



Invitation to the 2022

Annual General Meeting of Shareholder

Tuesday, 26 April 2022 at 1 p.m.

The meeting will be conducted via electronic media (E-AGM) only

Broadcast live from ALT Telecom Public Company Limited's meeting room;

No. 52/1 Moo 5, Bangkruay-Sai Noi Road, Bangsithong Sub-district,

Bangkruay District, Nonthaburi Province 11130, Thailand.

*** This E-AGM meeting will be a meeting via electronic media only and will not be held in the original way of the meeting place.

Therefore, the shareholders are requested not to come to the company***



Ref. VP220301

22 March 2022

Subject: Invitation to the Annual General Meeting of Shareholders for the Year 2022

To: Shareholders of ALT Telecom Public Company Limited

- Enclosures
1. A copy of the Minutes of the Annual General Meeting of Shareholders for the year 2021 held on 23 April 2021
 2. The Annual Registration Statement/Annual Report for the year 2021 (Form 56-1 One Report), including the financial statements and the auditor's report for the year ended 31 December 2021, with the analysis and description of the management in the form of QR Code and registration form
 3. Profiles of the company's auditors
 4. Brief information and profiles of the directors retired by rotation and proposed for re-election
 5. Brief information and profiles of directors to be appointed
 6. Criteria and procedure for the nomination of directors
 7. Definition of the Independent Directors
 8. A copy of the Notification of the National Broadcasting and Telecommunications Commission Re: Prescription of Restricted Foreign Dominance Behaviors B.E. 2555 (2012)
 9. Form of Prohibitions of Foreign Dominance Behavior in compliance with the Notification of the National Broadcasting and Telecommunications Commission Re: Prescription of Restricted Foreign Dominance Behaviors B.E. 2555 (2012) and as amended for the year 2022
 10. Form for report on Acts and Status of Foreign Dominance pursuant to the Notification of the National Broadcasting and Telecommunications Commission Re: Prescription of Restricted Foreign Dominance Behaviors B.E. 2555 (2012) and as amended for the year 2022
 11. Profiles of the Independent Directors representing as the proxy for the shareholders meeting
 12. Terms and Articles of Association with respect to the shareholders meeting
 13. The 2021 Annual Report Requesting Form (Book format)
 14. Proxy (Form B)
 15. Rules for attending the shareholders meeting via Electronic Media (E-AGM)
 16. Acceptance for the invitation of online meeting of ALT Telecom Public Company Limited
 17. Privacy Notice for the shareholders meeting

The Board of Directors' Meeting of ALT Telecom Public Company Limited ("the company") No.1/2022, held on Wednesday, 23 February 2022, has resolved to call for the Annual General Meeting of Shareholders for the year 2022 on Tuesday, 26 April 2022, at 13.00 hrs. (Registration will starts from 12.00 hrs.). The meeting will be conducted via electronic media (E-AGM), broadcast live from ALT Telecom Public Company Limited's meeting room; No. 52/1 Moo 5, Bangkruay-Sai Noi Road, Bangsithong Sub-district, Bangkruay District, Nonthaburi Province 11130, Thailand. The agendas are as follows;

Agenda 1 To consider and certify the Minutes of the Annual General Meeting of Shareholders for the year 2021 held on April 23, 2021

Facts and Reasons

The Annual General Meeting of Shareholders for the year 2021 was held on 23 April 2021, in which the company prepared the Minutes of the Meeting within the time required by law and published on the company's website (www.alt.co.th), a copy of the Minutes of Meeting was enclosed with this invitation in **Enclosure 1**.

Opinion of the Board of Directors

The Board of Directors deemed that the Minutes has been accurately and completely recorded and thus, should be proposed to the shareholders meeting for approval.

Resolutions

This agenda must be approved by a majority vote of the shareholders who attend the meeting and cast their votes.

Agenda 2 To acknowledge the report of company's annual operating results for the year 2021

Facts and Reasons

The report of company's annual operating results for the year 2021 appears in the Annual Registration Statement/Annual Report for the year 2021 (Form 56-1 One Report) as in **Enclosure 2**, which has been sent to the shareholders together with the meeting invitation. The Board of Directors deemed that the report was accurately and adequately disclosed, and should be proposed to the shareholders meeting for acknowledgement.

Opinion of the Board of Directors

It is deemed appropriate to propose to the shareholders meeting to acknowledge the Annual Registration Statement/Annual Report of the Board of Directors regarding the company's operating results for the year 2021.

Resolutions

This agenda is for shareholder's acknowledgement and does not require an approval.

Agenda 3 To consider and approve the Financial Statements consisting of the Statements of Financial Position, the Statement of Comprehensive Income, the Statement of Changes in Shareholders' Equity and the Cash Flow Statement for the year ended December 31, 2021, altogether with the auditor's report.

Facts and Reasons

The Financial Statements and the Auditor's Report for the year ended 31 December 2021, as appears in the financial statement section of the Annual Registration Statement/Annual Report for the 2021 (Form 56-1 One Report) in **Enclosure 2.**, have been audited by the auditor, reviewed by the Audit Committee, and approved by the Board of Directors, therefore, it is proposed to the shareholders meeting for approval. In summary, the comparison with the previous years is as follows;

(Unit: Million Baht)

Particulars	Consolidated Financial Statements		Separate Financial Statements	
	Year 2021	Year 2020	Year 2021	Year 2020
Total Assets	2,680.21	3,201.60	2,152.16	2,630.01
Total Liabilities	984.72	1,370.57	217.92	587.78
Total Shareholders' equity	1,695.49	1,831.02	1,934.24	2,042.23
Total Revenue	1,072.65	1,557.54	331.52	771.29
Net Profits	(133.29)	269.69	(107.61)	264.96
Net Profits per share (Baht/Share)	(0.12)	0.26	(0.10)	0.26

Opinion of the Board of Directors

It is deemed appropriate to propose to the shareholders meeting to consider and approve the Financial Statements and the Auditor's Report for the year ended December 31, 2021.

Resolutions

This agenda must be approved by a majority vote of the shareholders who attend the meeting and cast their votes.

Agenda 4 To consider and approve the omission of dividend payments for the operating results of the year 2021

Facts and Reasons

The company and its affiliates have a policy to pay dividend at the rate of not less than 40 percent of net profit stated in the separated financial statements after deducting all reserves. However, the company may consider to distribute dividend at the rate lower than the specified rate, depending

on the company's working capital business expansion and other factors relating to the company's business operation as deemed appropriate by the Board of Directors. In this regard, the consideration must shall be done for the best benefit of shareholders.

Nonetheless, the resolution of the Board of Directors for the dividend payment must be approved by shareholders meeting, with an exception for an interim dividend payment which the Board of Directors can approve and report to shareholders in the next shareholders meeting. According to Section 115 of the Public Limited Companies Act B.E. 2535 and Article 34 of the Articles of Association, stated that "the company is unable to pay dividend out of funds other than profits and, in the case where the company still sustains a retained loss, no dividend shall be paid".

As for the legal reserve, according to Section 116 of the Public Limited Companies Act B.E. 2535 and Article 37 of the Articles of Association, stated that "the company must allocate a part of annual net profit as legal reserve, in the amount of not less than 5 percent of the annual net profit deducted with the sum of accumulated loss brought forward (if any) until the reserve fund amounts to not less than 10 percent of the company's registered capital".

From the laws and regulations, including the company's operating results for the year 2021, it is a net loss from the separate financial statements of 107.61 million baht. Therefore, it is appropriate to propose to the shareholders' meeting to consider and approve the omission of dividend payments from the operating results for the year 2021. As for the legal reserve, the company has set aside a reserve until the full amount is required by law, which is not less than 10 percent of the registered capital, so there is no need to allocate the net profit as a reserve fund.

Opinion of the Board of Directors

It is deemed appropriate to propose to the shareholders meeting to consider and approve the omission of dividend payments from the operating results for the year 2021 because there is still a net loss in the separate financial statements of 107.61 million baht and there is no additional legal reserve due to the company has been allocated fully as required by law

Resolutions

This agenda must be approved by a majority vote of the shareholders who attend the meeting and cast their votes.

Agenda 5 To consider and approve the appointment of auditors and the auditor's remuneration for the year 2022

Facts and Reasons

In accordance to the Public Limited Companies Act, B.E. 2535, Section 120 " At an annual ordinary meeting of shareholders of each year, there shall be an appointment of an auditor and the determination of an audit fee of the company".

Opinion of the Audit Committee

The Audit Committee has considered the auditor's independency, proficiency, experience and appropriateness of the auditor's fee, Therefore, it is appropriate to propose to the shareholders meeting to consider and approve the appointment of auditors from Pricewaterhouscoopers ABAS Company Limited as listed below are the company's auditors for the year 2022.

Name of Certified Public Accountants	CPA ID	Years as the Company's Auditor
1. Miss Nuntika Limviriyalers	7358	1
2. Mr. Paiboon Tunkoon*	4298	-
3. Miss Tithinun Vankeo	9432	1

* Mr. Paiboon Tunkoon was nominated as the company's auditor for the first year in place of the retired Certified Public Accountant, Mr. Kajornkiet Arunpirodjanakul.

The proposed auditors do not have any relationship or interest with the company / affiliates / executives / major shareholders or relevance persons. Moreover, the auditors are under the same accounting firm providing auditing services to the company's affiliates. It deemed appropriate to propose to the shareholders meeting to consider and approve the determination of audit fees, the details are as follows;

Details	Year 2022 (Proposed)	Year 2021
1. Auditing Fee	1,675,000	1,745,000
2. Other Services	-	-
Total	<u>1,675,000</u>	<u>1,745,000</u>

For other service fees in the previous year, the company has not received other services from the auditing firm that the auditor is affiliated with, person or business related to the auditor and the audit firm that the auditor is affiliated with.

For the audit fee of the entire group of companies, including affiliates and joint ventures under the management of the company in the year 2022, amounted to 5,405,000 baht, decrease of 302,000 baht from the previous year.

Opinion of the Board of Directors

The Board of Directors agreed on the proposal of the audit committee to propose to the shareholders meeting to consider the appointment of auditors from PricewaterhouseCoopers ABAS Company Limited are the company's auditor for the year 2022 as detailed above and determine the audit fee for the year 2022 as proposed. Therefore, it deemed appropriate to propose to the shareholders meeting to acknowledge that PricewaterhouseCoopers ABAS

Company Limited has been selected as the auditor of affiliates for the year 2022, with audit fees as reported.

The actual audit fees of the company and its affiliates in the year 2021 are shown in Enclosure 2. Annual Registration Statement/Annual Report for the year 2021 (Form 56-1 One Report), in the section of "Corporate Governance Structure", subsection of "Auditor's Remuneration" and for the benefit of the shareholders, the company has sent a brief profiles of the 3 auditors together with this meeting notice according to Enclosure 3.

Resolutions

This agenda must be approved by a majority vote of the shareholders who attend the meeting and cast their votes.

Agenda 6 To consider and approve the appointment of directors to replace the directors who retired by rotation

Opinion of the Board of Directors

Article 13 of the Articles of Association stated that "At every Annual General Meeting, one-third (1/3) of the directors shall retire from office. If their number is not a multiple of three, then the number nearest to one-third (1/3) must retire from office. The directors who retire by rotation in the first and second year after registering the company shall be drawn by lots. In the following years, the director who has been in the office for the longest term shall firstly be retired. The directors retired by rotation are eligible for re-election".

The company currently has 8 directors, therefore 3 directors with the longest term shall retire by rotation as follows;

Directors' Name	Type of Director/Position
1. Mr. Suchart Laopreeeda	Independent Director / Chairman of Nomination Remuneration and Corporate Governance Committee, Audit Committee, Risk Management Committee
2. Mr. Pyut Bhuwakulwong	Director / Executive Director, Nomination Remuneration and Corporate Governance Committee, Risk Management Committee and authorized directors
3. Ms. Preeyapun Bhuwakul	Director / Executive Director, Risk Management Committee, Vice President of Sales and Marketing, Vice President of Supply Chain, Vice President of Corporate Administration and authorized directors

The company provided an opportunity for shareholders to nominate a person with appropriate qualification who shall be considered by the Nomination Remuneration and Corporate Governance Committee, and then nominated for the company's director during the Annual General Meeting of Shareholders for the year 2022. The announcement for nomination has been published on the company's website and on the website of the Stock Exchange of Thailand, which the nomination period was during 10 August 2021 to 8 November 2021. However, after the expiration of the above time limit, no shareholder has submitted a nomination application.

The opinion of the Nomination Remuneration and Corporate Governance Committee

The Nomination Remuneration and Corporate Governance Committee, excluding the directors with interest, has considered through a scrutiny process of the qualifications, knowledge, abilities, experiences in various fields, and morality and ethics, and performance as a director of each candidate. Therefore, it is appropriate to propose to the shareholders meeting to re-elect all 3 directors retired by rotation. (Criteria and Procedures for the Nomination of Directors are as in [Enclosure 6.](#)) The information regarding age, shareholding, education, experience and attendance of the Board of Directors' meeting of each director are disclosed in [Enclosure 4.](#), and the definition of Independent Director is disclosed in [Enclosure 7.](#)

Opinion of the Board of Directors

The Board of Directors, excluding the directors with interest who retired by rotation, has considered and approved, similarly to the opinions of the Nomination Remuneration and Corporate Governance Committee which is in accordance with the specified recruitment. From scrutinizing and considering the qualifications of the nominated director individually, prudently and carefully, the Board of Directors has the opinion that the nominated independent directors are fully qualified, suitable for the company's business operations and does not have prohibited characteristics according to relevant regulations or laws, and can express the opinions independently and in accordance with the relevant rules. The three directors who have been nominated to be re-elected are all qualified according to the Public Limited Companies Act B.E. 2535 and the relevant announcements of the Capital Market Supervisory Board. Therefore, it is appropriate to propose to the shareholders meeting to consider a re-election of the three directors retired by rotation to be the company's directors for another term as detailed above

Resolutions

This agenda must be approved by a majority vote of the shareholders who attend the meeting and cast their votes.

Agenda 7 To consider and approve the appointment of additional director

Facts and Reasons

In order to increase the efficiency in the management of the company, therefore, it is proposed to the shareholders' meeting to consider increasing the number of directors from 8 to 9 persons. The Nomination Remuneration and Corporate Governance Committee having carefully examined and scrutinized the qualifications of Mr. Niran Wongchanglor, the qualifications of an independent director are correct and complete as required by law, as well as being knowledgeable, good work experience and have leadership, vision, including morality, ethics, and having a good attitude towards the organization, able to devote enough time which will benefit the company's operations. (Brief information and profiles of directors to be appointed according to the Enclosure 5., Criteria and procedure for the Nomination of Directors according to Enclosure 6. and Definition of the Independent Directors according to the Enclosure 7.)

Opinion of the Board of Directors

The Board of Director has considered according to the opinion of the Nomination Remuneration and Corporate Governance Committee, which is in accordance with the specified nomination process and from the scrutiny and careful consideration of the qualification of the nominated person of the Board of Director. It is of the view that the nominated person will be able to express his opinion independently and in accordance with the relevant rules, having complete qualifications suitable for the company's business operations and not having any prohibited characteristics under relevant regulations or laws. Therefore, it is appropriate to propose to the shareholders meeting to approve the appointment of Mr. Nirun Wongchanglor as an independent director of the company.

Resolutions

This agenda must be approved by a majority vote of the shareholders who attend the meeting and cast their votes.

Agenda 8 To consider and approve the directors' remuneration for the year 2022

Facts and Reasons

According to Article 14. of the Articles of Association, the directors are entitled to receive the remuneration as a reward, remuneration for the meeting, pension, bonus or other benefits as per the Articles of Association or as approved by the shareholders meeting.

Opinion of the Nomination Remuneration and Corporate Governance Committee

The Nomination Remuneration and Corporate Governance Committee have considered the remuneration of directors and sub-committees to be conformed to the company's performance, responsibilities and personal performance of each director, and a reference from the same

industry. Therefore, it is of the view that the shareholders meeting should approve the allocation of monetary remuneration for the year 2022 from the performance of the year 2021, details are as follows:

(1) The remuneration of directors for the year 2022 at the similar rate as the year 2021:

Directors' Remuneration	Year 2022 (Proposed rate) (Baht)	Year 2021 (Current rate) (Baht)
Remuneration for the Meeting of the Board - Chairman (per meeting) - Director (per meeting)	40,000 30,000	40,000 30,000
Remuneration for the Meeting of the Audit Committee - Chairman (per meeting) - Director (per meeting)	30,000 25,000	30,000 25,000
Remuneration for the Meeting of the Nomination, Remuneration and Corporate Governance Committee - Chairman (per meeting) - Director (per meeting)	20,000 15,000	20,000 15,000
Remuneration for the Meeting of the Risk Management Committee - Chairman (per meeting) - Director (per meeting)	20,000 15,000	20,000 15,000

The directors who are members of the Executive Committee, the company's executives or employees shall not receive the remuneration. Further, in case the director attends the Board of Directors' meeting and other Sub-Committee's meetings on the same day, such director shall be entitled to receive only the highest meeting remuneration.

In the year 2022, the company has no other benefits to the directors other than the monetary remuneration as detailed above. For the year 2021, the company has paid out the special awards (Annual bonus) from the performance of the year 2020 within the limit of not more than five hundred thousand baht to the Independent Directors, including Sub-Committees who is non-employee and executives.

For the scope of responsibilities of the Board of Directors and Sub-Committees, details can be found in Enclosure 2., under the section of "Management Structure" of the Annual Registration Statement/Annual Report for the year 2021 (Form 56-1 One Report).

Opinion of the Board of Directors

The Board of Directors has considered and approved similarly to the Nomination Remuneration and Corporate Governance Committee, to propose to the shareholders meeting to approve the directors' remuneration for the year 2022.

For the year 2021, the company paid remuneration to the Board of Directors and Sub-Committees totaling 1,267,500 Baht which the details were disclosed in Enclosure 2., under the section of "Report on Important Results of Corporate Governance", subsection of "Details of the Remuneration of the Company's Directors and Sub-Committees in 2021" of the Annual Registration Statement/Annual Report for the year 2021 (Form 56-1 One Report).

Resolutions

This agenda must be approved by a vote of not less than two-thirds of the total number of votes of the shareholders who attend the meeting and cast their votes.

Agenda 9 To consider and approve the prescription of the prohibited acts having nature of foreign dominance, according to the Notification of the National Broadcasting and Telecommunications Commission on the Prescription of Prohibitions on Acts Constituting Foreign Dominance B.E. 2555 (2012) (pursuant to the Notifications of NBTC)

Facts and Reasons

According to the Notification of the National Broadcasting and Telecommunications Commission on the Prescription of Prohibitions on Acts Constituting Foreign Dominance B.E. 2555 (2012) ("NBTC Notification"), and as amended, has assigned duties for the telecommunication operators with their own network both in Type 2 and Type 3 have to proceed as follows;

1. Prescript or review the list of prohibited foreign dominance acts as per the guideline specified in the annex to the NBTC Notification, details as in Enclosure 8.
2. The prohibited as indicated in Article 1, shall be approved by the shareholders meeting of the company, as the telecommunications operator holding Type 3 license, which has already prepared the form for prescription of the prohibitions on acts in accordance to NBTC Notification. In order to comply with the NBTC Notification, it presents the form for specifying the prohibition, details as in Enclosure 9., for the shareholders meeting to consider and approve. The company shall later submit the list to NBTC within 30 days after the Annual General Meeting.
3. Pursuant to Article 7, paragraph 4 of the NBTC Notification, specified that the company shall annually submit the report on conducts and foreign dominance status with the details are showed in Enclosure 10. In accordance to the NBTC Notification, the company shall report any high-risk circumstance that may cause violations of the prohibition and to the shareholders meeting for consideration and approval.

Opinion of the Board of Directors

It deems appropriate to propose to the shareholders meeting to consider and approve the prescription of the prohibited acts having nature of foreign dominance in accordance to the Notification of the National Broadcasting and Telecommunications Commission on the Prescription of Prohibitions on Acts Constituting Foreign Dominance B.E. 2555 (2012).

Resolutions

This agenda must be approved by a majority vote of the shareholders who attend the meeting and cast their votes.

Agenda 10 To consider any other matters (if any)

Facts and Reasons

According to Article 105, paragraph 2 of the Public Limited Companies Act B.E. 2535 (Amendment B.E. 2544) specified that the shareholders holding the aggregate number of shares of not less than one-third of the total number of shares sold may request the consideration at the meeting of other business in addition to that specified in the notice summoning the meeting.

Opinion of the Board of Directors

The shareholders meeting should not consider other matters as according to the Corporate Governance Code for listed Companies in 2017 and the Annual General Meeting of Shareholders Quality Assessment Project. To ensure fairness for all shareholders, the meeting should consider and discuss only matters that have been notified in advance.

The company determines the names of shareholders who are eligible to attend the Annual General Meeting of shareholders for the year 2022 (Record Date) was Thursday, 10 March 2022.

Therefore, the company would like to invite the shareholders to attend the meeting on the aforementioned date and time. The meeting registration will be started from 12.00 hrs. onward.

If the shareholders require to attend the meeting via Electronic Media (E-AGM), the company asks the shareholders or proxies to submit an acceptance form for attending the meeting via Electronic Media as Enclosure 16., including documents confirming identity to comsec@alt.co.th or by post within 12 April 2022.

If the shareholders are unable to attend the meeting via Electronic Media (E-AGM), they can appoint the Independent Directors as follows being a proxy to attend the meeting and can vote on your behalf:

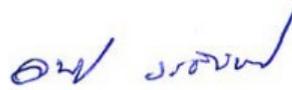
- | | |
|-------------------------------|--|
| 1. Dr. Anant Voratitipong | Chairman of the Board and Independent Director |
| 2. General Sittisak Tayparsit | Independent Director and Chairman of Audit Committee |

(Please see details of the proxies proposed by the company according to Enclosure 11.)

In the case where a shareholder is a foreign investor and appoints a custodian in Thailand to be a share depository and keeper, a proxy form A or B or C is applicable, while only proxy form A or B is applicable for other shareholders. For the ease of process, the company recommends shareholders submit a proxy form B as attached to Enclosure 14., which is a form that prescribes various details to grant the proxy that are detailed, clear and fixed. The shareholders who would like to use proxy form A or C can ask for the proxy forms from the Company Secretary or download from the company's website; www.alt.co.th, under the section of Investor Relations / Shareholder Information / Shareholders Meeting.

In this regard, the shareholders can find more details in the rules for attending the shareholders meeting via Electronic Media (E-AGM) as in Enclosure 15., and on the company's website at www.alt.co.th on the section of Investor Relations / Menu of Shareholder Information / Subsection of Shareholders Meeting. If any shareholders would like to receive the Annual Registration Statement/Annual Report for the year 2021 (in hard copy format), can contact the Company Secretary Department by filling out the form in Enclosure 13. and send it back to the Secretary Department for the company delivers to you in further.

Sincerely yours,



(Mr. Anant Voratitipong)

Chairman of the Board

Note: The shareholders can view the invitation for the Annual General Meeting of Shareholders for the year 2022 and enclosed documents on the company's website since 22 March 2022 at www.alt.co.th; the Section of Investor Relations / Menu / Shareholder Information / Subsection / Shareholders Meeting. The shareholders can submit a question regarding to the agenda of the Annual General Meeting of shareholders for the year 2022 via email ir@alt.co.th in advance.

Minutes of the Annual General Meeting of Shareholders Year 2021
ALT Telecom Public Company Limited
Friday, 23 April 2021

Meeting Place

At Canna room, Rama Gardens Hotel Bangkok, No.9/9 Vibhavadi Rangsit Rd., Talat Bang Khen, Lak Si, Bangkok 10210.

The Meeting starts at 13.00 hrs.

The meeting moderator greeting the shareholders, and before start of the meeting, introduced the directors, executives, auditors and legal advisors who attending the meeting, including:

Directors present at the meeting

Name	Position (s)
1. Dr. Anant Voratitipong	Chairman of the Board of Directors and Independent Director
2. General Sittisak Tayparsit	Independent Director and Chairman of Audit Committee
3. Associate Professor Suchart Laopreeda	Independent Director, Audit Committee, Risk Management Committee and Chairman of Nomination and Remuneration Committee
4. Associate Professor Dr.-Ing Panit Pujinda	Independent Director, Audit Committee and Risk Management Committee
5. Assistant Professor Chirasil Chayawan, Ph.D.	Independent Director and Risk Management Committee
6. Mrs. Preeyaporn Tangpaosak	Director, President, Risk Management Committee Chairman of the Executive Board and Acting Vice President of Business Development
7. Mr. Pyut Bhuwakulwong	Director, Chairman of the Risk Management Committee, Nomination and Remuneration Committee, Executive Director and Vice President of Corporate Administration
8. Ms. Preeyapun Bhuwakul	Director, Executive Director, Risk Management Committee, Vice President of Purchasing and Logistics and Vice President of Sales and Marketing

In this regard, there were 8 directors attending the meeting out of the total 8 directors, representing 100% of the directors attending the meeting.

Managements present at the meeting

Name	Position (s)
1. Mr. Somboon Setsuntipong	Executive Director and Vice President of Finance and Accounting
2. Mr. Pichit Satapattayanont	Executive Director

Auditors present at the meeting

Mr. Pisit Thangtanagul from Pricewaterhousecoopers ABAS Company Limited

Legal advisors present at the meeting

Mrs. Nittaya Kiatserikul from Seri Manop & Doyle Company Limited

The meeting moderator informed the shareholders that the Company invited and informed the shareholders about the meeting today to all 3 ways as follows:

1. Send the invitation letter to all shareholders via post.
2. Publish in newspapers and
3. Publish on the Company's website.

In addition, the moderator informed the shareholders of the meeting procedure, voting and counting of votes in shareholders' meetings as follows:

1. In the meeting, each agenda will be considered in the order specified in the meeting invitation letter by presenting information on the agenda and allowing shareholders to ask questions on the relevant agenda.

To reduce the risk of the COVID-2019 pandemic, any shareholders or proxies wishing to inquire or express an opinion can do so by writing questions on paper with name and sending them to staff instead of speaking through a microphone. If it is any other matter unrelated to that agenda item, please propose at the end of Agenda 12.

In this regard, between 10 November 2020 and 11 February 2021, the Company has provided opportunities for the shareholders to propose agenda items, nominate directors, as well as submit questions in advance, appearing that no shareholder proposed. Therefore, the meeting held in accordance with the agenda published on the Company's website from 23 March 2021 and delivered to the shareholders in advance from 31 March 2021.

2. Each shareholder has votes equal to the number of shares held by one share per one vote, and can vote on each agenda whether "Approve", "Disapprove" or "Abstain" in full according to the votes they have, only one way cannot be split the vote, except for the case of a foreign investor's custodian who uses a proxy form Kor.

3. The votes required to vote for approval on each agenda item, the Company has already stated in the invitation letter and will be informed again before voting for each agenda. Voting at this shareholders' meeting is an open vote, not a secret vote.

4. For vote counting of the shareholders attending the meeting in person and of the proxies, the Company will use a barcode scoring system for the convenience and speed. Voting for each agenda item, the Company will collect the ballot cards to count the votes from the shareholders who voted as "Disapproved" or "Abstained" only and will be deducted from the vote base in that agenda, the remaining votes will be the votes that "Approved". The ballots that the shareholders vote on " Approved " please send it to the staff or drop in the ballot box "Approved" before returning.

Any ballot card that cannot clearly express the wishes of the shareholders or proxies on which way to vote will be considered invalid, for example, marking both Approved and Disapproved boxes or unclear marks or strikethrough any mark without signature on the crossed-out area or not marking any mark on the ballot card, etc.

If any the shareholders and/or proxies wish to leave the meeting before the end of the meeting and wish to vote in the remaining agenda, please send the ballot card with signature to the staffs before leaving the meeting room for the Company will continue to record the shareholders' voting, the ballot cards sent after the vote count will not affect any vote counting.

5. The results of the vote counting will be announced after the Chairman of the meeting requests the shareholders to consider and approve each agenda. The voting result will be the total vote count from the self-attending shareholders, the proxies who have been entitled to vote on their behalf, and also in the event that the proxies grantor specified the vote in advance and sent the ballot through the proxy.

For transparency in accordance with good corporate governance as well as for the meeting to proceed in accordance with the law and the Company's Articles of Association, the Company has established a voting supervisor who is an external legal advisor; Ms. Punlapa SaeLor from Seri Manop & Doyle Company Limited is responsible for overseeing and monitoring the vote counting in the meeting.

Dr. Anant Voratitipong, the Chairman of the Board of Directors, acted as the Chairman of the meeting welcomed the shareholders to the Annual General Meeting of Shareholders Year 2021 of ALT Telecom Public Company Limited and assigned Miss Vachirapan Sawangsuk is an assistant in conducting the meeting and let OJ International Company Limited act on the registration and vote counting today.

The moderator informed the meeting of the registration status at the opening time of the meeting. The Company had 14 shareholders attending the meeting in person, totaling 218,445,700 shares, and by proxy, 18 shareholders, totaling 570,520,400 shares, equal to the number of shareholders attending the meeting totaling 32 shareholders, totaling 788,966,100 shares, representing 69.6827 percent of the total number of shares sold of the Company, which was 1,132,227,419 shares, thus constituting a quorum.

Thereafter, the Chairman opened the Annual General Meeting of Shareholders Year 2021 to consider the matters according to the Agenda, details as appeared in the invitation letter sent to the shareholders as follows:

Agenda Item 1 To certify the minutes of 2020 Annual General Meeting held on 9 October 2020

The Chairman assigned the meeting conductor to clarify details, and proposed the meeting to consider approving the Minutes of 2020 Annual General Meeting, held on 9 October 2020, details appeared in the copy of the Minutes of the meeting that the Company sent to the shareholders together with the invitation letter.

The Chairman gave the shareholders an opportunity to ask questions and express their opinions, but there was no question or opinion from any shareholder. The meeting was requested to consider approving the Minutes of the Minutes of 2020 Annual General Meeting, which in this agenda must be approved by a majority of the shareholders who attend the meeting and vote. Therefore, the shareholders who abstain from voting and voided cards will not count as the base of the votes for counting the votes.

Meeting's resolution: The meeting had considered and unanimously resolved to certify the Minutes of 2020 Annual General Meeting, held on 9 October 2020 with the following votes.

Approved	788,966,100	Votes	As a percentage	100.0000
Disapproved	0	Vote	As a percentage	0.0000
<hr/>				
Total Votes	788,966,100	Votes	As a percentage	100.0000
<hr/>				
Abstained	0	Vote	As a percentage	-
Voided ballot	0	Ticket	Number	- Vote

For this agenda item, there were 32 shareholders attending the meeting, totaling 788,966,100 shares.

Agenda Item 2 To acknowledge the report of Company's annual operating results for the year 2020

The Chairman informed the meeting that since the performance report in Agenda Item 2 contains information about the financial status and operating results of the Company which are related information on Agenda Item 3. Therefore, in order that the meeting to be effective, questions relating to the financial status and operating results of the Company, as well as information appeared in the statement of financial status and the income statement for the year ended 31 December 2020. The shareholders will ask after the presentation of Agenda Item 3 before considering the resolution of Agenda Item 3, but this does not combine Agenda Item 2 and Agenda Item 3, since Agenda Item 2 is an agenda for acknowledgment and Agenda Item 3 is an agenda to consider and approve.

The Chairman then assigned Mrs. Preeyaporn Tangpaosak, the Director and President, to present the overview and summary of the Company's operating results and business trends to the meeting.

Mrs. Preeyaporn Tangpaosak invited Mr. Somboon Setsuntipong, the Executive Director and Vice President of Finance and Accounting to present the Company's operating results for the year 2020 to the meeting.

Mr. Somboon Setsuntipong presented the Company's key performance report for the year 2020 to the meeting as follows:

Financial Status

Financial Position	31-Dec-20	31-Dec-19	Million Baht	
			Incr (Decr)	
Assets				
Current assets	1,405.04	1,083.28	321.76	29.7%
Non-current assets	1,796.56	1,791.30	5.25	0.3%
Total assets	3,201.60	2,874.58	327.01	11.4%
Liabilities & equity				
Current liabilities	961.04	1,351.16	(390.12)	-28.9%
Non-current liabilities	409.54	115.07	294.47	255.9%
Total liabilities	1,370.57	1,466.22	(95.65)	-6.5%
Paid-up capital	566.11	509.50	56.61	11.1%
Share premium	1,341.06	1,058.00	283.06	26.8%
Other components	33.17	49.52	(16.35)	-33.0%
Retained earnings	(110.01)	(202.42)	92.40	-45.6%
<i>Legal reserve</i>	62.50	55.00	7.50	13.6%
<i>Unappropriated</i>	(172.51)	(257.42)	84.90	-33.0%
Non-controlling interests	0.69	(6.25)	6.95	-111.0%
Total equity	1,831.02	1,408.36	422.67	30.0%
Total liabilities and equity	3,201.60	2,874.58	327.01	11.4%
Debt to Equity Ratio	0.75	1.04		
Current Ratio	1.46	0.80		

Assets

As of 31 December 2020, the Company's total assets amounted to Baht 3,201.60 million, an increase of Baht 327.01 million. This was an increase in current assets of Baht 321.76 million and non-current assets of Baht 5.25 million. The important items of the increase were cash and trade accounts receivable amounting to Baht 459.96 million and Baht 288.60 million, respectively. Anyhow trade accounts receivable, which increased has been paid in January 2021, while the main items that decreased were inventories and loans to related parties in the number of Baht 212.60 million and Baht 142.40 million, respectively.

Liabilities

As of 31 December 2020, current liabilities decreased by Baht 390.12 million, the main items were the repayment of loans from financial institutions Baht 415.03 million, non-current liabilities increased by Baht 294.47 million. The main item was the prepaid rental fee under long-term lease of Baht 240.23 million.

Equity

As of 31 December 2020, the shareholders' equity increased by Baht 422.67 million, the main items consisted of the profit for the year 2020 of Baht 269.69 million. The capital increase from the exercise of ALT-W1 warrants amounting to Baht 336.67 million, deducting the interim dividend payment of Baht 101.88 million.

Overall, the Company's debt to equity ratio decreased from 1.04 at the end of 2019 to 0.75 at the end of 2020. current ratio has changed for the better, increasing from 0.80 to 1.46.

Income Statement

Income Statement	2020		2019		Million Baht	
			Restated		Up (Down)	
Revenues						
Sales	171.87	11.0%	354.77	35.4%	(182.90)	-51.6%
Services- construction	1,151.26	73.9%	491.72	49.1%	659.54	134.1%
Services - network	234.42	15.1%	154.69	15.5%	79.72	51.5%
Total revenues	1,557.54	100.0%	1,001.18	100.0%	556.36	55.6%
Cost						
Cost of sales	(140.26)	-81.6%	(285.42)	-80.5%	(145.16)	-50.9%
Cost of services - construction	(1,042.07)	-90.5%	(323.11)	-65.7%	718.96	222.5%
Cost of service - network	(276.95)	-118.1%	(299.80)	-193.8%	(22.85)	-7.6%
Total cost	(1,459.27)	-93.7%	(908.32)	-90.7%	550.95	60.7%
Gross (loss) profit	98.27	6.3%	92.86	9.3%	5.41	5.8%
Other income	535.41	34.4%	52.37	5.2%	483.03	922.3%
Selling expenses	(83.74)	-5.4%	(76.83)	-7.7%	6.91	9.0%
Administrative expenses	(158.71)	-10.2%	(136.66)	-13.6%	22.05	16.1%
Loss from exchange rate	3.31	0.2%	3.33	0.3%	(0.02)	-0.6%
Share of loss of associate	(12.98)	-0.8%	(12.64)	-1.3%	(0.34)	-2.7%
Share of gain of JV	13.97	0.9%	(6.47)	-0.6%	20.44	316.1%
Finance costs	(31.66)	-2.0%	(41.43)	-4.1%	(9.77)	-23.6%
Profit (loss) before income tax	363.88	23.4%	(125.47)	-12.5%	489.34	390.0%
Income tax	(94.19)	-6.0%	0.17	0.0%	94.36	57059.9%
Profit (loss) for the period	269.69	17.3%	(125.30)	-12.5%	394.99	315.2%

In 2020, the Company has total revenue of Baht 1,557.54 million, an increase from 2019 by Baht 556.36 million or 55.6%, with an increase in construction services of Baht 659.54 million. The main item is the increase in revenue from the Smart Grid project, as for the revenue from product sales, which decreased by Baht 182.90 million, the revenue from network service increased by Baht 79.72 million, the revenue from product sales decreased as to the trend of industry. The sale of telecommunication products such as optical fiber cables decreased significantly, therefore the Company had to change its strategy to penetrate to new industry to generate more income. In terms of costs, the amount increased by Baht 550.95 million and gross profit was Baht 98.27 million, an increase of 5.8%.

In respect of other income of Baht 535.41 million, consisting of 2 main items, which consisted of compensation on legal disputes amount of Baht 412.53 million and gain on assets sale Baht 89.28 million, which was the important business restructuring by transferring the assets to a joint venture,

Other items, such as administrative expenses, slightly increased, but in term of common size on sale, the proportion decreased from 13.6% to 10.2%. Sharing of loss of associate remained close to the previous year approximately Baht 12 million. Currently, the trend of performance of an associate in Myanmar, an internet services provider in Yangon, has improved amidst the COVID-19 pandemic and political emergency

declaration, internet demand became higher. Sharing profit of joint venture have changed from a loss of Baht 6.47 million in 2019 to a profit of 13.97 million baht in 2020.

As a result of loan repayment, the financial costs have decreased from Baht 41.43 million to Baht 31.66 million or 23%. After deducting income tax in 2020 of Baht 94.19 million. The Company had a net profit of Baht 269.69 million.

Cash Flow Statement

Statement of Cash flows	Million Baht	
	Y.2020	Y.2019
Net cash generated from operation	710.56	(35.58)
Net cash generated from investment	34.06	70.20
Net cash generated from finance	(284.66)	(221.92)
Net cash flow	459.96	(187.29)
Beginning cash	37.48	224.77
Ending cash	497.44	37.48

In 2020, the Company had net cash from operating of Baht 710.56 million and net cash from investment of Baht 34.06 million that came from receiving loan repayment from a joint venture. Net cash from financing was negative of Baht 284.66 million, due to the loan repayment approximately Baht 415 million and dividend payment of Baht 101.88 million. There was a capital increase from the exercise of ALT-W1 warrant in the number of Baht 336.67 million and repayment of the principal under the lease agreement of Baht 70 million.

The Company had cash on hand at the beginning of the year Baht 37.48 million, plus net cash increase of Baht 459.96 million, so the Company had cash on hand at the end of the year 2020 amounting to Baht 497.44 million.

After that, Mrs. Preeyaporn Tangpaosak, presented to the meeting of the changing vision and mission to support the Company's growth and opportunity, to focus on being a leader in digital infrastructure and renewable energy in collaboration with expert partners. Since the Company has a network that is a core infrastructure that can be used to expand the business base to connect to digital and renewable energy businesses, thereby helping customers reduce their costs and has higher service efficiency. It is the source of the mission of providing digital infrastructure and renewable energy to entrepreneurs, both public and private sectors, to add value to their services, cost efficiency and resource utilization, lead to better operating results.

The Company has 4 strategic objectives as follows:

Group 1. Telecommunication infrastructure

Fiber Optic Network which is the original main business of the Company. The Company has already set up a Backbone Network to cover the entire country, including the construction of the base station to connect to the network of operators in neighboring countries; Myanmar, Laos, Cambodia and Malaysia, with investments through a joint venture, Smart Intranet Company Limited and Information Highway Company Limited to provide services for domestic customers and invested through a subsidiary: International Gateway Company Limited, to provide services to overseas customers, including investing through an associate; Myanmar Information Company Limited, internet service provider in Yangon, Myanmar.

In addition, the Company has cooperated with The Electricity Generating Authority of Thailand (EGAT) to expand its service base through its network partners, that is, the Company will help manage sales operations by offering EGAT fiber network services to other operators to reduce the investment burden under Fiber Space Project.

Communication Towers and Base Stations

The Company has partnered with WHA to jointly build Cell Towers in various industrial estates, which are currently in the process of setting up towers for all operators to rent.

International Bandwidth Service

Under the COVID-19 pandemic, people are more use of the Internet, especially in Myanmar, despite the announcement of a political emergency. The demand of internet usage has increased, with the turnover of the subsidiary; International Gateway Company Limited, which provides international bandwidth for customers who are mobile operator and internet service providers in Neighboring countries have higher income, aiming to promote Thailand as an Asian Digital Hub with a project to invest in the construction of cable landing station to provide the connection point between submarine cable network and terrestrial one.

The performance of an associate in Myanmar - internet service provider, there is a positive sign as well.

Group 2. Smart Energy

Due to the service of solution in Smart Grid Project for the Provincial Electricity Authority, the Company has realized the trend of growth in this business. Therefore, we expanded more in the intelligent electric segment to be a smart meter manufacturer by purchasing Energy Max Company Limited, a smart meter manufacturing plant. The delivery of Smart Grid project has been done with customer's satisfaction. Because the project will help customer to reduce their cost such as reducing loss of electricity and be able to collect more income. Moreover, there is no need to send staff for meter recording. The Specification of Smart Meter of the Company, it can support all sizes power load. Therefore, the customer can reduce their stock items.

In addition, the Company has expanded its framework to provide renewable energy system installation services and electric charging stations for electric cars which was in cooperation with the Provincial Electricity Authority and the Electricity Generating Authority of Thailand

Group 3. Smart City

The Company has put electricity and communication cables underground in order to make the city nice and safe. The Company will install a Smart Pole to observe the livelihood of the people, in terms of pollution; dust and traffic observation Including as a power charging point.

In addition, the Company has developed software to read the license plate that used for charging. Currently it is applied to parking fee collection.

Group 4. Smart Platform

Making customs system, payment system and insurance system through electronic channels.

In respect of the management approach for sustainability, Mrs. Preeyaporn Tangpaosak explained 8 management principles that the entity emphasizes, which are:

- (1) Fair business operation
- (2) Anti-Corruption
- (3) respect of human rights
- (4) Fair treatment of employees
- (5) Responsibility to consumers
- (6) Caring for the environment
- (7) Participation in community or social development
- (8) Innovation development

The examples of activities that the Company has operated in the year 2020 as follows:

The Company, in collaboration with VGI, organized the We're SHARING FOR KIDS project to bring happiness to the youth in schools along the BTS sky train line by giving "MIMI" character design bags, which contain educational equipment for elementary school children. The Company has organized a project to donate telecommunication equipment to educational institutions for study and research by donating high frequency aircraft line and telecommunication equipment, including organizing training courses for knowledge transfer of "Telecom business and 5G technology" for students and teachers of the Department of Electronics and Telecommunications at Yala Technical College, Yala Province.

The Company also has a project to donate equipment and technology of telecommunication network engineering system installation to support education for the Faculty of Architecture and Urban Planning at Thammasat University, Rangsit Center. The objective is to collaborate on academic cooperation between business and education sectors under the academic cooperation program to develop model areas and smart

technology, as well as to study, research and develop the area of the Faculty of Architecture and Urban Planning at Thammasat University to be a prototype area in all 3 areas, which are Smart Environment, Smart Mobility and Smart Energy.

The Good Health Promotion 2020 Project (ALT FAMILY RUN 2020): the executives of the group of companies focus on the health of employees and support activities that encourage employees to take care of health. By supporting the running exercise program under the "ALT Family Run 2020" as an ongoing project to encourage employees to exercise by running distance accumulation for a healthy body by using the application in reporting and tracking results by accumulating distance runs together. The employees have participated in the donation and donated money to support the 84th Anniversary Navamindra Bophit Building Fund in order to create motivation for employees to run and to donate to the outside society as well.

The Company has a policy to require the Company and its affiliates to comply with environmental standards and the requirements of the landlord lessor by giving employees an awareness of environmental protection, ensuring that waste does not contaminate nature, proper waste separation, compliance with environmental laws, regulations and requirements. By strictly following the guidelines of the ISO 14001 environmental standard, that have been strictly certified, such as effective use of resources, environmental management does not affect society and communities; the installation of solar power generation systems within the office, checking the car oil stains when parking in front of the work size, collecting equipment scraps when installation is complete and correct waste sorting, etc.

In addition, the Company also has a No Gift Policy program for conducting business under the principles of good corporate governance, ethics and business transparency. Therefore, it has a policy to refrain from giving baskets or gifts, entertainment or any other benefits to all stakeholders during the New Year season or at any other occasion. The Company also has an anti-corruption policy with guidelines of preventive measures: whistleblowing channels cover fraud prevention for transparency and stability of the organization. The Company also cooperates with other companies to combat corruption in all forms, such as in the purchasing department, suppliers will be signed to prevent corruption. The Company has also applied to join Thailand's Private Sector Collective Action Coalition Against Corruption (CAC) project. The CAC committee took into account in February 2020, and the Company is currently in the process of revising the document to be comply with the CAC assessment form, with the expectation to be able to be finalized again this year.

The Chairman informed the meeting that since Agenda Item 2 was an agenda for acknowledgment, therefore there is no need to vote from shareholders. Any question, which the shareholders may ask, please do after the presentation of Agenda item 3 before considering the resolution of Agenda.

Agenda Item 3 To consider and approve the Annual Audited Financial Statements consisting of the Statements of Financial Position, the Statement of Comprehensive Income, and the Statement of Changes in Shareholders' Equity and the Cash Flow Statement for the year ended 31 December 2020, altogether with the auditor's report.

The Chairman assigned the meeting moderator to clarify details to the meeting that the Statements of Financial Position, the Statement of Comprehensive Income, the Statement of Changes in Shareholders' Equity and the Cash Flow Statement for the past year have been considered by the audit committee and the authorized auditors have been audited and certified, details appear in the documents sent to the shareholders together with invitation letter and contain summarized material as reported by the managing director in Agenda Item 2.

The Chairman invited the shareholders to inquire and express their opinions, but there was no question or opinion from any shareholder. Therefore, the meeting was requested to consider and approve the Financial Statements consisting of the Statements of Financial Position, the Statement of Comprehensive Income, the Statement of Changes in Shareholders' Equity and the Cash Flow Statement for the year ended 31 December 2020 including the auditor's report. This agenda must be certified by a majority of the shareholders who attend the meeting and vote.

Meeting's resolution: The meeting had considered and unanimously resolved to approve the financial statements for the year 2020 ending 31 December 2020 which consisted of the Statements of Financial Position, the Statement of Comprehensive Income, the Statement of Changes in Shareholders' Equity and the Cash Flow Statement including the auditor's report as proposed with the following votes:

Approved	789,011,100	Votes	As a percentage	100.0000
Disapproved	0	Vote	As a percentage	0.0000
<hr/>				
Total Votes	789,011,100	Votes	As a percentage	100.0000
<hr/>				
Abstained	0	Vote	As a percentage	-
Voided ballot	0	Ticket	Number	- Vote

For this agenda item, there was 1 additional shareholder attending the meeting, totaling 45,000 shares. There were 33 shareholders attending this agenda, totaling 789,011,100 shares.

Agenda Item 4 To consider and acknowledge the interim dividend payment and to approve the omission of additional dividends from the operating result of the year 2020.

The Chairman assigned the meeting moderator to clarify details about the net profit allocation and the dividend payment for the year 2020 operating results, with the Company having a policy to pay dividends at the rate of not less than 40% of the net profit from the separate financial statements after deducting all reserves. However, the Company may pay dividends at a rate lower than the rate specified above, due to consideration of other factors including:

1. Business expansion plans in the future
2. The need for working capital for the stable operation
3. Other factors related to the management of the Company as the board deems appropriate

In this regard, the sustainable interests of the shareholders are important to be considered.

According to the Company's Articles of Association, the payment of dividends must be approved by the shareholders unless it is an interim dividend. The Board of Directors is authorized to make payments by reporting to the shareholders' meeting for acknowledgment at the next meeting.

From the operating results of year 2020, the Company paid an interim dividend 1 time based on the results for the 9 months ended 30 September 2020 of the separate financial statements, which had a net profit of 281,302,833 baht. The Board of Directors approved an interim dividend payment at the rate of Baht 0.10 (ten satang) for ordinary shares, amount 1,018,824,599 shares, total dividend 101,882,460 baht or 36.22% of net profit in 9 months, with dividend payment on 8 December 2020.

Since the operating results in the fourth quarter of 2020 according of the separate financial statements have a loss of Baht 16,346,051, totaling the net profit of the separate financial statements for the full year 2020 was Baht 264,956,782. The Board of Directors has considered that the Company has paid a reasonable amount of interim dividends, representing 38.45 percent of the 2020 net profit, therefore proposing no additional dividend payment from the 2020 operating results.

For legal reserve the Company has allocated a net profit as an additional legal reserve of Baht 7.5 million in the first quarter of 2020, the legal reserve totaled Baht 62.5 million or 10% of the registered capital as required by law.

The Company therefore would like to propose the shareholders' meeting to acknowledge the interim dividend payment and to consider approving the omission of additional dividends for the 2020 operating results and to approve the allocation of the net profit as legal reserve for the year 2020 performance.

The Chairman invited the shareholders to inquire and express their opinions, but there was no question or opinion from any shareholders. Therefore, the meeting was requested to acknowledge the interim dividend payment on 8 December 2020 from the operating results for the 9 months ended 30 September 2020 of the separate financial statements at the rate of Baht 0.10 per share (ten Satang), representing a total dividend of Baht 101,882,460. To approve the omission of additional dividends for the operating results of the year 2020, as well as to approve the allocation of net profits as legal reserves for the year 2020 performance, this Agenda Item required the majority vote of the shareholders attending the meeting and casting their votes.

Meeting's resolution: The meeting considered and unanimously resolved to approve the omission of additional dividends and approve the allocation of net profits as legal reserve for the operating results for the year 2020 with the following votes.

Approved	789,011,100	Votes	As a percentage	100.0000
Disapproved	0	Vote	As a percentage	0.0000
<hr/>				
Total Votes	789,011,100	Votes	As a percentage	100.0000
<hr/>				
Abstained	0	Vote	As a percentage	-
Void ballot	0	Ticket	Number	- Vote

For this Agenda Item, there were 33 shareholders attending the meeting, totaling 789,011,100 shares

Agenda Item 5 To consider and approve the appointment of auditors and the auditor's fee for the year 2021.

The Chairman assigned the meeting moderator to inform the details regarding the appointment of the auditor and the determination of the remuneration, by nominating the auditor from PricewaterhouseCoopers ABAS Company Limited is the Company's auditor for the year 2021 as follows:

1. Miss Nanthika Limvirayalerd CPA No. 7358 and/or
2. Mr. Kajornkiet Arunpairedjanakul CPA No. 3445 and/or
3. Miss Thitinan Wankeaw CPA No. 9432

In this regards, Miss Nanthika Limvirayalerd, Mr. Kajornkiet Arunpairedjanakul and Miss Thitinan Wankeaw act as the Company's auditor for the first year in place of Mr. Pisit Thangtanakul, the former auditor who has served for the past 7 fiscal years. Any of the above auditors can conduct the audit and express an opinion on the Company's financial statement and consolidated financial statements. The auditing fees of the Company for the year 2021, ended 31 December 2021 is in the amount of Baht1,745,000, which is equal to the audit fee of the previous year.

PricewaterhouseCoopers ABAS Company Limited has been the Company's auditor from the year 2014 - 2020, having good understanding the Company's business, as a result, is able to quickly and efficiently conduct the auditing procedure. In addition, the proposed auditors do not have any relationship or interest with the Company / subsidiary / executives / major shareholder or any person related to such person. Details of the auditors and audit fees appeared in the invitation letter.

The Chairman invited the shareholders to inquire and express their opinions, but there was no question or opinion from any shareholder. Therefore, the meeting was requested to consider and approve the appointment of the auditor and determining the remuneration for the fiscal year 2021 ended 31 December 2021, in which this Agenda Item required the majority vote of the shareholders attending the meeting and casting their votes.

Meeting's resolution: The meeting has considered and resolved to approve the appointment of the auditors and determine the remuneration for the year 2021 as proposed with the following votes.

Approved	789,011,100	Votes	As a percentage	100.0000
Disapproved	0	Vote	As a percentage	0.0000
<hr/>				
Total Votes	789,011,100	Votes	As a percentage	100.0000
<hr/>				
Abstained	0	Vote	As a percentage	-
Void ballot	0	Ticket	Number	- Vote

For this Agenda Item, there were 33 shareholders attending the meeting, totaling 789,011,100 shares.

Agenda Item 6 To consider and approve the appointment of directors in replacement of those retired by rotation.

The Chairman assigned the meeting moderator to inform details regarding the appointment of directors in replacement of those retired by rotation according to the Company's Articles of Association, Clause 13 stated that:

“At every annual general meeting, one-third (1/3) of the directors shall retire from office. If their number is not a multiple of three, then the number nearest to one-third (1/3) must retire from office. The directors who retire by rotation in the first and second year after the company registration shall be drawn by lots. After that, the director who has been in the office for the longest term shall firstly be retired. The directors retired by rotation are eligible for re-election.”

At present, the Company has 8 directors, therefore 3 directors with the longest term shall retire by rotation as follows:

1. General Sittisak Tayparsit Independent Director and Chairman of Audit Committee
2. Mr. Panit Pujinda Independent Director, Audit Committee and Risk Management Committee
3. Mr. Chirasil Chayawan Director and Risk Management Committee

The Company provides an opportunity for shareholders to nominate qualified persons for the Nomination and Remuneration Committee to consider and elect them as directors. The announcement was made on the Company's website, including through the electronic system of the Stock Exchange of Thailand, but no shareholder expressed their intentions in this matter. The Board of Directors has considered in accordance with the opinion of the Nomination and Remuneration Committee. It is deemed appropriate to propose the meeting to approve the re-election of the directors who retired by rotation for another term. Since all 3 directors are qualified persons with knowledge, ability and experience which is beneficial to the Company's operations.

For transparency, the Chairman, therefore inviting all 3 retired directors to temporarily leave the meeting room for this Agenda and asked the meeting to consider the summarized profile of the above nominated directors.

The Chairman invited the shareholders to inquire and express their opinions, but there was no question or opinion from any shareholder, then proposed the meeting to vote for appointing each director individually, in which this Agenda Item requires the majority vote of the shareholders attending the meeting and casting their votes.

Meeting's resolution: The meeting has considered and unanimously approved the appointment of directors in replacement of those retired by rotation according to the list above as proposed, for each director as following:

Agenda Item 6.1 General Sittisak Tayparsit

Approved	789,011,100	Votes	As a percentage	100.0000
Disapproved	0	Vote	As a percentage	0.0000
<hr/>				
Total Votes	789,011,100	Votes	As a percentage	100.0000
<hr/>				
Abstained	0	Vote	As a percentage	-
Void ballot	0	Ticket	Number	- Vote

Agenda Item 6.2 Mr. Panit Pujinda

Approved	789,011,100	Votes	As a percentage	100.0000
Disapproved	0	Vote	As a percentage	0.0000
<hr/>				
Total Votes	789,011,100	Votes	As a percentage	100.0000
<hr/>				
Abstained	0	Vote	As a percentage	-
Void ballot	0	Ticket	Number	- Vote

Agenda Item 6.3 Mr. Chirasil Chayawan

Approved	789,011,100	Votes	As a percentage	100.0000
Disapproved	0	Votes	As a percentage	0.0000
<hr/>				
Total Votes	789,011,100	Votes	As a percentage	100.0000
<hr/>				
Abstained	0	Votes	As a percentage	-
Void ballot	0	Ticket	Number	- Vote

For this Agenda Item, there were 33 shareholders attending the meeting, totaling 789,011,100 shares

After that, the elected directors were invited to return to the meeting room for the next Agenda.

Agenda Item 7 To consider and approve the directors' remuneration for the year 2021.

The Chairman assigned the Meeting moderator to explain details regarding the directors' remuneration for the year 2021, according to Article 14. of the Company's Articles of Association stipulating that "the directors are entitled to receive the remuneration as award, meeting allowance, gratuity, bonus or other benefits as per the Company's Article of Association or as approved by the Shareholders' Meeting". The Nomination and Remuneration Committee of the Company has considered remuneration for the directors and sub-committees of the Company in accordance with the Company's performance, responsibilities and performance of each director, as well as by comparing with reference to the same industry. Therefore, it is appropriate to propose to the shareholders' meeting to consider and approve the appropriation of monetary remuneration for the year 2021 and special bonus from the annual bonus from the operating results of the year 2020, details are shown in the invitation letter, which has already been delivered to the shareholders.

- (1) Monetary director's remuneration for the year 2021 at the same rate as of 2020 as follows:

Directors' Remuneration	2021 (Proposed rate) (Baht)	2020 (Original rate) (Baht)
Meeting Allowance for the Board		
- Chairman (per meeting)	40,000	40,000
- Director (per meeting)	30,000	30,000
Meeting allowances for the Audit Committee		
- Chairman (per meeting)	30,000	30,000
- Director (per meeting)	25,000	25,000
Meeting allowances of the Nomination and Remuneration Committee		
- Chairman (per meeting)	20,000	20,000
- Director (per meeting)	15,000	15,000
Meeting allowances for the Risk Management Committee		
- Chairman (per meeting)	20,000	20,000
- Director (per meeting)	15,000	15,000

The directors who come from the Executive Directors, Managements and Employees of the Company shall not receive the Directors' Remuneration. In the case where the directors attend the Board of Directors' Meetings and Sub-Committees' Meeting on the same day, the directors shall receive one remuneration for the meeting at the maximum rate.

(2) Award (Annual bonus) from the performance of the year 2020 in the amount not exceeding Baht 500,000, paid to independent directors including subcommittee who is not employees and executives held positions in 2020, including directors who retired or completed their terms during the year 2020, allocated for the period of time in office and the chairman of the board to receive remunerations higher than directors in the same proportion as meeting remuneration.

The Board of Directors and sub-committees shall not receive any other benefits in addition to the above remuneration.

The Chairman invited the shareholders to inquire and express their opinions, but there was no question or opinion from any shareholder, then proposed the meeting to consider and approve the determination of the directors' remuneration for the year 2021 as proposed, in which this Agenda Item requires not less than two-thirds of the total votes from the shareholders who attend the meeting.

Meeting's resolution: The meeting has considered and unanimously resolved to approve the determination of the directors' remuneration for the year 2021 as proposed with the following votes:

Approved	789,011,100	Votes	As a percentage	100.0000
Disapproved	0	Vote	As a percentage	0.0000
Abstained	0	Vote	As a percentage	0.0000
Void ballot	0	Vote	As a percentage	0.0000
Total Votes	789,011,100	Votes	As a percentage	100.0000

For this Agenda Item, there were 33 shareholders attending the meeting, totaling 789,011,100 shares

Agenda Item 8 To consider and approve the amendment of the Company's objectives.

The Chairman assigned the Meeting moderator to clarify details about increasing the Company's objectives to be comply with the Company's business operations and to cover the businesses that the Company may expand in the future. The Board of Directors Meeting No. 1/2021 on 23 February 2021 approved the addition of 10 objectives from 75 items to 85 items, details appear in Enclosure 7.

The Chairman invited the shareholders to inquire and express their opinions, but there was no question or opinion from any shareholder, then proposed the meeting to consider amending the objectives of the Company, in which this Agenda Item requires not less than three-fourths of the total votes from the shareholders who attend the meeting and have the right to vote.

Meeting's resolution: The meeting has considered and unanimously resolved to approve the amendment of the Company's objectives by adding 10 additional objectives, totaling 85 items, according to the details shown in Enclosure 7. In this regard, authorizing the authorized directors of the Company and/or the person assigned

by the Company's authorized director as the authorized person to register the amendment of the objectives to the Department of Business Development, Ministry of Commerce and has the power to amend, add words or take any actions in order to comply with the order of the Registrar with the following votes:

Approved	789,011,100	Votes	As a percentage	100.0000
Disapproved	0	Vote	As a percentage	0.0000
Abstained	0	Vote	As a percentage	0.0000
Void ballot	0	Vote	As a percentage	0.0000
Total Votes	789,011,100	Votes	As a percentage	100.0000

For this Agenda Item, there were 33 shareholders attending the meeting, totaling 789,011,100 shares

Agenda Item 9 To consider and approve the amendment of the Memorandum of Association, Clause 3.

The Chairman assigned the Meeting moderator to clarify details about the amendment of Clause 3. (Objectives) of the Company's Memorandum of Association to be comply with the addition of the objectives in Agenda Item 8 above. The Board of Directors Meeting No. 1/2021 on 23 February 2021 agreed to propose to the shareholders' meeting to consider and approve the amendment of Clause 3. of the Memorandum of Association as follows:

“Clause 3. Objectives of the Company are amounted 85 Items, details according to the attached form Bor Mor Jor 002”

In this regard, authorizing the authorized directors of the Company and/or the person assigned by the Company's authorized director as the authorized person to register the amendment of Clause 3. of the Memorandum of Association to the Department of Business Development, Ministry of Commerce and has the power to amend, add words or take any actions in order to comply with the order of the Registrar.

The Chairman invited the shareholders to inquire and express their opinions, but there was no question or opinion from any shareholder, then proposed the meeting to consider an amendment to Clause 3. of the Memorandum of Association to be comply with the increasing objectives, in which this Agenda Item requires not less than three-fourths of the total votes from the shareholders who attend the meeting and have the right to vote.

Meeting's resolution: The meeting has considered and unanimously resolved to approve the amendment of Clause 3. (Objectives) of the Company's Memorandum of Association with the following votes:

Approved	789,011,100	Votes	As a percentage	100.0000
Disapproved	0	Vote	As a percentage	0.0000
Abstained	0	Vote	As a percentage	0.0000
Void ballot	0	Vote	As a percentage	0.0000
Total Votes	789,011,100	Votes	As a percentage	100.0000

For this Agenda Item, there were 33 shareholders attending the meeting, totaling 789,011,100 shares

Agenda Item 10 To consider and approve the reduction of the Company's registered capital.

The Chairman assigned the Meeting moderator to clarify details about the reduction of registered capital due to the fact that the Company has 117,772,581 newly issued ordinary shares which are the shares issued to support the exercise of the warrants to purchase ordinary shares of the Company No. 1 (ALT-W1) that has expired. In order to comply with the provisions of the Public Limited Company Law, the Company therefore deems it appropriate to propose the shareholders' meeting to consider and approve the reduction of the registered capital of Baht 58,886,290.50 from the original registered capital of Baht 625,000,000 to Baht 566,113,709.50 by eliminating 117,772,581 unissued registered shares with a par value of 0.50 baht per share (Fifty Satang).

The Chairman invited the shareholders to inquire and express their opinions, but there was no question or opinion from any shareholder, then proposed the meeting to consider the reduction of the Company's registered capital, in which this Agenda Item requires not less than three-fourths of the total votes from the shareholders who attend the meeting and have the right to vote.

Meeting's resolution: The meeting has considered and unanimously resolved to approve the reduction of the registered capital of Baht 58,886,290.50 from the original registered capital of Baht 625,000,000 to Baht 566,113,709.50 by eliminating 117,772,581 unissued registered shares with a par value of Baht 0.50 per share. In this regard, authorizing the authorized directors of the Company and/or the person assigned by the Company's authorized director as the authorized person to register the amendment of the registered capital to the Department of Business Development, Ministry of Commerce and has the power to amend, add words or take any actions in order to comply with the order of the Registrar with the following votes:

Approved	789,011,100	Votes	As a percentage	100.0000
Disapproved	0	Vote	As a percentage	0.0000
Abstained	0	Vote	As a percentage	0.0000
Void ballot	0	Vote	As a percentage	0.0000
Total Votes	789,011,100	Votes	As a percentage	100.0000

For this Agenda Item, there were 33 shareholders attending the meeting, totaling 789,011,100 shares

Agenda Item 11 To consider and approve the amendment of the Memorandum of Association, Clause 4.

The Chairman assigned the meeting conductor to clarify details about the amendment of Clause 4. of the Company's Memorandum of Association (Registered Capital) to be comply with the reduction of the Company's registered capital in Agenda Item 10 above. The Board of Directors 'Meeting No. 1/2021 held on 23 February 2021, agreed to propose to the shareholders' meeting to consider and approve the amendment of Clause 4. of the Memorandum of Association, as detailed:

"Clause 4. Registered Capital amount	566,113,709.50	Baht	(Five hundred sixty-six million one hundred thirteen thousand seven hundred nine Baht and fifty satang)
divided into	1,132,227,419	Shares	(One thousand one hundred thirty-two million two hundred twenty-seven thousand four hundred nineteen shares)
Par value of separated into	0.50	Baht	(Fifty satang)
Common share	1,132,227,419	Shares	(One thousand one hundred thirty-two million two hundred twenty-seven thousand four hundred nineteen shares)
Preferred shares	-	Share	(-)"

In this regard, authorizing the authorized directors of the Company and/or the person assigned by the Company's authorized director as the authorized person to register the amendment of the Memorandum of Association, Clause 4. to the Department of Business Development, Ministry of Commerce and has the power to amend, add words or take any actions in order to comply with the order of the Registrar

The Chairman invited the shareholders to inquire and express their opinions, but there was no question or opinion from any shareholder, then proposed the meeting to consider an amendment of the Memorandum of Association, Clause 4., in which this Agenda Item requires not less than three-fourths of the total votes from the shareholders who attend the meeting and have the right to vote.

Meeting's resolution: The meeting has considered and unanimously resolved to approve the amendment of Clause 4. of the Company's Memorandum of Association (Registered Capital), with the following votes:

Approved	789,011,100	Votes	As a percentage	100.0000
Disapproved	0	Vote	As a percentage	0.0000
Abstained	0	Vote	As a percentage	0.0000
Void ballot	0	Vote	As a percentage	0.0000
Total Votes	789,011,100	Votes	As a percentage	100.0000

For this Agenda Item, there were 33 shareholders attending the meeting, totaling 789,011,100 shares

Agenda Item 12 To consider and approve the prescription of the prohibited acts having nature of foreign dominance according to the Notification of the National Broadcasting and Telecommunications Commission on the Prescription of Prohibitions on Acts Constituting Foreign Dominance B.E. 2555 (2012) (pursuant to the notifications of NBTC)

The Chairman assigned the meeting moderator to clarify details on the Notification of the National Broadcasting and Telecommunications Commission on the Prescription of Prohibitions on Acts Constituting Foreign Dominance B.E. 2555 (2012) and its amendments (“notifications of NBTC”), which specifies the duties for the Type 2 and Type 3 of telecommunications licensees to operate as follows:

Clause 1. Define or review the prohibitions according to the guidelines specified in the attachment of the notifications of NBTC, details as per Enclosure 8

Clause 2. The prohibitions according to Clause 1. must be approved by the general meeting of shareholders of the Company, which is the Type 3 of telecommunications business licensee. According to the notifications of NBTC has organized a form of prohibition according to the guidelines set by the office of the NBTC. In order to comply with the notifications prescribed by the NBTC, the aforementioned prohibition form is presented as details in Enclosure 9. for the annual general meeting of shareholders to consider and approve and the Company has to submit to the office of the NBTC within 30 days from the annual general meeting of shareholders.

Clause 3. According to the notification of the NBTC, Clause 7, paragraph four, stipulates that each year the Company must submit a report on the circumstances and status of business domination with details in Enclosure 10. In order to comply with the notification of the NBTC requires the Company to report any high-risk circumstances that may cause a violation of the prohibition, and for the meeting of shareholders to consider and approve.

In order to comply with the aforementioned statutory regulations, the Board of Directors Meeting No. 1/2021 on 23 February 2021, therefore, agreed to propose to the shareholders' meeting to consider and approve the prescription of the prohibited acts having nature of foreign dominance according to the Notification of the National Broadcasting and Telecommunications Commission on the Prescription of Prohibitions on Acts Constituting Foreign Dominance B.E. 2555 (2012)

The Chairman invited the shareholders to inquire and express their opinions, but there was no question or opinion from any shareholder. Therefore, the meeting was requested to consider and approve the prescription of the prohibited acts having nature of foreign dominance according to the Notification of the National Broadcasting and Telecommunications Commission on the Prescription of Prohibitions on Acts Constituting Foreign Dominance B.E. 2555 (2012), in which this Agenda Item requires the majority vote of the shareholders attending the meeting and casting their votes.

Meeting's resolution: The meeting had considered and unanimously resolved to approve the prescription of the prohibited acts having nature of foreign dominance according to the Notification of the National Broadcasting and Telecommunications Commission on the Prescription of Prohibitions on Acts Constituting Foreign Dominance B.E. 2555 (2012), as proposed with the following votes:

Approved	789,011,100	Votes	As a percentage	100.0000
Disapproved	0	Vote	As a percentage	0.0000
<hr/>				
Total Votes	789,011,100	Votes	As a percentage	100.0000
<hr/>				
Abstained	0	Vote	As a percentage	-
Void ballot	0	Ticket	Number	- Vote

For this Agenda Item, there were 33 shareholders attending the meeting, totaling 789,011,100 shares

Agenda Item 13 To consider any other matters (if any).

The Chairman informed the shareholders that according to Section 105, paragraph 2 of the Public Limited Companies Act, B.E. 2535 (1992) (Amendment B.E. 2544 (2001)), stipulated that the shareholders with shares amounting to not less than one-third of the total number of sold shares may request the meeting to consider other matters in addition to those specified in the invitation of the meeting. Therefore, it was deemed appropriate to include this Agenda to provide an opportunity for shareholders who wish to propose to the meeting to consider other matters apart from those specified by the Board of Directors at this meeting.

However, there was no shareholder proposed other matters for the meeting to consider. The Chairman gave the shareholders an opportunity to ask questions and express opinions, but there were no shareholders inquiring or expressing opinions.

The Chairman, therefore, expressed appreciation to all shareholders for their time and announced the Annual General Meeting of Shareholders for the year 2021 adjourned.

The meeting was adjourned at 14.36 hrs.

I certified that this Minutes of the meeting is accurate.

Signed ทินพร มลิลา

(Ms. Tanyaporn Malila)

The Company Secretary

Munites Taker

Signed อนันต์ วรตติพงษ์

(Dr. Anant Varattipong)

Chairman of the meeting

Profiles of the Company's Auditors

Ms. Nuntika Limviriyalers, CPA NO. 7358



Years as the Company's Auditor 1 year

Name of Firm PricewaterhouseCoopers ABS Ltd.

Education - Master of Business Administration (M.B.A.), New York Institution Technology, New York, U.S.A.
- Bachelor of Accounting, Kasetsart University

Working Experiences:

- Partner - Pricewaterhousecoopers ABAS Ltd.
- Manager / Senior Manager/ Director – Pricewaterhousecoopers (Thailand)

Relationship or interest with the Company, its subsidiary, executives, major shareholders or their representative related persons -None-

Profiles of the Company's Auditors

Mr.Paiboon Tunkoon , CPA NO. 4298



Years as the Company's Auditor -

Name of Firm PricewaterhouseCoopers ABS Ltd.

Education - Master of Business Administration, Chulalongkorn University
- Diploma in Advanced Auditing, Thammasat University
- Business Administration (Accounting), Thammasat University

Working Experiences:

- Director to partner (since 2006) and work across Indochina countries particularly Lao and Cambodia, PricewaterhouseCoopers ABAS Ltd.
- Partner focusing at Initial Public offering (IPO) since 2011, PricewaterhouseCoopers ABAS Ltd
- PricewaterhouseCoopers ABAS Ltd.
- Senior consult to associate director – focusing on merger & acquisition, due diligence and business rehabilitation and debt restructuring, PricewaterhouseCoopers FAS Ltd.

Relationship or interest with the Company, its subsidiary, executives, major shareholders or their representative related persons -None-

Profiles of the Company's Auditors

Ms. Tithinun Vankeo, CPA NO. 7358



Years as the Company's Auditor 1 year

Name of Firm PricewaterhouseCoopers ABS Ltd.

Education - Master of Business Administration (M.B.A.),
Chulalongkorn University
- Bachelor of Accounting, Chulalongkorn University

Working Experiences:

- Partner - Pricewaterhousecoopers ABAS Ltd.
- Manager / Senior Manager/ Director – Pricewaterhousecoopers (Thailand)

Relationship or interest with the Company, its subsidiary, executives, major shareholders or their representative related persons -None-

Brief information and profiles of the directors retired by rotation and proposed for re-election

**Associate Professor Suchart Laopreeda**

Age 60

Percentage of shareholding(%)* -None-(Personal : None , Spouse : None , Minor Children : None, Indirect : None)

Nationality Thai

Date of first appointment 10 November 2015

Years of director's appointment 6 years

Years of Independent Director's appointment until the end of this term 7 years

Type of director to be proposed Independent Director and Member of Audit Committee

Meeting attendance for the year 2021

4/4 times of the Board of Director's meeting

1/1 times of the Independent Director's meeting

1/1 times of Annual General Meeting of Shareholders Year 2021

4/4 times of the Audit of Committee's meeting

2/2 times of the Risk Management of Committee's meeting

2/2 times of the Nomination Remuneration and Corporate Governance Committee's meeting

Current positions in ALT Telecom Public Company Limited

2015 – Present Independent Director
 Chairman of Nomination Remuneration and Corporate Governance Committee
 Member of Audit Committee
 Member of Risk Management Committee

Education

1991 Master of Accounting (Cost Accounting) , Chulalongkorn University

1988 Bachelor of Political Science (Government), Ramkhamhaeng University

1985 Bachelor of Business Administration (Accounting) , Krirk University

Other positions in listed company Not director position / Executive position in listed company

Positions in 2 other companies

2015 – Present Chairman of Audit Committee/ Independent Director , Sirivej Medical Co., Ltd

2015 – Present Member of Audit Committee/ Independent Director ,Munkong Steel Co., Ltd

Other positions in a company competing with ALT Not director position / Executive position in listed company

Work experience during the past 5 years

1992 – Present Lecturer – Business Administration Department , Ramkhamhaeng University

Training

2021 Personal Data Protection Laws For telecommunication infrastructure providers by Suphawatchara Malanond

2019 Seminar under the heading "Sustainability of the business in the digital age: know quickly - use it to be", EY Thailand

2015 Director Accreditation Program (DAP) Batch 117/2015 ,Thai Institution of Directors Association (IOD)

Criminal record during the past 10 years -None-

Criminal record during the past 5 years in the following cases:

(1) Dishonest act or gross negligence; -None-

(2) Disclosure or dissemination of false information or statements that may be misleading or conceal material facts that should be notified, which may affect decision making of shareholders, investors or other parties involved; -None-

(3) Unfair acts or exploitation of investors in trading securities or derivatives, or participation in, or support to, such acts. -None-

Rules for the recruitment and selection of Director The Board of Directors has carefully considered through the screening process and being careful with the opinion of the Nomination Remuneration and Corporate Governance Committee Associate Professor Associate Professor Suchart Laopreeda is fully qualified as required by relevant laws. And the Board of Directors has considered that the independent directors can be freely provided comment and in accordance with the relevant criteria.

* **Remark:** Amount of shares held by spouse and minor children are included in the shareholding proportion as at 30 December 2021

Brief information and profiles of the directors retired by rotation and proposed for re-election



Mr. Pyut Bhuwakulwong

Age 61

Percentage of shareholding(%)* 5.299 (60,000,000 Share) (Personal 60,000,000 Share, Spouse 0, Minor Children 0, Indirect 0)

Nationality Thai

Date of first appointment 10 November 2015

Years of director's appointment 6 years

Years of Director's appointment until the end of this term 7 years

Type of director to be proposed Director

Meeting attendance for the year 2021

4/4 times of the Board of Director's meeting

1/1 times of Annual General Meeting of Shareholders Year 2021

10/10 times of the Executive of Committee's meeting

2/2 times of the Risk Management of Committee's meeting

2/2 times of the Nomination Remuneration and Corporate Governance Committee's meeting

Current positions in ALT Telecom Public Company Limited

2015 – Present Director

Executive Director

Member of Risk Management Committee

Member of Nomination Remuneration and Corporate Governance Committee

Authorized Director

Education

1983 Bachelor in Political Science / Public Administration , Thammasat University

Other positions in listed company Not director position / Executive position in listed company

Positions in 10 other companies

2021 – Present	Director, Thai Infrastructure Holding Co.,Ltd. Director, Innova Insurtech Co.,Ltd.
2018 – Present	Director , Win and Win Telecom Co., Ltd
2017 – Present	Director , International Gateway Co., Ltd
2014 – Present	Director , Telecom Solutions Provider Co., Ltd
2013 – Present	Director , Information Highway Co., Ltd
2008 – Present	Director , Group Tech Solutions Co., Ltd Director , Innova Telecommunication Co., Ltd
2006 – Present	Director , Energy Max Co., Ltd
2002 – Present	Director , I Twenty One Inter Corporation Co., Ltd

Other positions in a company competing with ALT Not director position / Executive position in listed company

Work Experience during the past 5 years

2021 – Present	Director, Thai Infrastructure Holding Co.,Ltd. Director, Innova Insurtech Co.,Ltd.
2018 – Present	Director , Win and Win Telecom Co., Ltd
2017 – Present	Director , International Gateway Co., Ltd
2015 – 2021	Vice President – Corporate Administration
2017 – 2019	Director , Thai Thanan Co., Ltd
2014 – Present	Director , Telecom Solutions Provider Co., Ltd
2013 – Present	Director , Information Highway Co., Ltd
2008 – Present	Director , Group Tech Solutions Co., Ltd Director , Innova Telecommunication Co., Ltd
2006 – Present	Director , Energy Max Co., Ltd
2002 – Present	Director , I Twenty One Inter Corporation Co., Ltd

Training

2021	Personal Data Protection Laws For telecommunication infrastructure providers by Suphawatchara Malanond Passion Awakening by Ms.Rossukon Kongked Product Training by ALT Telecom PCL.
2018	The Next Tycoon : Master Class Series ,Shinnawatra University
2013	Risk Management Committee Program (RMP) Batch 2/2013 Thai Institution of Directors Association (IOD)
2012	Director Accreditation Program (DAP) Batch 96/2012 ,Thai Institution of Directors Association (IOD)

Financial Statement for Director (FSD) Batch 16/2012 ,Thai Institution of Directors
Association (IOD)

Criminal record during the past 10 years -None-

Criminal record during the past 5 years in the following cases:

(1) Dishonest act or gross negligence; -None-

(2) Disclosure or dissemination of false information or statements that may be misleading or conceal material facts that should be notified, which may affect decision making of shareholders, investors or other parties involved; -None-

(3) Unfair acts or exploitation of investors in trading securities or derivatives, or participation in, or support to, such acts. -None-

Rules for the recruitment and selection of Director The Board of Directors has carefully considered through the screening process and being careful with the opinion of the Nomination Remuneration and Corporate Governance Committee Mr. Pyut Bhuwakulwong is fully qualified as required by relevant laws.

* **Remark:** Amount of shares held by spouse and minor children are included in the shareholding proportion as at 30 December 2021

Brief information and profiles of the directors retired by rotation and proposed for re-election



Ms. Preeyapun Bhuwakul

Age 48

Percentage of shareholding(%)* 6.249 (70,750,000 Share) (Personal 70,750,000 Share, Spouse 0, Minor Children 0, Indirect 0)

Nationality Thai

Date of first appointment 10 November 2015

Years of director's appointment 6 years

Years of Director's appointment until the end of this term 7 years

Type of director to be proposed Director

Meeting attendance for the year 2021

4/4 times of the Board of Director's meeting

1/1 times of Annual General Meeting of Shareholders Year 2021

10/10 times of the Executive of Committee's meeting

2/2 times of the Risk Management of Committee's meeting

Current positions in ALT Telecom Public Company Limited

2021 – Present Vice President – Corporate Administration

2020 – Present Vice President – Marketing & Sales

2015 – Present Director

Executive Director

Member of Risk Management Committee

Vice President – Supply Chain

Authorized Director

Education

1995 Bachelor in Education , Chulalongkorn University

Other positions in listed company Not director position / Executive position in listed company

Positions in 10 other companies

2021 – Present Director, Thai Infrastructure Holding Co.,Ltd.
Director, Innova Insurtech Co.,Ltd.

2019 – Present Director , I Twenty One Inter Corporation Co., Ltd

2018 – Present Director , Win and Win Telecom Co., Ltd
Director , Spotwerkz (Thailand) Co., Ltd

2017 – Present Director , Thai Thanan Co., Ltd
Director , International Gateway Co., Ltd

2013 – Present Director , Information Highway Co., Ltd

2008 – Present Director , Group Tech Solutions Co., Ltd
Director , Innova Telecommunication Co., Ltd

Other positions in a company competing with ALT Not director position / Executive position in listed company

Work Experience during the past 5 years

2021 – Present Director, Thai Infrastructure Holding Co.,Ltd.
Director, Innova Insurtech Co.,Ltd.

2019 – Present Director , I Twenty One Inter Corporation Co., Ltd

2018 – Present Director , Win and Win Telecom Co., Ltd
Director , Spotwerkz (Thailand) Co., Ltd

2017 – Present Director , Thai Thanan Co., Ltd
Director , International Gateway Co., Ltd

2013 – Present Director , Information Highway Co., Ltd

2008 – Present Director , Group Tech Solutions Co., Ltd
Director , Innova Telecommunication Co., Ltd

Training

2021 Personal Data Protection Laws For telecommunication infrastructure providers by Suphawatchara Malanond
Passion Awakening by Ms.Rossukon Kongked
Product Training by ALT Telecom PCL.

2019 Seminar Solar Cell , Solar Hub Co., Ltd.

2018 Smart City & Data Center: Concept, Design and Case Study

2012 Director Accreditation Program (DAP) Batch 98/2012 , Thai Institution of Directors Association (IOD)

Criminal record during the past 10 years -None-

Criminal record during the past 5 years in the following cases:

- (1) Dishonest act or gross negligence; -None-
- (2) Disclosure or dissemination of false information or statements that may be misleading or conceal material facts that should be notified, which may affect decision making of shareholders, investors or other parties involved; -None-
- (3) Unfair acts or exploitation of investors in trading securities or derivatives, or participation in, or support to, such acts. -None-

Rules for the recruitment and selection of Director The Board of Directors has carefully considered through the screening process and being careful with the opinion of the Nomination Remuneration and Corporate Governance Committee Ms. Preeyapun Bhuwakul is fully qualified as required by relevant laws.

* **Remark:** Amount of shares held by spouse and minor children are included in the shareholding proportion as at 30 December 2021

Brief information and profiles of directors to be appointed



Mr.Nirun Wongchaglor

Age 61 ปี

Percentage of shareholding(%)* -None- (Personal : None , Spouse : None , Minor Children : None, Indirect : None)

Nationality Thai

Type of director to be proposed Independent Director

Current positions in ALT Telecom Public Company Limited

24 Feb. 2022 – Present Chairman of Risk Management Committee

Other positions in listed company Not director position / Executive position in listed company

Positions in other company Not director position / Executive position in listed company

Other positions in a company competing with ALT Not director position / Executive position in a company competing

Education

Master of Management, Asian Institute of Management (AIM) , Philippine

Bachelor of Accounting , Thammasat University

Work Experience during the past 5 years

2019 - 2020 Executive Vice President - Project Development , Ratch Group PCL.

2013 - 2019 Executive Vice President , Ratch Group PCL. Responsibility: Chief Financial Officer,The Xe-Pian Xe-Namnoy Power Co., Ltd.

2010 - 2013 Executive Vice President , Ratch Group PCL. Responsibility: Chief Financial Officer , Ratchaburi Power Co.,Ltd.

Training

Certificate Chief Financial Officer , Federation of Accounting Professions of Thailand.

Certificate ASEAN Executive Development Program (AEDP), Thammasat Business School ,
Thammasat University.

Certificate The Job of the Chief Financial Officer, New York Salomon Center & Singapore Institute of
Management , Singapore.

Certificate Managerial Skills Enhancement Sasin Graduate Institute of Business Administration of
Chulalongkorn University.

Criminal record during the past 10 years -None-

The familial relationship between directors and executives -None-

Criminal record during the past 5 years in the following cases:

(1) Dishonest act or gross negligence; -None-

(2) Disclosure or dissemination of false information or statements that may be misleading or conceal material
facts that should be notified, which may affect decision making of shareholders, investors or other parties
involved; -None-

(3) Unfair acts or exploitation of investors in trading securities or derivatives, or participation in, or support to,
such acts. -None-

Rules for the recruitment and selection of Director The Board of Directors has carefully considered through
the screening process and being careful with the opinion of the Nomination Remuneration and Corporate
Governance Committee Mr.Nirun Wongchanglor is fully qualified as required by relevant laws. And the Board
of Directors has considered that the independent directors can be freely provided comment and in accordance
with the relevant criteria.

* **Remark:** Amount of shares held by spouse and minor children are included in the shareholding proportion as at 30

December 2021

Criteria and procedures for the Nomination of directors

Criteria and procedures for director nomination and appointment

The Board of Directors shall consider for the nomination of directors, independent director, and newly appointed director. The list of nominated persons shall be approved by the Nomination Remuneration and Corporate Governance Committee, using the nomination criteria according to the qualification of directors prescribed in section 68 of the Public Limited Company Act B.E. 2535 (1992) and the Notification of the Notification of the Securities and Exchange Commission and/or relevance laws. Moreover, the nominated persons are selected from competent persons, with background knowledge and expertise in various fields, who can benefit the Company by providing advices and opinions on various circumstance from their experts' point of view. The nominated persons must have broad vision, morals and ethics, transparent record of works, and ability to freely express their opinions. Then, the Board of Directors shall propose the listed of nominated person to shareholder's meeting for approval.

The Board of Directors' consists of not less than 5 directors, and not less than half of the total number of directors must reside in the Kingdom and not less than three-fourths of the total number of directors must be of Thai nationality. And the total number of directors must consist of independent directors at least one third of the total number of directors of the company but not less than 3 persons. The appointment of the Board of Directors must be approved by the shareholders' meeting.

The Company hereby determined the qualification of directors as follows;

1. Duly qualify without any prohibitions according to the Securities and Exchanges Act or the qualification specified by the SEC. The director shall not have any untrustworthy characteristic, determined by the SEC, showing inappropriateness to be entrusted with business management of a publicly held company.
2. Being knowledgeable, competent, and proficient in various fields, which are advantageous to business, willful and have ethics in business by defining expertise (Board Skill Matrix) in law, accounting, finance, economics, engineering and management. To gather knowledge and capabilities that are beneficial to the operation of the company.
3. Able to use their discretion straightforwardly and freely from the management and other benefit groups.
4. Able to dedicate their time to the Company appropriately, and devote themselves to conduct duties within their responsibilities

5. Do not engage in a business of the same nature which is competitive to the business of the Company and not being a partner of ordinary partnership, a partner without limit of limited partnership, or a director of private company or other companies of the same nature which is competitive to the business of the Company, regardless of whether such actions are for public benefit or self-benefit, unless it has been informed to the shareholders' meeting prior to the appointment.
6. Chairman of the Board and president must not be the same person.
7. To ensure that directors can devote their time to performing their duties in the company. The board of directors will set the number of companies that each director will take a position should not more than 5 companies in listed on the Stock Exchange of Thailand.

The persons nominated for the Company's directors, independent directors this time, have been screened carefully and deemed as appropriate by the Board of Directors.

Source: Board of Directors Committee Charter, Succession Plan Policy and Corporate Governance Policy

Definition of the Independent Directors

*Nomination and Remuneration Committee and Corporate Governance will jointly consider the preliminary qualifications of the persons who will serve as independent directors, by considering the qualifications and prohibited characteristics of the directors under the Public Limited Companies Act, the Securities and Exchange Act, the Notification of the Securities and Exchange Commission, the Notification of the Capital Market Supervisory Board, the Notification of the Stock Exchange of Thailand, including any related notifications, regulations and/or rules. In addition, the Board of Directors will consider the selection of Independent Directors from qualified persons with work experience and other suitability, then be proposed to the Shareholders meeting for consideration and appointment as a director of the Company. In this regard, the Company has a policy to appoint the Independent Directors at least one-third of the total number of directors of the Company but not less than three persons with the following qualifications:

1. An Independent Director does not holds over than 0.5 percent of all voting shares of the Company, the parent company, a subsidiary, an associated company, a major shareholder or a controlling entity of the Company. This includes the shares held by affiliated person of such Independent Director.
2. An Independent Director is uninvolved or has not been involved with the management, employees, staffs, consultants with monthly salary or controlling entities of the Company, the parent company, a subsidiary, an associated company, a subsidiary in the same hierarchy, a major shareholder, or a controlling entity of the Company, for not less than 2 years prior the appointment as an Independent Director. In this regards, the prohibition previously mentioned do not apply to an Independent Director who previously is a government officer, an advisor of government agency which is a major shareholder or controlling entity of the Company.
3. An Independent Director does not have any connection by blood or legal registration as father, mother, spouse, sibling, and child, including a spouse of the child of other directors, executives, major shareholders, controlling entities, or an individual to be nominated as director, executive, or controlling entity of the Company or a subsidiary.
4. An Independent Director does not currently have or has not been in a business relationship with the Company, the parent company, a subsidiary, an associated company, a major shareholder, or a controlling entity of the Company, in such a manner that may obstruct the exercise of discretion and independent judgement. In addition, an Independent Director is currently not or has not been a significant shareholder or controlling entity of a party with business relationship with the Company, the parent company, a subsidiary, an associated company, a major shareholder, or a controlling entity of the Company, for not less than 2 years prior the appointment as an Independent Director. Such business relationship includes trading transaction occurring on a conventional basis to conduct the business; a rent or lease of property, assets or services related transaction, a provision

or an acceptance of financial support through means of a loan, a guarantee, collateral assets, and similar actions which caused debt burden to the Company or the contract party to be repaid to the counterpart for the amount of, 3 percent of net tangible assets of the Company, or from 20 million Baht, whichever is lower. The value of debt burden is determined using the methods to assess the value of related transaction as per the Notification of the Capital Market Supervisory Board, mutatis mutandis. Regarding the assessment of debt value, the debt obliged to the same party which arose within 1 year prior the business relationship must be included in the calculation.

5. An Independent Director is not; an auditor of the Company, the parent company, a subsidiary, an associated company, a major shareholder, or a controlling entity or the Company. In addition, an independent director is not a major shareholder, a significant shareholder or a partner of the audit office which the accounting auditors of; the Company, the parent company, a subsidiary, an associated company, a major shareholder or a controlling entity of the Company, are currently associate with or has been associated within 2 years prior the appointment as an Independent Director.
6. An Independent Director is not a person offering any professional service, including legal or financial consultant, who receives service fee over than 2 million Baht per year from; the Company, the parent company, a subsidiary, an associated company, a major shareholder or a controlling entity of the Company, and is not or has not been a significant shareholder, a controlling entity, or a partner of such professional service provider for not less than 2 years prior the appointment as an Independent Director.
7. An Independent Director is not a director appointed as a representative on behalf a director of the Company, a major shareholder or a shareholder connecting to the major shareholder.
8. An Independent Director does not engage in a business of the same nature which is significantly competitive to the business of the Company, the parent company or a subsidiary. In addition, an Independent Director is not a significant partner of a partnership or a director involving in the management, employees, staffs, consultants with monthly salary, or holds more than 1 percent of all voting shares of another company conducting a business of the same nature and is significantly competitive to the business of the Company or a subsidiary.
9. An Independent Director does not represent any characteristic that will restrain such Independent Director from providing independent opinion on the Company business operation.

Authority and Responsibilities of the Board of Directors

**The Board of Directors has the powers, duties and responsibilities to manage the company in accordance with the law, objectives and the Articles of Association of the Company, including legitimate resolutions of the Shareholders meeting. The important powers, duties and responsibilities can be summarized as follows:

1. Have powers and duties according to the Articles of Association of the Company, including supervising and managing the Company in accordance with the law, objectives, the Articles of Association and the resolutions of the Shareholders meeting.
2. Determine the vision, mission, goals, strategies and policies of the Company.
3. Approve strategy, important policies, objectives and goals in business operations, asset management, finance, fundraising, investment and risk management of the Company, including to monitor and supervise the implementation of the specified plans for efficiency.
4. Consider and scrutinize the items to be presented to the shareholders for approval in the Shareholders meeting, with the main agenda in the Annual General Meeting of the Shareholders as follows:
 - Consider the report of the Board of Directors presented to the meeting showing the results of the Company's operations
 - Consider and approve the financial statements
 - Consider the allocation of company profits
 - Propose a list of new directors to replace the existing directors who are retiring by rotation
 - Propose a list of auditors and determine the auditor's remuneration
 - Consider lists that may cause conflicts of interest in the parts that require approval from the shareholders
 - Others
5. Provide a report on the Company's general information and financial information for accurate reporting to the shareholders and stakeholders or general investors, timely and in accordance with the law.
6. Acknowledge the important audit reports of the Audit Committee or the supervisory and internal audit unit, including auditors and consultants to various departments of the Company and has a duty to determine guidelines for improvement in the event that a significant defect is found.
7. Establish clear and appropriate operating regulations and set up a transparent and efficient internal control system.
8. Review the sufficiency and suitability of the Company's internal control system and risk management.
9. Provide a process for continuously creating high-level executives of the Company to the replacement (Succession Plan).

10. Consider evaluating the performance of the Board of Directors and various Sub-Committees, including supervise the Company to have an effective process for evaluating the performance of chief executive.
11. Appoint the Audit Committee and give an approval of the powers and duties of the Audit Committee.
12. Consider the management structure and have the power to appoint the Executive Committee, Managing Director and other Sub-Committees as appropriate, including to determine the scope of powers and duties of those appointed Executive Committee, the Managing Director and other Sub-Committees to assist and support the performance of the Board of Directors.

However, the power of attorney according to the scope of powers and duties must not have the nature that cause the Executive Committee, the Managing Director and other Sub-Committees to consider and approve the matters that may have conflicts of interest or any other conflicts of interest with the Company or its subsidiaries (if have). Unless the approval of the matters that are in accordance with the policies and rules that the Board of Directors have considered and approved.

13. Consider the determination and amendment of the name of the authorized director of the company.
14. Appoint one or more directors or other persons to perform any act on behalf of the Board of Directors. However, the authorization of such power of attorney must not have the authority to approve the transaction that such persons or persons who may have conflicts ("person who may has a conflict" as defined in the Notification of the Securities and Exchange Commission) have interest or may have a conflict of interest in any other manner with the Company or its subsidiaries, except for the following matters can only be done upon prior approval from the Shareholders meeting. In this regard, the directors or persons who may have conflicts, have interest or may have a conflict of interest in any other manner with the Company or its subsidiaries, the directors who have interests in that matter shall not have the right to vote on such matter.

- Matters required by law to be resolved by the Shareholders meeting
- Transactions that directors have interests and within the scope of the law or the regulations of the Stock Exchange of Thailand requiring approval from the Shareholders meeting
- In addition, in the following cases, approval must be obtained from the Board of Directors meeting and the Shareholders meeting with a vote of not less than three-fourths of the total number of votes of the shareholders who attending the meeting and having the right to vote
 - Selling or transferring all or part of the Company's business to another person
 - Making, amending or terminating the contract in relation to the leasing of all or substantial parts of the Company's business

Assigning other people to manage the Company's business or a merger of a business with another person for the purpose of sharing profit and loss

- Issuing new shares for payment to the Company's creditors in accordance with the Debt to Equity Conversion Project
- Reducing the registered capital of the company by reducing the number and the value of the shares
- Capital increase, capital reduction, issuance of debentures, merger or dissolution
- Any other matters as required by law

Any matters that the directors have interests or conflict of interests with the Company or its subsidiaries, the directors who have interests or conflicts of interest have no right to vote on that matters.

In addition, the Board of Directors also has the scope of duties to supervise the Company's compliance with the Securities and Exchange Act and the Stock Exchange Requirements, such as making connected transactions, acquiring or disposing of assets according to the Regulations of the Stock Exchange of Thailand or the Announcement of the Securities and Exchange Commission, the Capital Market Supervisory Board or the law related to the Company's business.

The Company must appoint the Company Secretary in accordance with various procedures accurately and appropriately to perform duties and be responsible for the accomplished and succeed operation of the Company's business.

***Source : Audit Committee Charter**

****Source : The Board of Directors Charter**

(Unofficial English Translation)
-Published in the Royal Gazette on 23 July 2012-

Notification of the National Broadcasting and Telecommunications Commission
Re: Prescription of Restricted Foreign Dominance Behaviours
B.E. 2555 (2012)

As deemed appropriate to amend the Notification of National Broadcasting and Telecommunications Commission Re: Stipulation of Prohibitions on Actions in the Nature of Foreign Dominance B.E. 2554 to be in line with the current situation.

By virtue of Section 27 (6) (24), in conjunction with Section 81 of the Act on Organization to Assign Radio Frequency and to Regulate the Broadcasting and Telecommunications Services B.E.2553 (2010), which contain provisions that place certain limitations on individual rights and liberties that Section 29, in conjunction with Section 35, Section 36, Section 41, Section 43, Section 45, Section 46, Section 47, Section 61, and Section 64 of the Constitution of the Kingdom of Thailand so permit by virtue of law, and under Section 8, Section 15, Section 21, Section 22, and Section 80 paragraph two of the Telecommunications Business Act B.E. 2544 (2001), amended by the Telecommunications Business Act (Second Amendment) B.E. 2549 (2006), which contain provisions that place certain limitations on individual rights and liberties that Section 29 in conjunction with Section 35, Section 36, Section 41, Section 43, and Section 45 of the Constitution of the Kingdom of Thailand so permit by virtue of law. The National Broadcasting and Telecommunications Commission, therefore, issues the prescription of prohibition on foreign dominance behaviours as follows:

Article 1 This Notification shall be called "Notification of the National Broadcasting and Telecommunications Commission Re: Prescription of Restricted Foreign Dominance Behaviours B.E.2555 (2012)".

Article 2 This Notification shall be enforced from the day following the date of its publication in the Royal Gazette onwards.

Article 3 Notification of the National Broadcasting and Telecommunications Commission Re: Prescription of Restricted Foreign Dominance Behaviours B.E. 2554 (2011) shall be terminated.

Article 4 In this Notification and Schedule of Prohibitions annexed to this Notification,

"Commission" means the National Broadcasting and Telecommunications Commission.

"Secretary-General" means the Secretary-General of the National Broadcasting and Telecommunications Commission.

"Office" means the Office of the National Broadcasting and Telecommunications Commission.

"Foreigner" means foreigner under the Foreign Business Act B.E. 2542 (1999).

"License" means the license to operate telecommunications business under the Telecommunications Business Act B.E. 2544 (2001).

"Prohibitions" means the prohibitions on actions in the nature of Foreign Dominance according to the guideline specified in the Schedule annexed hereto.

"Applicant for License" means an applicant for telecommunications business license of type two who has his own network, and an applicant for telecommunications business license of type three.

"Licensee" means a telecommunications business licensee of type two who has his own network, and a telecommunications business licensee of type three, and it shall also mean to include any person who has been granted permission, concession, or contract from CAT Telecom Public Company Limited, or from TOT Public Company Limited, who also has the rights and duties and liabilities in the same manner as that of the licensee to operate telecommunications business of type

two who has his own network, and the licensee to operate telecommunications business of type three under the Telecommunications Business Act B.E. 2544 (2001) *mutatis mutandis*.

"Foreign Dominance" means the power to control or to influence, either directly or indirectly, by Foreigner in prescribing policy, management, operations, appointment of directors, or appointment of high-level executives, which may affect the management of the business or the operation of telecommunications business of the Applicant for License or the Licensee by means of holding voting shares of at least one-half of all the voting rights, having controlling power over the majority vote of the shareholders meeting, or appointing or removing at least one-half of all directors or more.

Article 5 This Notification shall be enforced on the business operation of the Applicant for Licensee or the Licensee to operate telecommunications business under the enforcement of the provisions of the law on organization to assign radio frequency and to regulate the broadcasting and telecommunications services, the law on telecommunications business, or other relevant laws. The foregoing to the extent that this Notification is not contradictory to or inconsistent with any agreements or conventions to which Thailand is a member or has obligations thereunder.

Article 6 In [the process of] filing an application for License, the Applicant for License shall stipulate the Prohibitions by submitting [the Prohibitions] to the Commission together with a certification signed by the authorised person(s) of the juristic person that it shall not proceed in any way which is in violation of any clause of such Prohibitions, however, according to the rules and procedures as prescribed herein. And once the Applicant for License has provided and submitted the said Prohibitions to the Commission, it shall be deemed that the Applicant for License shall be considered as the person who possesses the qualifications in accordance with Section 8 paragraph three (1) of the Telecommunications Business Act B.E. 2544 (2001), as amended by the Telecommunications Business Act (Second Amendment) B.E. 2549 (2006).

Article 7 Within 30 days from the date of annual general meeting of shareholders, the Licensee shall stipulate or reconsider the Prohibitions and submit [the Prohibitions] to the Commission, together with a certification signed by the authorised person(s) of the juristic person that it shall not proceed in any way that is in violation of any clause of such Prohibitions, however, according to the rules, conditions, and procedures as prescribed herein.

The Prohibitions under paragraph one must be approved by the general meeting of shareholders of the Licensee as well.

The Licensee must not proceed in any way, or allow any person to proceed in any way, which is in violation of the Prohibitions under paragraph one.

In each year, the Licensee has the duty to report the actions and the status of having Foreign Dominance to the Commission for information within the specified period under paragraph one. However, if there are any actions which are of a high risk that may lead to a violation of the Prohibitions under paragraph one, the Licensee shall report immediately to the Commission and shall also propose preventative or rectification measures therefore.

Article 8 If the Commission is of an opinion that the Prohibitions stipulated by the Applicant for License or the Licensee are not in line with the rules prescribed herein, the Commission may summon the Applicant for License or the Licensee to make a clarification, to send additional documents, to revise or rectify the Prohibitions, or to proceed anything as the Commission may deem appropriate.

Article 9 Upon submission of the report on actions under Article 7 paragraph four, or upon appearance of evidences with reasonable cause that the Licensee may violate the Prohibitions as prescribed herein, the Secretary-General shall conduct an investigation into such matter and report his opinion to the Commission for consideration within 60 days.

For the benefit of investigation, the Licensee under paragraph one shall have the duty to make a clarification, to provide information, to send documents, or to render cooperation, on any matter as the Secretary-General may notify to take action.

Article 10 In the event that the Commission is of an opinion that the actions or the evidences under Article 9 are not in violation of the Prohibitions, according to the rules prescribed herein.

(1) If it is a case where the Licensee is the one who files such report to the Commission, the Commission shall notify the results of their consideration to the Licensee. In this respect, the Commission may prescribe any conditions or rules to the Licensee to comply with additionally.

(2) In other cases, the Commission may order that the case be terminated, or it may proceed according to (1).

Article 11 In the event that the Commission considers that the actions or the evidences under Article 9 are in violation of the Prohibitions as prescribed herein.

(1) If it is a case where the Licensee is the one who reports to the Commission of a risk that may lead to violation of the Prohibitions as prescribed in the annex of this Notification, or as prescribed in addition to the Prohibitions in the annex of this Notification, the Commission shall order the Licensee to proceed with a rectification within a specified period of not more than one year.

(2) In other cases where there is no report submitted to the Commission or the Commission is of the opinion that there is a risk that may lead to violation of other Prohibitions, the Commission shall order the Licensee to proceed with the rectification within a specified period of not more than three months.

Article 12 In case where any Applicant for License or Licensee fails to proceed with the rectification under Article 6, Article 7, Article 8, Article 10, or Article 11, the application shall be repealed or further actions shall be proceeded according to the law on telecommunications business, as the case may be.

Article 13 In case the Applicant for License or the Licensee stipulated the Prohibitions and submitted them to the Commission under the Notification of the National Broadcasting and Telecommunications Commission Re: Stipulation of Prohibitions on Actions Regarded as Foreign Dominance B.E. 2554 (2011), it shall be considered as a stipulation of the Prohibitions as prescribed under this Notification.

In the case the Applicant for License or the Licensee has requested to extend the period of time to stipulate the Prohibitions to the Commission, also including the Licensee who has not stipulated the Prohibitions submitting to the Commission, under the Notification of the National Broadcasting and Telecommunications Commission Re: Stipulation of Prohibitions on Actions in the Nature of Foreign Dominance B.E. 2554 (2011), they shall proceed with prescribing the Prohibitions and submit them to the Commission as prescribed under this Notification.

Article 14 Within the month of March of every year, the Secretary-General shall prepare a report on the Foreign Dominance and submit [the report] to the Commission.

Issued on the date of 23 July B.E. 2555 (2012)

Air Chief Marshall Tares Punsri
Chairman of the National Broadcasting and
Telecommunications Commission

Schedule of Prohibitions of Foreign Dominance Behaviours

- (1) Dominance by holding shares through foreigners, agents or apparent agents, directly or indirectly, with a view to avoiding compliance with the Notification;
- (2) Dominance by holding shares through foreigners themselves, their representatives or agents whereby (i) such shares have special rights in term of higher voting rights than their shareholdings, or (ii) such shares have preferential rights that are better than shares held by Thai shareholders;
- (3) Dominance through foreigners having controlling power or influential power, directly or indirectly, in policy making, management, operation, appointment of directors, or senior executives,
“Senior executives” means Chairman of the Board, Managing Director, Manager, Director, Chief Procurement Officer, Chief Financial Officer, or other persons who have controlling power or influential power on business management, or telecom business operation of an applicant or a licensee;
- (4) Dominance through entering into legal relationships with source of funds and loans from foreigners or its group companies, such as issuing guarantees as security for loans, lending money at interest rate cheaper than market rate, granting business assurance or granting credit facilities, provided that such relationships are discriminatory;
- (5) Dominance through entering into intellectual property agreements, franchise agreements or agreements which grant exclusive rights in favour of foreigners or its group companies and such agreements result in transfers of expenses and returns to foreigners;
- (6) Dominance through entering into procurement agreements, or management agreements with foreigners or its group companies or employees, or staffs of foreigners or its group companies and such agreements result in transfers of expenses and returns to foreigners;
- (7) Dominance through engaging in joint business operations with foreigners or its group companies, under which there are distributions or allocations of costs in a manner that results in transfers of expenses and returns to foreigners; and
- (8) Dominance through entering into transactions in a manner that is a transfer pricing or price collusion with foreigners or its group companies.

(Unofficial English Translation)
-Published in the Royal Gazette on 30 May 2019-

Notification of the National Broadcasting and Telecommunications Commission
Re: Prescription of Restricted Foreign Dominance Behaviours (No.2)

As deemed appropriate to amend the Notification of National Broadcasting and Telecommunications Commission Re: Prescription of Restricted Foreign Dominance Behaviours B.E. 2555 (2012) to be in line with the current situation.

By virtue of Section 27 (6) (24), and Section 81 of the Act on Organization to Assign Radio Frequency and to Regulate the Broadcasting and Telecommunications Services B.E.2553 (2010), in conjunction with Section 8 of the Telecommunications Business Act B.E. 2544 (2001), amended by the Telecommunications Business Act (No. 2), B.E. 2549 (2006) and Section 15, Section 21, Section 22 of the Telecommunications Business Act B.E. 2544 (2001). The National Broadcasting and Telecommunications Commission, therefore, issues this Notification as follows:

Article 1 This Notification shall be enforced from the day following the date of its publication in the Royal Gazette onwards.

Article 2 The following shall be added as Article 5/1 of the Notification of the National Broadcasting and Telecommunications Commission Re: Prescription of Restricted Foreign Dominance Behaviours B.E. 2555 (2012).

“Article 5/1 This Notification shall not be enforce to the business operation of the Applicant for Licensee or the Licensee to operate telecommunications business whose status is a state enterprise under the law of Budget Procedures or other laws”.

Article 3 The following shall be added as Article 7/1 of the Notification of the National Broadcasting and Telecommunications Commission Re: Prescription of Restricted Foreign Dominance Behaviours B.E. 2555 (2012).

“Article 7/1 In proceeding under Article 7, the Licensee shall deliver the following documents to the Commission for consideration and supervision in accordance with this Notification.

(1) A copy of the Minutes of the Annual General Meeting of Shareholders with respect to the determination or review of the prohibition.

(2) A copy of the regulation of a juristic person registered with the Ministry of Commerce issued not more than thirty days from the date of the Annual General Meeting of Shareholders.

(3) Other documents as requested”.

Issued on the date of 10 May B.E. 2562 (2019)
General Sukit Khamasunthorn
Commissioner of the National Broadcasting and
Telecommunications Commission
Acting Chairman of the National Broadcasting and
Telecommunications Commission



(Translation)

Report on Prohibitions of Foreign Dominance Behavior in compliance with the Notification of the National Broadcasting and Telecommunications Commission Re: Prescription of Restricted Foreign Dominance Behaviors B.E. 2555 (2012) and as amended for the year 2022

Company/Organization ALT Telecom Public Company Limited would like to reassure that the Company will not proceed any act conflicting with any of the prohibitions as follows;

- 1) Dominance by holding shares through foreigners, agents or apparent agents, directly or indirectly, with a view to avoiding compliance with the Notification.
- 2) Dominance by holding shares through foreigners themselves, their representatives or agent whereby (i) such share have special rights in term of higher voting rights than their shareholdings, or (ii) such shares have preferential rights that are better than shares held by Thai shareholders.
- 3) Dominance through foreigners having controlling power or influential power, directly or indirectly, in policy making, management, operation, appointment of directors, or senior executives.
- 4) Dominance through entering into legal relationships with source of funds and loans from foreigners or its group companies, such as issuing guarantees as security for loans, lending money at interest rate cheaper than market rate, granting business assurance or granting credit facilities, provided that such relationships are discriminatory.
- 5) Dominance through entering into intellectual property agreements, franchise agreements or agreements which grant exclusive rights in favor of foreigners or its group companies and such agreements result in transfers of expense and returns to foreigners;
- 6) Dominance through entering into procurement agreements, or management agreements with foreigners or its group companies or employees, or staffs of foreigners or its group companies and such agreements result in transfers of expenses and returns to foreigners.
- 7) Dominance through engaging in joint business operations with foreigners or its group companies, under which there are distributions or allocations of costs in a manner that results in transfers of expenses and returns to foreigners.
- 8) Dominance through entering into transactions in a manner that is a transfer pricing or a price collusion with foreigners or its group companies.

Sign (*Mr. Pyut Bhuwakulwong*)

(Mr. Pyut Bhuwakulwong)

Authorized person of Company/Organization

ALT Telecom Public Company Limited

Sign (*Ms. Preeyapun Bhuwakul*)

(Ms. Preeyapun Bhuwakul)

Authorized person of Company/Organization

ALT Telecom Public Company Limited

(Translation)



Form for report on Acts and Status of Foreign Dominance pursuant to the Notification of the National Broadcasting and Telecommunications Commission on the Prescription of Prohibitions on Acts Constituting Foreign Dominance B.E. 2555 (2012), and the amendment for the Year 2022

1. Status of the licensee

1.1 Company/Organization ALT Telecom Public Company Limited

1.2 Type of licensee

- Type II Telecommunication Business Licensee, with its own telecommunications network
- Type III Telecommunication Business Licensee
- Type II Internet Service Provider Licensee, with its own telecommunications network
- International Internet Gateway and National Internet Exchange Type II, with its own telecommunications network
- Type III Internet Service Provider
- International Internet Gateway and National Internet Exchange Type III, with its own telecommunications network
- Concessionaire

1.3 Date of annual general meeting of shareholder 26 April 2022

1.4 Shareholding proportion as at the annual general meeting

- Percentage of shares held by Thai nationality shareholders..100.00..
- Percentage of shares held by foreign shareholders.....00.00.....

1.5 Prescription of shareholder's voting rights

- One share per one vote
- Others (Please specify).....

2. Report on prohibitions of foreign dominance behavior

In each year, the Licensee has the duty to report the actions and the status of having foreign dominance to the NBTC within 30 days from the date of annual general meeting of shareholders, which the Company/Organization

- does not has the behavior and status of foreign dominance.
- has the behavior and status of foreign dominance

(Please specify).....

3. List of documents to be submitted, as follows;

- 3.1 A copy of the minutes of the annual general meeting of shareholders (the agenda relevance to stipulation and reconsideration of the prohibitions according to the schedule of prohibitions enclosed with the Notification of the NBTC.)
- 3.2 A copy of the articles of association enforced as at the date of annual general meeting of shareholders
- 3.3 A copy of the memorandum of association as at the date of annual general meeting of shareholders
- 3.4 Other documents (please specify).....

The Company/Organization hereby certifies that the report of prohibitions of foreign dominance behavior as previously provided is true

Sign (Mr. Pyut Bhuwakulwong)

(Mr. Pyut Bhuwakulwong)

Authorized person of Company/Organization

ALT Telecom Public Company Limited

Sign (Ms. Preeyapun Bhuwakul)

(Ms. Preeyapun Bhuwakul)

Authorized person of Company/Organization

ALT Telecom Public Company Limited

Profiles of the Independent Directors representing as the proxy for the shareholders meeting



Dr. Anant Voratitipong

Age 67

Percentage of shareholding(%)* -None- (Personal : None , Spouse : None , Minor Children : None, Indirect : None)

Address 52/1 Moo 5 Bangkruay-Sainoi Road, Bangsithong, Bang Kruay, Nonthaburi

Current positions in ALT Telecom Public Company Limited

2015 – Present Chairman of the Board
Independent Director

Education

Ph.D in ICT for Education , King Mongkut's University of Technology North Bangkok
Master of Business Administration , Thammasat University
Bachelor of Electrical Engineering, King Mongkut's University of Technology North Bangkok

Other positions in listed company -None-

Positions in 1 other companies

2014 – Present Advisor – The Expert ICT Co., Ltd

Other positions in a company competing with ALT -None-

Training

1979 – Present Observation on information technology, telecommunication and computer in various countries such as USA, UK, Sweden, Germany, France, Japan, Korea, Taiwan, Hong Kong, and Singapore

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2015 Certificate on Bhumipalang Phandin for Executives, 3rd Batch (Chulalongkorn University)

2014 Director Certification Program (DCP) Batch 184/2014, Thai Institution of Directors Association (IOD)

2011 Certificate on Promotion of Peaceful Society, 2nd Batch (King Prajadhipok's Institute)
 2009 Certificate on Politics and Governance in Democratic Systems for Executives, 12nd Batch (King Prajadhipok's Institute)

Work experience during the past 5 years

2018 – Present Chairperson of Information Technology Engr. Comm. of EIT.
 Chairperson of The Subcommittee on Public and Private Sector Development for Vocational Education level, Professional group of ICT and Digital Content
 2014 – Present Advisor , The Expert ICT Co., Ltd
 2012 – Present Honorary President of Telecommunications Association of Thailand under the Royal Patronage

Criminal record during the past 10 years -None-

The familial relationship between directors and executives -None-

Agenda item of the AGM that the director has a conflict of interest with -None-

Conflict of Special Interest in this meeting -None-

Interests in the Company/ parent company/ subsidiary/ associated company/ other juristic person with possible conflict of interests within the past 2 years

1. Being a director involving with the management, staffs, employees, consultants with monthly fee -None-
2. Providing professional services (such as accounting audit, legal consultant) –None-
3. Having significant business relationship which possibly restrain such director from independently conducting his/her duties. –None-

* Remark: Amount of shares held by spouse and underage child are included in the shareholding proportion as at 30 December 2021

Profiles of the Independent Directors representing as the proxy for the shareholders meeting

**General Sittisak Tayparsit**

Age 73

Percentage of shareholding(%)* -None-(Personal : None , Spouse : None , Minor Children : None, Indirect : None)

Current positions in ALT Telecom Public Company Limited

2015 - Present Independent Director
Chairman of Audit Committee

Education

1998 National Defense Collage of Thailand
1988 Bachelor of Education, Suan Dusit University
1984 Command and General Staff Course – Primary Course, 62nd Batch
Command and General Staff Collage
1979 Master of Educational Counselling Psychology (Royal Thai Army Scholarship)
Bridgeport University, USA
1972 Bachelor of Science
Chulachomklao Royal Military Academy (CRMA 19)
1967 Military Training School, (TT. 8)
1965 St. Gabriel's College (Senior High School 4)

Other positions in 1 listed company

2006 – Present Chairman of Audit Committee/Independence Director,
Thai – German Products Public Company Limited

Positions in 1 other company

Present Director, The Thai Dairy Industry Co., Ltd

Other positions in a company competing with ALT -None-

Training

2021 Personal Data Protection Laws For telecommunication infrastructure providers by
Suphawatchara Malanond

2005 Director Accreditation Program (DAP) Batch 32/2005,
Thai Institution of Directors Association (IOD)

Work Experience during the past 5 years

2013 – Present Sub-Committee ,Office of The Election Commission of Thailand

2006 – Present Independent Director/Chairman of Audit Committee ,Thai – German Products Public
Company Limited

Criminal record during the past 10 years -None-

The familial relationship between directors and executives -None-

Agenda item of the AGM that the director has a conflict of interest with -None-

Conflict of Special Interest in this meeting -None-

Interests in the Company/ parent company/ subsidiary/ associated company/ other juristic person with possible conflict of interests within the past 2 years

4. Being a director involving with the management, staffs, employees, consultants with monthly fee -None-
5. Providing professional services (such as accounting audit, legal consultant) –None-
6. Having significant business relationship which possibly restrain such director from independently conducting his/her duties. –None-

* Remark: Amount of shares held by spouse and underage child are included in the shareholding proportion as at 30 December 2021

(Translation)

Terms and Articles of Association with respect to the shareholders meeting

1. Shareholders meeting

Article 24 The Board of Directors shall call for a shareholders' meeting which is an Annual General Meeting of shareholders within 4 months from the last day of the fiscal year of the Company.

Shareholders' meeting other than the one previously referred shall be called Extraordinary General Meetings. The Board of Directors may call for the Extraordinary General Meeting of Shareholders at any time as deemed appropriate.

One or more shareholders holding the aggregate number of shares of not less than ten percent of the total number of shares sold may, by subscribing their names, request the board of directors in writing to call an extraordinary meeting at any time, but the reasons for calling such meeting shall be clearly stated in such request. In this regard, the board of directors shall proceed to call a meeting of shareholders to be held within forty-five days as from the date the request in writing from the shareholders is received.

In case the board of directors fails to arrange for the meeting within such period under paragraph three, the shareholders who have subscribed their names or other shareholders holding the required aggregate number of shares may themselves call the meeting within forty-five days as from the date of expiration of the period under paragraph three. In such case, the meeting is deemed to be shareholders' meeting called by the board of directors and the Company shall be responsible for necessary expenses as may be incurred in the course of convening such meeting and the Company shall reasonably provide facilitation.

In the case where, at the meeting called by the shareholders under paragraph two, the number of the shareholders presented does not constitute quorum as prescribed by Article 27, the shareholders under paragraph two shall jointly compensate the Company for the expenses incurred in arrangements for holding that meeting.

Article 25. In calling a shareholders' meeting, the Board of Directors shall prepare a written notice specifying the place, date, time, agenda of the meeting and the matters to be proposed to the meeting in appropriate detail by clearly indicating whether it is a matter proposed for acknowledgement, for approval, or for consideration, as the case may be, including the opinion of the Board of Directors on the said matters. The said notice shall be distributed to the shareholders and the registrar for not less than 7 days prior to the date of the meeting. In addition, the notice shall be published in the newspaper for not less than 3 consecutive days and not less than 3 days prior to the date of the meeting.

The shareholders' meeting can be arranged in the region where the Company's headquarter located or other provinces throughout the country.

Article 29. The matters which should be conducted by the annual general meeting of shareholders are as follows

- 1) To consider and acknowledge the report of the Board of Directors concerning the company's business for the past year
- 2) To consider and approve the balance sheet and the income statement of for the past year
- 3) To consider and approve the appropriation of profit
- 4) To consider and elect new Directors to replace those who retire by rotation
- 5) To consider and appoint the auditor of the company and determine the auditing fee
- 6) Other business

2. Proxy

Article 26. As for the shareholders' meeting, the shareholder may appoint a proxy to attend the meeting and cast the votes on his/her behalf. The proxy form shall contain the appointment date and a signature of the shareholder, and shall comply with the details specified by the registrar.

The proxy shall submitted a proxy form to Chairman of the Board or any designated person appointed by the Chairman at the meeting venue prior to the proxy holder attends the meeting.

3. Quorum

Article 27. At a shareholder's meeting, there shall be either not less than 25 shareholders and proxies (if any) attending the meeting holding shares not less than one-third of the total number of shares sold by the company, or the number of shareholders and proxies attending the meeting is not less than one-half of the total number of shareholders, holding shares not less than one-third of the total number of shares sold by the company, whereby a quorum would then be constituted.

At any shareholders' meeting, if one hour has passed from the time specified for the meeting and the number of shareholder attending the meeting is yet to be adequate for a quorum as prescribed previously, and if such shareholders' meeting was called by a request of the shareholders, such meeting shall be canceled. If such meeting was not called by a request of the shareholders, a new meeting shall be called for and the notice calling for such meeting shall be dispatched to the shareholders for not less than 7 days prior to the date of the meeting. In the subsequent meeting, a quorum is not required.

The Chairman of the Board of Director shall preside at every shareholders' meeting, if the Chairman position is vacant, or the Chairman is not present at the meeting, if there is the Vice Chairman, such Vice Chairman shall act as Chairman of the meeting. In the event that there is no Vice Chairman or there is one but he/she cannot perform the duty, the meeting shall elect one of the shareholders to act as the Chairman of the meeting.

4. Votes

Article 28. With respect to the voting in any shareholders' meeting, the shareholders shall be entitled to one vote per one share. A resolution of shareholders' meeting shall require;

- 1) In an ordinary event, the majority votes of the shareholders who attend the meeting and cast their votes. (In case of a tie vote, the chairman of the meeting shall cast a vote to arbitrate the vote)
- 2) In the following events, a vote of not less than three-fourths (3/4) of the total number of votes of shareholders attending the meeting and have a voting right
 - a. The sale or transfer of the whole or the substantial part of the company's business to any other person(s)
 - b. The purchase or acceptance of transfer of the business of other private companies or the private companies to be a part of the company's business
 - c. The amendment or terminating of any agreement with respect to the granting of a lease of the whole or substantial parts of the company's business, the assignment to any other person(s) to manage the business of the company, or the amalgamation of the business with other person(s) for the purpose of profit and loss sharing
 - d. The amendment of the Company's memorandum of association and articles of association.
 - e. The increase or decrease of the Company's capital and the issuance of debentures.
 - f. Merging and termination of the Company

The Board of Directors

1. Qualification of director

Article 11. The Company's Board of Directors comprises of not less than 5 directors which one-half of the directors are residing in the country. All directors shall have full qualification prescribed by laws.

The director of the Company cannot conduct a business or enter into a partnership or be a director of other juristic person with the same nature which competes with the Company's business. Unless such director has declared those information to the shareholders' meeting prior to the appointment.

Regarding to the Company's business, the director shall honestly and carefully conduct his/her duty according to laws, objectives and the Company's articles of association, including the resolution of shareholders' meeting, in concern of the Company's benefit.

The director shall inform the Company as soon as possible on his/her conflict of interest; direct or indirect, to the agreement which the Company has engaged in during a fiscal year. The director shall as well inform the Company of the amount of shares and debentures of the Company and subsidiaries held by him/her, including the amount increase/decrease during a fiscal year.

2. Remuneration of director

Article 14. The directors are eligible to receive remuneration from the Company in terms of reward, attendance fee, pension, bonus, or other terms of remuneration as prescribed in the Company's articles of association or as approved by the shareholders' meeting. Such remuneration may be specified in fixed amount or the Company may set up the remuneration policy and specify the amount of remuneration, for each occasion or for indefinite period until change. The directors as well eligible to receive allowance and welfare according to the Company's articles of association.

However, the rules under the prior paragraph shall not apply to the Company's staff and employee whose rights and benefits as the Company's staffs and employees shall be remained after being appointed to be a director.

3. Director Appointment

Article 12. A shareholders' meeting shall elect a director using majority votes according to the following principles and rules;

- 1) A shareholder may has one voting rights per one share.
- 2) Shareholders may vote for a director individually.
- 3) Persons receiving highest votes respectively, shall be elected as the directors regarding to the number of directors supposed to be appointed or to be elected at such shareholder's meeting. In the event that the number of persons receiving equal votes exceed the number of directors supposed to be appointed or to be elect at such time, the Chairman shall arbitrage the vote.

Article 13. At every Annual General Meeting of shareholders, one-third of the existing directors shall resign. In case that the number of directors cannot be perfectly divided by three, the number of directors to resign must be the closet number. In the first and second year of the company registration, the directors must draw lots to resign. As for later years, the directors with the longest term must resign. The resigned directors are eligible for re-election.

Accounting, finance and auditing

1. Dividend and reserves

Article 34. No dividends shall be payable to the shareholders except out of profits. In case of accumulated deficit, no dividends shall be paid.

Dividend shall be paid within one month after the shareholders' meeting or the board of directors' meeting resolved to approve the dividend payment, as the case may be. The Company shall send a notification letter for dividend payment to shareholders and shall place public advertisement of dividend payment on a newspaper. Dividend payment outstanding shall not bear interest, if the dividend has been distributed within legal timeframe.

Article 35. The board of directors may declare for interim dividend to shareholder occasionally, if the Company's profit is sufficient to do so. After distribution of dividend, the Company shall report it to shareholders in the next shareholders' meeting.

Article 36. The dividend must be paid in proportion to the number of shares at the equal amount for each unless otherwise specified for preferred shares.

Article 37. The Company shall allocate, for reserve, less than 5 percent of its annual net profit, deducted by accumulated losses (if any), as reserve until such reserve is equivalent to not less than 10 percent of the Company's registered capital.

In the event that the Company has unregistered shares or has registered for capital increase, the Company may declare to pay partial or full dividends by issuing new shares to shareholders, after receives an approval from the shareholders' meeting.

2. Accounting Audit

Article 39. The fiscal year beginning on January 1st and ending on December 31th of each year.

Article 41. The board of directors shall arrange the preparation of balance sheet and profit and loss statement as at the end of the Company's fiscal year, which shall be reported to shareholders during the annual general meeting of shareholders for approval. The board of directors shall ensure an auditor to follow through on the preparation of accounting reports prior to presenting to the shareholders' meeting.

Article 42. The board of directors shall distribute the following documents to shareholders, altogether with an invitation documents for annual general meeting of shareholders;

- 1) A copy of balance sheet and profit and loss statement audited by the auditor, enclosed with the auditor's accounting audit report.
- 2) An annual report of the board of directors.

แบบฟอร์มขอรับรายงานประจำปี 2564 (แบบรูปเล่ม)
The 2021 Annual Report Requesting Form (Book format)
บริษัท เอแอลที เทเลคอม จำกัด (มหาชน)

ชื่อ – นามสกุล / We.....

ที่อยู่ในการจัดส่ง /Address

.....

.....

โทรศัพท์ / Tel..... โทรสาร / Fax.....

โทรศัพท์มือถือ / Mobile no..... อีเมลล์ / E-mail.....

รายงานประจำปีที่ท่านต้องการ / Annual Report as require

1. รายงานประจำปี (แบบรูปเล่ม / Printed)

ภาษาไทย / Thai version จำนวน / Amountเล่ม / Set

ภาษาอังกฤษ / English version จำนวน / Amountเล่ม / Set

หมายเหตุ โปรดกรอกข้อมูล และกรุณาส่งใบตอบรับการขอรับรายงานประจำปี 2564 มาที่ / Please send the document as follows:

หน่วยงานเลขานุการบริษัท	Company Secretary
บริษัท เอแอลที เทเลคอม จำกัด (มหาชน)	ALT Telecom Public Company Limited (Head Office)
52/1 หมู่ที่ 5 ถนนบางกรวย – ไทรน้อย ตำบลบางสีทอง	52/1 Moo.5 Bangkruey - Sainoi Rd Bangsithong
อำเภอบางกรวย จังหวัดนนทบุรี 11130	Bangkruey Nonthaburi 11130
โทรศัพท์ 02-863-8997 , 02-863-8947	Tel. 02-863-8997 , 02-863-8947
อีเมลล์ : tanyaporn_m@alt.co.th	E-mail : tanyaporn_m@alt.co.th

หนังสือมอบฉันทะ (แบบ ข.)
Proxy Form B



เลขทะเบียนผู้ถือหุ้น

Shareholder registration number

เขียนที่

Written at

วันที่เดือนพ.ศ.

Date Month Year

(1) ข้าพเจ้า สัญชาติ

I/We

Nationality

อยู่บ้านเลขที่

Residing at

(2) เป็นผู้ถือหุ้นของบริษัท แอลที เทเลคอม จำกัด (มหาชน) (บริษัท)

Being a shareholder of ALT Telecom Public Company Limited,

โดยถือหุ้นจำนวนทั้งสิ้นรวมหุ้นและออกเสียงลงคะแนนได้เท่ากับเสียง ดังนี้

holding the total amount of shares and having voting rights equivalent to vote(s), as follows:

หุ้นสามัญหุ้น ออกเสียงลงคะแนนได้เท่ากับเสียง
Ordinary share share(s) and having voting rights equivalent to vote(s)

หุ้นบุริมสิทธิหุ้น ออกเสียงลงคะแนนได้เท่ากับเสียง
Preferred share share(s) and having voting rights equivalent to vote(s)

(3) ขอมอบฉันทะให้ (ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระของบริษัทได้ โปรดใช้ข้อมูลตามหมายเหตุข้อ 4)

Here by authorized (Shareholder can authorize the Company's independent director, please refer to details in Remark No.4)

1. ชื่อ.....อายุปี อยู่บ้านเลขที่

Name Age years Address No

ถนนตำบล/แขวงอำเภอ/เขต

Road Sub-district District

จังหวัดรหัสไปรษณีย์ หรือ

Province Postal Code or

2. ชื่อ.....อายุ.....ปี อยู่บ้านเลขที่.....
 Name Age years Address No
 ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....
 Road Sub-district District
 จังหวัด.....รหัสไปรษณีย์.....
 Province Postal Code

3. ชื่อ ดร.อนันต์ วรวิติพงศ์.....อายุ 67.....ปี อยู่บ้านเลขที่ 52/1.....
 Name Dr. Anant Voratitipong Age years Address No.
 ถนน บางกรวย-ไทรน้อย.....ตำบล/แขวง บางสีทอง.....อำเภอ/เขต.....บางกรวย
 Road Bangkruey-Sai Noi Sub-district Bangsithong District Bangkruey
 จังหวัด.....นนทบุรี.....รหัสไปรษณีย์ 11130.....หรือ
 Province Nonthaburi Postal Code 11130 Or

4. ชื่อ พลเอกสิทธิศักดิ์ เทภาสิต.....อายุ 73.....ปี อยู่บ้านเลขที่ 52/1.....
 Name General Sittisak Tayparsit Age years Address No.
 ถนน บางกรวย-ไทรน้อย.....ตำบล/แขวง บางสีทอง.....อำเภอ/เขต.....บางกรวย
 Road Bangkruey-Sai Noi Sub-district Bangsithong District Bangkruey
 จังหวัด.....นนทบุรี.....รหัสไปรษณีย์ 11130.....
 Province Nonthaburi Postal Code 11130

คนใดคนหนึ่งเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนในการประชุม
 สหภาพผู้ถือหุ้นประจำปี 2565 ในวันอังคารที่ 26 เมษายน 2565 เวลา 13.00 น. โดยประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-
 AGM) ถ่ายทอดสดจากห้องประชุมบริษัท เอแอลที เทเลคอม จำกัด (มหาชน) เลขที่ 52/1 หมู่ 5 ถนนบางกรวย – ไทรน้อย
 ตำบลบางสีทอง อำเภอบางกรวย จังหวัดนนทบุรี 11130 หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Anyone of the above as my representative to attend and vote on my behalf at the Annual General
 Meeting of shareholders 2022, which will be held on Tuesday, 26 April 2022, at 13.00 hrs. The meeting will be
 conducted via electronic media (E-AGM), broadcast live from ALT Telecom Public Company Limited's meeting
 room; No. 52/1 Moo 5, Bangkruey-Sai Noi Road, Bangsithong Sub-district, Bangkruey District, Nonthaburi
 Province 11130, Thailand , or on any date, time and venue of any postponement thereof.

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I/We hereby authorize the proxy holder to vote on my behalf at this meeting as follows;

วาระที่ 1 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2564 เมื่อวันที่ 23 เมษายน 2564

Agenda Item 1 To consider and certify the Minutes of the Annual General Meeting of Shareholders for the year 2021 held on April 23, 2021

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(b) The proxy holder shall vote in accordance with my wish as follows;

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 2 รับทราบผลการดำเนินงานของบริษัทในรอบปี 2564

Agenda Item 2 To acknowledge the report of company's annual operating results for the year 2021

เนื่องจากวาระนี้เป็นวาระแจ้งเพื่อทราบ จึงไม่มีการออกเสียงลงคะแนน

Due to this agenda is for acknowledgement, no casting vote is required.

วาระที่ 3 พิจารณานุมัติงบการเงินซึ่งประกอบด้วยงบแสดงฐานะการเงิน งบกำไรขาดทุนเบ็ดเสร็จ งบแสดงการเปลี่ยนแปลงส่วนของผู้ถือหุ้น และงบกระแสเงินสด ประจำปี สิ้นสุดวันที่ 31 ธันวาคม 2564 และรายงานของผู้สอบบัญชี

Agenda Item 3 To consider and approve the Financial Statements consisting of the Statements of Financial Position, the Statement of Comprehensive Income, the Statement of Changes in Shareholders' Equity and the Cash Flow Statement for the year ended December 31, 2021, altogether with the auditor's report.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(b) The proxy holder shall vote in accordance with my wish as follows;

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 4 พิจารณานุมัติการงดจ่ายเงินปันผลสำหรับผลการดำเนินงานประจำปี 2564

Agenda Item 4 To consider and approve the omission of dividend payments for the operating results of the year 2021

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate

- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
- (b) The proxy holder shall vote in accordance with my wish as follows;
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ 5 พิจารณาแต่งตั้งผู้สอบบัญชีและกำหนดค่าตอบแทน ประจำปี 2565

Agenda Item 5 To consider and approve the appointment of auditors and the auditor's remuneration for the year 2022

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
- (b) The proxy holder shall vote in accordance with my wish as follows;
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ 6 พิจารณาแต่งตั้งกรรมการแทนกรรมการที่ออกตามวาระ

Agenda Item 6 To consider and approve the appointment of directors to replace the directors who retired by rotation

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
- (b) The proxy holder shall vote in accordance with my wish as follows;
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |
- เห็นด้วยกับการแต่งตั้งกรรมการเป็นรายบุคคล
- Elect each nominated director individually
1. นายสุชาติ เหล่าปรีดา
- Mr. Suchart Laopreeda
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |
2. นายปยุต ภูวกุลวงศ์
- Mr. Pyut Bhuwakulwong
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

3. นางสาวปรีญาพรณ ภูวกุล

Ms. Preeyapun Bhuwakul

 เห็นด้วย ไม่เห็นด้วย งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 7 พิจารณาแต่งตั้งกรรมการเพิ่ม

Agenda Item 7 To consider and approve the appointment of additional director

 (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate

 (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้านี้

(b) The proxy holder shall vote in accordance with my wish as follows;

 เห็นด้วย ไม่เห็นด้วย งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 8 พิจารณากำหนดค่าตอบแทนกรรมการสำหรับปี 2565

Agenda Item 8 To consider and approve the directors' remuneration for the year 2022

 (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate

 (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้านี้

(b) The proxy holder shall vote in accordance with my wish as follows;

 เห็นด้วย ไม่เห็นด้วย งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 9 พิจารณานุมัติการกำหนดข้อห้ามการกระทำที่มีลักษณะเป็นการครอบงำกิจการโดยคนต่าง
ด้าวตามประกาศคณะกรรมการ กสทช. เรื่องการกำหนดข้อห้ามการกระทำที่มีลักษณะเป็น
การครอบงำกิจการโดยคนต่างด้าว พ.ศ. 2555 (เป็นไปตามประกาศ กสทช.)

Agenda Item 9 To consider and approve the prescription of the prohibited acts having nature of foreign dominance, according to the Notification of the National Broadcasting and Telecommunications Commission on the Prescription of Prohibitions on Acts Constituting Foreign Dominance B.E. 2555 (2012) (pursuant to the Notifications of NBTC)

 (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate

- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
- (b) The proxy holder shall vote in accordance with my wish as follows;
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
- Approve Disapprove Abstain

วาระที่ 10 พิจารณาเรื่องอื่น ๆ (ถ้ามี)

Agenda Item 13 To consider any other matters (if any)

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
- (b) The proxy holder shall vote in accordance with my wish as follows;
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
- Approve Disapprove Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุในหนังสือมอบฉันทะนี้ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

If the proxy does not vote in accordance with my/our voting instructions specified herein, such vote shall be deemed incorrect and is not made on my/our behalf as the shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In the event that I/we have not specified or have not clearly specified my/our voting instruction in any agenda, or in the event that the meeting considers or passes resolutions in any matters other than those specified above, including in the event that there is any amendment or addition of any facts, the proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts performed by the proxy in this meeting, except in the event that the proxy does not vote in accordance with my/our voting instructions specified herein, shall be deemed to be the actions performed by myself/ourselves.

ลงชื่อ/ Signed.....ผู้มอบฉันทะ /Granter
(.....)

ลงชื่อ/ Signed.....ผู้มอบฉันทะ/Granter
(.....)

ลงชื่อ/ Signed.....ผู้รับมอบฉันทะ/Proxy
(.....)

หมายเหตุ/ Remark:

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

Shareholder who appoints a proxy shall appoint only one proxy to attend and vote at the meeting, and may not split his/her votes to different proxies to vote separately.

2. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล

In the agenda regarding election of directors, the entire group of nominated directors, or any individual nominated directors, can be elected.

3. ในกรณีที่วาระที่พิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ

In the case where there are agenda other than those specified above, additional details may be specified in the Attachment to this Proxy Form B.

4. กรณีที่ผู้ถือหุ้นประสงค์จะมอบฉันทะให้กับกรรมการอิสระ สามารถมอบฉันทะให้กรรมการอิสระของบริษัททั้ง 2 ท่าน เนื่องจากในกรณีที่มิเหตุสุดวิสัยที่ทำให้กรรมการท่านใดท่านหนึ่งไม่สามารถเข้าร่วมประชุมได้ กรรมการอีกท่านที่เข้าร่วมประชุมจะได้ทำหน้าที่เป็นผู้รับมอบฉันทะและออกเสียงลงคะแนนแทนท่านได้ ดังต่อไปนี้ (รายละเอียดข้อมูลเกี่ยวกับกรรมการอิสระที่เป็นตัวแทนรับมอบฉันทะในการประชุมผู้ถือหุ้น ตามสิ่งที่ส่งมาด้วย 11)

Shareholder who prefers to appoint an independent director as a proxy , must authorize 2 independent directors of the Company .This is due to the fact that should an independent director of the Company be unable to attend the meeting because of an occurrence of any force majeure event, another independent director will then be able to attend and vote in the meeting on behalf of such shareholder as follows; (Details of the independent directors available are set out in Enclosure 11)

- (1) ดร.อนันต์ วรจิตติพงษ์ หรือ / Dr. Anant Voratitipong or
- (2) พลเอกสิทธิศักดิ์ เทภาสิต / General Sittisak Tayparsit

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.

Attachment to Proxy Form B

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท เอแอลที เทเลคอม จำกัด (มหาชน)

ในการประชุมสามัญผู้ถือหุ้นประจำปี 2565 ในวันอังคารที่ 26 เมษายน 2565 เวลา 13.00 น. โดยประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) ถ่ายทอดสดจากห้องประชุมบริษัท เอแอลที เทเลคอม จำกัด (มหาชน) เลขที่ 52/1 หมู่ 5 ถนนบางกรวย – ไทรน้อย ตำบลบางสีทอง อำเภอบางกรวย จังหวัดนนทบุรี 11130 หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

The appointment of proxy by a shareholder of ALT Telecom Public Company Limited for 2022 Annual General Meeting of shareholders , which will be held on Tuesday, 26 April 2022, at 13.00 hrs. The meeting will be conducted via electronic media (E-AGM), broadcast live from ALT Telecom Public Company Limited's meeting room; No. 52/1 Moo 5, Bangkruey-Sai Noi Road, Bangsithong Sub-district, Bangkruey District, Nonthaburi Province 11130, Thailand, or such other date, time and place as the meeting may be postponed.

วาระที่ เรื่อง

Agenda Re:

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(b) The proxy holder shall vote in accordance with my wish as follows;

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ เรื่อง

Agenda Re:

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(b) The proxy holder shall vote in accordance with my wish as follows;

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ เรื่อง

Agenda Re:

(ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate

(ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(b) The proxy holder shall vote in accordance with my wish as follows;

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ เรื่อง

Agenda Re:

(ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate

(ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(b) The proxy holder shall vote in accordance with my wish as follows;

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ เรื่อง

Agenda Re:

(ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate

(ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(b) The proxy holder shall vote in accordance with my wish as follows;

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ เรื่อง

Agenda Re:

ชื่อกรรมการ

Director's name

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

ชื่อกรรมการ

Director's name

- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 Approve Disapprove Abstain

ชื่อกรรมการ

Director's name

- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 Approve Disapprove Abstain

วาระที่ **เรื่อง**

Agenda **Re:**

- (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate
- (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
- (b) The proxy holder shall vote in accordance with my wish as follows;
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 Approve Disapprove Abstain

วาระที่ **เรื่อง**

Agenda **Re:**

- (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate
- (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
- (b) The proxy holder shall vote in accordance with my wish as follows;
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 Approve Disapprove Abstain

วาระที่ **เรื่อง**

Agenda **Re:**

- (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate
- (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
- (b) The proxy holder shall vote in accordance with my wish as follows;
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 Approve Disapprove Abstain

ข้าพเจ้าขอรับรองว่า รายละเอียดในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ถูกต้องสมบูรณ์และเป็นความจริงทุกประการ
I/We confirm that the details given in the Attachment to Proxy Form B are complete and true.

ลงชื่อ/ Signed.....ผู้มอบฉันทะ /Granter
(.....)

ลงชื่อ/ Signed.....ผู้มอบฉันทะ/Granter
(.....)

ลงชื่อ/ Signed.....ผู้รับมอบฉันทะ/Proxy
(.....)

Rules for Attending the Shareholders Meeting via Electronic Media (E-AGM)

The shareholders or proxies requiring to attend the meeting must submit documents proving their identity as specified to the company within 12 April 2022. When the company has verified the information on the names of shareholders, who is eligible to attend the meeting on the closing of the register of the shareholders is correct and complete. The service provider for organizing the meetings via electronic media will send a link for attending the meeting and an access manual to the shareholder's email that have sent to inform the company. The link will be sent two days in advance of the meeting date.

Requesting to attend the meeting via electronic media

The shareholders wishing to attend the meeting via electronic media must notify their intention to attend the meeting in the following:

1. 1. Submit your request to attend the meeting by sending information via E-mail or post.

In the case that the shareholders require to notify their intention to attend the meeting via electronic media (E-AGM) by sending information via E-Mail or post

1. Please fill in the acceptance for the invitation of online meeting (E-AGM) in Enclosure 16., by asking to specify clearly of the E-mail and mobile phone number for use in registering for the meeting.
2. Attach a copy of proof of identity to confirm your eligibility to attend the E-AGM meeting.
 - 2.1 The shareholders who are natural persons
 - In the case of the shareholders wishing to attend the meeting in person via electronic media (E-Meeting).
 - A copy of a valid government-issued identification document, such as a copy of the identity card or a copy of government official identity card or a copy of driving license or a copy of passport. In case of name-surname change, the shareholders are requested to attach supporting documents and sign certifying true copy.
 - In the event that the shareholders appoint another person to attend the meeting on his/her behalf via electronic media (E-Meeting).
 - A Proxy Form (Form A. or Form B., either) completely filled in and signed by the grantor and grantee, and already affixed with a twenty baht duty stamp.
 - A copy of the identity document of the proxy grantor, such as a copy of the identity card or a copy of government official identity card or a copy of passport (in the case of foreigners) that has not expired and signed certifying true copy.

- A copy of the identity document of the proxy grantee, such as a copy of the identity card or a copy of government official identity card or a copy of passport (in the case of foreigners) that has not expired and signed certifying true copy.

2.2 The shareholders who are juristic persons

- In the event that a person authorized to sign on behalf of a juristic person (director) wishes to attend the meeting in person through electronic media (E-Meeting).
 - A Copy shareholder's juristic person registration certificate issued no more than six months prior to the date of the shareholders meeting, signed certifying true copy by the authorized director to bind the juristic person together with the seal affixed (if any).
 - A copy of the identity document of the representative of the juristic person (director), such as a copy of the identity card or a copy of government official identity card or a copy of passport (in the case of foreigners) that has not expired and signed certifying true copy.
- In the case of appointing a proxy to attend the meeting on behalf of via electronic media (E-Meeting).
 - A Proxy Form (Form A. or Form B., either) completely filled in and signed by the grantor and grantee, and already affixed with a twenty baht duty stamp.
 - Copy shareholder's juristic person registration certificate issued no more than six months prior to the date of the shareholders meeting, signed certifying true copy by the authorized director to bind the juristic person together with the seal (if any).
 - A copy of the identity document of the representative of the juristic person (director), such as a copy of the identity card or a copy of government official identity card or a copy of passport (in the case of foreigners) that has not expired and signed certifying true copy.
 - A copy of the grantee's identity document as in the case of a natural person as mentioned above.

In the event that the documents or evidence mentioned above are not Thai or English version, the shareholders must present an English translation of the document and signed by the shareholder or the authorized director to bind the juristic person (in the case of a juristic person).

3. Submit the documents requesting to attend the meeting via electronic media (Section 1) and evidence of identity together with supporting documents (Section 2) to the company within 12 April 2022.

3.1 E-Mail : comsec@alt.co.th

3.2 Post : The Company Secretary of ALT Telecom Public Company Limited, No. 52/1 Moo 5,
Bangkruey-Sai Noi Road, Bangsithong Sub-district, Bangkruey District, Nonthaburi Province
11130.

Electronic Meeting Attendance (E-AGM)

1. When the shareholders or proxy grantees who require to attend the meeting and has been fully inspected, they will receive an E-Mail from the meeting organizer of a link to attend the meeting and a manual for using the system by two days before the meeting date. Please study the manual on how to use the E-AGM meeting system in detail. If you have not received such E-Mail **within 22 April 2022**, please contact the company immediately.

2. Attendance and voting via electronic media can be used with computers / notebooks / tablets and mobile phones via Web Browser : Chrome with 4G internet speed or basic home internet.

Note: In case of attending the meeting via tablet and mobile phone must install Zoom Cloud Meeting before attending the meeting, which can be downloaded as follows:

iOS System	Android System
	
<p>https://apps.apple.com/th/app/zoom-cloud-meetings/id546505307</p>	<p>https://play.google.com/store/apps/details?id=us.zoom.videomeetings</p>

1. The system will be open to attend the meeting in advance from 12.00 hrs., however, the live broadcast will only start at the meeting time.

2. To Log in to the meeting, the attendees must use the shareholder registration number and the shareholder's identity card number.

3. By Voting via E-Voting system, the attendees will be able to vote for each agenda only by voting for Approving, Disapproving or Abstaining. In the event that the attendees do not vote in any agenda, the system will immediately assume to vote as Approving (use the vote counting method by pouring the votes towards Approving).

4. In the event that the attendees have any interruptions or have problems in using the E-AGM system, you can contact OJ International Company Limited at the phone number specified in the E-Mail that sends the system manual to you.

***** This E-AGM meeting will be a meeting via electronic media only and will not be held in the original way of the meeting place. Therefore, the shareholders are requested not to come to the company*****

In the event that the shareholders wish to appoint an Independent Director as a proxy

For the shareholders who are unable to attend the E-AGM meeting by themselves or are unable to appoint other proxies to attend the E-AGM meeting, if the shareholders wish to appoint Independent Directors. Please send the Proxy Form (Enclosure 14.) by specifying the grantee as one of the Independent Directors as specified by the company together with supporting documents to the company within 12 April 2022 via the following channels:

- E-Mail : comsec@alt.co.th
- Post : The Company Secretary of ALT Telecom Public Company Limited, No. 52/1 Moo 5, Bangkruey-Sai Noi Road, Bangsithong Sub-district, Bangkruey District, Nonthaburi Province 11130

Note: In the event that the shareholders specify their votes in each agenda, the Independent Directors will cast their votes as specified in the Proxy Form. In voting in each agenda, the shareholders have the right to vote for Approval, Disapproval or Abstention, only one of which cannot be divided into partial votes (unless it is a Custodian vote).

In the case of the shareholder who is a foreign investor and appoints a custodian in Thailand to be a share depository and keeper

Please submit the following information

1. Proxy Form C (You can contact to obtain Proxy Form C from the Company Secretary or download from the company's website; www.alt.co.th, under the section of Investor Relations / Shareholder Information / Shareholders Meeting), fill in all correctly and completely information and sign by the grantor and grantee together with a twenty baht stamp duty affixed.

2. Custodian juristic person registration certificate and duly sign certifying true copy by the authorized person on behalf of the Custodian juristic person or attorney with the seal affixed (if any).
3. Power of Attorney from the shareholders for the Custodian to sign the proxy form on his/her behalf.
4. Letter confirming that the person signing the proxy form is authorized to operate a custodian business.
5. Copy of the identity card or a copy of government official identity card or a copy of passport (in the case of foreigners) of the grantee with certifying true copy.
6. Submit information through the following channels:
 - E-Mail : comsec@alt.co.th
 - Post : The Company Secretary of ALT Telecom Public Company Limited, No. 52/1 Moo 5, Bangkruay-Sai Noi Road, Bangsithong Sub-district, Bangkruay District, Nonthaburi Province 11130.

Submission of suggestions or questions regarding the business, company performance or any agenda to be considered at the E-AGM meeting.

In the event that the shareholders wish to submit suggestions or questions, they can be done in 2 ways as follows:

1. Send suggestions or questions **in advance** to the company before the meeting date through the following:
 - E-Mail : ir@alt.co.th
 - Telephone : 02-863-8999
 - Post : The Company Secretary of ALT Telecom Public Company Limited, No. 52/1 Moo 5, Bangkruay-Sai Noi Road, Bangsithong Sub-district, Bangkruay District, Nonthaburi Province 11130.
2. Submit any suggestions or questions **during the meeting**, for those attending the E-AGM meeting, the attendees must specify their first and last names and state that they are the shareholders attending the meeting themselves or as a proxy prior to submit of the suggestions or questions every time. The company has opened a channel for sending suggestions or questions during the meeting as follows:
 - Chat room
 - Audio chat channel which the attendees will press the raising button and turn on the microphone on their own device after the system operator sends you an invitation to chat, and please turn off the microphone after the conversation is finished in every time (for more details, please refer to the system manual sent to the attendees' e-mails).

In this regard, if shareholders have questions about the meeting, they can contact the following officer:

1. Regarding the submission of documents confirming identity to attend the shareholders meeting via electronic media (E-Meeting), contact the Company Secretary for more information via the company contact as detailed above.

2. The process of attending the meeting and voting via electronic media (E-Meeting) in case of correcting and completing of identity verification, contact OJ International Company Limited at the phone number specified in the E-Mail that sends to you of the system manual.

ใบตอบรับเข้าร่วมประชุมผ่านสื่ออิเล็กทรอนิกส์ บริษัท เอแอลที เทเลคอม จำกัด (มหาชน)
Acceptance for the invitation of online meeting of ALT Telecom Public Company Limited

วันที่.....เดือน.....พ.ศ.....
Date Month Year

(1) ข้าพเจ้า.....หมายเลขบัตรประชาชน/หนังสือเดินทาง.....
I/We, Identification Card/Passport number
สัญชาติ.....บ้านเลขที่.....ถนน.....ตำบล/แขวง.....
Nationality Residing at No. Road Sub district
อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....
District Province Postal Code

(2) เป็นผู้ถือหุ้นของ บริษัท เอแอลที เทเลคอม จำกัด (มหาชน)
Being a shareholder of ALT Telecom public company limited
โดยถือหุ้นรวมทั้งสิ้น หุ้น
Holding the total amount of shares

ประสงค์จะร่วมประชุมและลงคะแนนผ่านสื่ออิเล็กทรอนิกส์สำหรับการประชุมสามัญผู้ถือหุ้นประจำปี 2565
I would like to participate the E-AGM for Annual General Meeting 2022

เข้าร่วมประชุมด้วยตัวเอง
Self-Attending
 มอบอำนาจให้ (นาย/นาง/นางสาว).....ได้เข้าร่วมประชุมดังกล่าวข้างต้น
Proxy to attend the meeting.

(3) ข้อมูลในการจัดส่งวิธีการเข้าร่วมประชุม
Please send the Link to join the meeting by below email

อีเมล.....(โปรดระบุ)
E-Mail Please fil in the blank.
โทรศัพท์มือถือ.....(โปรดระบุ)
Mobile Number Please fil in the blank.

(4) จัดส่งเอกสารเพื่อยืนยันตัวตน ตามสิ่งที่ส่งมาด้วย 15. วิธีการเข้าร่วมประชุม ภายในวันที่ 12 เมษายน 2565
Please submit the required document per an attachment 15 by 12 April 2022

(5) เมื่อได้รับการยืนยันตัวตน บริษัทฯ จะจัดส่งลิงค์การเข้าร่วมประชุมและวิธีการเข้าร่วมประชุมไปยังอีเมลที่ท่านได้ระบุ
Once you have verified, the company will send the Link to join the meeting via email

(6) ในวันประชุมผู้ถือหุ้นจะต้องเตรียม เลขบัญชีผู้ถือหุ้น และเลขบัตรประชาชนไว้ สำหรับการเข้าร่วมประชุม
Please prepare your Account Number and your Identification Card Number for log in the meeting.

ลงชื่อ/Signed.....ผู้ถือหุ้น/Shareholder
(.....)

THE NOTICE

PROTECTION OF PERSONAL INFORMATION (PRIVACY NOTICE)

For the Shareholders Meeting of ALT Telecom Public Company Limited (“AGM Meeting”)

ALT Telecom Public Company Limited (“the Company”) values the personal information of the shareholders and/or proxies from the shareholders (“You”), to comply with the Personal Data Protection Act B.E. 2562 (2019) and in accordance with the Company's Personal Data Protection Policy. The Company would like to inform you about the details of personal data protection for the Company's shareholders meeting as follows:

1. Collection of Personal Information

The Company will collect the personal information from you directly by filling in the form specified by the Company, or from your inquiries by any means or from a request to submit documents containing your personal information to the Company. However, there may be cases in which the Company will collect your personal information from other sources within the framework of legally permissible actions to achieve the aforementioned purposes, for example: obtaining information from the Securities Registrar. The basic personal information that the Company collects is as follows:

1.1 General Personal Information

- (1) Identity Data : Name, Surname, Identity Card Number, Passport Number, Date of Birth, Gender, Age, Nationality, Signature, Information on Name-Surname Changed, Photographs, Photo/Video Recording
- (2) Contact Data : Address, Telephone Number, Email
- (3) Financial Data : Bank Account Number (used to receive benefits in case of dividend payment, principal and/or interest), Number of Shares/Debentures (units)
- (4) Communication Data : Recording information or audio when contacting the Company
- (5) Information about participation in various activities of the Company : photos or videos
- (6) Information about electronic accounts : Username, Line ID

2. Purpose of Collecting, Using and Disclosing of Personal Information

The Company will use your personal information collected under Section 1 under the following purposes:

- 2.1 The Company will use your personal information to request/provide or conducting the AGM meeting, including the use of your personal data or proxies to verify identity, submitting relevant documents or for any action to comply with the resolutions of the AGM meeting and by law, or to comply with the order of the government agency according to the Public Limited Companies Act B.E. 2535, the Civil and Commercial Code and any other relevant laws.
- 2.2 The Company will use your personal information for the preparation of the Minutes of the AGM meeting and as evidence of attendance, including for any purpose as necessary in connection with the AGM meetings in the legitimate interests of the Company or of any person

or entity other than the Company unless such benefits are less important than your fundamental rights.

2.3 The Company will use your personal information for screening people at risk of COVID-19, to achieve the objectives on the public health benefits, the preventing dangerous communicable diseases, and in accordance with various measures established by the relevant government agencies and related to organizing the AGM meeting.

2.4 The Company may arrange for the recording of photos and/or videos at the AGM meetings where your image may appear in such photos and/or videos. The Company may take such photos and/or videos are used for electronic and print reporting and publicity of the AGM meetings.

3. Retention of Personal Information

The Company will keep your personal information in the form of documents/scans to the computer system in the form of electronic files. The Company will keep your personal information throughout the period you still have the status of a shareholder of the Company and continue to keep for a period of 10 (ten) years from the date the Company last received personal information from you or from the date you no longer have the status of a shareholder of the Company in order to comply with the law.

After the expiration of such period, the Company will destroy your personal information or take any action to make your personal information non-identifiable.

4. Disclosure of Personal Information

The Company may disclose your personal information to third parties as follows:

4.1 Subsidiaries, affiliates and companies in the Company's group for the purpose of achieving the objectives stated above.

4.2 Government agencies, regulatory agencies or other agencies as required by law including officials who exercise legal powers such as the courts, the police, the Securities and Exchange Commission, the Revenue Department.

4.3 Agents, contractors/subcontractors and/or service providers for any operations related to the AGM meetings of the Company, such as service provider of organizing activities and facilitating of the shareholders, auditor, lawyer, legal advisor, financial institutions appointed as financial advisors.

4.4 Banks with obligations to pay to the shareholders

4.5 Shareholder Registrar

5. Rights as a Personal Data Subject

The Personal Data Protection Act B.E. 2562 (2019), stipulates a number of rights of personal

information subjects. These rights will come into effect when the law on these rights comes into force. The details of various rights are as follows:

- a. Right to request access and obtain a copy of personal information
- b. Right to obtain personal information
- c. Right to object to the collection, use or disclosure of personal information
- d. Right to request deletion or destruction of personal information
- e. Right to request the suspension of the use of personal information
- f. Right to request correction of personal information
- g. Right to withdraw your consent to the collection, use or disclosure of personal information

The request for the exercise of such rights shall be made through the channels specified by the Company. In the event that you submit a request to exercise your rights under the provisions of the Personal Data Protection Act B.E. 2562 (2019), it will take action within the time limit required by law once the Company receives the request and verify the accuracy of such case. However, the Company has the right to refuse or not act upon your request where specifically required by law.

6. Amendments

The Company may amend and update this Privacy Notice from time to time, and when such changes are made the Company will announce to you via the Company's website and/or the invitation letter for the Annual General Meeting of the Shareholders and/or any channels for notifying news of the Stock Exchange of Thailand and/or notify you via email. If your consent is required, the Company will also ask further.

7. Contact

In the event that you have questions or want to inquire more about the protection of personal information, collection, use or disclosure of your personal information, exercise of your rights or have any complaints, can contact the Company as following:

ALT Telecom Public Company Limited

Contact Place : No. 52/1 Moo 5, Bangkruay-Sai Noi Road, Bangsithong, Bangkruay, Nonthaburi 11130

Telephone: 02-863-8999

Personal Data Protection Officer

Contact Place : No. 52/1 Moo 5, Bangkruay-Sai Noi Road, Bangsithong, Bangkruay, Nonthaburi 11130

Telephone : 02-863-8999

Email : dpo@alt.co.th

ALT TELECOM PUBLIC COMPANY LIMITED (Head Office)

52/1 Moo.5 Bangkruay – Sai Noi Rd. , Bangsithong , Bangkruay , Nonthaburi 11130

Tel. +66-2863-8999 www.alt.co.th