, and the shares represented must amount to not less than one-third (1/3) of the total number of shares sold.

If any shareholders' meeting does not meet the quorum requirements within one (1) hour from the scheduled time, and if the meeting was called at the request of shareholders, the meeting shall be canceled. If the meeting was not called at the request of shareholders, a new meeting shall be scheduled, and a notice of the meeting shall be sent to the shareholders at least seven (7) days before the meeting. At the subsequent meeting, a quorum is not required.

- Article 33. At the shareholders' meeting, the Chairperson of the Board shall preside as the Chairperson of the meeting.

If the Chairperson of the Board is not present at the meeting or is unable to perform their duties, the Vice-Chairperson shall preside as the Chairperson of the meeting. If there is no Vice-Chairperson, or if the Vice-chairperson is also unable to perform their duties, the shareholders present at the meeting shall elect one (1) shareholder to act as the Chairperson of the meeting.

- Article 34. For the convening of a shareholders' meeting, the Board of Directors shall prepare a notice for the meeting specifying the location, date, time, agenda, and matters to be presented at the meeting, along with appropriate details. The notice must clearly indicate whether each matter is for acknowledgment, approval, or consideration and includes the Board's opinions on such matters. The notice shall be sent to the shareholders and the registrar at least seven (7) days before the meeting date. Additionally, the notice of the meeting shall be advertised in a newspaper for at least three (3) consecutive days prior to the meeting.

The Company may advertise the notice of the meeting via electronic means instead of in a newspaper, in accordance with the relevant legal requirements.



The location for the shareholders' meeting may be at the Company's headquarters or any other place as determined by the Board of Directors. In the case of a shareholders' meeting conducted via electronic means, the Company's headquarters shall be considered the meeting location.

Article 35. The Chairperson of the shareholders' meeting shall have the duty to conduct the meeting in accordance with the Company's regulations concerning meetings. In this regard, the meeting must be conducted in accordance with the agenda sequence specified in the meeting notice, unless the meeting resolves to change the order of the agenda with a vote of not less than two-thirds (2/3) of the shareholders present at the meeting.

At the conclusion of the meeting's consideration as per the first paragraph, shareholders holding shares amounting to not less than one-third (1/3) of the total issued shares may request the meeting to consider matters other than those specified in the meeting notice.

If the meeting does not complete the consideration of matters according to the agenda as per the first paragraph or does not complete the consideration of matters proposed by the shareholders as per the second paragraph and it is necessary to postpone the consideration, the meeting shall determine the place, date, and time for the next meeting. The Board of Directors shall send a meeting notice specifying the place, date, time, and agenda to the shareholders not less than seven (7) days before the meeting date. Additionally, the meeting notice shall be advertised in a newspaper not less than three (3) days before the meeting date.

Article 36. In voting at the shareholders' meeting, whether by open or secret ballot, each share shall be entitled to one (1) vote.

Voting shall be conducted openly, unless not less than five (5) shareholders request, and the meeting resolves to conduct a secret ballot. In such case, the secret ballot shall be conducted in accordance with the method determined by the Chairperson of the meeting.

Any shareholder who has a special interest in any matter shall not have the right to vote on that matter, except for the election of directors. The resolutions of the shareholders' meeting shall be composed of the following votes:

- (1) In a normal case, a majority vote of the shareholders present, and voting shall be required. In the event of a tie, the Chairperson of the meeting shall have an additional casting vote.



- (2) In the following cases, a vote of not less than three-fourths (3/4) of the total votes of the shareholders present and entitled to vote shall be required:
- (a) The sale or transfer of all or a significant part of the Company's business to another person.
 - (b) The purchase or acceptance of the transfer of the business of a private company or a public company to the Company.
 - (c) The making, amendment, or termination of a lease of all or a significant part of the Company's business, the assignment of another person to manage the Company's business, or the merger of the business with another person with the objective of sharing profits and losses.
 - (d) The amendment of the Company's memorandum of association or articles of association.
 - (e) The increase or reduction of the Company's registered capital.
 - (f) The dissolution of the Company.
 - (g) The issuance and offering for sale of the Company's debentures.
 - (h) Mergers of the Company with another company.
 - (i) Any other actions as prescribed by law require a vote of not less than three-fourths (3/4) of the total votes of the shareholders present and entitled to vote.

Article 37. The business to be transacted at the annual general meeting of shareholders shall include the following:

- (1) Acknowledgement of the Board of Directors' report on the Company's operations for the past year.
- (2) Consideration and approval of the balance sheet and profit and loss account as of the end of the Company's fiscal year.
- (3) Consideration and approval of the allocation of profits and the distribution of dividends.
- (4) Consideration of the election of new directors in place of those retiring by rotation and determination of directors' remuneration.
- (5) Consideration of the appointment of auditors and determination of the audit fee.
- (6) Other business.



Proxy Voting for Shareholder Meetings and Shareholder Voting Rights

Article 38. At a shareholders' meeting, a shareholder may appoint a proxy who is of legal age to attend and vote on their behalf. The proxy appointment must be in writing, signed by the shareholder, and submitted to the Chairperson or a person designated by the Chairperson at the meeting venue before the proxy attends the meeting. The proxy form shall be in the format prescribed by the Registrar under the Public Limited Companies Act.

The proxy appointment as per the first paragraph may be conducted electronically, provided that a secure and reliable method is used to ensure that the proxy appointment is made by the shareholder. This must be in accordance with the legal requirements.

Conducting Meetings via Electronic Media

Article 39. The Company may arrange for Board Meetings or shareholder meetings to be conducted via electronic media. The conduct of such meetings via electronic media must comply with the legal requirements and information security standards prescribed by law.

Chapter 8

Dividends and Reserves

Article 47. Dividends shall not be paid from any source other than profits. If the Company has accumulated losses, dividends shall not be paid.

Dividends shall be distributed equally per share, except in the case where the Company issues preferred shares and specifies that preferred shares receive dividends differently from common shares. Dividends shall be allocated as specified. The payment of dividends must be approved by the shareholders' meeting.

The Board of Directors may, from time to time, pay interim dividends to the shareholders when it is determined that the Company has sufficient profits to do so. Upon payment of such interim dividends, the Board of Directors shall report the dividend payment to the shareholders at the next shareholders' meeting.

The payment of dividends shall be made within one (1) month from the date of the resolution of the shareholders' meeting or the Board of Directors' meeting. A written notice of the dividend payment shall be sent to the shareholders, and a



notice of the dividend payment shall be advertised in a newspaper for not less than three (3) consecutive days.

- Article 48. The Company must allocate a portion of its annual net profit as a reserve fund, not less than five percent (5%) of the annual net profit after deducting accumulated losses brought forward (if any), until this reserve fund reaches not less than ten percent (10%) of the registered capital.



Guideline for the 2025 Annual General Meeting of Shareholders of Turnkey Communication Services Public Company Limited

- **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 Shareholders	<ul style="list-style-type: none">▪ Identification card of shareholders (personal I.D., identification card of government officer, identification card of state enterprise officer, or driving license)
1.2 Foreign Shareholders	<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> (In the case of photocopies of documents, they must be certified true copies)</p> <ul style="list-style-type: none">▪ A completed Proxy Form signed by the grantor and the proxy.▪ A copy of the identification card of shareholders or passport (In case of foreigner) of the 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
2.1 Juristic Entity Incorporated in the Kingdom <i>Remark:</i> A copy of documents must be certified true by the authorized director with the company seal.	<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 Proxy Form signed by the grantor and the proxy.▪ Identification card or passport (In case of foreigner) of proxy.



Attendees	Required Documents
2.2 Juristic entity incorporated in a foreign country <u>Remark:</u> A copy of documents must be certified true by the authorized director with the company seal. If the document is produced overseas, the signature should be notarized by the certifying officer.	<ul style="list-style-type: none"> ▪ A copy of the Company Certificate. ▪ Identification card or passport (In case of foreigner) of the authorized Director in the Company Certificate. ▪ A completed Proxy Form signed by the grantor and the proxy. ▪ Identification card or passport (In case of foreigner) of proxy.
<u>Attendance by Proxy</u> (A copy of the documents must be certified true and correct) <ul style="list-style-type: none"> ▪ A completed Proxy Form signed by the grantor and the proxy. ▪ A copy of the 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 a government officer, or driving license of a proxy. 	

• **Registration and Proxy**

Meeting Registration

- The Company will open for registration via an electronic device with the “IR PLUS AGM” application from **April 8, 2025**, onwards;
- The Company will open for login to attend the meeting via an electronic device on **April 24, 2025**, from **12:00 P.M.** 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	Position	Address	Special interest in the proposed agenda
(1) Mr. Wiwat Wetthayanukool	67	Chairman of the Audit Committee and Independent Director	Turnkey Communication Services Public Company Limited 44/44 Vibhavadi-Rangsit 60 Yake 18-1-2, Talad Bangkhen, Laksi, Bangkok 10210	None
(2) Mr. Khemchart Nantasanguathai	41	Chairman of the Sustainability Development Committee, Audit Committee and Independent Director		None



Remark: An Independent Director is a qualified individual and possesses Independence according to the Company's Board of Director Charter established by the Board, and the criteria established by the Securities and Exchange Commission (SEC). The information, qualifications, and profiles of Independent Directors can be considered in Attachment 1 of the Annual Report 2024 (Form 56-1 One Report 2024).

• **Procedure for Voting and Counting Methods**

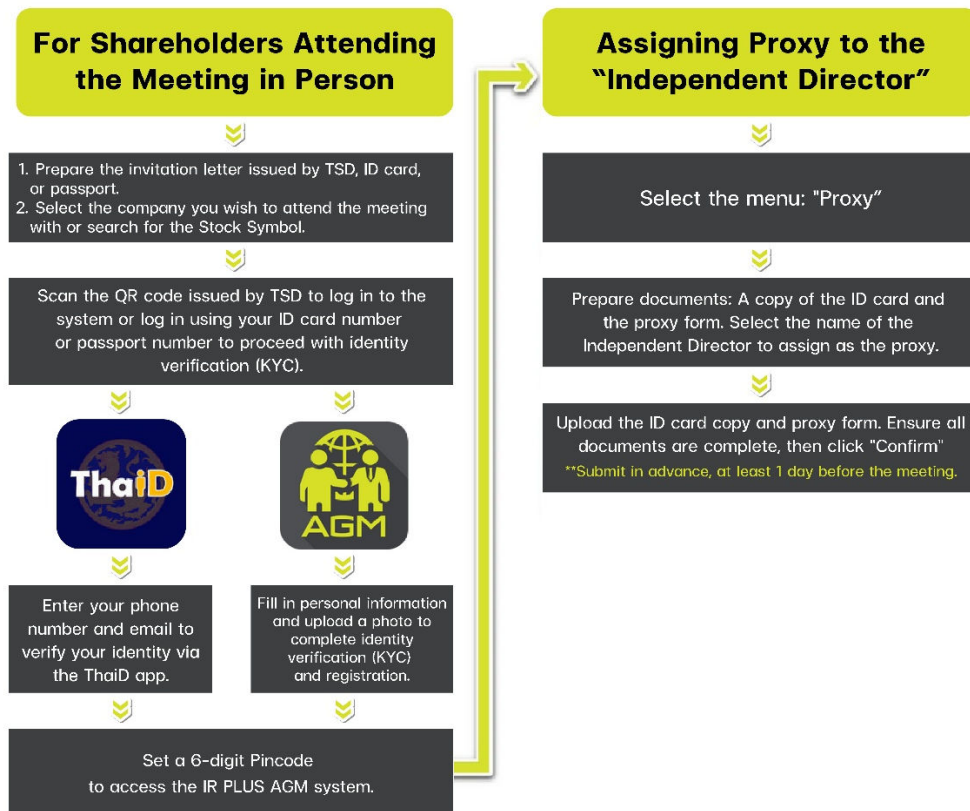
1. Each share is entitled to one (1) vote.
2. Shareholders have the right to vote in approve, disapprove, or abstain from voting on each agenda item.
3. For each agenda item (**except Agenda Item 5** regarding the appointment of directors), shareholders who vote disapprove or abstain should cast their votes through the electronic meeting application. Shareholders who vote in approve do not need to cast their votes through the electronic meeting application.
4. In counting the votes, the Company will deduct the votes disapprove, abstentions, and any invalid ballots from the total votes of shareholders present and eligible to vote.
5. For Agenda Item 5 regarding the appointment of directors, all shareholders must cast their votes through the electronic meeting application, whether in approve, disapprove, or abstain. Shareholders who do not cast their votes through the electronic meeting application will be considered as abstain.
6. Before voting on each agenda item, the Chairman will allow shareholders to ask questions or express opinions related to that agenda item as appropriate. Shareholders should press the question button, type their question in the text box, and wait for the system administrator to enable their camera and microphone to ask questions or express opinions in the meeting. Shareholders should state their name and surname before asking questions or expressing opinions each time.
7. The resolution of the meeting will be based on the majority vote of the shareholders present and voting, **except for Agenda Item 6**, which requires approval by **no less than two-thirds (2/3)** of the total votes of shareholders present and eligible to vote, and **Agenda Item 8**, which requires approval by **no less than three-fourths (3/4)** of the total votes of shareholders present and eligible to vote.
8. Proxies must vote according to the instructions specified in the proxy form. If a proxy's vote on any agenda item does not comply with the instructions in the proxy form, that vote will be considered invalid and not counted as a shareholder's vote. If the proxy form does not specify the voting intention for any agenda item or is unclear, the proxy has the right to consider and vote as they deem appropriate, except for Agenda Item 5, where independent directors acting as proxies with a special interest in the agenda item will abstain from voting.
9. The Chairman will announce the voting results to the meeting once the vote counting for each agenda item is completed.



Procedures for attending the 2025 Annual General Meeting of Shareholders



Steps for Shareholders / Proxy Holders to Verify Identity (KYC) through the IR PLUS AGM System



Contact Us
Add us
on Line



@irplusagm

Call Center : 02-022-6200 Ext. 2
e-mail : irplus.agm@irplus.in.th



Steps for Shareholders / Proxy Holders to Verify Identity (KYC) through the IR PLUS AGM System

Assigning Proxy to the "Independent Director"

Select the menu "Proxy-Direct"

The "Shareholder" logs in with their ID to authorize the "Independent Director"

Prepare documents: A copy of your ID card and the completed proxy form.

Select "Independent Director"
Choose the name of the Independent Director to assign as your proxy.

Upload documents Upload the ID card copy and completed proxy form. Ensure all documents are complete, then click "Confirm" and proceed with the process.

Set a 6-digit Pincode
to access the IR PLUS AGM system.

Proxy Holder Attending the Meeting

Select the menu "Proxy-Direct"

"Proxy Holder" logs in with their ID card number to complete the identity verification (KYC) process for meeting attendance.

Prepare documents: A copy of the ID card for both the "Shareholder" and the "Proxy Holder" along with the completed proxy form. If applicable, include company representative details.

Select "Other Names"
Enter the information for the "Proxy Holder"

Upload documents: Upload the ID card copies for both the "Shareholder" and the "Proxy Holder," along with the completed proxy form. Ensure all documents are complete, then click "Confirm" to proceed with the

Set a 6-digit Pincode
to access the IR PLUS AGM system.

On the meeting day, shareholders/proxy holders log in to the IR PLUS AGM system and enter the 6-digit Pincode to register for the meeting.



Download the
Application IR PLUS AGM
IOS system ver. 15 or higher



Download the
Application IR PLUS AGM
Android system ver. 9 or higher



User Manual
IR PLUS AGM system
TH and ENG



Meeting on Web App
"webagm.irplus.in.th"

Contact Us
Add us
on Line



@irplusagm

Call Center : 02-022-6200 Ext. 2
e-mail : irplus.agm@irplus.in.th



**Profiles of Independent Directors Nominated for Proxy Appointment
Turnkey Communication Services Public Company Limited
(No. 1)**

Name Surname: MR. WIWAT WETTHAYANUKOOL

Age (Year): 67

Current Position (s) in the Company:

- Chairman of the Audit Committee and Independent Director

Date of Appointment: 24 February 2014

Education Background:

- Master of Business Administration in Finance, Washington State University, USA
- Bachelor of Accounting and Financial Management, Major in Cost Accounting, Chulalongkorn University

Training:

- Subsidiary Governance Program (SGP) Year 2024
- Legal Obligations and Duties (DLD) Year 2024
- Director Certification Program (DCP) Year 2011
- Audit Committee Program (ACP) Year 2011

Years of Directorship: 11 Years 2 Months (At date of AGM)

Attendance of Board Meetings in the Year 2024:

- Board of Directors 5/6 times
- Audit Committee 4/4 times

Current Directorship:

- **Other Listed Companies:** Jack Chia Industries (Thailand) Public Company Limited
- **Other Non-Listed Companies:** None
- **Other Entities with a Potential Conflict of Interest:** None

Criminal Records over the Past 10 Years: None



Experiences for the Past 5 Years:

2014 - Present	Chairman of the Audit Committee and Independent Director Turnkey Communication Services Public Company Limited Business Type: Digital Solutions/Telecommunications
2011 - Present	Chairman of the Corporate Governance Committee and Independent Director Jack Chia Industries (Thailand) Public Company Limited Business Type: Personal items and medical supplies
2012 – 2022	Independent Director and Audit Committee Entech Industrial Solution Company Limited Business Type: Measuring instruments, calibration services
2012 – 2014	Independent Director and Audit Committee Advance Finance Public Company Limited Business Type: Finance



**Profiles of Independent Directors Nominated for Proxy Appointment
Turnkey Communication Services Public Company Limited
(No. 2)**

Name Surname: MR. KHEMCHART NANTASA-NGUANTHAI

Age (Year): 41

Current Position (s) in the Company:

- Chairman of the Sustainability Development Committee, Audit Committee
- Independent Director

Date of Appointment Date: 11 November 2022

Educational Background:

- Master of Laws (LL.M.), Ramkhamhaeng University
- Bachelor of Laws (LL.B.), Bangkok University

Training:

- Certificate of the Lawyer Training Course on the Code of Conduct of the Lawyers Council of Thailand
- Director Accreditation Program (DAP) Year 2023

Years of Directorship: 2 Years 5 Months (At date of AGM)

Attendance of Board Meetings in the Year 2024:

- Board of Directors 6/6 times
- Audit Committee 4/4 times

Current Directorship:

- **Other Listed Companies:** None
- **Other Non-Listed Companies:** None
- **Other Entities with a Potential Conflict of Interest:** None

Criminal Records over the Past 10 Years: None



Experiences for the Past 5 Years:

- | | |
|-----------------------|--|
| 2022 – Present | Chairman of the Sustainability Development Committee, Audit Committee
Independent Director
Turnkey Communication Services Public Company Limited
Business Type: Digital Solutions/Telecommunications |
| 2022 – Present | Adjunct Professor
Suan Sunandha Rajabhat University
Business Type: Education/University |
| 2013 – Present | Lawyer
Thep Law Office Company Limited
Business Type: Legal |

Proxy Form A (a general form which is simple and not complicated)

Attached to the Notification of the Department of Business Development Ref.: Proxy Forms (No. 5) B.E. 2550 (2007)

(Affix Baht 20 Duty Stamp)

Written at:

Date:

- (1) I/We, Nationality: Address No.:
 Road: Tambon/Subdistrict: Amphoe/District:
 Province: Post Code:
 as a shareholder of Turnkey Communication Services Public Company Limited, holding a total ofshare(s)
 and equivalent to a total ofvote(s), as follows:

- (2) Hereby grant proxy to either:

Please mark
(✓) in front
of only one
proxy's
name

- ☐ (Mr./Mrs./Miss) Age:years
 Address No.:Road:Tambon/Sub-district:
 Amphoe/District:Province:Post Code:
☐ (Mr./Mrs./Miss) Age:years
 Address No.:Road:Tambon/Sub-district:
 Amphoe/District:Province:Post Code:
☐ **MR. WIWAT WETTHAYANUKOOL**, Independent Director and concurrently Chairman of the Audit Committee,
 Age 67, residing at 1515/40 Sukhumvit Road, Phra Khanong Nua, Watthana, Bangkok; **OR**
☐ **MR. KHEMCHART NANTASA-NGUANTHAL**, Independent Director and concurrently Chairman of the Sustainability
 Development Committee and Audit Committee,
 Age 41, residing at 888/21 Soi Panuch Village, Pracharat Bamphen Road, Samsen Nok, Huai Khwang, Bangkok

as my/our representative to attend and vote on my/our behalf at the Annual General Meeting of Shareholders for the
 year 2025 of Turnkey Communication Services Public Company Limited on **April 24, 2025**, at **2:00 P.M.** via electronic devices (e-
 AGM) only or any adjournment thereof to any other date, time and place.

All acts undertaken by the proxy at the Meeting shall be treated as if they were my/our own acts in all respects.

Signed:.....Grantor
 (.....)

Signed:.....Proxy
 (.....)

Signed:.....Proxy
 (.....)

Signed:.....Proxy
 (.....)

Remark

The shareholder shall appoint only one proxy to attend and vote at the Meeting, and the number of shares is indivisible to multiple proxies for different voting.

Proxy Form B (a form which clearly specifies the items for which a proxy is granted)

Attached to the Notification of the Department of Business Development Ref: Proxy Forms (No. 5) B.E. 2550 (2007)

(Affix Baht 20 Duty Stamp)

Written at:

Date:

- (1) I/We, Nationality: Address No.:
 Road: Tambon/Subdistrict: Amphoe/District: Province:
 Post Code:

as a shareholder of Turnkey Communication Services Public Company Limited, holding a total of share(s)
 and equivalent to a total of vote(s), as follows:

- (2) Hereby grant proxy to either:

Please mark
 (✓) in front
 of only one
 proxy's
 name

- ☐ (Mr./Mrs./Miss) Age: years
 Address No.: Road: Tambon/Sub-district:
 Amphoe/District: Province: Post Code:
☐ (Mr./Mrs./Miss) Age: years
 Address No.: Road: Tambon/Sub-district:
 Amphoe/District: Province: Post Code:

- ☐ **MR. WIWAT WETTHAYANUKOOL**, Independent Director and concurrently Chairman of the Audit Committee,
 Age 67, residing at 1515/40 Sukhumvit Road, Phra Khanong Nua, Watthana, Bangkok; **OR**

- ☐ **MR. KHEMCHART NANTASA-NGUANTHAI**, Independent Director and concurrently Chairman of the Sustainability
 Development Committee and Audit Committee,
 Age 41, residing at 888/21 Soi Panuch Village, Pracharat Bamphen Road, Samsen Nok, Huai Khwang, Bangkok

as my/our representative to attend and vote on my/our behalf at the Annual General Meeting of Shareholders for the
 year 2025 of Turnkey Communication Services Public Company Limited on **April 24, 2025**, at **2:00 P.M.** via electronic devices (**e-
 AGM**) only or any adjournment thereof to any other date, time and place.

- (3) I/We hereby authorize the proxy to vote on my/our behalf at this Meeting as follows:

Item 1 To consider and certify the Minutes of the Annual General Meeting of Shareholders No. 1/2024 held on April 19, 2024.

- ☐ (a) The proxy is entitled to consider and vote on my/our behalf as he/she deems fit;
☐ (b) The proxy shall vote in accordance with my/our instruction as follows:
☐ Agree ☐ Against ☐ Abstain

Item 2 To consider and acknowledge the Company's operating results report for the year 2024.

- ☐ The proxy is entitled to acknowledge the 2024 operation results of the Company on my/our behalf as he/she deems fit.

Item 3 To consider and approve the Company's financial statements for the year ended December 31, 2024.

- ☐ (a) The proxy is entitled to consider and vote on my/our behalf as he/she deems fit;
☐ (b) The proxy shall vote in accordance with my/our instruction as follows:
☐ Agree ☐ Against ☐ Abstain

Item 4 To consider and approve the allocation of net profit, legal reserve, and dividend payment for the 2024 financial performance.

- ☐ (a) The proxy is entitled to consider and vote on my/our behalf as he/she deems fit;
- ☐ (b) The proxy shall vote in accordance with my/our instruction as follows:
- ☐ Agree ☐ Against ☐ Abstain

Item 5 To consider and appoint Directors to succeed those completing their terms

- ☐ (a) The proxy is entitled to consider and vote on my/our behalf as he/she deems fit;
- ☐ (b) The proxy shall vote in accordance with my/our instruction as follows:
- ☐ Appointment of whole Directors
- ☐ Agree ☐ Against ☐ Abstain
- ☐ Appointment of Individual Director
- MR. PICHAI CHAINARONGLOKA
- ☐ Agree ☐ Against ☐ Abstain
- MR. PIYA JIRAPAPONGSA
- ☐ Agree ☐ Against ☐ Abstain
- MS. RADAKARN MEETAM
- ☐ Agree ☐ Against ☐ Abstain

Item 6 To consider and approve the Directors' Remuneration for the year 2025.

- ☐ (a) The proxy is entitled to consider and vote on my/our behalf as he/she deems fit;
- ☐ (b) The proxy shall vote in accordance with my/our instruction as follows:
- ☐ Agree ☐ Against ☐ Abstain

Item 7 To consider and approve the appointment of auditors and fix the audit fee for the year 2025.

- ☐ (a) The proxy is entitled to consider and vote on my/our behalf as he/she deems fit;
- ☐ (b) The proxy shall vote in accordance with my/our instruction as follows:
- ☐ Agree ☐ Against ☐ Abstain

Item 8 To consider and approve the amendments of the Company's Objectives and approve the amendments of the Memorandum of Association Clause 3 to be consistent with the amendment of the Company's Objectives.

- ☐ (a) The proxy is entitled to consider and vote on my/our behalf as he/she deems fit;
- ☐ (b) The proxy shall vote in accordance with my/our instruction as follows:
- ☐ Agree ☐ Against ☐ Abstain

Item 9 Other matters (if any)

- ☐ (a) The proxy is entitled to consider and vote on my/our behalf as he/she deems fit;
- ☐ (b) The proxy shall vote in accordance with my/our instruction as follows:
- ☐ Agree ☐ Against ☐ Abstain

- (4) The proxy's vote in any agenda item that is contrary to those as instructed in this proxy form shall be deemed invalid and not regarded as my/our vote as a shareholder.
- (5) In the absence or doubt of my/our voting instructions in any agenda item or in the event that the Meeting considers or passes a resolution on any matter other than those mentioned above, including any amendment, change, or addition of facts whatsoever, the proxy is entitled to consider and vote on my/our behalf in all respects as he/she deems fit.

All acts undertaken by the proxy at the Meeting, except those contrary to the votes according to my/our instructions in the proxy form, shall be treated as if they were my/our own acts in all respects.

Signed:.....Grantor
(.....)

Signed:.....Proxy
(.....)

Signed:.....Proxy
(.....)

Signed:.....Proxy
(.....)

Remarks:

1. The shareholder shall appoint only one proxy to attend and vote at the Meeting, and the number of shares is indivisible to multiple proxies for different voting.
2. The shareholder shall grant proxy according to the number specified in (2) and may not grant proxy in part less than such number as specified in (2).
3. If there are more agenda items than those indicated above, the grantor may use the attached Supplement to Proxy Form B.

Supplement to Proxy Form B

Proxy of the Shareholder of Turnkey Communication Services Public Company Limited in the Annual General Meeting of Shareholders for the year 2025 of Turnkey Communication Services Public Company Limited on April 24, 2025, at 2:00 P.M. via electronic devices (e-AGM) only or any adjournment thereof to any other date, time, and place.

Item.....Re:.....

- ☐ (a) The proxy is entitled to consider and vote on my/our behalf as he/she deems fit;
- ☐ (b) The proxy shall vote in accordance with my/our instruction as follows:
- ☐ Agree ☐ Against ☐ Abstain

Item.....Re:.....

- ☐ (a) The proxy is entitled to consider and vote on my/our behalf as he/she deems fit;
- ☐ (b) The proxy shall vote in accordance with my/our instruction as follows:
- ☐ Agree ☐ Against ☐ Abstain

Item.....Re:.....

- ☐ (a) The proxy is entitled to consider and vote on my/our behalf as he/she deems fit;
- ☐ (b) The proxy shall vote in accordance with my/our instruction as follows:
- ☐ Agree ☐ Against ☐ Abstain

Item.....Re: Election of Directors (Continued)

Director's name:

☐ Agree ☐ Against ☐ Abstain

Director's name:

☐ Agree ☐ Against ☐ Abstain

Director's name:

☐ Agree ☐ Against ☐ Abstain

Proxy Form C

(a form used only in the case that the shareholder is a foreign investor and
has appointed a custodian in Thailand to act as a depositary and administrator of shares)

Attached to the Notification of the Department of Business Development Ref: Proxy Forms (No. 5) B.E. 2550 (2007)

(Affix Baht 20 Duty Stamp)

Written at:

Date:

- (1) I/We, Nationality..... Address No.:
Road: Tambon/Sub-district: Amphoe/District:
Province: Post Code.....

as a shareholder of Turnkey Communication Services Public Company Limited, holding a total
of.....share(s) and equivalent to a total of.....vote(s), as follows:

- (2) Hereby grant proxy to either:

Please mark
(✓) in front
of only one
proxy's
name

- ☐ (Mr./Mrs./Miss) Age: years
Address No.: Road: Tambon/Sub-district:
Amphoe/District: Province: Post Code:
☐ (Mr./Mrs./Miss) Age: years
Address No.: Road: Tambon/Sub-district:
Amphoe/District: Province: Post Code:

- ☐ **MR. WIWAT WETTHAYANUKOOL**, Independent Director and concurrently Chairman of the Audit Committee,
Age 67, residing at 1515/40 Sukhumvit Road, Phra Khanong Nua, Watthana, Bangkok; **OR**

- ☐ **MR. KHEMCHART NANTASA-NGUANTHAI**, Independent Director and concurrently Chairman of the Sustainability
Development Committee and Audit Committee,
Age 41, residing at 888/21 Soi Panuch Village, Pracharat Bamphen Road, Samsen Nok, Huai Khwang, Bangkok

as my/our representative to attend and vote on my/our behalf at the Annual General Meeting of Shareholders for the
year 2025 of Turnkey Communication Services Public Company Limited on **April 24, 2025**, at **2:00 P.M.** via electronic devices (**e-AGM**) only or any adjournment thereof to any other date, time and place.

- (3) We hereby authorize the proxy to attend and vote at this Meeting as follows:

- ☐ Proxy is granted according to all shares held and eligible to vote;
☐ Proxy is granted partially, as follows:
☐ Ordinary shares:share(s) and eligible for.....vote(s)
☐ Preferred shares:share(s) and eligible for.....vote(s)
Being a total of.....vote(s)

- (4) We hereby authorize the proxy to vote on our behalf at this Meeting as follows:

Item 1 To consider and certify the Minutes of the Annual General Meeting of Shareholders No. 1/2024 held on April 19, 2024.

- ☐ (a) The proxy is entitled to consider and vote on my/our behalf as he/she deems fit;
☐ (b) The proxy shall vote in accordance with my/our instruction as follows:
☐ Agree ☐ Against ☐ Abstain

Item 2 To consider and acknowledge the Company's operating results report for the year 2024.

- ☐ The proxy is entitled to acknowledge the 2022 operation results of the Company on my/our behalf as he/she deems fit.

Item 3 To consider and approve the Company's financial statements for the year ended December 31, 2024.

- ☐ (a) The proxy is entitled to consider and vote on my/our behalf as he/she deems fit;
- ☐ (b) The proxy shall vote in accordance with my/our instruction as follows:
- ☐ Agree ☐ Against ☐ Abstain

Item 4 To consider and approve the allocation of net profit, legal reserve, and dividend payment for the 2024 financial performance.

- ☐ (a) The proxy is entitled to consider and vote on my/our behalf as he/she deems fit;
- ☐ (b) The proxy shall vote in accordance with my/our instruction as follows:
- ☐ Agree ☐ Against ☐ Abstain

Item 5 To consider and appoint Directors to succeed those completing their terms.

- ☐ (a) The proxy is entitled to consider and vote on my/our behalf as he/she deems fit;
- ☐ (b) The proxy shall vote in accordance with my/our instruction as follows:
- ☐ Appointment of whole Directors
- ☐ For ☐ Against ☐ Abstain
- ☐ Appointment of individual Director
- MR. PICHAI CHAINARONGLOKA
- ☐ Agree ☐ Against ☐ Abstain
- MR. PIYA JIRAPAPONGSA
- ☐ Agree ☐ Against ☐ Abstain
- MS. RADAKARN MEETAM
- ☐ Agree ☐ Against ☐ Abstain

Item 6 To consider and approve the Directors' Remuneration for the year 2025.

- ☐ (a) The proxy is entitled to consider and vote on my/our behalf as he/she deems fit;
- ☐ (b) The proxy shall vote in accordance with my/our instruction as follows:
- ☐ Agree ☐ Against ☐ Abstain

Item 7 To consider and approve the appointment of auditors and fix the audit fee for the year 2025.

- ☐ (a) The proxy is entitled to consider and vote on my/our behalf as he/she deems fit;
- ☐ (b) The proxy shall vote in accordance with my/our instruction as follows:
- ☐ Agree ☐ Against ☐ Abstain

Item 8 To consider and approve the amendments of the Company's Objectives and approve the amendments of the Memorandum of Association Clause 3 to be consistent with the amendment of the Company's Objectives.

- ☐ (a) The proxy is entitled to consider and vote on my/our behalf as he/she deems fit;
- ☐ (b) The proxy shall vote in accordance with my/our instruction as follows:
- ☐ Agree ☐ Against ☐ Abstain

Item 9 Other matters (if any)

- ☐ (a) The proxy is entitled to consider and vote on my/our behalf as he/she deems fit;
- ☐ (b) The proxy shall vote in accordance with my/our instruction as follows:
- ☐ Agree ☐ Against ☐ Abstain

(5) The proxy's vote in any agenda item that is contrary to those as instructed in this proxy form shall be deemed invalid and not regarded as our vote as a shareholder.

In the absence or doubt of our voting instructions in any agenda item or if the Meeting considers or passes a resolution on any matter other than those mentioned above, including any amendment, change, or addition of facts whatsoever, the proxy is entitled to consider and vote on our behalf in all respects as he/she deems fit.

All acts undertaken by the proxy at the Meeting, except those contrary to the votes according to our instructions in the proxy form, shall be treated as if they were our own acts in all respects.

Signed:.....Grantor	Signed:.....Proxy
(.....)	(.....)

Signed:.....Proxy	Signed:.....Proxy
(.....)	(.....)

Remarks:

1. This Proxy Form C is used only if the shareholder whose name appears in the share register is a foreign investor and has appointed a custodian in Thailand to act as a depositary and administrator of shares.
2. Evidence to be accompanied by the proxy form includes:
 - (1) A power of attorney executed by the shareholder authorizing the custodian to sign the proxy form on his/her behalf;
 - (2) A document certifying that the proxy is licensed to operate the business as custodian.
3. The shareholder shall appoint only one proxy to attend and vote at the Meeting, and the number of shares is indivisible to multiple proxies for different voting.
4. The agenda item for the election of Directors may be on a slate or individual Director voting basis.
5. If there are more agenda items than those indicated above, the grantor may use the attached Supplement to Proxy Form C.

Supplement to Proxy Form C

Proxy of the Shareholder of Turnkey Communication Services Public Company Limited in the Annual General Meeting of Shareholders for the year 2025 on April 24, 2025, at 2:00 P.M. via electronic devices (e-AGM) only or any adjournment thereof to any other date, time, and place.

.....

Item.....Re:.....

- ☐ (a) The proxy is entitled to consider and vote on our behalf as he/she deems fit;
- ☐ (b) The proxy shall vote in accordance with our instructions as follows:
- ☐ Agreevote(s) ☐ Against.....vote(s) ☐ Abstain.....vote(s)

Item.....Re:.....

- ☐ (a) The proxy is entitled to consider and vote on our behalf as he/she deems fit;
- ☐ (b) The proxy shall vote in accordance with our instructions as follows:
- ☐ Agreevote(s) ☐ Against.....vote(s) ☐ Abstain.....vote(s)

Item.....Re:.....

- ☐ (a) The proxy is entitled to consider and vote on our behalf as he/she deems fit;
- ☐ (b) The proxy shall vote in accordance with our instructions as follows:
- ☐ Agreevote(s) ☐ Against.....vote(s) ☐ Abstain.....vote(s)

Item.....Re: Election of Directors (Continued)

Director's name:

- ☐ Agreevote(s) ☐ Against.....vote(s) ☐ Abstain.....vote(s)

Director's name:

- ☐ Agreevote(s) ☐ Against.....vote(s) ☐ Abstain.....vote(s)

Director's name:

- ☐ Agreevote(s) ☐ Against.....vote(s) ☐ Abstain.....vote(s)



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