

## **Guidelines for Appointment of Proxy, Meeting Proceeding and Voting Procedures for the**

### **Shareholders' Meeting**

The Bank has sent to the shareholders the Proxy Form B, as prescribed by the Department of Business Development, the Ministry of Commerce, together with the notice of this AGM. The shareholders, who are unable to attend the meeting, may appoint any persons or the Bank's directors as their proxies to attend and vote on their behalf at the meeting. Shareholders may download extra proxy forms from the Bank's website, [www.icbcthai.com](http://www.icbcthai.com).

### **Appointment of Proxy Procedures**

1. The shareholders and the proxies fill their names and profiles in the proxy forms and duly sign the forms.
2. A shareholder may appoint more than one proxy. However, the Bank shall allow only one proxy who holds the original proxy form and required documents to attend and vote at the shareholders' meeting.
3. All voting rights of a shareholder shall be authorized to one proxy. In each agendum, the shareholders/ proxies can vote on only one aspect with all voting rights for "approve", "disapprove" or "abstain". Vote splitting is not allowed.

### **Meeting Proceeding**

So that the AGM would proceed smoothly and for the best interest of the shareholders, the Bank welcomes questions and comments from the shareholders for the benefit of the Bank, however, the Bank reserves the right to not consider the following questions and comments:

- Questions and comments that are unrelated to the agenda being discussed
- Questions and comments that are not for the benefit of the business of the Bank or for the benefit of the shareholders as a whole
- Questions and comments that are not sensible or the use of sarcasm/improper language

### **Voting Procedures**

1. All shareholders (including proxies) can exercise their rights to vote by using voting tickets. The shareholders/ proxies can indicate their votes by checking (✓) in the box  on the voting tickets.
2. One share has one vote.
3. The Chairman of the meeting will propose to the shareholders/ proxies to cast the votes in each agendum by asking whether there are any shareholders/ proxies who wish to disapprove or abstain.
  - In case of disapproval or abstention, the shareholders/ proxies are requested to show their hands and submit voting tickets to the Bank's officers for counting.
  - In case no one disapproves or abstains from voting, it shall be deemed that the meeting unanimously approves the matter.
4. The Corporate Secretary will inform the resolution of each agenda to the meeting before the meeting is adjourned.