

**Procedures on Registration and Appointment of Proxy**  
**The Annual General Meeting of Shareholders CPL Group Public Company Limited**

On Thursdays, April 27 2017, CPL will open for registration and proxy documentation check on 13.00 p.m. at the meeting venue as mentioned in the Notice of the 2017 AGM. The registration will be conducted by a barcode system and the Company will facilitate the proxies by affixing a Baht 20 stamp duty on the Proxy Form. In order to facilitate the rapidity of the registration, the shareholders and/or proxies are requested to submit the Registration Form (Attachment 1) along with the following supplemental documents:

**1. Natural person attending the meeting in person**

**1.1 Shareholder of Thai nationality:**

- Registration Form (Attachment 1) signed by the shareholder
- An original valid identification card, passport, government official identification card or state-enterprise official identification card, or any other identification card issued by the government agency, on which there is a photo of the shareholder. In the case of a change in first name or last name, a document evidencing such change is required to be presented.

**1.2 Shareholder of non-Thai nationality:**

- Registration Form (Attachment 1) signed by the shareholder
- An original valid passport on which there is a photo of the shareholder

**2. Natural person attending the meeting by proxy:**

**2.1 Shareholder of Thai nationality**

- Registration Form (Attachment 1) signed by the proxy
- Proxy Form A or Proxy Form B which has been filled out and signed by the shareholder and proxy
- For the shareholder appointing the proxy:
  - A copy of a valid identification card, passport, government official identification card or state-enterprise official identification card, or any other identification card issued by a government agency, on which there is a photo of the shareholder, certified by the shareholder.
- For the proxy:
  - An original valid identification card, passport, government official identification card or state-enterprise official identification card, or any other identification card issued by a government agency, on which there is a photo of the proxy. Attachment 12

## 2.2 Shareholder of non-Thai nationality

- Registration Form (Attachment 1) signed by the proxy
- Proxy Form A or Proxy Form B which has been filled out and signed by the shareholder and proxy
- For the shareholder appointing the proxy:
  - A copy of a valid passport on which there is a photo of the shareholder printed, certified by the shareholder.
- For the proxy:
  - An original valid identification card, passport, government official identification card or state-enterprise official identification card, or any other identification card issued by a government agency, on which there is a photo of the proxy.

## 2.3 Appointing an independent director of the Company as a proxy:

(Names of the independent directors for proxy granting are set out in Attachment 8)

The shareholders are requested to prepare the following documents and submit these documents to the Company in advance by Tuesday, April 25, 2017 for the purposes of registration.

- Registration Form (Attachment 1) signed by the shareholder
- Proxy Form A or Proxy Form B which has been filled out and signed by the shareholder
- For the shareholder appointing the proxy:
  - A copy of an identification card, passport, government official identification card or state-enterprise official identification card, or any other identification card issued by the government agency, on which there is a photo of the shareholder, certified by the shareholder.

## 3. Juristic person:

### 3.1 Juristic person established in Thailand:

- Registration Form (Attachment 1) signed by the proxy
- Proxy Form A or Proxy Form B which has been filled out and signed by the authorized director(s) and affixed with the company's seal (if any) and proxy.
- For the shareholder appointing the proxy:
  - A copy of an Affidavit issued by the Department of Business Development, Ministry of Commerce (evidencing that the director who acts as a shareholder appointing a proxy is the authorized director(s) of the juristic person holding the shares) issued no longer than six months prior to the date of the meeting, certified by an authorized director(s) and affixed with the company's seal (if any).
  - A copy of a valid identification card, passport, government official identification card or state-enterprise official identification card, or any other identification card issued by the government agency, of the authorized director(s) who execute(s) the proxy form,

on which there is a photo of the authorized director, certified by such authorized director(s).

- For the proxy:
  - An original valid identification card, passport, government official identification card or state-enterprise official identification card, or any other identification card issued by the government agency, on which there is a photo of the proxy.

3.2 Juristic person established overseas:

- Registration Form (Attachment 1) signed by the proxy
- Proxy Form C which has been filled out and signed by the authorized director(s) and affixed with the company's seal (if any) and proxy.
- For the shareholder appointing the proxy:
  - A copy of the certificate of incorporation of the shareholder issued by the government agency of the country in which such juristic person has been registered (evidencing that the director who acts as a shareholder appointing a proxy is the authorized director of the juristic person holding the shares) issued no longer than six months prior to the date of the meeting, certified by an authorized director(s) and affixed with the company's seal (if any).
  - A copy of a valid identification card, passport, government official identification card or state-enterprise official identification card, or any other identification card issued by the government agency, of the authorized director(s) who execute(s) the proxy form, on which there is a photo of the authorized director(s) printed, certified by such authorized director(s).
  - A copy of a power of attorney of the shareholder appointing a custodian to attend and cast the vote on behalf of the shareholders which certified by an authorized director(s) and affixed with the company's seal (if any).
- For the custodian:
  - A copy of a power of attorney evidencing that the custodian authorizes its director, executive, or employee to grant a proxy to any of its employees or another person to attend the shareholders' meeting on behalf of its customer, certified by a director, executive, or employee of the custodian who grants a proxy.
  - A letter certifying the business operation or a copy of the business operation certificate of the custodian, certified by the person who grants a proxy.
  - A copy of a valid identification card, passport, government official identification card or state-enterprise official identification card, or any other identification card issued by the government agency, on which there is a photo of the person who grants a proxy.

- An original valid identification card, passport, government official identification card or state-enterprise official identification card, or any other identification card issued by the government agency, on which there is a photo of the proxy printed.
- Sub-authorization before granting of proxy to the custodian:
  - Documents of sub-authorization must show every stage of sub-authorization with a statement that empowers the sub-authorized person to further sub-authorize another person.
  - A copy of a valid identification card, passport, government official identification card or state-enterprise official identification card, or any other identification card issued by the government agency, of every sub-authorized person, certified by the person who grants a proxy (in the case of a juristic person, by an authorized director of the proxy).
- Documents issued overseas are required to be notarized by a Notary Public.
- If any document's original is not issued in English, the English translation is required and must be attached with the original, and certified as a true translation by an authorized director(s) of such juristic person

The Company delivers Proxy Form B (Form with specific details) to all shareholders via mail. The shareholders are able to download Proxy Form A (General Form) and Proxy Form C (to be used for a non-Thai shareholder wishing to appoint a custodian in Thailand) at the Company's website: [www.cpl.co.th](http://www.cpl.co.th)