

Invitation to
the Extraordinary General Meeting of Shareholders
No.1/2022

Thai Group Holdings Public Company Limited
on Friday, August 26, 2022 at 14.30 hours

through Electronic Meeting (E-EGM)

No. SorGor 81/2022

August 11, 2022

Subject: Invitation to the Extraordinary General Meeting of Shareholders No.1/2022

To: Shareholders
Thai Group Holdings Public Company Limited

- Attachment:
1. Information of the Independent Directors proposed by the Company as proxy of shareholders
 2. The Company's Articles of Association in relation to the Extraordinary General Meeting of Shareholders
 3. Guidelines for attending the EGM through Electronic Meeting (E-EGM) and the Appointment of Proxies
 4. Question Form for the Extraordinary General Meeting of Shareholders No.1/2022
 5. Proxy Form B. (Proxy Form A. and C. can be downloaded from <https://www.tgh.co.th/>)
 6. Privacy Notice for the Shareholders' Meeting

The Board of Directors of Thai Group Holdings Public Company Limited (the “**Company**”) has resolved to convene the Extraordinary General Meeting of Shareholders No.1/2022 on Friday, August 26, 2022 at 14.30 hours through Electronic Meeting (E-EGM), to consider the matters under the agenda together with the opinion of the Board of Directors as follows:

Agenda 1 **To consider and approve the amendment of the Company's seal and Article of Association Clause 50 to be aligned with the change of the Company's seal.**

Fact and Rationale: Since the Company's seal is currently only displayed in the letters of the Company's name. To enhance the business operation of the group of companies to be unique and easily recognizable, therefore, it is proposed to amend the company's seal and Articles of Association Clause 50 to be aligned with the change of the Company's seal.

Board of Directors' Opinion: Consider it appropriate to propose the shareholders to consider and approve the amendment of the Company's seal and Article of Association Clause 50 to be aligned with the change of the Company's seal as following details:

	Existing	Propose to amend
Company's seal	บริษัท ไทยกรุ๊ป โฮลดิ้งส์ จำกัด (มหาชน) THAI GROUP HOLDINGS PUBLIC COMPANY LIMITED	 THAI GROUP HOLDINGS

Voting: The resolution for this Agenda requires a vote of not less than three-fourths (3/4) of total number of votes of shareholders attending the meeting and casting their votes.

Agenda 2

To consider and approve the acknowledge progress and approve the approach of non-life insurance business of the Company's group business.

Fact and Rationale: Southeast Insurance Public Company Limited ("SEIC") and Thai Insurance Public Company Limited ("TIC") formerly subsidiaries of the Thai Group Business were significantly affected from the claim of COVID-19 insurance policy which caused the restructuring of the non-life insurance business group. In addition to the COVID-19 pandemic, another major cause that had a significant impact on SEIC and TIC was the inability of both companies to appropriately and sufficiently implement the measures that they had prepared to manage the risks that arise because TIC and SEIC were unable to exercise the right to cancel the COVID-19 insurance policy even if it was specified in the terms of the policy. This was the result of the Registrar Order No. 38/2021 of The OIC dated July 16, 2021, regarding the cancellation of the conditions for termination of the COVID-19 insurance policy by non-life insurance companies, effective retroactively to the policies issued prior to the date of the Registrar Order No. 38/2021, which caused TIC and SEIC to pay the huge amounts of claims compensation based on all the policies that have been issued to customers previously.

In the past, SEIC and TIC, as well as Thai Group Holdings Public Company Limited ("the Company" or "TGH") as a major shareholder, have done the best to protect the policyholders both COVID-19 and other types of insurance policies to the least impact. At the same time, the Company have tried to support SEIC to be able to continue its business operation and also coordinated with the major shareholders of the Company at the time to obtain necessary support through the restructuring of the non-life insurance business group by disposing of all TIC shares from the Group and requesting funding in the form of subordinated loans to TIC so that TIC could fulfill the conditions of the reinsurance contract. These were the important factors supporting TIC and SEIC to get through the crisis resulting from the COVID-19 pandemic until early 2022. Furthermore, the new wave of COVID-19 pandemic occurring in early 2022 was the force majeure event that severely affected SEIC and TIC's financial position from the multiplied increasing number of COVID-19 insurance policy's claims. Both companies had to review and consider the guidelines for voluntary discontinuation of its non-life business to return its insurance license. While complying with the conditions for business dissolution as approved by the OIC, the Ministry of Finance had issued an order on revocation of the insurance license of SEIC and TIC and General Insurance Fund has been appointed to be the liquidator by legal.

For the future, Thai Group Business has a business policy to conduct non-life insurance business through Indara Insurance Public Company Limited which the Group is currently in the process of business transformation to increase competitiveness with a strong corporate risk management system and to create added value for the business to operate sustainably which will benefit all groups of stakeholders.

Board of Directors' opinion: According to the mentioned incidents and problems and the case that there still has never been a legal norm in Thailand's insurance business before. The Company as a shareholder of TIC (before the restructuring) and a shareholder of SEIC has to consider this matter carefully including the management guidelines and policies for the Group's non-life insurance business due to SEIC's business discontinuation.

Therefore, for the best interests of shareholders and all groups of stakeholders and the Company's reputation, the Board of Directors has agreed that it is appropriate to propose the shareholders to acknowledge the report of progress and the management guidelines for the Group's non-life insurance business and also has agreed that legal action should not be taken against related parties to claim damages because, according to the opinion of the legal advisor, such case is a legal issue for which there is still no clear norm, and the board of Directors also has considered this matter carefully and thoroughly under the framework of corporate governance, the responsibility to protect the interests of shareholders, all groups of stakeholders, the reputation of the organization and the impacts on other areas.

Voting: The resolution for this Agenda requires a majority vote of shareholders attending the meeting and casting their votes.

Agenda 3 Other Business (if any)

All shareholders are cordially to attend the Extraordinary General Meeting of Shareholders No.1/2022 on Friday August 26, 2022 at 14.30 hours through Electronic Meeting (E-EGM). Registration will open at 13.30 hours.

Any shareholders who is unable to attend and vote at the meeting on his/her behalf must either fill in and sign as appropriate Proxy Form B. as enclosed herewith (*Attachment No. 5*) or download Proxy Form A., Form B. or Form C. (Form C. is applicable only to foreign shareholders as registered in the registration book who have a custodian in Thailand) from the Company's website at <https://www.tgh.co.th/> Alternatively, shareholder may authorize one of the Company's Independent Directors to attend and vote on his/her behalf. Details of the Independent Directors proposed by the Company as proxy of shareholders can be found in *Attachment No. 1* as enclosed herewith.

In this regard, any shareholder wishing to appoint another person as his/her proxy to attend and vote at the meeting on his/her behalf is asked to fill in and sign the proxy form and deliver it, together with the required documents, to the Company by Monday, August 22, 2022 with attention to the Office of Corporate Secretary, Thai Group Holdings Public Company Limited at 6th floor, Southeast Building, No. 315 Silom Road, Silom, Bangrak, Bangkok 10500.

The Company determined the name of shareholders who are entitled to attend the Extraordinary General Meeting of Shareholders No.1/2022 on Thursday, August 4, 2022 (Record Date).

The Board of Directors' Meeting resolved to approve the authorization of the Chief Executive Officer and/or any person designated by Chief Executive Officer to have power to perform any acts relating to the calling of the Extraordinary General Meeting of Shareholders No.1/2022 , including issuance of a notice calling the Extraordinary General Meeting of Shareholders No.1/2022, change of date, time and venue of the Extraordinary General Meeting of Shareholders No.1/2022 and other details in relation to the Extraordinary General Meeting of Shareholders No.1/2022, as deemed necessary or appropriate.

Please be informed to attend the meeting of the shareholders at the venue on the date and time mentioned above accordingly.

Sincerely yours,

-Chotiphat Bijananda-

(Mr. Chotiphat Bijananda)
Acting Chief Executive Officer
On behalf of the Board of Directors
Thai Group Holdings Public Company Limited

Notes: All shareholders can access the invitation to the Extraordinary General Meeting of Shareholders No.1/2022 and all related documents at the Company's website from 11 August 2022. If any shareholder has a query regarding the agenda of the Extraordinary General Meeting of Shareholders No.1/2022, please send the query in advance during August 11, 2022 and August 22, 2022 via email at comsec@tgh.co.th or via post to the Office of Corporate Secretary, Thai Group Holdings Public Company Limited at 6th floor, Southeast Building, No. 315 Silom Road, Silom, Bangrak, Bangkok 10500.

Information of the Independent Directors proposed by the Company as proxy of shareholders**(1) Pol. Gen. Jate Mongkolhutthi**

Age	69 years
Current Position in the Company	Independent Director / Chairman of the Anti-Corruption Committee
Address	12th floor, Southeast Building, 315 Silom Road, Silom, Bangrak, Bangkok 10500
Having interest/ non-interest on the agenda proposed at the shareholders' meeting	<ul style="list-style-type: none">• No special interest which is different from other directors in all agenda proposed at the Extraordinary General Meeting of Shareholders No.1/2022

(2) Mr. Yothin Pibulkasetkij

Age	76 years
Current Position in the Company	Independent Director / Member of the Audit Committee
Address	12th floor, Southeast Building, 315 Silom Road, Silom, Bangrak, Bangkok 10500
Having interest/ non-interest on the agenda proposed at the shareholders' meeting	<ul style="list-style-type: none">• No special interest which is different from other directors in all agenda proposed at the Extraordinary General Meeting of Shareholders No.1/2022

(3) Mr. Padungdej Indralak

Age	67 years
Current Position in the Company	Independent Director / Member of the Audit Committee/ Member of the Anti-Corruption Committee
Address	12th floor, Southeast Building, 315 Silom Road, Silom, Bangrak, Bangkok 10500
Having interest/ non-interest on the agenda proposed at the shareholders' meeting	<ul style="list-style-type: none">• No special interest which is different from other directors in all agenda proposed at the Extraordinary General Meeting of Shareholders No.1/2022

Information of Independent Directors proposed by the Company as proxy of shareholders**Pol. Gen. Jate Mongkolhutthi****Age** 69 years

Education / Training

- Entrepreneurship and Business Skill Class 7, NIDA
- Police Management for Top Executives Class 16, Police College
- Justice Management for Top Executives Class 6, Office of the Attorney General

- Certificate of The National Defence College Class 45
- LL.M., Chulalongkorn University, Chulalongkorn University
- LL.B., Ramkhamhaeng University

Director Training

- Director Accreditation Program (DAP) Class 17/2004 Thai Institute of Directors Association (IOD)
- Director Certification Program (DCP) Class 8/2004 Thai Institute of Directors Association (IOD)
- Advance Audit Committee Program Class 14/2006 Thai Institute of Directors Association (IOD)
- Finance for Non-Finance Director (FN) Class 30/2006 Thai Institute of Directors Association (IOD)

Directorship Positions / Other Positions at Present

- **Listed Companies**

1 July 2022 – present	Chairman of the Anti-Corruption Committee
11 July 2018 – present	Independent Director
2020 – present	Thai Group Holdings Public Company Limited
	Chairman of the Board
	Lease It Public Company Limited
1999 – present	Independent Director
	SINO-Thai Engineering and Construction Public Company Limited
1999 – present	Independent Director
	STP&I Public Company Limited
28 February 2019 – 24 June 2022	Chairman of the Risk Management Committee
	Thai Group Holdings Public Company Limited

- **Non-listed Companies**

2013 – present	Independent Director and Member of the Audit Committee
	Southeast Life Insurance Public Company Limited
2020 – present	Chairman of the Board
	One Power Company Limited

• **Other Companies that compete with/related to the Company:** -None-
Shareholding in the Company (as of June 30, 2022): Personal: -None-
 Spouse or minor child: -None-

Relationship among Family with Other Directors and Executives: - None -

Mr. Yothin Pibulkasetkij**Age** 76 years

- Education / Training**
- Bachelor Degree of Accounting, Chulalongkorn University
 - Advanced Bank Management, Asian Institute of Management, Philippines
 - Financial Leadership Program, The Wharton School, University of Pennsylvania
- Director Training**
- Director Certification Program (DCP) Class 127/2010 Thai Institute of Directors Association (IOD)
 - Company Secretary Program Class 18/2006, Thai Institute of Directors Thai Institute of Directors Association (IOD)
 - Advance Audit Committee Program Class 32/2010, Thai Institute of Directors Thai Institute of Directors Association (IOD)

Directorship Positions / Other Positions at Present

- **Listed Companies**

- | | |
|-----------------------------------|--|
| 11 July 2018 – present | Independent Director and Member of the Audit Committee
Thai Group Holdings Public Company Limited |
| 30 January 2020 –
24 June 2022 | Chairman of the Nomination and Remuneration Committee
Thai Group Holdings Public Company Limited |

- **Non-listed Companies**

- | | |
|----------------|--|
| 2020 – present | Director, Policy and Information Technology Management Committee
Chulabhorn Royal Academy |
| 2019 – present | Director, Financial Policy and Asset Management Committee
Chulabhorn Royal Academy |
| 2015 – present | Independent Director and Chairman of the Audit Committee
Southeast Life Insurance Public Company Limited |
| 2015 – present | Independent Director and Chairman of the Audit Committee
Southeast Capital Company Limited |
| 2010 – present | Independent Director and Chairman of the Audit Committee
Cambodian Commercial Bank, Royal Kingdom of Cambodia |

- **Other Companies that compete with/related to the Company: -None-**

Shareholding in the Company (as of June 30, 2022):

Personal: -None-

Spouse or minor child: -None-

Relationship among Family with Other Directors and Executives: - None-

Mr. Padungdej Indralak**Age** 67 years**Education / Training**

- Bachelor Degree in Economic, Chulalongkorn University
- Postgraduate Diploma, North London Polytechnic

Director Training

- Director Accreditation Program (DAP) Class 103/2013
Thai Institute of Directors Association (IOD)

Directorship Positions / Other Positions at Present

- **Listed Companies**

1 July 2022 – present	Member of the Anti-Corruption Committee Thai Group Holdings Public Company Limited
11 July 2018 – present	Independent Director and Member of the Audit Committee Thai Group Holdings Public Company Limited
2017 – present	Independent Director / Chairman of the Audit Committee Zappe Public Company Limited
28 February 2019 – 24 June 2022	Member of the Risk Management Committee Thai Group Holdings Public Company Limited
30 January 2020 – 24 June 2022	Member of the Nomination and Remuneration Committee Thai Group Holdings Public Company Limited

- **Non-listed Companies**

2014 – present	Independent Director / Chairman of the Audit Committee ANZ Bank (Thai) Public Company Limited
2014 – present	Independent Director/ Member of the Audit Committee/ Member of the Risk Management Committee, Southeast Life Insurance Public Company Limited
2014 – present	Independent Director/ Member of the Audit Committee/ Member of the Risk Management Committee, Southeast Capital Company Limited

- **Other Companies that compete with/related to the Company:** -None-

Shareholding in the Company	Personal: -None-
	Spouse or minor child: -None-

(as of June 30, 2022):**Relationship among Family with Other Directors, Management, Major Shareholders and Subsidiaries:** - None -

The Company's Articles of Association in relation to the EGM No.1/2022

Chapter 5 Board of Directors

- Article 16. The directors shall be elected by the shareholders meeting in accordance with the following rules and procedures:
- (1) Each shareholder shall have one (1) vote for one (1) share.
 - (2) Each shareholder may exercise all the votes he or she has under (1) above to elect one or several persons to be director or directors, but cannot divide his/her votes to any particular person in any number.
 - (3) The candidates shall be ranked in descending order from the highest number of votes received to the lowest, and shall be elected as directors in that order until all of the director positions are filled. In the case where those persons who are elected, in descending order, receive equal votes which are more than the number of directors to be elected at that time, the Chairman of the shareholders meeting shall have a casting vote.
- Article 17. At each annual general meeting, one-third (1/3) of the total number of the directors at that time, or if the number is not a multiple of three (3), then the number nearest to one-third (1/3), must retire from office.
- A retiring director is eligible for re-election.
- The directors retiring from office in the first and second years after the registration of the Company shall be selected by means of drawing lots. In subsequent years, the director who has held office the longest shall retire.
- Article 20. A shareholders meeting may pass a resolution removing any director from office prior to the expiration of the term of office by a vote of no less than three-quarters (3/4) of the number of shareholders present at the meeting and entitled to vote and the shares held by them shall, in aggregate, be no less than one-half (1/2) of the number of shares held by the shareholders present at the meeting and entitled to vote.
- Article 22. The directors shall be entitled to receive remuneration from the Company in the form of a financial reward, meeting allowance, gratuity, bonus, or benefit of other nature in accordance with a resolution of the shareholders meeting by a vote of no less than two-thirds (2/3) of the number of shareholders present at the meeting. The remuneration may be designated in fixed amounts or as a specific guideline, for any specific time of payment or for continuous application until any future amendment by a resolution of the shareholders meeting. The directors are also entitled to the remunerations and benefits in accordance with the Company's regulations.
- The provision under the first paragraph shall not prejudice rights of the directors appointed from the staff-members or employees of the Company who are entitled to the remunerations and benefits as the staff-members or employees of the Company.

Chapter 6 Meeting of Shareholders

- Article 31. The Board of Directors shall hold an annual general meeting of shareholders within the period of four (4) months after the end of the Company's accounting period.
- General meetings of shareholders other than that specified in the first paragraph shall be called extraordinary general meetings. The Board of Directors may call extraordinary general meetings whenever they deem appropriate.
- Any one or more shareholders holding shares in aggregate of no less than ten (10) percent of the total number of shares sold May, at any time, subscribe their names and clearly state the matters and purposes in a letter requesting the Board of Directors to call an extraordinary general meeting. In this case, the Board of Directors shall convene the shareholders meeting within the period of forty-five (45) days from the date of receipt of such letter from the shareholders.

If the Board of Directors fails to convene the meeting within the period of forty-five (45) days from the date of receipt of such letter from the shareholders, the shareholders who have subscribed their names or other shareholders with the shareholdings in the required aggregate amount may convene the meeting by themselves within the period of forty-five (45) days from the expiration of the forty-five (45)-day period in which the Board of Directors is required to convene the shareholders meeting. In this case, such meeting shall be deemed to be convened by the Board of Directors, provided that the Company shall be responsible for any necessary expenses incurred from the convening of such meeting and for reasonable facilitation.

In the case where the number of shareholders present at the meeting convened by the shareholders under the fourth paragraph is not sufficient to constitute a quorum as required by Article 33, the shareholders under the fourth paragraph shall be jointly responsible for the expenses incurred from the convening of such meeting in favour of the Company.

Article 32. In convening a shareholders meeting, the Board of Directors shall prepare a notice of the meeting specifying the place, date, time, agenda items, and the matters to be proposed to the meeting together with appropriate details stating clearly whether they will be for acknowledgment, approval, or consideration, as the case may be, including the opinions of the Board of Directors on the said matters, and shall send the same to the shareholders and the Registrar for their acknowledgement within the period of no less seven (7) days prior to the date of the meeting. Publication of the notice of the meeting shall also be made in a newspaper for the period of no less than three (3) consecutive days, at least three (3) days prior to the meeting date.

A meeting of shareholders shall be held in the province where the principal office of the Company is located or any other place as may be determined by the Board of Directors.

Article 33. At a shareholders meeting, a quorum of the meeting shall consist of shareholders or proxies (if any) who represent not less than twenty-five (25) persons or no less than one-half (1/2) of the total number of shareholders, holding in an aggregate amount number of no less than one-third (1/3) of the total number of shares sold.

In the case where, at any shareholders meeting, one (1) hour has passed since the time for which the number of shareholders meeting is scheduled but the number of shareholders present at the meeting has not met the requirements as stated in the first paragraph, such meeting shall be cancelled if the meeting was requested by the shareholders. If such meeting was not convened at the request of the shareholders, the meeting shall be adjourned and the notice of such meeting shall be sent to shareholders within the period of no less than seven (7) days prior to the date of the meeting. The adjourned meeting shall not require a quorum.

Article 34. The Chairman of the Board of Directors shall preside as the chairman of the shareholders meeting. If the Chairman of the Board of Directors is not present at the meeting or cannot perform his duty, the Vice-Chairman of the Board of Directors shall preside as chairman of the meeting. If there is no Vice-Chairman of the Board of Directors or if he or she is not present at the meeting or cannot perform his or her duty, the shareholders meeting shall elect one shareholder present at the meeting to be chairman of the meeting.

Article 35. In casting votes at a shareholders meeting, one (1) share is entitled to one (1) vote, and any shareholder who has a vested interest in any matter shall not be entitled to vote on such matter, with the exception of the vote for appointment of Directors. The resolutions of the shareholders meeting shall consist of the following votes:

- (1) In general, a resolution shall be passed by a majority vote of shareholders present at the meeting and casting their votes. In the case of a tie, the chairman of the meeting shall have a casting vote.

- (2) In the following circumstances, a resolution shall be passed by a vote of no less than three-quarters (3/4) of the total votes of the shareholders present at the meeting and entitled to vote:
- (a) the sale or transfer of all or substantial parts of the business of the Company to other persons;
 - (b) the acquisition or acceptance of the transfer of a business of other private companies or public limited companies by the Company;
 - (c) the execution, amendment, or termination of agreements concerning the lease of all or substantial parts of the business of the Company, the assignment of another person to manage the business of the Company, or the merger of the business with other persons for the purposes of sharing profits and losses;
 - (d) the amendment to the Memorandum of Association or the Articles of Association of the Company;
 - (e) the increase or decrease in the Company's registered capital;
 - (f) the winding up of the Company;
 - (g) the issuance of debentures of the Company;
 - (h) the amalgamation of Company's business with another company;
 - (i) the undertaking of other acts, as required by law, which must be approved by a vote of no less than three-quarters (3/4) of the total votes of the shareholders present at the meeting and entitled to vote.

Articles 36. The following matters shall be decided by the annual general meeting of shareholders:

- (1) to acknowledge the report of the Board of Directors concerning the Company's business during the previous year;
- (2) to consider and approve the balance sheet, and the profit and loss account of the accounting period of the previous year;
- (3) to consider and approve the appropriation of profits and distribution of dividends;
- (4) to appoint new directors to replace the directors who are due to retire upon the expiration of their term of office;
- (5) to determine the directors' remunerations;
- (6) to appoint auditors and to determine the audit fee; and
- (7) to transact other business.

Chapter 8 Accounting, Finance, and Auditing

- Article 40. The accounting period of the Company shall commence on 1 January and end on 31 December of every year.
- Article 41. The Company shall prepare and maintain books of accounting, and the auditing as prescribed by the relevant laws, as well as prepare a balance sheet and profit and loss account at least once every twelve (12) months, which constitute an accounting period of the Company.
- Article 42. The Board of Directors shall cause the balance sheets, and the profit and loss account to be prepared as of the end of the accounting period of the Company, and shall propose the same to the shareholders meeting for approval at the annual general meeting. The Board of Directors shall arrange for the auditor to complete the auditing prior to the proposal of the said balance sheet and the profit and loss account to the shareholders meeting.
- Article 43. The Board of Directors shall deliver to the shareholders the following documents together with a notice calling for the annual general meeting of shareholders:
- (1) a copy of the balance sheet and the profit and loss account which have been audited by the auditor, as well as an audit report of the auditor; and

(2) the annual report of the board of directors, and the supporting documents to the report.

Article 44. No Director, staff-member, employee, or any person holding a position in the Company is eligible to act as an auditor.

Article 45. The auditor has the authority to examine the accounts, documents, and any other evidence relating to the revenues and expenditures, including the assets and debts of the company during the business hours of the Company. In this regard, the auditor shall also have the authority to interrogate the directors, staff-members, employees, persons holding any position or having any duty in the company, and agents of the company, including directing them to clarify any matter or to deliver documents or evidence in connection with the operation of the business of the Company.

Article 46. The auditor has the duty to attend every shareholders meeting of the Company at which the Financial Statements and problems pertaining to the Company's accounts are considered in order to provide a clarification of the auditing to the shareholders. The Company shall also deliver to the auditor the reports and all documents to be received by the shareholders for such shareholders meeting.

Chapter 9 Dividends and Reserves

Article 47. No dividends shall be paid other than out of profits. If the Company still incurs an accumulated loss, no dividends shall be distributed.

Dividends shall be equally distributed according to the number of shares, unless otherwise provided in the case of preference shares, for which the dividends are determined to be allocated differently from those of ordinary shares. The dividend payment shall be approved by the shareholders meeting.

The Board of Directors may, from time to time, pay to the shareholders the interim dividends if the Board of Directors estimates that the profits of the Company justify such payment. After the dividends have been paid, such dividend payment shall be reported to the shareholders at the following shareholders meeting.

Article 48. The Company must appropriate to a reserve fund, from the annual net profit, at least five (5) percent of the annual net profit less carried-forward accumulated loss (if any) until the reserve fund attains an amount of no less than ten (10) percent of the registered capital.

**Guidelines for attending the EGM through Electronic Meeting (E-EGM) and
the Appointment of Proxies**

1. In case the shareholders attending the E-EGM by themselves

- 1.1 Please fill the registration form for the EGM through Electronic Meeting (E-EGM) attached to this guideline. **Kindly fill email and your cell phone number clearly in order to be used for the meeting registration** and attach identification document to confirm the attendance of E-EGM as follows:

- In the event that the shareholder is an ordinary person - a valid certified true copy of ID card, passport/ other official documents issued by government authority.
- In the event that the shareholder is a juristic person – please attach an executed version of the power of attorney or a proxy and supporting documents as per the detail in item “supporting documents for the appointment of proxy”.

Please submit the registration form for the EGM through Electronic Meeting and such identification document to the Company within **August 22, 2022** via the following channels:

- **Email:** comsec@tgh.co.th or
- **Post:** Office of Corporate Secretary, Thai Group Holdings Public Company Limited at 6th floor, Southeast Building, No. 315 Silom Road, Silom, Bangrak, Bangkok 10500.

- 1.2 When the Company receives document as per item 1.1 from you, the Company will proceed with inspecting document for confirming the meeting attendance. Once the inspected is completed, the Company will send username and password. Kindly refrain from giving your username and password provided for shareholder to other person. **In the case your username and password are lost or you have not received it within August 24, 2022, please immediately contact the Company.**
- 1.3 The Company will inform the username and password to shareholders or the proxy holders together with E-EGM manual, kindly study the guideline as attached in your email. The system will be opened 60 minutes prior to the meeting in advance so that the shareholder can register for attending the meeting. However, the live broadcast will begin at 14.30 hrs.
- 1.4 For the voting during the E-EGM, the shareholders or proxy holders will vote for “Approve” or “Disapprove” or “Abstain”. In case that no voting in the ant agenda, the system will automatically count the vote as Approve.
- 1.5 In case that the shareholders or proxy holders have any technical problems or questions regarding the voting system prior to/ during the meeting, please contact Quidlab Co., Ltd, the Company’s vendor for E-EGM of which contact will be appeared in the confirmation email of username and password.

2. In case the shareholders appointing proxy to attend the E-EGM

In case that a shareholder is unable to attend the meeting, he/she may authorize another person or the Company's independent director, to attend and vote on his/her behalf. The name of independent directors namely (1) Pol. Gen. Jate Mongkolhutthi (2) Mr. Yothin Pibulkasetkij (3) Mr. Padungdej Indralak (the details of each independent director appeared in **Attachment No. 1**)

Please fill statement and sign in the proxy, as appeared in **Attachment 5** in the invitation letter and send the proxy together with supporting documents for the appointment of proxy (as specified below) to the Company within **August 22, 2022** via the following channels:

- **Email:** comsec@tgh.co.th or
- **Post:** Office of Corporate Secretary, Thai Group Holdings Public Company Limited at 6th floor, Southeast Building, No. 315 Silom Road, Silom, Bangrak, Bangkok 10500.

Supporting documents for the appointment of proxy

1. Shareholder appoints a proxy

- 1) A Proxy Form which is completely filled and signed by the proxy grantor and the proxy; **and**
- 2) A copy of valid ID card or passport certified true copy by the proxy grantor; **and**
- 3) A copy of valid ID card or passport certified true copy by the proxy.

2. Juristic person

- 1) A Proxy Form which is completely filled and signed by such juristic person's authorized person and have such juristic person's company seal affixed (if any) of the proxy granter and signed by the proxy; **and**
- 2) A certified true copy of the Affidavit or Certificate of Incorporation which is issued in the period of not exceeding 6 months prior the proxy grantor's shareholder meeting; **and**
- 3) A copy of valid ID card or passport certified true copy by the proxy grantor; **and**
- 4) A copy of valid ID card or passport certified true copy by the proxy.

For the person who is not Thai citizen or is a foreign juristic person

If the documents or evidence as per above is not in Thai or in English version, the shareholder must show translation of those documents in English which is certified true translation by the shareholder or such juristic person's authorized person (in the case of juristic person).

3. Channel for shareholder to send comment or questions related to business, industry and business operation of the Company or any relevant agenda to be considered in this E-EGM are as follows:

- 3.1 During the E-EGM meeting, the shareholder attending the meeting can submit comment or questions during E-EGM system.
- 3.2 The shareholder can submit comments or question in advance (as per Question Form in Attachment No.4) to the Company prior to the meeting date via following channels:
 - **Email:** comsec@tgh.co.th or
 - **Post:** Office of Corporate Secretary, Thai Group Holdings Public Company Limited at 6th floor, Southeast Building, No. 315 Silom Road, Silom, Bangrak, Bangkok 10500.

Registration form for attending the EGM through Electronic Meeting (E-EGM)

Written at _____

Date ____ Month _____ Year _____

I/We _____ Nationality _____

Address _____ Road _____ Sub-district _____

District _____ Province _____ Postal code _____

E-mail _____ Telephone _____

as a shareholder of Thai Group Holdings Public Company Limited (the “Company”) holding a total number of _____ shares.

I hereby confirm to attend the meeting and cast the votes in the Extraordinary General Meeting of Shareholders No.1/2022 on Friday, August 26, 2022 at 14.30 hrs. through Electronic Meeting (E-EGM). Please send a weblink for attending the E-EGM, Username, and Password my/our email as follows.

Email _____

Sign _____ Shareholder

()

Sign _____ Shareholder

()

Important remark: Kindly send this registration form for attending the EGM through Electronic Meeting (E-EGM) which is completely filled and attached identification document for inspection in attending the E-EGM to the Company within August 22, 2022 via the following channels:

- **Email:** comsec@tgh.co.th or
- **Post:** Office of Corporate Secretary, Thai Group Holdings Public Company Limited at 6th floor, Southeast Building, No. 315 Silom Road, Silom, Bangrak, Bangkok 10500.

แบบการส่งคำถามล่วงหน้าก่อนการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 1/2565
Question Form for the Extraordinary General Meeting of Shareholders No. 1/2022

ข้าพเจ้า (นาย/ นาง/ น.ส./ อื่นๆ) I, (Mr./Mrs./Ms./Others) ชื่อ/Name.....นามสกุล/Surname.....

โทรศัพท์/Telephone:.....อีเมลล์/Email:.....

☐ เป็นผู้ถือหุ้นของบริษัท ไทยกรุ๊ป โฮลดิ้งส์ จำกัด (มหาชน) ☐ ผู้รับมอบอำนาจจาก.....

☐ being a shareholder of Thai Group Holdings Public Company Limited ☐ being a proxy of

ขอส่งคำถามเกี่ยวกับการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 1/2565 ของบริษัท ดังนี้ / would like to submit question(s) relating to agenda (s) for the Extraordinary General Meeting of Shareholders No. 1/2022 of the Company as follows:

วาระที่ 1 พิจารณานุมัติการแก้ไขเปลี่ยนแปลงตราประทับของบริษัท และการเปลี่ยนแปลงข้อบังคับของบริษัท ข้อ 50 ให้สอดคล้องกับตราประทับของบริษัท

Agenda 1 To consider and approve the amendment of the Company's seal and Article of Association Clause 50 to be aligned with the change of the Company's seal.

วาระที่ 2 พิจารณารับทราบความคืบหน้าและอนุมัติแนวทางการจัดการและการดำเนินธุรกิจประกันวินาศภัยของกลุ่มบริษัท

Agenda 2 To consider and approve the acknowledge progress and approve the approach of non-life insurance business of the Company's group business.

วาระที่ 3 เรื่องอื่นๆ (ถ้ามี)

Agenda 3 Other Business (if any)

Proxy Form A. (General Form)
Attachment to the Notification of Department of Business Development
Re: Prescription of Proxy Forms (No. 5) B.E. 2550 (2007)

Stamp duty of
Baht 20

Made at

Date

(1) I/we, Nationality,
 Residence No., Road, Tambol/Sub-district,
 Amphoe/District, Province, Postal code

(2) Being the shareholder of **Thai Group Holdings Public Company Limited**, holding a total number of ...
 share(s), representing a total number of vote(s) comprising:

..... ordinary share(s), representing vote(s);

..... preferred share(s), representing vote(s),

(3) Hereby appoint either one of the following persons:

☐ (1), Age Years,
 Residence No., Road,
 Tambol/Sub-district, Amphoe/District,
 Province, Postal code; or

☐ (2) **Pol. Gen. Jate Mongkolhutthi**, Age **69** Years,
 Residence No. **315, Southeast Building, 12th floor**, Road **Silom**,
 Tambol/Sub-district **Silom**, Amphoe/District **Bangrak**,
 Province **Bangkok**, Postal code **10500**; or

☐ (3) **Mr. Yothin Pibulkasetkij**, Age **76** Years,
 Residence No. **315, Southeast Building, 12th floor**, Road **Silom**,
 Tambol/Sub-district **Silom**, Amphoe/District **Bangrak**,
 Province **Bangkok**, Postal code **10500**; or

☐ (4) **Mr. Padungdej Indralak**, Age **67** Years,
 Residence No. **315, Southeast Building, 12th floor**, Road **Silom**,
 Tambol/Sub-district **Silom**, Amphoe/District **Bangrak**,
 Province **Bangkok**, Postal code **10500**.

Individually, as my/our proxy to attend and vote at **the Extraordinary General Meeting of Shareholders No.1/2022 on Friday, August 26, 2022, at 14.30 hours through Electronic Meeting (E-EGM)** or at any adjournment thereof.

Any action (s) carried out by/decision(s) made by the proxy at the Meeting is/are regarded as carried out by me/us.

Signed _____ Grantor
 (_____)

Signed _____ Proxy
 (_____)

Signed _____ Proxy
 (_____)

Signed _____ Proxy
 (_____)

Remark: Only one proxy shall be appointed by the authorizing shareholder to attend a meeting and vote as his representative. The shareholder shall not split his votes to be given to more than one proxy.

Proxy Form B. (Form Clearly Specify Details of Proxy)
Attachment to the Notification of Department of Business Development
Re: Prescription of Proxy Forms (No. 5) B.E. 2550 (2007)

Stamp duty
of Baht 20

Made at _____
 Date _____

(1) I/we _____, Nationality _____,
 Residence No. _____, Road _____, Tambol/Sub-district _____,
 Amphoe/District _____, Province _____, Postal code _____;

(2) Being the shareholder of **Thai Group Holdings Public Company Limited**, holding a total number of _____ share(s), representing a total number of _____ vote(s) comprising:
 _____ ordinary share(s), representing _____ vote(s);
 _____ preferred share(s), representing _____ vote(s);

(3) Hereby appoint either one of the following persons:

☐ (1) _____, Age _____ Years,
 Residence No. _____, Road _____,
 Tambol/Sub-district _____, Amphoe/District _____,
 Province _____, Postal code _____; or

☐ (2) **Pol. Gen. Jate Mongkolhutthi**, Age **69** Years,
 Residence No. **315, Southeast Building, 12th floor**, Road **Silom**,
 Tambol/Sub-district **Silom**, Amphoe/District **Bangrak**,
 Province **Bangkok**, Postal code **10500**; or

☐ (3) **Mr. Yothin Pibulkasetkij**, Age **76** Years,
 Residence No. **315, Southeast Building, 12th floor**, Road **Silom**,
 Tambol/Sub-district **Silom**, Amphoe/District **Bangrak**,
 Province **Bangkok**, Postal code **10500**; or

☐ (4) **Mr. Padungdej Indralak**, Age **67** Years,
 Residence No. **315, Southeast Building, 12th floor**, Road **Silom**,
 Tambol/Sub-district **Silom**, Amphoe/District **Bangrak**,
 Province **Bangkok**, Postal code **10500**.

Individually, as my/our proxy to attend and vote at **the Extraordinary General Meeting of Shareholders No.1/ 2022 on Friday, August 26, 2022, at 14.30 hours through Electronic Meeting (E-EGM)** or at any adjournment thereof.

(4) At the said Meeting, I/we wish my/our voting right(s) will be exercised by the proxy as follows:

Agenda 1 : To consider and approve the amendment of the Company's seal and Article of Association Clause 50 to be aligned with the change of the Company's seal.

- ☐ (a) I/we grant the proxy the right to consider and vote on my/our behalf in all respects as the proxy deems appropriate.
- ☐ (b) I/we grant the proxy the right to vote in accordance with my/our intention as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda 2 : To consider and approve the acknowledge progress and approve the approach of non-life insurance business of the Company's group business.

- ☐ (a) I/we grant the proxy the right to consider and vote on my/our behalf in all respects as the proxy deems appropriate.
- ☐ (b) I/we grant the proxy the right to vote in accordance with my/our intention as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda 3 : Other business (if any)

- ☐ (a) I/we grant the proxy the right to consider and vote on my/our behalf in all respects as the proxy deems appropriate.
- ☐ (b) I/we grant the proxy the right to vote in accordance with my/our intention as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

(5) Voting by the proxy in respect of any agenda that is not in compliance with this Proxy Form shall be invalid and shall not constitute my/our voting as a shareholder.

(6) If I/we have not expressed my/our intention to vote on any agenda, or if such intention is not clearly expressed, or if the Meeting considers and votes on any matter other than those specified above, including amending or adding any fact, the proxy shall be entitled to consider and vote on my/our behalf in all respects as the proxy deems appropriate.

All acts performed by the Proxy during the course of the Meeting, except for the vote of the Proxy which is not in accordance with this Proxy Form, shall bind me/us as if I/we performed such act.

Signed _____ Grantor
(_____)

Signed _____ Proxy
(_____)

Signed _____ Proxy
(_____)

Signed _____ Proxy
(_____)

Remarks:

1. A shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.
2. In the agenda of appointment of directors, shareholder is able to elect the whole board of directors or only certain directors.
3. If any additional item on the agenda is to be considered, the proxy may vote on such item in Supplemental Proxy Form B as attached.

Supplemental Proxy Form B.

Proxy is given as the shareholder of **Thai Group Holdings Public Company Limited**.....

At the Extraordinary General Meeting of Shareholders No.1/2022 on Friday, August 26, 2022, at 14.30 hours through Electronic Meeting (E-EGM) or at any adjournment thereof.

Agenda..... :

☐ (a) I/we grant the proxy the right to consider and vote on my/our behalf in all respects as the proxy deems appropriate.

☐ (b) I/we grant the proxy the right to vote in accordance with my/our intention as follows:

☐ Approve

☐ Disapprove

☐ Abstain

Agenda..... :

☐ (a) I/we grant the proxy the right to consider and vote on my/our behalf in all respects as the proxy deems appropriate.

☐ (b) I/we grant the proxy the right to vote in accordance with my/our intention as follows:

☐ Approve

☐ Disapprove

☐ Abstain

Agenda..... :

☐ (a) I/we grant the proxy the right to consider and vote on my/our behalf in all respects as the proxy deems appropriate.

☐ (b) I/we grant the proxy the right to vote in accordance with my/our intention as follows:

☐ Approve

☐ Disapprove

☐ Abstain

Agenda..... :

☐ (a) I/we grant the proxy the right to consider and vote on my/our behalf in all respects as the proxy deems appropriate.

☐ (b) I/we grant the proxy the right to vote in accordance with my/our intention as follows:

☐ Approve

☐ Disapprove

☐ Abstain

Proxy Form C.

(Form only for foreign shareholders as registered in the registration book who have custodian in Thailand) Attachment to the Notification of Department of Business Development

Re: Prescription of Proxy Forms (No. 5) B.E. 2550 (2007)

Stamp duty
of Baht 20

Made at

Date

(1) I/we
Residence No., Road
Tambol/Sub-district, Amphoe/District
Province, Postal code
as a custodian for

Being the shareholder of **Thai Group Holdings Public Company Limited**, holding a total number of share(s), representing a total number of vote(s) comprising:

..... ordinary share(s), representing vote(s);

..... preferred share(s), representing vote(s);

(2) Hereby appoint either one of the following persons:

☐ (1), Age Years,
Residence No., Road

.....
Tambol/Sub-district, Amphoe/District
Province, Postal code; or

☐ (2) Pol. Gen. Jate Mongkolhutthi, Age 69 Years,
Residence No. 315, Southeast Building, 12th floor, Road Silom
Tambol/Sub-district Silom, Amphoe/District Bangrak
Province Bangkok, Postal code 10500; or

☐ (3) Mr. Yothin Pibulkasetkij, Age 76 Years,
Residence No. 315, Southeast Building, 12th floor, Road Silom
Tambol/Sub-district Silom, Amphoe/District Bangrak
Province Bangkok, Postal code 10500; or

☐ (4) Mr. Padungdej Indralak, Age 67 Years,
Residence No. 315, Southeast Building, 12th floor, Road Silom
Tambol/Sub-district Silom, Amphoe/District Bangrak
Province Bangkok, Postal code 10500

Individually, as my/our proxy to attend and vote at the **Extraordinary General Meeting of Shareholders No.1/ 2022 on Friday, August 26, 2022, at 14.30 hours through Electronic Meeting (E-EGM)** or at any adjournment thereof.

(3) At the said Meeting, I/we authorize proxy to attend the Meeting and exercise my/our voting right(s) as follows:

☐ (a) I/we grant the proxy the right to consider and vote on my/our behalf for total holding shares and voting right.

☐ (b) I/we grant the proxy the right to consider and vote on my/our behalf for some of the total holding shares and voting right as follows:

☐ ordinary share(s), representing vote(s);

☐ preferred share(s), representing vote(s);

Total voting right vote(s).

(4) At the said Meeting, I/we wish my/our voting right(s) will be exercised by the proxy as follows:

Agenda 1 : To consider and approve the amendment of the Company's seal and Article of Association Clause 50 to be aligned with the change of the Company's seal.

☐ (a) I/we grant the proxy the right to consider and vote on my/our behalf in all respects as the proxy deems appropriate.

☐ (b) I/we grant the proxy the right to vote in accordance with my/our intention as follows:

☐ Approve

☐ Disapprove

☐ Abstain

Agenda 2 : To consider and approve the acknowledge progress and approve the approach of non-life insurance business of the Company's group business.

☐ (a) I/we grant the proxy the right to consider and vote on my/our behalf in all respects as the proxy deems appropriate.

☐ (b) I/we grant the proxy the right to vote in accordance with my/our intention as follows:

☐ Approve

☐ Disapprove

☐ Abstain

Agenda 3 : Other business (if any)

☐ (a) I/we grant the proxy the right to consider and vote on my/our behalf in all respects as the proxy deems appropriate.

☐ (b) I/we grant the proxy the right to vote in accordance with my/our intention as follows:

☐ Approve

☐ Disapprove

☐ Abstain

(5) Voting by the proxy in respect of any agenda that is not in compliance with this Proxy Form shall be invalid and shall not constitute voting by the shareholder.

(6) If I/we have not expressed my/our intention to vote on any agenda, or if such intention is not clearly expressed, or if the Meeting considers and votes on any matter other than those specified above, including amending or adding any fact, the proxy shall be entitled to consider and vote on my/our behalf in all respects as the proxy deems appropriate.

All acts performed by the Proxy during the course of the Meeting, except for the vote of the Proxy which is not in accordance with this Proxy Form, shall bind me/us as if I/we performed such act.

Signed _____ Grantor
(_____)

Signed _____ Proxy
(_____)

Signed _____ Proxy
(_____)

Signed _____ Proxy
(_____)

Remarks:

1. Only foreign shareholders as registered in the registration book who have custodian in Thailand can use the Proxy Form C.
2. Supporting documents to be enclosed with the proxy form are as follows:
 - (a) Power of Attorney from shareholder authorizing a custodian to sign the proxy form on behalf of the shareholder
 - (b) Letter of certification to certify that the signatory in the proxy form has an authority to act as a custodian
3. A shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.
4. In the agenda of appointment of directors, shareholder is able to elect the whole board of directors or only certain directors.
5. If any additional item on the agenda is to be considered, the proxy may vote on such item in Supplemental Proxy Form C. as attached.

Supplemental Proxy Form C.

Proxy is given as the shareholder of Thai Group Holdings Public Company Limited.

At the Extraordinary General Meeting of Shareholders No.1/ 2022 on Friday, August 26, 2022, at 14.30 hours through Electronic Meeting (E-EGM) or at any adjournment thereof.

Agenda..... :

☐ (a) I/we grant the proxy the right to consider and vote on my/our behalf in all respects as the proxy deems appropriate.

☐ (b) I/we grant the proxy the right to vote in accordance with my/our intention as follows:
☐ Approve _____ votes ☐ Disapprove _____ votes ☐ Abstain _____ votes

Agenda..... :

☐ (a) I/we grant the proxy the right to consider and vote on my/our behalf in all respects as the proxy deems appropriate.

☐ (b) I/we grant the proxy the right to vote in accordance with my/our intention as follows:
☐ Approve _____ votes ☐ Disapprove _____ votes ☐ Abstain _____ votes

Agenda..... :

☐ (a) I/we grant the proxy the right to consider and vote on my/our behalf in all respects as the proxy deems appropriate.

☐ (b) I/we grant the proxy the right to vote in accordance with my/our intention as follows:
☐ Approve _____ votes ☐ Disapprove _____ votes ☐ Abstain _____ votes

Agenda..... :

☐ (a) I/we grant the proxy the right to consider and vote on my/our behalf in all respects as the proxy deems appropriate.

☐ (b) I/we grant the proxy the right to vote in accordance with my/our intention as follows:
☐ Approve _____ votes ☐ Disapprove _____ votes ☐ Abstain _____ votes

Announcement

No. Bor Kor. 006/04/2022

Re: Notification of details of personal data policy for shareholders and shareholders' representatives

Thai Group Holdings Public Company Limited (“the Company”) realized the importance to the protection of your personal data as a shareholder of the Company including in the case that you are a proxy, attorney-in-fact from such person (referred to as “representative”) and to ensure that the Company will protect and treat your personal data in accordance with the Personal Data Protection Act B.E. 2562 and amendments (if any) and other laws related (collectively, “Law”). The Company as the Personal Data Controller, has legal obligations in providing you with this notice to ensure that you are aware of the reasons and methods by which the Company collects, uses, discloses (collectively, “processing”) personal data including to informing you the rights as a data subject and the following communication channels of the Company.

SECTION 1: PURPOSES OF COLLECTION, USE AND DISCLOSURE OF PERSONAL DATA

The Company processes your personal data within the scope set out in the Personal Data Protection Act B.E. 2562 and amendments (if any). The Company shall collect your personal data only as necessary for processing purpose whereas the Company has informed the purpose of processing your personal data with explanation of Lawful Basis in processing personal data as follows:

No.	Purposes	Lawful Basis
1	For management of shareholder registrations, appointment of proxies and others for shareholders in compliance with the governance of public limited companies law and relevant laws.	Legal Obligation
2	For payment of dividends to shareholders.	Legal Obligation Contractual Basis
3	For organizing meetings, attendance at the shareholders' meeting and the management of such meetings, for example, registration of meetings, recording of meeting resolutions, and etc.	Legitimate Interests
4	For recording of images, audio and/or video during the meeting, including meeting minutes and meeting reports, publishing details on the Company's website and/or other communication channels of the Company.	Legitimate Interests

No.	Purposes	Lawful Basis
5	To provide information and news about investor relations activities to shareholders as the Company considers appropriate and used as data base for selection process of applicants to participate in such activities.	Legitimate Interests
6	For data analysis, activities preparation, activities arrangement and facilitation for shareholders participating in activities organized by the Company as the Company considers appropriate such as arrangement of place location, food, beverages and etc.	Legitimate Interests
7	For database and process of actions related to the granting of any benefits as a shareholder such as the right to subscribe for newly issued shares and etc.	Legitimate Interests
8	For database of stakeholders of the Company and/or use of data to manage relationships or liaising with other related companies.	Legitimate Interests
9	For risk management and internal controls, investigation including internal audit of the Internal Audit Office, good corporate governance and internal organization management.	Legitimate Interests
10	For the issue of legal claims, compliance or exercise of legal claims or defend of legal claim, case prosecutions as well as proceedings of legal execution case enforcements.	Legitimate Interests
11	For legal compliance, agencies orders, independent organizations or officers with legal enforce and authorities such as complying to summons, court orders, police officers, prosecutors, government agencies, and reporting or disclosing data to government agencies or independent organizations.	Legal Obligation

The Company shall collect personal data as necessary for the Company to perform on contractual basis or in connection with provisions on obligation and rights of shareholders and to comply with applicable laws, including the governing public limited company law and other governing business laws. If you wish not to provide the necessary personal data, the Company may not be able to administer or manage shareholder agreement between you and the Company including your benefits as a shareholder.

SECTION 2: PERSONAL DATA COLLECTION

Generally, the Company collects your personal data by requesting data directly from you, for example, requiring you to fill out a form specified by the Company or enquiring from you or requesting you to transmit documents containing your personal data to the Company. However, there may be cases in which the Company collects your personal data from other sources in order to achieve the aforementioned purposes such as the securities registrar, etc.

The personal data that the company collects shall be as follows:

2.1 General Personal Data

- (1) Identity Data such as name, surname, identification number, date of birth, gender, age, nationality, signature, data according to name-surname change and photo.
- (2) Contact Data such as address, telephone number and e-mail.
- (3) Financial Data such as bank account numbers to receive benefits for dividend payments.
- (4) Company Communication Data such as recording images or audio when contacting the Company.
- (5) Data regarding the participation in various activities of the Company such as images captures or videos.
- (6) Data regarding electronic accounts such as Username, Line ID.
- (7) Other data.

2.2 Sensitive Data

Generally, the Company does not intend to collect and use religious data and blood group data as appeared on a copy of your identification card for any specific purpose. If you provide a copy of your identification card to the Company, we request you to conceal such data. If you do not conceal the said data, you are deemed to have authorized the Company to conceal such data and shall be deemed that a document with such concealment is legally valid and enforceable in all respects. The Company shall collect and use such data only as part of your identity verification.

In addition, if the Company needs to collect other sensitive data for specific purposes, the Company shall obtain your express consent prior to such collection. Provided, however, that the Company may process sensitive data such as personal health, data about disability and etc.

SECTION 3: PERIOD OF PERSONAL DATA COLLECTION

The Company shall retain your personal data for a period necessary for the purposes of collecting, using and disclosing personal data as stated in this announcement. The rule basis to determine a collection period is length of time the Company has relationship with you, or the length of time the Company provides benefits to you and your personal data may be continually retained for a period necessary to comply with legal obligation, or according to legal prescription for the issue of legal claims, compliance with law or exercising legal claims or defend of legal claims or other purposes according to the Company's internal policies and regulations.

SECTION 4: DISCLOSURE

To follow the purposes under this announcement, the Company may disclose your personal data to third parties as follows:

4.1 Subsidiaries and affiliated companies of Thai Group Holdings Public Company Limited.

4.2 Government agencies, regulators or other agencies as required by law including authorized officers such as courts, prosecutors, police, the Securities and Exchange Commission, Revenue Department and etc.

4.3 Representatives, contractors/subcontractors and/or service providers for any operations such as director arrangements services and shareholder facilitation, auditors, lawyers, legal advisors, financial institutions which are appointed as financial advisors.

4.4 Banks or financial institutions responsible for shareholders payments.

4.5 Shareholder Registrar.

SECTION 5: CROSS-BORDER PERSONAL DATA TRANSFER

The Company may collect your personal data on computer servers or cloud of service providers in other countries and may process data using programs or instant applications of service providers in other countries.

In any case, to transmit or transfer your data abroad, the Company shall comply with the Personal Data Protection Act B.E. 2562.

SECTION 6: SECURITY MEASURES

The Company has effective measures to maintain the security of personal data, both in data technology aspects and other aspects for the benefit of confidentiality and security of personal data protection. The company has measures as follows:

6.1 Employees or agencies concerned with personal data are obliged to keep personal data strictly confidential and secure and the use of personal data for private interest or disclose to third parties for wrongfully interest is prohibited.

6.2 Determine the right to access, use, disclose, process of personal data, including to indicate or personal verification who accesses or uses personal data strictly in accordance with the Company's data security management system standards.

6.3 To transmit or transfer personal data to a third party or other entity which data subject has already provided consent for such transmission or transfer, third parties or other entities who receive data must have measures to protect personal data that are equivalent or better measures than the security measures as described under this announcement or in accordance with the principles of the applicable personal data protection law.

6.4 To transmit or transfer personal data abroad, including the storage of personal data on databases in other system in which the data storage service provider or data retention services are abroad. The destination country in which the data is stored must have equivalent personal data protection measures or better measures than those under this announcement or in accordance with the principles for the applicable personal data protection law.

6.5 To receive transfer of personal data from third parties or other entities or affiliated companies, it must be verified before receipt of such transfer to ensure that whether or not the transferor or data country origin have lawfully obtained, collected, used, disclosed, indicated or transferred such personal data. If in any case, such personal data is not transferred in accordance with the processing required by law, the agency concerned with personal data shall be prohibited from receiving such data.

6.6 In the event that there is a breach of the Company's data security management system standards and/or the security management system standards of personal data causing the infringement of personal data or personal data leaked to the public, the Company shall as soon as possible notify the data subject as well as informing the remedy plan for such infringement caused by the breach or leakage of personal data to the public only in case of any damage caused by the Company's fault. The Company shall not be liable for any damage resulting from the use or disclosure of personal data to third parties, including any damage arising out of neglect or ignorance to the log out from the Company's database or social media system by any actions of the data subject or any other person who has obtained the consent from the data subject.

6.7 The Company conducts an audit, monitors and evaluates the effectiveness of the personal data protection system by internal auditing according to the Information Security Management System Standard and the Personal Data Security Management System Standard.

6.8 The Company provides an audit system for deletion or destruction of personal data after the retention period has expired or is no longer necessary for the purpose of collecting that personal data or as requested by the data subject or the data subject has withdrawn such consent.

SECTION 7: YOUR RIGHTS AS A PERSONAL DATA SUBJECT

As the data subject, you have the rights as set forth in the Personal Data Protection Act B.E. 2562 and amendments (if any). In this regard, you are entitled to exercise your rights via the communication channels specified by the Company in this Section 7 as follows:

7.1 **Right to Withdraw Consent**, You have the right to withdraw your consent to the processing of personal data that you have given us your consent to, unless your withdrawal of consent is restricted by law or by a contract having benefit for you. The withdraw of consent shall not affect the lawful processing of personal data that you have previously given your consent to.

7.2 **Right to access your personal data (Right to Access)**, You have the right to request access and obtain a copy of your personal data of which is under responsibility of the Company, including requesting the Company to disclose the acquisition of such data that you have not given the Company such consent to.

7.3 **Right to request transmission or transfer of personal data (Data Portability Right)**, You have the right to request the Company to transfer your provided personal data as required by law.

7.4 **Right to object to the collection, use and disclosure of personal data (Right to Object)**, You have the right to object to the processing of your personal data in the event of processing your personal data as required by law.

7.5 Right to request deletion of personal data (Erasure Right), You have the right to request the Company to delete your personal data. However, the Company may store your personal data electronically, which in some system may not be possible to delete. To response to such case, the Company shall arrange for the destruction of your personal data or to make your personal data unidentifiable.

7.6 Right to request restriction of processing (Right to Restrict Processing), You have the right to request the Company to suspend the use of your personal data as required by law.

7.7 Right to request rectification of personal data (Right to Rectification), In the event you have recognized that the personal data in which the Company has collected is incorrect or you have changed your personal data. You have the right to request the Company to correct your personal data so that such personal data is accurate, current, complete and not misleading.

7.8 Right to Lodge a Complaint, You have the right to lodge a complaint to an authorized officer under the Personal Data Protection Act B.E. 2562 and amendments (if any), if the Company breaches or fails to comply with the aforesaid law.

PART 8: CONTACTS

Data Controller (Data Controller)

Thai Group Holdings Public Company Limited

315 Southeast Building, 12th Floor, Silom Road, Silom, Bangrak, Bangkok 10500

Customer Care Center Tel. 1726

Personal Data Protection Officer (Data Protection Officer: DPO)

315 Southeast Building, 12th Floor, Silom Road, Silom, Bangrak, Bangkok 10500

Email DPOSEG@tgh.co.th

SECTION 9: AMENDMENT TO NOTIFICATION OF PERSONAL DATA

The Company may amend this announcement on collection, use and disclosure of personal data from time to time. When such amendment is enforced, the Company will make an announcement to you through the Company's website and/or notify you via email or short messages (SMS). If further consent is required, the Company will additionally request for your consent.

This announcement shall be effective from 1 June 2022 onwards.

Announced on 1 June 2022

-Chotiphat Bijananda-

(Mr. Chotiphat Bijananda)

Acting as Chief Executive Officer