

## **Conditions and guidelines on registration and proxy to attend**

### **The Annual General Meeting of Shareholders 2023**

## **ALL INSPIRE DEVELOPMENT PUBLIC COMPANY LIMITED**

### **The meeting will be broadcasting live via electronic**

Under the policy of the Board of Governors of the Stock Exchange of Thailand regarding the code of best practices on arrangement of a shareholders' meeting of listed companies, date February 19, 1999, which is aimed at providing a guideline for listed companies in order to strengthen confidence among shareholders, investors and all concerned parties and to ensure that the shareholders, meeting is proceeded with transparency, righteousness and benefit to all shareholders, All Inspire Development PCL. Therefore deems it appropriate to set a guideline on examination of the documents or evidence to prove the identification of shareholders or their proxies entitled to attend the meeting, to be further adhered to by the shareholders.

The shareholder to proxies have to send their identity document in accordance with the notice of the meeting and a copy of ID card of shareholders and proxies (In case the shareholder has a proxy) to the Company within April 20, 2023 at Email : [secretary@allinspire.co.th](mailto:secretary@allinspire.co.th) as the record date to determine the list of shareholders eligible to attend The AGM 2023 which was scheduled on March 29, 2023, correctly and completely, and then the company will send back "Username" and "Password" to the email that end to the company for log in The AGM 2023.

### **Shareholders attending the meeting in person**

- Please present a valid document issued by the authority such as a citizen ID card, a civil servant ID card, a driving license or an original passport (for non-Thai)

### **Proxy**

- A shareholder can appoint only one proxy to attend the meeting and cast vote on his/her behalf in accordance with the proxy Form B in Attachment 9, alternatively you may download from the company's website [WWW.ALLINSPIRE.CO.TH](http://WWW.ALLINSPIRE.CO.TH)

- The proxy must completely filled and duly signed by the assignor and the proxy, to the Chairman of the meeting and/or the person designated by the Chairman before the start of the meeting. Any significant correction to the Proxy Form would require the assignor's signature. The Proxy Form must be affix with the Baht 20 stamp duty and specify the date on the proxy form.

### **Required documents for shareholders assigning a proxy**

- (1) Shareholders who are individual person
  - A certified copy of the shareholder's citizen ID card a civil servant ID card or passport (for non-Thai)
  - The original copy of the proxy's citizen ID card or civil servant ID card or passport (for non-Thai)
- (2) Shareholders who are juristic persons

- Proxy Form signed by the authorized person/s indicated in the juristic entity certificate issued by the Ministry of Commerce or concerned authority not longer than 180 days, and affixed with corporate seal
- For shareholders who are juristic persons, a copy of the juristic entity certificate issued by the Ministry of Commerce or concerned authority not longer than 180 days, certified by the authorized person and affixed with corporate seal
- For proxy, the original copy of the proxy's citizen ID card or civil servant ID card or passport (for non-Thai)

### **Confirmation of the identity of shareholder or proxies (within April 20, 2023)**

The shareholders or proxies must send the meeting notice and supporting documents and a copy of ID card of shareholders and proxies (In case the shareholder has a proxy) in the invitation letter which have to send the email address and phone number for identity confirmation by two ways as follows;

1. Email Address : [secretary@allinspire.co.th](mailto:secretary@allinspire.co.th)
2. By Mail to :

**Company Secretary**

**All Inspire Development Public Company Limited**

**4345 Bhiraj Tower at BITEC 18<sup>th</sup> Floors, Sukhumvit Road,**

**South-Bangna, Bangna, Bangkok 10260**

### **Attending teleconference via electronic device (E-AGM Meeting)**

1. The shareholders or proxies as stated and confirm the identity and report back to the company within the specified date, the company will send username and password and user manual in the system to the email that has been sent to notify the company for the 2023 Annual general meeting of shareholders through electronic media (E-AGM) by the system of OJ International Co, Ltd.
2. Using the registration program and count the votes of the company can be used with computers / notebooks / tables / mobile phones via the Web Browser : Internet Explorer, Chrome 4G internet or basic home internet.
3. The system support both E- meeting and E-Voting that in person or grant proxy by "Form B" in accordance with Attachment 9

### **Sending the questions in advance**

Shareholders are able to send relevant questions in advance via Email: [secretary@allinspire.co.th](mailto:secretary@allinspire.co.th) , in accordance with each agenda within April 20, 2023 only. By attaching the request to attend the meeting via electronic media (E-AGM Meeting). The company will correct relevant questions in each agenda to answer the questions of shareholders in the meeting. The shareholders or proxies who attend the meeting day, can still query according to the meeting agenda.

## **Contact**

1. E-Mail Address: [secretary@allinspire.co.th](mailto:secretary@allinspire.co.th)
2. By Mail to :

### **Company Secretary**

**All Inspire Development Public Company Limited**

**4345 Bhira Tower at BITEC 18<sup>th</sup> Floors, Sukhumvit Road,  
South-Bangna, Bangna, Bangkok 10260**

3. Company Secretary, Telephone 02-029-9988 Ext.8008

## **Voting Rules**

### **General matters**

1. Voting on each agenda shall be made explicitly by E-voting system. One share is counted as one vote. The shareholders or proxies must solely vote for or vote against or abstain and cannot divide their votes.
2. For Proxy the proxy must cast vote according to that indicated by a shareholder in the Proxy Form. Voting by the proxy on any agenda that differs from that indicated in the Proxy Form shall be deemed inaccurate and shall not be regarded as voting by such shareholder.
3. If the shareholder does not indicate his/her decided vote on any agenda in the Proxy Form or the indication is unclear or if the meeting considers or votes on any matter other than those indicated in the Proxy Form or this is a change in any factual data, the proxy has the right to consider and cast vote as he/she deems fit.

### **Voting procedure**

The Chairman of the meeting explains details of the voting procedure to the meeting according to the following guideline:

1. The Chairman requests the shareholders to consider and cast vote on each agenda by asking for their decision whether to approve or disapprove or abstain
2. The shareholders or proxies vote E-voting system when the Chairman ask for their decision and they must indicate only one objective by E-voting system for the officials to collect the voting count the votes.

### **Required number of votes to pass a resolution**

- General matters: A majority vote of the shareholders attending the meeting and having the right to vote
- Other matters regulated by laws or any regulations: Number of votes as required by such laws or regulations, where by the Chairman shall so notify the shareholders before casting of vote on any such agenda.
  1. In case the vote are tied, the Chairman shall have a casting vote.

2. If any shareholder or proxy has any special interest in any matter, he/she is not entitled to vote on such matter and the Chairman may ask him/her to temporarily leave the meeting room, except for voting on the election of directors.

### **Counting of votes and announcement of voting results**

The Chairman explains the vote counting method before proceeding with the business on the agenda. Votes on each agenda are counted according to the voting objectives as indicated in the voting by the shareholders or proxies attending the meeting and having the right to vote via E-voting system. Vote counting result are informed to the meeting on all agenda items before adjournment of the meeting.

1. In voting or putting ballots in the shareholders' meeting, one share shall have one vote. Any shareholder has special interest in any matter, such shareholder does not have right to vote or put ballots in such matter.

2. In normal case, the majority votes of shareholders participating in the meeting and voting and putting ballots, shall be deemed as the resolution. If there is a tie, the Chairman of the meeting shall vote additionally for another vote as the casting vote.

3. The counting process will count only disagreed votes or abstained votes, then deducted from the total votes of shareholders and proxies in the meeting immediately, by divided into agreed, disagreed, abstained or ballots (if any) in the percentage of shareholders votes in each agenda.

4. Upon completion of the process, it will be announced to the meeting immediately, by divided into agreed, disagreed, abstained or ballots (if any) in percentage of shareholders votes in each agenda.