



**Invitation to the 2022 Annual General Meeting  
of Shareholder  
INTERLINK TELECOM PUBLIC COMPANY LIMITED**

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**On Wednesday, 27<sup>th</sup> April 2022**

**At 10.00 a.m.**

**via Electronic Meeting (E-AGM)**

**Registration to access E-AGM starts from 08.30 a.m. onwards.**

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Invitation to the Annual General Meeting 2022

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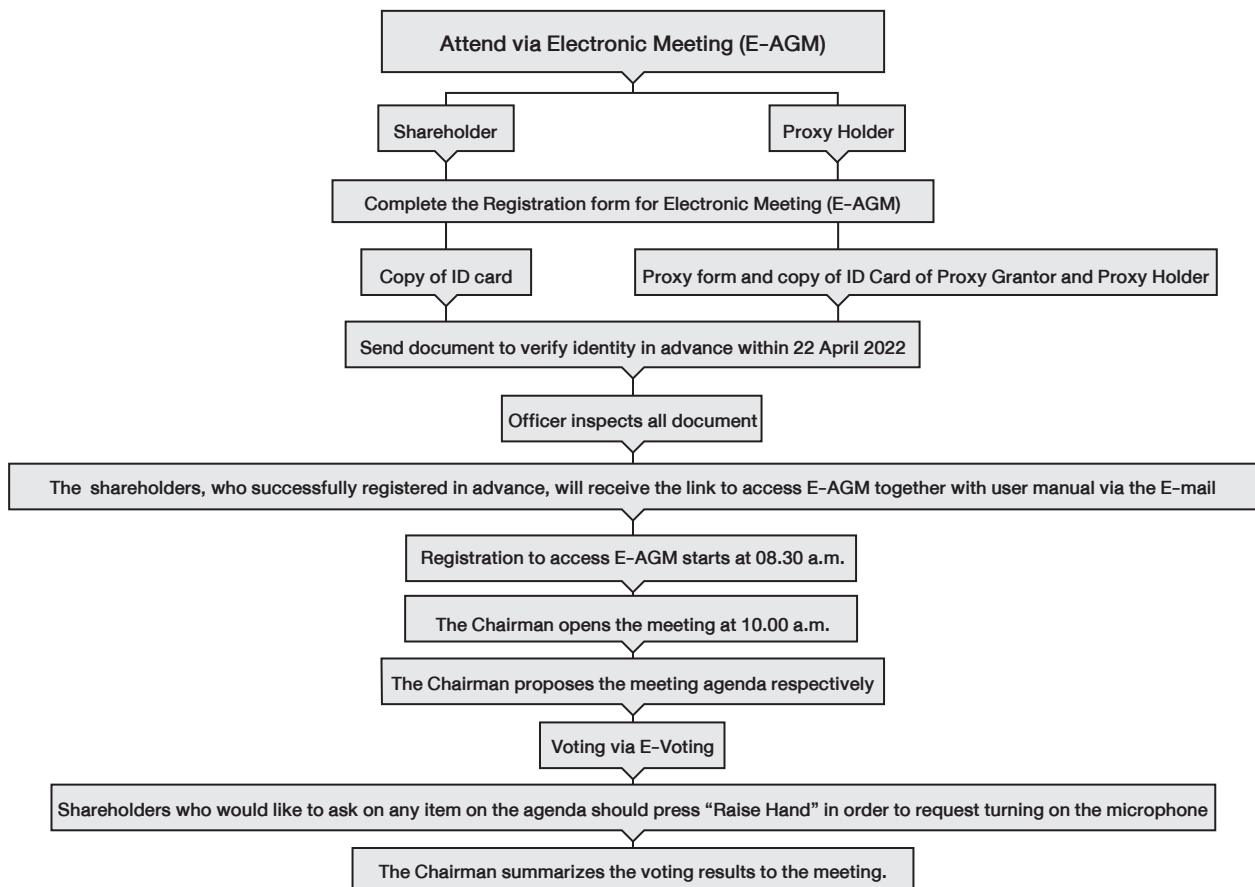
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## Procedures for attending the 2022 Annual General Meeting of Shareholders

### Shareholders of Interlink Telecom Public Company Limited



Subject	Invitation to the Annual General Meeting 2022
To	Shareholders of Interlink Telecom Public Company Limited
Attachments	<ol style="list-style-type: none"> <li>1. Practices and Evidences for Attending the Electronic Annual General Meeting (E-AGM)</li> <li>2. Registration Form for Electronic Annual General Meeting (E-AGM)</li> <li>3. Privacy Notice</li> <li>4. Voting Method, Vote Counting, Vote Counting Result, and How to raise questions in the Electronic Annual General Meeting</li> <li>5. Copy of the Minutes of the Extraordinary General Meeting No. 1/2022 on 27 January 2022</li> <li>6. QR Code for Downloading of 56-1 One Report 2021(Annual Report 2021)</li> <li>7. Summary of Basic Details of the Company's Warrant No. 4 (ITEL-W4)</li> <li>8. Capital Increase Report Form (F53-4)</li> <li>9. Profiles of Candidates Nominated for Election as ITEL Directors</li> <li>10. Notification of the National Broadcasting and Telecommunications Commission (NBTC) on the Determination of Prohibition on Acquisition of Business by Foreigner, B.E. 2555 (2012) and the Prohibition on Acquisition of Business by Foreigner, B.E. 2555 (2012)</li> <li>11. Company Regulations Related to the Meeting of Shareholders</li> <li>12. Definition of Independent Director of the Company</li> <li>13. Profiles of Independent Director and Audit Committee for Proxy</li> <li>14. Proxy of Attorney Form A, Form B, and Form C</li> <li>15. Request form for receiving a hard copy of 56-1 One Report 2021(Annual Report 2021)</li> <li>16. Advanced Inquiry Form</li> <li>17. Map of the broadcasted live meeting venue</li> </ol>

Due to the current pandemic situation of Coronavirus 2019 (Covid-19) in Thailand in which its scope of pandemic is still expanding in several areas, the Company is concerned about the health and safety of shareholder and participants in the meeting arrangement and is ready to comply with government measures strictly to prevent the pandemic of Covid-19.

In this regard, the Board of Director's Meeting No. 2/2022, which was held on Tuesday 22 February 2022, had approved the determination of the form of the Annual General Meeting 2022 **to be the Electronic Annual General Meeting that was arranged and broadcasted live from the Suvarnabhumi Grand Ballroom on 7<sup>th</sup> Floor of the Interlink Building, Ratchadaphisek Road, Samsen Nok Sub-District, Huai Khwang District, Bangkok on Wednesday, 27 April 2022 at 10.00 a.m.** according to the rules as specified in the law that related to Electronic Meeting. **If the shareholders intend to attend the electronic meeting, the shareholders or the proxies were requested to submit the registration form for the Electronic Annual General Meeting (E-AGM) with the details shown in Attachment 2 and submit the identification documents with the details shown in the invitation letter within Friday, 22 April 2022 via the e-mail: [ir@interlinktelecom.co.th](mailto:ir@interlinktelecom.co.th).**

After the Company has verified the name of shareholders according to the information on the Record Date on 22 March 2022, the link to login to the system as well as the user manual were sent to the E-mail that the shareholders or the proxies had registered with the Company from 18 April 2022 onwards to attend the Electronic Annual General Meeting (E-AGM) through the Company's system. If the shareholders had the inconvenience to attend the Electronic Annual General Meeting (E-AGM), The shareholders can appoint the Independent Director of the Company to attend the meeting. Hence, the Company had determined the meeting agenda for consideration of various matters according to the agenda and the opinions of the Company's Board of Directors as follows:

### **Agenda 1 Matters to Inform the Meeting**

#### Objectives and Rationale

This agenda was determined for the Directors to report the incidents or progresses (if any) of the Company to the Meeting of Shareholders with no presentation of matters for approval and no voting in this agenda.

### **Agenda 2 Consider Approving the Minutes of the Extraordinary General Meeting No. 1/2022 on 27 January 2022**

#### Objectives and Rationale

The Company had completed the minutes of the Extraordinary General Meeting No. 1/2022 on Thursday, 27 January 2022 within 14 days as from the date of the Extraordinary General Meeting No. 1/2022 and had submitted to the Ministry of Commerce within the period as specified by law and publicized on the Company's Website ([www.interlinktelecom.co.th](http://www.interlinktelecom.co.th)). The copy of the minutes of the Extraordinary General Meeting No. 1/2022 was attached with this invitation letter, dated 5 April 2022 (Enclosure 5).

#### The Board's opinion

View as proper to present the minutes of the Extraordinary General Meeting No. 1/2022 on Thursday, 27 January 2022 that the Company's Board of Directors had approved as correct to the Annual General Meeting of shareholder certify the meeting.

#### Votes for Approval

This agenda must be certified by a majority vote of the shareholders who attended the Meeting and cast their vote.

### **Agenda 3 Acknowledge the Company's Performance Report of the Year 2021**

#### Objectives and Rationale

The Company had summarized the past performance report and the significant changes that occurred in the year 2021 as shown in the 56-1 One Report 2021 (Enclosure 6).

#### The Board's opinion

View as proper to present the performance of the year 2021 that summarized the performance of the Company and significant changes that occurred in the year 2021 to the shareholders.

#### Votes for Approval

No vote casting for this agenda as it is an acknowledgement agenda.

### **Agenda 4 Consider Approving the Financial Statement and the Annual Profit and Loss Statement, Ending on 31 December 2021**

#### Objectives and Rationale

To be accordance to the Public Limited Company Act, the Company must make the financial statement and the annual profit and loss statement, ending at the accounting year of the Company and arrange to receive the audit from the Certified Public Accountant before presenting to the Shareholders' Meeting for approval.

### The Board's opinion

View as proper for the Shareholders' Meeting to consider approving the financial statement and the annual profit and loss statement, ending on 31 December 2021 that had been audited and signed from the Certified Public Accountant of the Company and had received approval from the Audit Committee. The details were as shown in the Annual Data Report/Annual Report 2021 (56-1 One Report 2021) that were sent to the shareholders together with the meeting invitation letter (Enclosure 6).

### Votes for Approval

This agenda must be certified by a majority vote of the shareholders who attended the Meeting and cast their vote.

## **Agenda 5 Consider Approving the Appropriation of Net Profit for the Year 2021**

### **5.1 Acknowledge the Appropriation of Net Profit as Legal Reserve**

#### Objectives and Rationale

Under the provision of Article 116 of the Public Limited Company Act, B.E. 2535 (1992) and Item 50 of the Company Regulations, the Company must appropriate part of its net profit as reserve fund for no less than 5 percent of annual net profit, deducting by the accumulated loss brought forward (if any) until this reserve fund had obtained the amount of no less than 10 percent of the reserve authorized capital according to the law and could not be used to pay the dividend. Therefore, the Company needed to appropriate the net profit for the year 2021 as additional reserve according to the law. The details were as follows:

Details	(Unit : Baht)
	Year 2021
1. Net profit for the year ended 31 December 2021	256,651,043
2. Legal reserve as of 31 December 2021	12,840,000
3. Net profit for the year ended 31 December 2021 after deducting the legal reserve	243,811,043

The legal reserve of 12,840,000 baht that must be appropriated was 5.00 percent of annual net profit of the year 2021. Also, the company has recorded the reserve according to the aforementioned laws as of 31<sup>st</sup> December 2021.

### The Board's opinion

The Company's Board of Directors viewed as proper to present to the Shareholders' Meeting to acknowledge the appropriation of net profit as legal reserve according to the abovementioned details.

### Votes for Approval

No vote casting for this agenda as it is an acknowledgement agenda.

## **5.2 Consider approving the refrain of the annual dividend payment for the year 2021**

#### Objectives and Rationale

The Company had the policy to pay the dividend of no lower than 40 percent of net profit from the separate financial statement of the Company after deducting the corporate income tax and the appropriation of legal reserve. However, the Company might consider the dividend payment differently from the determined policy by relying on the turnover, financial liquidity, and necessity to use as working capital for business management and business expansion of the Company, including economic conditions.

Hence, according to the financial statement of the year ended 31 December 2021 that had been audited by the Auditor, the Company obtained the net profit of 256,651,043 baht and the net profit after deducting the legal reserve of 243,811,043 baht. However, due to the pandemic situation of Coronavirus 2019 in Thailand in which the scope of pandemic is continuously expanding in many areas and the uncertainty of economic recession, in order to maintain the debt to equity ratio to be in a suitable level and to act as capital for business expansion of the Company, which can provide the maximum benefit to the Company and the Company's shareholders, the Chairman had proposed for the Meeting to consider and approve the refrain of the annual dividend payment for the net profit of the year 2021.

Details of Dividend Payment	2018	2019	2020	2021
1. Net profit of the Separate Financial Statement (Baht)	150,191,759	191,086,964	191,051,321	256,651,043
2. Appropriation as Legal Reserve (Baht)	7,510,000	9,600,000	9,560,000	12,840,000
3. Net Profit of the Separate Financial Statement After Deducting Legal Reserve	142,681,759	181,486,964	181,491,321	243,811,043
4. Number of Shares (share)	1,000,000,000	1,000,000,000	1,000,000,000	1,247,165,194
5. Dividend per Share (Baht : Share)	0.057	No Dividend	No Dividend	No Dividend
6. Total Dividend Payment (Baht)	57,072,703.60	-	-	-
7. Proportion of Dividend Payment, Comparing to Net Profit of the Separate Financial Statement After Deducting Legal Reserve (Percentage)	40.00%	-	-	-
8. Proportion of Dividend Payment, Comparing to Net Profit of the Separate Financial Statement (Percentage)	38.00%	-	-	-

#### The Board's opinion

The Company's Board of Directors viewed as proper to propose to the Annual General Meeting to consider approving the refrain of the dividend payment for the net profit of the year 2021.

#### Votes for Approval

This resolution must be approved by a vote of not less than three-fourths of the total number of votes of the attended shareholders.

### **Agenda 6 Consider Approving the Registered Capital Reduction of the Company to Cut the Issued Ordinary Shares of the Company, which were the New Ordinary Shares, to Use as Remuneration Payment for Entire Business Transfer to Weatheria E and the Revision of Memorandum of Association of the Company in Item 4 to Be Consistent with the Registered Capital Reduction of the Company**

#### **6.1 To Approve the Registered Capital Reduction of the Company to Cut the Issued Ordinary Shares of the Company, which were the New Ordinary Shares, to Use as Remuneration Payment for Entire Business Transfer to Weatheria E**

#### Objectives and Rationale

According to the Public Limited Company Act, B.E. 2535 (1992) (and its amendment) ("Public Limited Company Act) in Article 136 which specified that the Company can increase the capital from the registered amount by issuing more shares, the issuance of shares according to Paragraph 1 can be done when all shares have been issued and are fully paid. In case the shares are not completely distributed, the remaining shares must be the shares that are issued to support the convertible debentures or warrants.

From the resolution of the Extraordinary General Meeting No. 1/2022 on 27 January 2022, the Company had received an approval to issue and appropriate the new ordinary shares of not exceeding 30,600,000 shares with the par value of 0.50 baht to Weatheria E and/or the shareholders of Weatheria E that were the Private Placement and non-related persons of the Company to use as remuneration payment for entire business transfer from Weatheria E. The offering price of the new ordinary shares would be calculated from the weighted average costing of the Company in the Stock Exchange of Thailand for the past 7 working days (between 15-24 February 2022) and the offering price was set to be on 25 February 2022.

On 25 February 2022, the Company had set the offering price for the new ordinary shares according to the above mentioned rules to be 6.21 baht/share and had offered the new ordinary shares in the number of 24,637,682 shares or the total trading value of 153,000,000 baht, causing the Company to obtain the unissued ordinary shares in the number of 5,962,318 shares, which was a part of appropriated shares to use as remuneration payment for entire business transfer to Weatheria E.

Therefore, to be in accordance with Article 136 of Public Company Limited Act, the Meeting was requested to reduce the registered capital of the Company from 794,777,580 baht (1,589,555,016 ordinary shares with the par value of 0.50 baht) to 791,796,349 baht (1,583,592,698 ordinary shares with the par value of 0.50 baht) by cutting 5,962,318 unissued ordinary shares with the par value of 0.50 baht.

#### The Board's opinion

The Company's Board of Directors viewed as proper for the Annual General Meeting to approve the registered capital reduction of the Company to cut the unissued ordinary shares of the Company, which were the new ordinary shares to use as remuneration payment for entire business transfer to Weatheria E.

#### Votes for Approval

This resolution must be approved by a vote of not less than three-fourths of the total number of votes of the attended shareholders.

## **6.2 To Approve for Revision of Memorandum of Association in Item 4 to Be Consistent with the Registered Capital Reduction of the Company**

### Objectives and Rationale

To be consistent with the registered capital reduction of the Company for cutting the unissued ordinary shares of the Company, which were the new ordinary shares, to use as remuneration payment for entire business transfer to Weatheria E as proposed to the Meeting for consideration and approval in Agenda 6.1 Therefore, it was viewed as proper to revise the Memorandum of Association in Item 4 as follows:

“Item 4 Registered Capital	791,796,349	Baht
Divided into	1,583,592,698	Shares
Par Value	0.50	Baht
By Separating into		
Ordinary Shares	1,583,592,698	Shares
Preference Shares	-	Shares”

Hence, the individual that the Board of Directors had assigned in the registration of the Memorandum of Association at the Department of Business Development, Ministry of Commerce must obtain the authority to revise and add the statements or proceed with any actions according to the instructions of the Registrar.

#### The Board's opinion

The Company's Board of Directors viewed as proper for the Shareholders' Meeting to consider approving the revision of the Memorandum of Association of the Company in Item 4 to be consistent with the registered capital reduction of the Company.

#### Votes for Approval

This resolution must be approved by a vote of not less than three-fourths of the total number of votes of the attended shareholders.

**Agenda 7 Consider Approving the Registered Capital Increase of the Company under the General Mandate from the Original Registered Capital Increase of 791,796,349 Baht to 811,796,349 Baht by Issuing the New Ordinary Shares of 40,000,000 Shares with the Par Value of 0.50 Baht and the Revision of the Memorandum of Association of the Company in Item 4 to Be Consistent to the Registered Capital Increase of the Company under the General Mandate.**

**7.1 To Approve the Registered Capital Increase of the Company under the General Mandate**

Objectives and Rationale

Currently, the Company has foreseen the business expansion opportunity from the acquisition and other companies that are relevant with the Company, which results in the need to obtain more capitals. Also, the said investment might need the immediate or urgent decision making. Therefore, it was viewed as proper for the Meeting to consider approving the registered capital increase of the Company under the general mandate to support the business expansion of the Company and to be prepared to take action promptly by issuing the new ordinary shares of 40,000,000 shares with the par value of 0.50 baht by assigning the Board of Directors to have the authority to offer the capital increase shares in a single or multiple times and offer the shares to any group of individuals or all groups of individuals at the same time as well as setting the offer price, offer date and time, and details and conditions that are relevant with the appropriation of the said capital increased shares. The appropriation of capital increased shares must be completed within the date of the next Annual General Meeting or within the date as specified by law for the next Annual General Meeting, whichever date comes first.

The Board's opinion

The Company's Boards of Directors viewed as proper for the Shareholders' Meeting to consider approving the registered capital increase of the Company under the general mandate.

Votes for Approval

This resolution must be approved by a vote of not less than three-fourths of the total number of votes of the attended shareholders.

**7.2 To Approve the Revision of the Memorandum of Association of the Company in Item 4 to Be Consistent with the Registered Capital Increase of the Company under the General Mandate**

Facts and Reasons

To be consistent with the registered capital increase of the Company under the general mandate as proposed to the meeting to consider approving in agenda 7.1. Therefore, it was viewed as proper to revise the Memorandum of Association of the Company in Item 4 as follows:

“Item 4 Registered Capital	811,796,349	Baht
Divided into	1,623,592,698	Shares
Par Value	0.50	Baht
By Separating into		
Ordinary Shares	1,623,592,698	Shares
Preference Shares	-	Shares”

Hence, the individual that the Board of Directors had assigned in the registration of the Memorandum of Association at the Department of Business Development, Ministry of Commerce must obtain the authority to revise and add the statements or proceed with any actions according to the instructions of the Registrar.



### The Board's opinion

The Company's Board of Directors viewed as proper for the Shareholders' Meeting to consider approving the revision of the Memorandum of Association of the Company in Item 4 to be consistent with the registered capital increase of under general mandate of the Company.

### Votes for Approval

This resolution must be approved by a vote of not less than three-fourths of the total number of votes of the attended shareholders.

## **Agenda 8 Consider Approving the Appropriation of Capital Increase in Ordinary Shares under General Mandate of 40,000,000 Shares with Par Value of 0.50 Baht**

### Objectives and Rationale

The Meeting of the Company's Board of Directors had approved the appropriation of capital increase in ordinary shares of the Company under general mandate of 40,000,000 shares with par value of 0.50 baht to the Private Placement or 3.19 percent of paid-up capital in order to offer to the Private Placement. The appropriation will either be done entirely or partially or will either be appropriated in a single or multiple times. The details of appropriation were shown in the Capital Increase Report Form (Enclosure 8).

Hence, the Private Placement who will receive the appropriation of capital increase in ordinary shares under general mandate must not be connected persons according to the Notification of the Capital Market Supervisory Board No. ThorChor. 21/2008 regarding the Rules for Making of Connected Transaction, dated 31 August 2008 (and its amendment) and the Notification of the Securities and Exchange Commission regarding the Disclosure of Information and the Operation of Listed Companies in the Connected Transaction, B.E. 2546 (2003), dated 19 November 2003 (and its amendment) and must be the investors with financial stability and potential to invest in the Company as well as knowledge, ability, experience, or potential that can benefit or support the operation of the Company. Moreover, the price of capital increase in ordinary shares under general mandate offered to the Private Placement will not be the offer price of newly issued shares that is lower than 90 percent of the market price. The market price means the weighted average price of ordinary shares of the Company in the Stock Exchange for no less than 7 consecutive working days in retrospective, but not exceeding 15 consecutive working days prior to offer date. The offer date must not exceed 3 working days in retrospective prior to the initial offering date to the investors according to the Notification of the Capital Market Supervisory Board No. TorChor. 72/2015 regarding the Permission for Listed Companies to Offer the Newly Issued Shares to the Private Placement.

The Board of Directors and/or Chief Executive Officer and/or Assigned Person from the Board of Directors to be the authorized person to consider and determine the conditions that are relevant with the said appropriation as well as having the authority to sign in relevant documents and proceed with the operations that are necessary and appropriate for the appropriation of capital increase of ordinary shares.

### The Board's opinion

The Company's Board of Directors viewed as proper for the Shareholders' Meeting to approve the appropriation of capital increase of ordinary shares under general mandate of the Company of 40,000,000 shares with par value of 0.50 baht.

### Votes for Approval

This agenda must be approved by a majority vote of the shareholders who attend the meeting and have the right to vote.

## **Agenda 9 Consider Approving the Issuance of the Company's Warrant No. 4 (ITEL-W4)**

### Objectives and Rationale

To take advantage of financial instruments for listed companies in the Stock Exchange, the Company would like to raise money for investment and payment of long-term loan to save the interest and increase the performance of the Company in the future. Therefore, the proposal was made for the meeting to consider the issuance of the Company's Warrant No. 4 (ITEL-W4) of not exceeding 322,000,000 units with the term of 2 years as from the issuance date of warrant by appropriating to the original shareholders of the Company in the ratio of 5 ordinary shares to 1 unit of warrant (round off in case of fraction) for free of charge by determining the name list of shareholders with the right to receive the warrant on 13 May 2022.

The basic details of the Company's Warrant No. 4 (ITEL-W4) were shown in (Enclosure 7). In the issuance of the said warrant, the Board of Directors and/or Managing Director and/or the individual assigned by the Board of Directors and/or Managing Director had the authority to determine the details and other conditions of the Company's Warrant No. 4 (ITEL-W4) that will be offer in this part as well as having the authority to proceed with any actions that are necessary and/or relevant with the issuance and the offer of the Company's Warrant No. 4 (ITEL-W4) that will be offered in this part in all respects, which will include but not limited to the communication, manipulation, and delivery of documents that are necessary or relevant with the issuance and the offer of the Company's Warrant No. 4 (ITEL-W4) that will be offer in this part.

### The Board's opinion

The Company's Board of Directors viewed as proper for the Shareholders' Meeting to approve the issuance of the Company's Warrant No. 4 (ITEL-W4) of not exceeding 322,000,000 units to the original shares of the Company by determining the name list of shareholders with the right to receive the appropriation of warrant on 13 May 2022.

### Votes for Approval

This agenda must be approved by a majority vote of the shareholders who attend the meeting and have the right to vote.

## **Agenda 10 Consider Approving the Capital Increase to Support the Issuance of the Company's Warrant No. 4 (ITEL-W4) and the Revision of the Memorandum of Association of the Company in Item 4 to Be Consistent with the Capital Increase to Support the Issuance of the Company's Warrant No. 4 (ITEL-W4)**

### **10.1 Approval of Capital Increase to Support the Issuance of the Company's Warrant No. 4 (ITEL-W4)**

#### Objectives and Rationale

The Meeting of the Company's Board of Directors had approved the registered capital increase of the Company from 811,796,349 baht (ordinary shares of 1,623,529,698 shares with the par value of 0.50 baht) to 972,796,349 baht (ordinary shares of 1,945,592,698 shares with the par value of 0.50 baht) by issuing the ordinary shares of 322,000,000 shares. The objective for the capital increase is to support the exercise of right according to the Company's Warrant No. 4 (ITEL-W4). The basic details of the capital increase are shown in the Capital Increase Report (Enclosure 8).

#### The Board's opinion

The Company's Board of Directors viewed as proper for the Shareholders' Meeting to approve the registered capital increase of the Company from 811,796,349 baht to 972,796,349 baht to support the exercise of right according to the Company's Warrant No. 4 (ITEL-W4)

#### Votes for Approval

This resolution must be approved by a vote of not less than three-fourths of the total number of votes of the attended shareholders.

### **10.2 Approval of Capital Increase to Support Issuance of the Company's Warrant No. 4 (ITEL-W4)**

#### Objectives and Rationale

The Meeting of the Company's Board of Director had approved the revision of the Memorandum of Association in Item 4 to be consistent with the capital increase to support the issuance of the Company's Warrant No. 4 (ITEL-W4) as proposed to the meeting for approval in Agenda 10.1 Therefore, it was viewed as proper to revise the Memorandum of Association in Item 4 as follows:

“Item 4 Registered Capital	972,796,349	Baht
Divided into	1,945,592,698	Shares
Par Value	0.50	Baht
By Separating into		
Ordinary Shares	1,945,592,698	Shares
Preference Shares	-	Shares”

Hence, the individual that the Board of Directors had assigned in the registration of the Memorandum of Association at the Department of Business Development, Ministry of Commerce must obtain the authority to revise and add the statements or proceed with any actions according to the instructions of the Registrar.

#### The Board’s opinion

The Company’s Board of Directors viewed as proper for the Annual General Meeting to approve the revision of the Memorandum of Association of the Company in Item 4 to be consistent with the registered capital increase to support the issuance of the Company’s Warrant No. 4 (ITEL-W4) according to the details as presented above.

#### Votes for Approval

This resolution must be approved by a vote of not less than three-fourths of the total number of votes of the attended shareholders.

### **Agenda 11 Consider Electing the Retired Directors by Rotation and Approving to Determine the Authorities of Directors**

#### **11.1 Consider Electing the Retired Directors by Rotation**

##### Objectives and Rationale

According to Section 36 of the Public Company Limited Act and the Articles of Association of the Company, Article 18 stipulates that directors must retire by rotation at the annual general meeting of shareholders at the rate of one-third of the directors. In this meeting, 4 directors must retire by rotation as follows:

- |                       |               |   |
|-----------------------|---------------|---|
| 1. Mrs. Kesara        | Manchusree    | Chairman of the Audit Committee and Independent Director  |
| 2. Pol.Lt.Gen. Suchat | Muankaew      | Independent Director and Chairman of the Risk Management Committee/ Audit Committee Member/ Nomination and Remuneration Committee Member/ Corporate Governance Committee Member |
| 3. Mr. Suwichan       | Nilanan       | Director, Risk Management Committee Member and Nomination and Remuneration Committee Member   |
| 4. Mr. Nuttanai       | Anuntarumporn | Director, Risk Management Committee Member and Chief Executive Officer  |

##### The Board’s opinion

The Meeting of the Board of Directors, excluding the interested directors, had extensively discussed and considered the performance in the position of Director. The nominated individuals had passed the careful scrutinizing process of the Committee that they had obtained the suitable qualifications for the business of the Company and had previously performed their duties as the Director well. The Company had given the opportunity for shareholders to nominate the individual’s name for the election of the Company Director in the Annual General Meeting 2022 in advance between 29 December 2021 – 8 February 2022 and it appeared that no shareholder had nominated the individual’s name to receive the consideration for election as the Company Director in any way. The 4 directors who retired by rotation this time. They always performed well in the position of directors. The board resolved to propose that the annual general meeting of shareholders elect the three persons as follows:

- |                       |               |   |
|-----------------------|---------------|---|
| 1. Mrs. Kesara        | Manchusree    | Chairman of the Audit Committee and Independent Director  |
| 2. Pol.Lt.Gen. Suchat | Muankaew      | Independent Director and Chairman of the Risk Management Committee/ Audit Committee Member/ Nomination and Remuneration Committee Member/ Corporate Governance Committee Member |
| 3. Mr. Suwichan       | Nilanan       | Director, Risk Management Committee Member and Nomination and Remuneration Committee Member   |
| 4. Mr. Nuttanai       | Anuntarumporn | Director, Risk Management Committee Member and Chief Executive Officer  |

The background of the nominated individuals, information on holding of ordinary shares in the Company and information on the position of Director or Executive in listed companies and other companies/businesses, including information on relationship of nominated individuals are shown in (Enclosure 9).

##### Votes for Approval

This agenda must be approved by a majority vote of the shareholders who attend the meeting and have the right to vote.

## **11.2 Consider Appointing New Director in the Position of Audit Committee and Sub-Committee**

### **Objectives and Rationale**

Because the Independent Director who was retired by rotation had been re-elected as the new Independent Director, there was the resolution to approve the appointment of new Independent Director in the position of Audit Committee and Sub-Committee as follows:

- |                       |            |   |
|-----------------------|------------|---|
| 1. Mrs. Kesara        | Manchusree | Chairman of the Audit Committee and Independent Director  |
| 2. Pol.Lt.Gen. Suchat | Muankaew   | Independent Director and Chairman of the Risk Management Committee/ Audit Committee Member/ Nomination and Remuneration Committee Member/ Corporate Governance Committee Member |

### **The Board's opinion**

The Meeting of the Board of Directors, excluding the interested directors, had extensively discussed and considered that the nominated individuals as the Audit Committee can provide opinion independently and in accordance to the relevant rules. The abovementioned individuals must also be the expert with knowledge, abilities, and experiences in the business of the Company and had performed their duties as the Company Director well with full qualifications according to the Public Limited Company Act.

### **Votes for Approval**

This agenda must be approved by a majority vote of the shareholders who attend the meeting and have the right to vote.

## **11.3 Consideration and Approval of Determination of the Authorities of Directors**

### **Objectives and Rationale**

Due to Mr. Nuttanai Anuntarumporn, the director who is retired by rotation, reappointed as a new director as proposed for approval in Agenda 11.1, being the authorized director on behalf of Interlink Telecom Public Company Limited. Hence, this agenda must be arranged for the meeting to authorize the directors to act on behalf of the company as follows:

“Mr. Sombat Anuntarumporn or Mrs. Chalida Anuntarumporn or Mr. Nuttanai Anuntarumporn, one of them and seal of the company”

### **The Board's opinion**

Mr. Nuttanai Anuntarumporn, the newly appointed directors who are the authorized director on behalf of the company, therefore, it is recommended that the director's authority remains the same as registered with the Ministry of Commerce as mentioned above.

### **Votes for Approval**

This agenda must be approved by a majority vote of the shareholders who attend the meeting and have the right to vote.

## **Agenda 12 Consider Approving the Remuneration of Directors for the year 2022**

### **Objectives and Rationale**

According to Article 90 of the Public Limited Company Act, it was determined that the Company is prohibited to pay the money or other assets to the Director, unless it is the compensation payment according to the Company Regulation.

In Item 33 of Section 3 of the Company Regulations regarding the Board of Directors, it had determined that the Director has the right to receive compensation from the Company in the form of gratuity, meeting allowance, pension, bonus, or benefit in other forms. The number of times of the Meeting of the Board of Directors in the year 2021 was as follows:

Meeting	Number of meetings (Year 2021)
Extraordinary General Meeting of Shareholders No. 1/2021	1
Annual General Meeting of Shareholders for the year 2021	1
Board of Directors	7
Audit Committee	5
Risk Management Committee	2
Corporate Governance Committee	2
Nomination and Remuneration Committee	2

The Company's Board of Directors had considered the suitability of compensation of the Director and the Audit Committee in details by comparing with the listed companies in SET. For transparency according to the good governance, the payment of compensation to various committees should receive the approval from the Shareholders' Meeting by comparing with the director compensation of the previous year.

The Board's opinion

For the duties and responsibilities of consideration and the business diversification. At present, the company's Board of Directors deems it appropriate to propose to the shareholders' meeting to consider and approve the remuneration of the Board of Directors for the year 2021 as follows:

Remuneration of Directors	Past Rate		New Rate
	2020	2021	2022 (Equal to the past rate)
<b>Director meeting fees</b>			
<b>1. Board of Directors/AGM/EGM</b>			
- Chairman	9,000 Baht/times	9,000 Baht/times	9,000 Baht/times
- Each company's director	6,000 Baht/times	6,000 Baht/times	6,000 Baht/times
<b>2. The Audit Committees</b>			
- Chairman of the Audit Committee	9,000 Baht/times	9,000 Baht/times	9,000 Baht/times
- Each Audit Committee Member	6,000 Baht/times	6,000 Baht/times	6,000 Baht/times
<b>3. The Nomination and Remuneration Committee</b>			
- Chairman of the Nomination and Remuneration Committee	5,000 Baht/times	5,000 Baht/times	5,000 Baht/times
- Each Nomination and Remuneration Committee Member	3,000 Baht/times	3,000 Baht/times	3,000 Baht/times
<b>4. The Risk Management Committee</b>			
- Chairman of the Risk Management Committee	5,000 Baht/times	5,000 Baht/times	5,000 Baht/times
- Each Risk Management Committee Member	3,000 Baht/times	3,000 Baht/times	3,000 Baht/times
<b>5. The Corporate Governance Committee</b>			
- Chairman of the Corporate Governance Committee	5,000 Baht/times	5,000 Baht/times	5,000 Baht/times
- Each Corporate Governance Committee Member	3,000 Baht/times	3,000 Baht/times	3,000 Baht/times
<b>Annual remuneration for directors</b>			
- Chairman	80,000 Baht/year	80,000 Baht/year	80,000 Baht/year
- Chairman of the Audit Committee	65,000 Baht/year	65,000 Baht/year	65,000 Baht/year
- Each company's director	65,000 Baht/year	65,000 Baht/year	65,000 Baht/year
<b>Other benefits</b>	<b>None</b>	<b>None</b>	<b>None</b>

Moreover, the remuneration of directors for the year 2022 has been deliberately and carefully reviewed by the Nomination and Remuneration Committee. The above directors' remuneration would become effective from the date of obtaining approval from the 2022 Annual General Meeting of Shareholders onwards until the shareholders' meeting would resolve to change otherwise.

Votes for Approval

This agenda must be approved by a majority vote of the shareholders who attend the meeting and have the right to vote.

## Agenda 13 Consider Approving the Appointment of Auditor and the Determination of Auditor Remuneration of the Year 2022

### Objectives and Rationale

The Audit Committee together with the Management Team of the Company had considered the auditor remuneration of PricewaterhouseCoopers ABAS Company Limited according to the table shown below.

The Company's Board of Directors proposes and approves the appointment of PricewaterhouseCoopers ABAS Limited which is the company's auditor period of 7 years as from the year 2015 onwards. Because their performances were sound and satisfactory and their qualifications comparing with the work amount and the audit fee of the listed companies, to sum up, this company has the appropriate audit fee with the following details:

#### 1) Request for approval of appointment of the Company's Auditor of the year 2022

- Miss Wanwimon Preechawat (Certified Public Accountant No. 9548) and/or
- Miss Amonrat Permpoonwatthanasuk (Certified Public Accountant No. 4599) and/or
- Mr. Kan Tanthawirat (Certified Public Accountant No. 10456)

On behalf of Pricewaterhousecoopers ABAS company limited is the company's auditor. Therefore, anyone of them perform the audit and express an opinion on the company's financial statements. Moreover, if the certified auditors are unable to work, Pricewaterhousecoopers ABAS company limited. can provide the other certified auditors of the company to replace.

2) Approval request for the 2022 audit fee. In the amount of 1,885,000.00 baht, and increase of 8.80 percent from the year 2021. The increasing of audit fee conform with the operations of the company which is growing every year.

The company that is the accounting firm and the auditors listed above does not have any relationship or interest with company/ management/ major shareholders or those related persons.

In addition, it views as proper to present the following information comparing the audit fee of the company in the past year.

PricewaterhouseCoopers ABAS Limited	2019	2020	2021	2022 (Proposed year)
Company's audit fee (baht)	1,540,000.00	1,650,000.00	1,732,500.00	1,885,000.00
Increase (baht)	140,000.00	110,000.00	82,500.00	152,500.00
Increase (percent)	10.00	7.14	5.00	8.80
Other service charges*	None	None	None	None

Note:

1. According to the notification of SEC stipulates that listed companies must arrange auditor rotation, if the former auditor performed the duty of review/ auditing and giving opinions on the company's financial statements for 5 consecutive accounting periods. Furthermore, if the former auditor completed the duties for 5 consecutive fiscal years, the company may appoint the same auditor after at least 2 consecutive fiscal years.
2. Mr. Phongthawee Rattanakoset is an auditor who performs the duty of reviewing/ auditing and expressing an opinion on the company's financial statements for the year 2017-2021.

### The Board's opinion

The directors agree to the proposal of the audit committee that selects the company Pricewaterhousecoopers ABAS limited, which is the auditing firm. Also, the directors resolved to propose to the annual general meeting of shareholders for the year 2022 to consider and approve the appointment of the auditors. Besides, the directors determine the audit fee for the year 2022 according to the proposal of the audit committee above.

### Votes for Approval

This agenda must be approve by a majority vote of the shareholders who attend the meeting and have the right to vote.

## **Agenda 14 To Consider for the Approval of the Imposition of the Prohibitive Actions of Business Domination by Foreigner.**

### Objectives and Rationale

According to the broadcasting commission television business and the national telecommunications commission (NBTC) has issued NBTC announcements. Topic: Prescribing the prohibition of acts that are foreign dominance 2012 published in the government gazette on 23<sup>rd</sup> July 2012 (“Notification”) and effective since 24<sup>th</sup> July 2012. It determines the duties for the telecommunications business licensee to determine or review “Prohibition of acts that look like foreign dominance” annually details in Enclosure 10 to propose to the annual general meeting of shareholders for approval. Also, it submits a certificate signed by an authorized signatory to bind the company that the NBTC with not take any action contrary to the prohibition of the NBTC.

### The Board’s opinion

The board of directors considered and agreed that in order for the company to able to continue to operate as required by law. Therefore, it views as proper to present to the shareholder’s meeting to approve the prohibition of acts characterized by foreign domination in accordance with the guidelines specified in the list attached to the announcement as shown in details in Enclosure 10. By allowing the authorized person to sign to bind the company submit a guarantee to the NBTC that the company will not take any action contrary to the prohibition.

### Votes for Approval

This agenda must be approved by a majority vote of the shareholders who attend the meeting and have the right to vote.

## **Agenda 15 Other Matters for Consideration (If Any)**

### Objectives and Rationale

This agenda is set for shareholders to inquire with management regarding the company’s operations (if any). Therefore, if it doesn’t have any others matters to the meeting, there is no vote on this agenda.

### The Board’s opinion

It is appropriate to let shareholders ask about the company’s operations and the Board of Directors answer questions from them.

Please be informed to attend the 2022 Annual General Meeting of Shareholders on the date, time and place specified above. If you are unable to attend the Electronic Meeting (E-AGM) by yourself, please appoint a proxy or Mrs. Kesara Manchusree, Independent Director and Chairman of the Audit Committee for the substitute by using the proxy forms in the attachment.

If shareholders have any questions, you can contact for more information at Investor Relations Department, telephone 02 666 2222 ext. 8012, 8171

Best regards

By the order of the board

*Nuttanai A.*

.....  
Mr. Nuttanai Anuntarumporn  
Chief Executive Officer

## Practices and Evidences for Attending the Electronic Annual General Meeting (E-AGM)

Due to the current situation of the Coronavirus outbreak (COVID-19) in Thailand which expanded the scope of the epidemic in many areas, the company monitored and concerned about the situation. Therefore, we would like to propose a guideline for shareholders to attend the Electronic Annual General Meeting of shareholders (E-AGM) as follows:

### Shareholders who desire to attend the Electronic Meeting (E-AGM)

**1. Complete the registration form for Electronic Meeting (E-AGM)** Enclosure 2. Please clearly provide your E-mail and mobile phone number for registration.

**2. Sign the privacy notice,** Enclosure 3.

**3. Prepare documents or evidence that shareholders and/ or proxies must deliver before attending the meeting via electronic media (E-AGM)** as follows:

**• The shareholder is an ordinary person**

**1. In case a shareholder attends the meeting in person.**

- Copy of ID card or a copy of government official identification card or copy of passport (In case of passport (In case of a foreigner) with a certified true copy.

**2. In the case of proxy**

- Proxy (Enclosure 14) by filling in the details correctly and completely **with signature of the proxy grantor and proxy**

- Copy of ID card or a copy of government official identification card or copy of passport. (In the case of a foreigner) of **the grantor** with a certified true copy.

- Copy of ID card or a copy of government official identification card or copy of passport. (In the case of a foreigner) of **the proxy** with a certified true copy.

**• The shareholder is a juristic person**

**1. In the case of authorized person to sign on behalf of the juristic person attends the meeting in person.**

- Copy of ID card or a copy of government official identification card or copy of passport. (In the case of a foreigner) with a certified true copy.

- Copy of corporate registration certificate from the Ministry of Commerce and certified true copy by an authorized person on behalf of the juristic person with the juristic person's seal. (if any)

**2. In case of proxy**

- Proxy (Enclosure 14) by filling in the details correctly and completely **with signature of the proxy grantor and proxy.**

- Copy of ID card or a copy of government official identification card or copy of passport. (In the case of a foreigner) **the proxy** with a certified true copy.

- Copy of corporate certificate from the Ministry of Commerce or a copy of juristic person's certificate issued by a government agency with the authority of the country where the juristic person is located and certified true copy by the person authorized to sign for the juristic person with corporate seal (if any). And a copy of the ID card or a copy of government official identification card or copy of passport (In case of a foreigner) of the authorized director who has signed the proxy form with signed to certify a true copy.



**3. In the event that a shareholder appears in the register as a foreign investor and appointed a custodian to be a share depository and trustee.**

- Proxy form C. (Enclosure 14) by filling in the correct and complete information **with the signature of the proxy grantor and proxies.**

- Certificate of custodian Juristic person registration and certified true copy by a person with authority to sign on behalf of the custodian entity or authorized person with the corporate seal (if any).

- Power of Attorney from shareholders to custodian is the operator to sign the proxy forms instead.

- A letter confirming that the person who signs the proxy form is permitted to operate the custodian business.

- Copy of ID card or a copy of government official identification card or copy of passport. (In the case of a foreigner) **the proxy** with a certified true copy.

Please submit **the E-AGM registration forms, privacy notice and identification document to the company within Friday 22<sup>th</sup> April 2022** through the following channels.

E-mail: [ir@interlinktelecom.co.th](mailto:ir@interlinktelecom.co.th) or

Mailing address : Investor Relations Department

Interlink Telecom Public Company Limited

48/66 Soi Rung-Reung Ratchadapisek Road,

Samsennok, Huay Khwang, Bangkok 10310

When you submit the documents, the company will clarify the documents to confirm the right to attend the meeting and the company will send link to access E-AGM together with the user manual for accessing the E-AGM Meeting system via the email that the shareholder have given to the company.

The shareholder who authorized the proxy and the company has received the proxy form from the shareholder. The company will pay stamp duty in electronic form of E-Stamp in line with the regulations of the revenue department.

**Please read the instruction manual carefully. The system will allow you to register to attend the meeting on Wednesday, 27<sup>th</sup> April 2022 from 08.30 a.m. onward and the meeting started at 10.00 a.m.**

Registration form for Electronic Annual General Meeting (E-AGM)

Written at.....

Date .....Month.....Year.....

I/We.....Nationality .....

ID Card Number / Passport Number.....

Address.....Road.....Sub-District.....District.....

Province.....Postal Code.....

Telephone Number.....

( ) Being a shareholder ( ) Being a proxy of Interlink Telecom Public Company Limited.

I confirm to attend and vote in Annual General Meeting of Shareholders 2022 on Wednesday, 27<sup>th</sup> April 2022 at 10.00 a.m. via Electronic Media (E-AGM). Please send a user manual for attending the E-AGM and link to access E-AGM via my/our E-mail as follows:

Email.....

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

1. Email: [ir@interlinktelecom.co.th](mailto:ir@interlinktelecom.co.th) or
2. Mailing Address : Investor Relation Department  
Interlink Telecom Public Company Limited  
No.48/66, Soi Rung-Rueng, Ratchadapisek Road.,  
Samsenok, Huay Khwang, Bangkok 10310 Thailand.

## Privacy Notice

Interlink Telecom Public Company Limited (“the company”) concerns how importance of the protection of personal information of shareholders. The company would like to inform the shareholders of the following details to comply with the personal data protection act 2019.

### **1. The purpose, necessity and personal data to collected**

The company required to collect, use and disclose of the shareholder’s information such as age, address, telephone number, email address and ID card number to used as the following purposes;

- Inviting to Annual General Meeting of Shareholders for 2021 and organizing the meeting of shareholders as required by law and Delivering the list of 56-1 One Report 2020 to shareholders as required by law and/ or as requested by the company

### **2. Period of retention of personal information**

The company will collect, use and disclose the shareholders information as indicated in this document for the personal information required to fulfill the purposes mentioned above.

### **3. Rights of personal Information**

The shareholder as the owner of the information has various rights stipulated by the personal data protection act 2019 which may include: right to withdraw consent. To illustrate, right to request access and receive personal information, right to request to correct personal information, right to request erasure or destruction of personal information, right to request for suspension of personal information, right to request the transfer of personal information in line with the law. Right to complain, right to object to the collection, use and disclosure of personal information about them.

### **4. Contact details of the company**

If shareholders have any question in terms of personal information according to this document, shareholders can contact the company secretary or investor relations department, details are as follows:

Interlink Telecom Public Company Limited  
 No.48/66, Soi Rung-Rueng, Ratchadapisek Road.,  
 Samsennok, Huay Khwang, Bangkok 10310, Thailand.  
 Tel : 0 2666 2222 Fax : 0 2666 2299  
 E-mail : secretary@interlinktelecom.co.th or E-mail : ir@interlinktelecom.co.th

I acknowledge and consent to the company to collect, use and disclosure my personal information that provided to the company as detailed above (Consent person).

Signed ..... Consensor  
 (.....)

**Voting method in the 2022 Annual General Meeting of Shareholders  
In the form of a meeting through Electronics Media (E-AGM),  
Vote counting, Notification of the voting results and how to raise questions.**

Voting method for shareholder or proxy who attend to the meeting through electronic media (E-AGM), the shareholder must register for identity verification and attach documents in advance of the meeting date. According to the company defined in the measures and procedures for attending the 2022 Annual General Meeting of Shareholders (Enclosure 1). Then the shareholder can enter the E-AGM system and vote on each agenda. One shareholder has vote equal to the number of shares that they had or the person who authorized by proxy. However, in collecting the results, the company will take the votes that disagree or abstain subtract from the total votes that attending the meeting. After registering for Electronic Media (E-AGM) on the meeting date, the system will appear E-voting (Online Voting System) for you to vote. In each agenda, you can choose to vote only one of them: agree, disagree or abstain. You can revise such votes until that agenda is closed for voting.

If shareholder agrees, disagrees, abstain please click on “agree”, “Disagree”, “Abstain” button, the votes will be calculated in the voting processing system. In case the shareholder do not click on any voting button, the company will assume that you agree on that agenda.

### **Voting rules**

#### **General Agenda**

1. Voting for each agenda will be done which disclosed by counting one vote per share. The shareholder or proxy must be only one vote: agree, disagree or abstain. A partial vote cannot be divided. (Unless it is custodian vote)
2. In the case of proxy
  - 2.1 The proxy must vote as the grantor stated in the proxy form only. Voting of the proxy for agenda that is not as specified in the proxy form shall be deemed as such voting is incorrect. Also, it is not considered a vote of shareholder.
  - 2.2 If the grantor does not specify the intention to vote in any agenda in the proxy form or unclear or considered or voted on any matter other than those specified in the proxy form including any changes or additions of any facts, proxy has the right to consider and vote on their behalf as they deem appropriate.

#### **Voting methods in each agenda**

The chairman of the meeting will explain the details of voting method to the meeting with the following guidelines.

1. The chairman will propose shareholders to consider and votes on each agenda. Which will be survey an opinion from the meeting who have agree, disagree or abstain.
2. If shareholders have an opinion in “disagree” or “abstain” please click on the button “disagree” or “abstain” for system to process. If there have no shareholders votes disagree or abstain the conclusion is shareholders agree in the meeting resolution.
3. The counting votes is using a meeting score processing system through the online voting system (E-Voting) for convenience and speed of voting in each agenda and will be announce to the meeting acknowledgement.

### **The resolution of the shareholders have to consist of the following votes**

- In normal case, a majority vote of the shareholders who attend the meeting and have the right to vote is the resolution of the meeting.

- In other case which the regulation of the company is different from normal case and laws. So, the resolution of the meeting will be in accordance with the law. Or that regulation was specified by the chairman, the meeting will inform to shareholders of the meeting before voting in each agenda.

1. If the votes are equal, the chairman of the meeting have one more vote for judgment.

2. Any shareholders or a proxy has a special advantage in any particular matter. They are forbidden to vote on the issue and the chairman of the meeting may invite those persons leave the meeting temporality. Unless it is a vote to elect a director.

3. Secret voting may perform when there are at least 5 shareholders requested and the resolution is approved. Which the chairman of the meeting will determine the secret voting method. And informed to the meeting before voting in each agenda that had a secret vote.

### **Counting and Announcement of the Vote**

The chairman of the meeting will explain the voting method before the meeting start. Shareholders who attended the meeting via electronic media (E-AGM) and had the right to vote and will inform the voting result in the end of each agenda.

### **How to make questions**

- **Submitting questions in advance**

Shareholders are able to submit written in advance questions that related with agenda. To help the board of director able to answer questions more completely and the company will record those questions and answer in the minutes of meeting. Which can send questions and specify name-surname on the form to submit advance questions (Enclosure 16) or via email : [ir@interlinktelecom.co.th](mailto:ir@interlinktelecom.co.th) or fax number 02 666 2299 the director will answer question on Q & A in the last agenda.

- **Asking questions at the date of meeting**

- Shareholders can send questions via message or chat, which the directors will answer in during Q & A period of the last agenda.

- Shareholders can make questions during live meeting on Q & A agenda by following steps that the company determine which the company's staff will open microphone to shareholders.

- **Facilitation in other channels**

The company has recorded video and audio throughout the duration of the meeting. Which will be published on the company's website [www.interlinktelecom.co.th](http://www.interlinktelecom.co.th) within 7 days after the meeting complete.

**Minutes of Extraordinary General Meeting No. 1/2022  
Interlink Telecom Public Company Limited**

**Date and Time of the Meeting**

The Electronic-Extraordinary General Meeting (E-EGM) was held on Thursday, 27 January 2022 at 14.00 hrs. (The registration for accessing into E-EGM started from 12.00 hrs.) and was broadcasted live from Grand Suvarnabhumi Meeting Room, 7th Floor, Interlink Building, located on No. 48, Soi Rung Rueang, Ratchadaphisek Road, Samsen Nok Sub-District, Huai Khwang District, Bangkok 10310.

**The Meeting started at 14.00 hrs.**

The master of ceremony informed the Meeting that the Board of Directors of Interlink Telecom Public Company Limited had attended the meeting together on Tuesday, 9 November 2021 and had resolved to call the Meeting of Extraordinary General Meeting No. 1/2022 on Thursday, 27 January 2022 at 14.00 hrs. in a form of Hybrid Meeting at Grand Suvarnabhumi Meeting Room, 7<sup>th</sup> Floor, Interlink Building and had resolved to approve the Board of Directors or the Chief Executive Officer to have an authority to revise and/or add the meeting agenda in the Extraordinary General Meeting No. 1/2022 as well as revising and/or changing the date, time, and venue for the Extraordinary General Meeting No. 1/2022.

Because the pandemic situation of Coronavirus 2019 (Covid-19) in Thailand is still expanding in many areas, the Company has been aware and is concerned about the health and safety of shareholders, including those who are participated in the meeting arrangement, and is also ready to comply with the government's measures strictly to prevent the pandemic of Covid-19. Therefore, the Chief Executive Officer had requested to change the type of today's Extraordinary General Meeting No. 1/2022 to be the Electronic-Extraordinary General Meeting (E-EGM) by broadcasting live from Grand Suvarnabhumi Meeting Room, 7th Floor, Interlink Building according to the rules as specified in the law regarding the electronic meeting.

Hence, the Company had sent the link for attending the meeting, together with the manual for watching the broadcasting live, how to vote online, and how to make questions via e-mail to shareholders and proxies who were registered to attend the Electronic-Extraordinary General Meeting (E-EGM) with advanced authentication to the Company.

**Mr. Pakorn Malakul Na Ayudhya** was the Chairman of the Meeting.

The Chairman informed the Meeting that 14 shareholders attended the meeting with the total number of 10,268,934 shares and 214 proxies attended the meeting with the total number of 714,297,178 shares. The total number of attendees was 228 and the total number of shares was 724,566,112 or 57.7626 percent of all issued shares in the total number of 1,254,385,585 shares, which was the constituted quorum according to the company regulations. Therefore, the meeting was opened to make a consideration on various matters according to the agenda.

Hence, the Chairman had assigned the master of ceremony to introduce the Board of Directors, the Company Secretary, the Executives, and the Company Legal Officer who would act as witnesses in vote counting in each agenda, attended the Extraordinary General Meeting No. 1/2022, and made an observation as followed:

**The Board of Directors who attended the meeting:** 11 persons

- |                                     |                    |  |
|-------------------------------------|--------------------|--|
| 1. Mr. Pakorn                       | Malakul Na Ayudhya | Chairman of the Board and Independent Director       |
| 2. Mr. Sombat                       | Anuntarumporn      | Vice Chairman of the Board                           |
| 3. Mr. Nuttanai                     | Anuntarumporn      | Director and Chief Executive Officer                 |
| 4. Dr. Chalida                      | Anuntarumporn      | Director   |
| 5. Dr. Lillada                      | Anuntarumporn      | Director   |
| Had attended the electronic meeting |                    |  |
| 6. Mrs. Kesara                      | Manchusree         | Chairman of Audit Committee and Independent Director |

## Copy of the Minutes of the Extraordinary General Meeting No. 1/2022 on 27 January 2022 (Enclosure 5)

7. Pol. Lt. Gen. Suchat	Muankaew	Audit Committee and Independent Director
8. Mr. Chavalit	Chookajorn	Audit Committee and Independent Director
Had attended the electronic meeting		
9. Mr. Suwichan	Nilanan	Director
10. Mr. Suwat	Punnachaiya	Director
11. Miss Varisa	Anuntarumporn	Director and Company Secretary

Note: There were 11 company directors attended the meeting from the total number of 11 company directors or 100 percent of all directors

### Executives of the Company who attended the meeting: 3 persons

1. Dr. Bundit	Rungcharoenporn	Managing Director
2. Mr. Sumit	Jaroenpornpiti	Deputy Chief Financial Officer
3. Mr. Kamonpong	Saejun	Deputy Chief Accounting Officer

### Company Legal Officer: 1 person

1. Mr. Kittisak	Wiwatchankit	Company Legal Manager
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### Shareholders' Right Protection Volunteer, Proxy from Thai Investors Association, who attended the meeting:

1 person

1. Miss Chanathip	Witthayakun
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The Chairman assigned Miss Varisa Anuntarumporn, Director and Company Secretary, to explain the details about the meeting and voting method, which could be summarized as followed:

According to Item 41 of the company regulation and Article 102; Article 33 Paragraph 2, 4, and 5; and Article 34 of the Public Limited Companies Act, the voting in various agendas was determined for shareholders to obtain the vote in the number that equivalent to the number of shareholdings and proxy shares by considering that one share was equivalent to one vote. In the voting, one share must be equivalent to one vote and must be equivalent to the majority vote of shareholders who attended the meeting and had the right to vote in the normal meeting resolution. Also, the shareholders had the right to give a proxy to other persons to attend the meeting and vote on their behalf.

Regarding the voting method, the shareholders who attended the electronic meeting could make a vote via E-Voting system. In each meeting agenda, the shareholders could vote for agree, disagree, or abstain by clicking to edit the vote throughout the agenda until the close of voting.

For the vote counting, the company officers will count the votes by using the score processing system in the form of E-Voting, which collected the votes in each agenda from shareholders who attended the Electronic-Extraordinary General Meeting (E-EGM) and voted via E-Voting. Hence, the consideration on the said votes will take the voting of shareholders who had given a proxy according to the proxy form into consideration.

The result of vote counting in each agenda would be informed to the Meeting after the ending of each voting in each agenda. At some point when the vote counting took longer time than normal, the Chairman might ask the Meeting to proceed with the consideration in other agendas for the meeting to go continuously. When the officers finished counting the vote, the Meeting would be informed about result of vote counting immediately.

The resolution of this shareholders' meeting must be in accordance with the company regulations and Article 107 of the Public Limited Company Act, which consisted of the following votes:

Agenda 1, Agenda 7, and Agenda 8 must be approved with the majority vote of shareholders who attended the meeting and had the right to vote.

Agenda 2, Agenda 3, Agenda 4, Agenda 5, Agenda 6, Agenda 9, and Agenda 10 must be approved with the vote of no less than three in four of all votes of shareholders who attended the meeting and had the right to vote.

Agenda 11 obtained no resolution.

## Copy of the Minutes of the Extraordinary General Meeting No. 1/2022 on 27 January 2022 (Enclosure 5)

In the Extraordinary General Meeting No. 1/2022, the Company had recorded the video in order to publicize to those shareholders who were not attend the meeting. The video recording of the meeting could be watched via the company website at [www.interlinktelecom.co.th](http://www.interlinktelecom.co.th).

After that, the Chairman had inquired the Meeting whether there were any other opinions or not. The Meeting had approved of the voting method, the method of vote counting, and the announcement of vote result in the abovementioned. Therefore, the Meeting was requested to make a consideration on various matters according to 11 meeting agendas as followed:

### **Agenda 1 Considered and Approved the Minutes of Annual General Meeting of 2021 on 20 April 2021**

The Chairman assigned Miss Varisa Anantarumporn, Director and Company Secretary, to inform the Meeting that the Company had made the minutes of Annual General Meeting of 2021 on Tuesday, 20 April 2021 within 14 days as from the date of Annual General Meeting and had submitted to the Ministry of Commerce within the period as specified by law as well as publishing on the company website and attaching the copy of minutes of Annual General Meeting of 2021 with the notice of the meeting, dated 12 January 2022 in booklet form to shareholders in advance. The Board of Directors had considered and seen that the said minutes of the meeting of Annual General Meeting was clear, complete, and accurate.

The Chairman had given an opportunity for shareholders to give suggestions and ask questions.

When there was no inquiry, the Chairman had asked the Meeting to approve the minutes of the said Annual General Meeting by which the agenda must receive the majority vote of all votes of shareholders who attended the meeting and had the right to vote.

**Meeting Resolution** The Extraordinary General Meeting had approved the minutes of Annual General Meeting of 2021 on Tuesday 20 April 2021 as the Board of Directors had proposed with the majority vote of all votes of shareholders who attended the meeting and had the right to vote in this agenda as followed:

Agree	724,597,113 Votes	As a Percentage of	100.0000
Disagree	0 Vote	As a Percentage of	0.0000
Abstain	0 Vote	As a Percentage of	0.0000
Voided Ballot	0 Vote	As a Percentage of	0.0000
Total	724,597,113 Votes	As a Percentage of	100.0000

Note: In this agenda, there was the addition of 2 shareholders since the beginning of the meeting in the number of 31,001 shares. The total number of shareholders who attended the meeting in this agenda was 230 in the total number of 724,597,113 shares.

### **Agenda 2 Considered and Approved the Registered Capital Decrease of the Company to Cut the Unissued Shares of the Company, which is the Right Offering to Support the Exercise of Right according to the Expired Company Warrant and the Unsold Company Warrant**

The Chairman assigned Mr. Nuttanai Anuntarumporn, Director and Chief Executive Officer, to present the information in this agenda to the Meeting.

Mr. Nuttanai Anuntarumporn, Director and Chief Executive Officer, had explained to the Meeting that according to the Public Limited Act, B.E. 2535 (1992) (including its amendment) (“PLC Act”) in Article 140, the Shareholders’ Meeting might approve to decrease the registered capital of the Company by cutting the unissued shares. When the Shareholders’ Meeting had approved, the Company must make a request for registered capital decrease within 14 days as from the Meeting had made the resolution.



## Copy of the Minutes of the Extraordinary General Meeting No. 1/2022 on 27 January 2022 (Enclosure 5)

Currently, the Company has the registered capital of 906,250,000 baht and the paid-up capital of 623,582,597 baht with the Company's unsold ordinary shares in the number of 253,544,984 shares. The said par value of 0.50 baht to support the exercise of right according to the expired company warrant and the unsold company warrant of the Company is a part of shares that are allocated to support the exercise of right according to the warrant for purchasing of the Company's ordinary shares: ITEL-W3, ITEL-W2, and ITEL-W1. The abovementioned capital decrease is the cutting of unsold registered ordinary shares. Hence, there is no impact on the Company and the shareholder benefit in any way.

The Chairman had given an opportunity for shareholders to give suggestions and ask questions.

When there was no inquiry, the Chairman had asked the Meeting to consider and approve the registered capital decrease of the Company to cut the unissued shares of the Company, which is the Right Offering to support the exercise of right according to the expired company warrant and the unsold company warrant. In this agenda, the vote must be no less than three in four of all votes of shareholders who attended the meeting and had the right to vote.

**Meeting Resolution** The Extraordinary General Meeting had considered and approved the registered capital decrease of the Company to cut the unissued ordinary shares of the Company, which is the Right Offering to support the expired company warrant and the unsold company warrant with the votes of approval in no less than three in four of all votes of shareholders who attended the meeting and had the right to vote in this agenda as followed:

Agree	725,341,113 Votes	As a Percentage of	100.0000
Disagree	0 Vote	As a Percentage of	0.0000
Abstain	0 Vote	As a Percentage of	0.0000
Voided Ballot	0 Vote	As a Percentage of	0.0000
Total	725,341,113 Votes	As a Percentage of	100.0000

Note: In this agenda, there was the addition of 1 shareholder from the previous agenda in the number of 744,000 shares. The total number of shareholders who attended the meeting in this agenda was 231 in the total number of 725,341,113 shares.

### Agenda 3 Considered and Approved the Revision of the Company's Memorandum of Association in Item 4 to be in accordance with the Registered Capital Decrease of the Company

The Chairman assigned Mr. Nuttanai Anuntarumporn, Director and Chief Executive Officer, to present the information in this agenda to the Meeting.

Mr. Nuttanai Anuntarumporn, Director and Chief Executive Officer, explained to the Meeting that in order to be in accordance with the registered capital decrease to cut the unissued ordinary shares of the Company, which is the Right Offering to support the exercise of right according to the expired company warrant and the unsold company warrant as presented to the Meeting of the Board of Directors to consider and approve in Agenda 2, the Company's Memorandum of Association in Item 4 should be revised as followed:

"Item 4 Amount of Registered Capital	:	779,477,508	Baht
Divided into	:	1,558,955,016	Shares
Par Value	:	0.50	Baht
Divided into	:		
Ordinary Share	:	1,558,955,016	Shares
Preference Share	:	-None-	(-)"

## Copy of the Minutes of the Extraordinary General Meeting No. 1/2022 on 27 January 2022 (Enclosure 5)

Hence, the individuals that the Company's Board of Directors had assigned to be responsible for revision of the Memorandum of Association that the Department of Business Development, Ministry of Commerce, to have the authority to revise and add any statements or proceed with any actions according to the instruction of the registrar.

The Chairman had given an opportunity for shareholders to give suggestions and ask questions.

When there was no inquiry, the Chairman had asked the Meeting to consider and approve the revision of the Company's Memorandum of Association in Item 4 to be in accordance with the registered capital decrease of the Company. In this agenda, the votes must be no less than three in four of all votes of shareholders who attended the meeting and had the right to vote.

**Meeting Resolution** The Extraordinary General Meeting had considered and approved the revision of the Company's Memorandum of Association in Item 4 to be in accordance with the registered capital decrease of the Company with the votes of no less than three in four of all votes of shareholders who attended the meeting and had the right to vote in this agenda as followed:

Agree	725,341,113	Votes	As a Percentage of	100.0000
Disagree	0	Vote	As a Percentage of	0.0000
Abstain	0	Vote	As a Percentage of	0.0000
Voided Ballot	0	Vote	As a Percentage of	0.0000
Total	725,341,113	Votes	As a Percentage of	100.0000

### Agenda 4 Considered and Approved the Purchase and the Transfer of Entire Business between the Company and Weatheria E Company Limited ("Weatheria E"), including Entire Business Transfer Agreements, Other Contracts, and Other Documents that are Relevant with the Purchase and the Transfer of Entire Business

The Chairman assigned Mr. Nuttanai Anuntarumporn, Director and Chief Executive Officer, to present the information in this agenda to the Meeting.

Mr. Nuttanai Anuntarumporn, Director and Chief Executive Officer, explained that the essence of the purchase and the transfer of entire business between the Company and Weatheria E with the following details

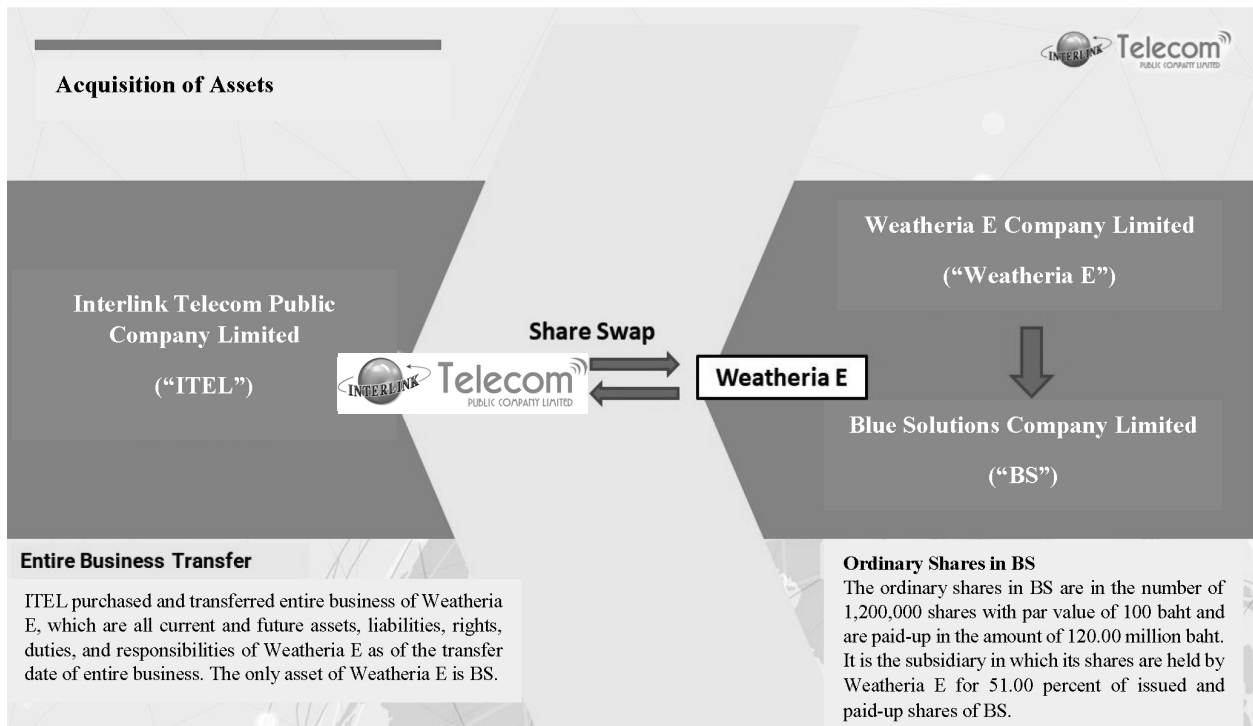


#### Summary of Essence of the Purchase and the Transfer of Entire Business of Weatheria E

Extraordinary General Meeting No. 1/2022 as of 27 January 2022



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## WHO IS BLUE SOLUTION ?



## Blue Solution Co., Ltd.

<b>Established</b>	: 10 July 2009
<b>Key business</b>	: To be specialized in state of the art, innovative and integrated IT solutions including consultancy services, project design, project management, turnkey solutions and annual maintenance contracts
<b>Paid-up capital</b>	: THB 120.00 million
<b>Revenue</b>	: THB 180 – 195 million per year
<b>Location</b>	: 59/39 T59 WESTGATE, Bang Rak Pattana, Bang Bua Thong, Nonthaburi 11110, Thailand
<b>Area</b>	: Land 50 sqw Office 533 sqm



### Registered Company Consultant

Blue Solutions Co., Ltd. has registered with Consultant Database Center, Public Debt Management Office, Ministry of Finance since 2011 to be a company consultant in Information and Communication Technology (ICT) Sector for rating 2 and is currently an active member.



#### Blue Solutions Company

Consultant Registration No.	3445
Consultant Name	• Blue Solutions Company Limited
Rating	2
Registered Branch	ICT
Registered Capital	120,000,000.00 Baht
Date of Establishment	10/07/2009



# Solutions

- Cyber Security
- CCTV & Security Solutions
- Network and WIFI Solutions
- Server, Blade Server, Storage
- Enterprise Software Development
- Business Consultant

**BLUE Solutions**



## Cyber Security

Due to the dramatically demand and expand of the IP Network devices and infra structure, and due to the multiple remote access users. We design, implement and maintain your business in different layer of security and different zones. unified threat manage deliver the following services:

- Firewall, Log
- Anti Virus, Anti Spam
- Intrusion prevention System
- VPN, SSL\VPN
- Web Content Management
- Bandwidth management



## CCTV & Security Solutions

- Blue Solutions Co., Ltd. provides a 24h monitoring and control facilities to all security devices (i.e. CCTV, access control, intrusion detection, asset tracking monitoring etc.).
- Through state of art system solutions offering unique integration capabilities on one platform of the previous security parameters for effective centralized management control.






## WIFI & Network Solutions

Blue Solutions Co., Ltd. offer Outdoor Point-to-point, Outdoor point-to-multi point & indoor Wi-Fi coverage with the required levels of quality of services for data files, voice & video data both physical and cloud-managed solutions.

We offer a reliable and fast network infrastructure ensures your offices around the country and globally is connected for sharing information. Choose our simple connections or more advanced solutions that meet your business needs.







การประปาส่วนภูมิภาค  
Provincial Waterworks Authority



นทข. การประปาส่วนภูมิภาคจังหวัดนakhonphanom



# Server, Blade Server, Storage



# Enterprise Software Development

We can tailor-made Enterprise Software that match the needs of each organization in the area of Enterprise Resource Planning (ERP), Business Intelligence and Big Data Analytics.



กระทรวงพาณิชย์  
Ministry of Commerce



## Business Consultant



More than  
**70 completed projects**  
in a variety of solutions  
for references  
with over  
**10 years of experience**





## Highlight Projects

Year	Project	Employer	Project Value (VAT Included)
2016	Trade Intelligence System	Trade Policy and Strategy Office	84.88 MB
2017	Contract for Sale of Network Security Enhancement, Phase 2	Provincial Waterworks Authority	88.02 MB
2018	Arrange to have the quality supervision system for central internet service under the project and arrange to have the mobile phone signal and high-speed internet service in the marginal area (Zone C+)	The National Broadcasting and Telecommunication Commission	163.00 MB
2019	The project arranged to have the quality supervision system for central internet service (USO SLA) under the project and arrange to have high-speed internet service in the remote area (Zone C)	The National Broadcasting and Telecommunication Commission	306.50 MB



## Highlight Projects (Cont')

Year	Project	Employer	Project Value (VAT Included)
2021	Purchase and installation work of signal cable network and Mae Moh mine supplies, Mae Moh Training Center, Lampang Learning Center, and EGAT Head Office with 1-year warranty and 5-year maintenance and reparation work	Electricity Generating Authority of Thailand	120.60 MB
2021	Purchase and installation work of signal cable network and Mae Moh Power Plant supplies and EGAT Head Office with 1-year warranty and 5-year maintenance and reparation work	Electricity Generating Authority of Thailand	107.55 MB
2021	Contract for Sale of Network Upgrade	Provincial Waterworks Authority	126.20 MB
2021	Contract for Sale of Wireless LAN Upgrade and Security of the Provincial Waterworks Authority	Provincial Waterworks Authority	61.90 MB

## Line of Partnerships

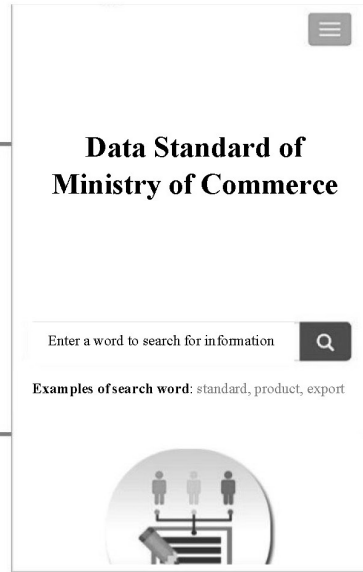


**HALL  
of  
FAME**





### Commercial Data Standard System



<https://std.moc.go.th/std>



Enter a word to search for information

Examples of search word: standard, product, export



Personal Data

Juristic Person Data

Product Information

Trade Information

<https://std.moc.go.th/std>



Economy

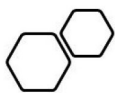
Corporate

<https://data.moc.go.th/>

“Announcement of Readiness of Digital Government of Thai Government Agencies of 2019”

Digital Government Reward for Thai Government Agencies in Department Level

Ministry of Commerce



As a Complete Solution Integration,  
We are in a unique position



KEY REFERENCES




CONNECTIONS AND  
CONSULTANT NETWORKS



REVENUE PERFORMANCE  
MANAGEMENT







### Advantages of Making a Transaction

- 1 It is an investment in the business with potential and opportunity to receive a good return on investment that can be continued to SET listing.
- 2 Help to fulfill the new business and support the New S-Curve strategy
- 3 Expand the customer base of the Company, such as the Electricity Generating Authority of Thailand or other government agencies
- 4 Increase **Solution** to the Company to provide wider and faster answers to customers and to meet more needs of customers
- 5 Trade value is in the reasonable price range
- 6 It is the making of non-cash transaction. Therefore, there is no impact on the liquidity of the Company.

**BIG DATA x SECURITY**







### Value for Investment Transaction

- 1 i) Immediate *Wealth Creation* from secured backlogs
 

**Net Profit\***  
*(THB mm)*

**+70**

2022F

**EPS Accretive\*\***  
*(Baht per Share)*

**+0.054**

2022F

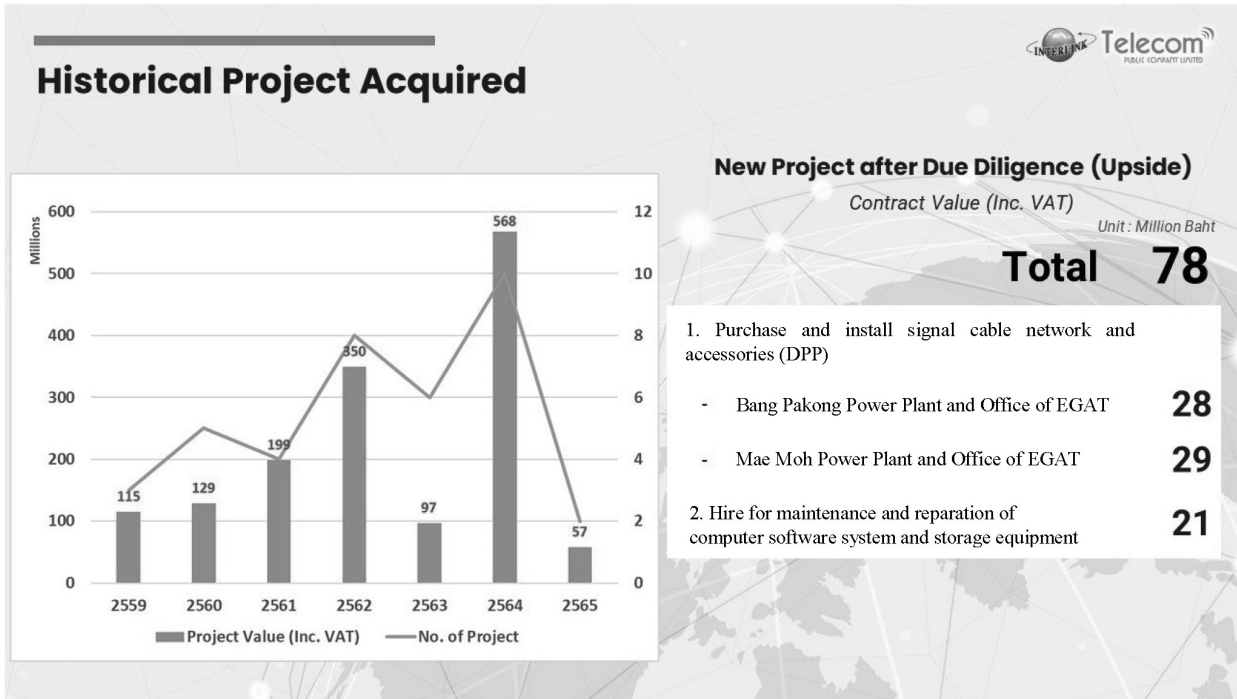
**Enlarging Market Cap\*\*\***  
*(THB mm)*

**+2,660**

2022F

**Note:**

  1. \* 51% Investment / \*\* Total 1,285 mil shares (post transaction) / \*\*\* ITEL's PER of 38.0x (15-day average of 25-Jan-2022)
  2. Forecast Backlog as of 31-Dec-21 = 500.83 MB

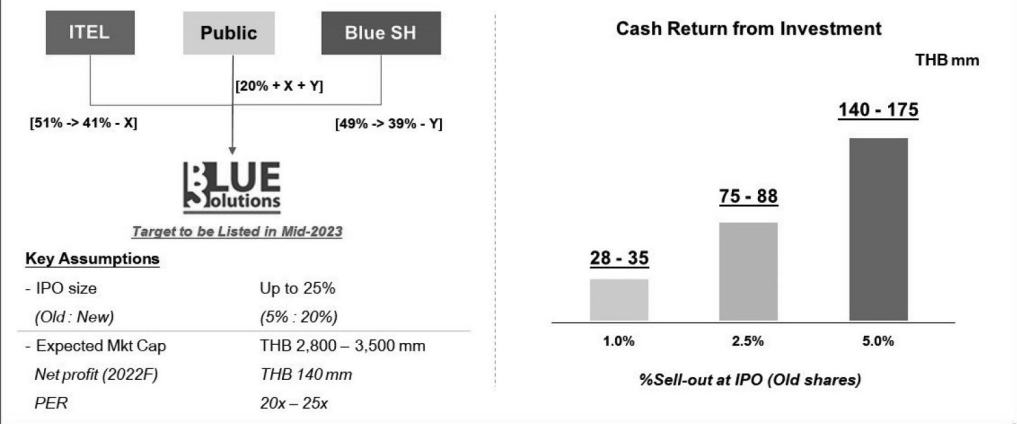


## Value for Investment Transaction



2


### ii) Cash Proceed at IPO of Blue Solutions





### Disadvantages of Making a Transaction

- 1 Impact to former shareholders from dilution effect and earnings dilution

**Summary of Company Values**

Valuation as at 31 December 2020

Strictly Private & Confidential  
WELCAP

Valuation Method	Fair Value of Blue's Shareholder's Equity	Blue's Share Value
Account Valuation Method	153.25 Million Baht	127.71 Baht per share
Accounting Value Adjustment Method	153.25 Million Baht	127.71 Baht per Share
Market Ratio Comparison Method – P/E	113.64-150.02 Million Baht	94.70-98.81 Baht per Share
Market Ratio Comparison Method – P/BV	347.15-407.68 Million Baht	289.29-339.73 Baht per Share
Discounted Cash Flow Method	292.49-302.26 Million Baht	243.74-251.88 Baht per Share

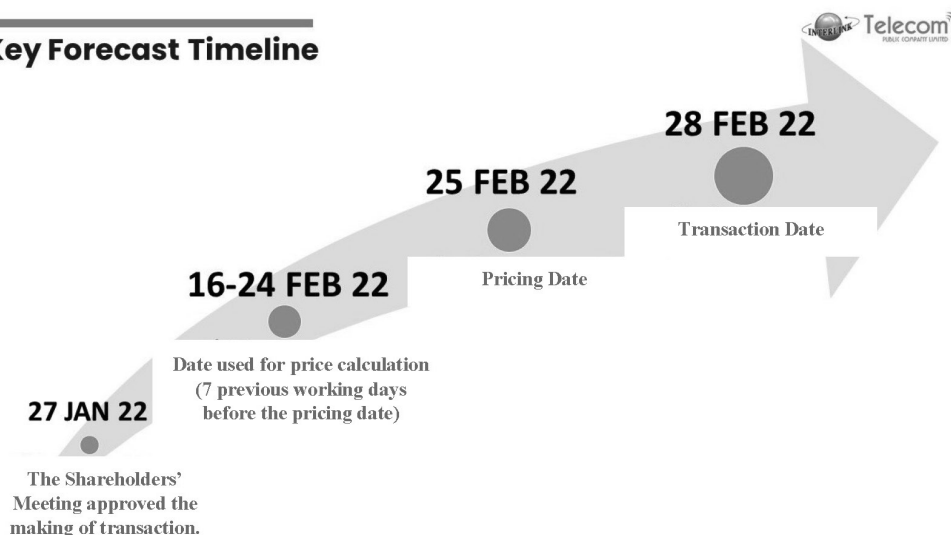


**Summary of Purchase and Transfer Transactions of Entire Business of Weatheria E**

- Buyer : ITEL
- Seller : Weatheria E Co., Ltd.
- Valuation (100%) : THB 300 mm
- %Investment : 51.0%
- Transaction value (51%) : THB 153 mm
- Compensation : PP shares
- PP price : Market price which is the weighted average price for the past period of 7 consecutive business days prior to the date to determine offering price (Expected 16 – 24 February 2022)
- %Share in ITEL : <= 2.39% or 30.6 million shares

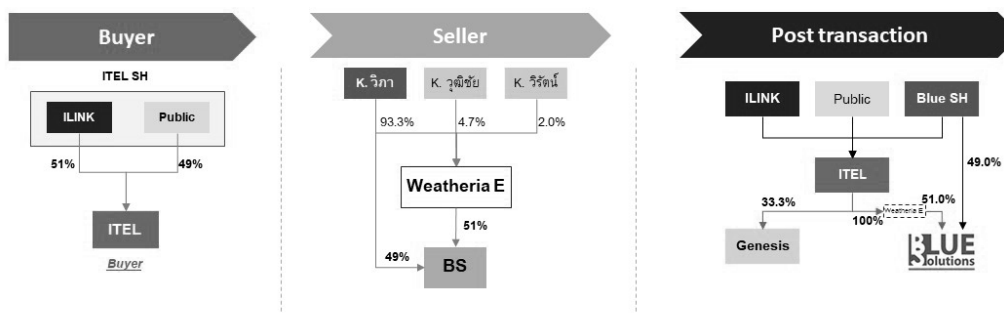


**Key Forecast Timeline**





## Key Transactions Steps



Later, Mr. Nuttanai Anuntarumporn, Director and Chief Executive Officer, proposed for the Meeting to consider and approve the purchase and transfer of entire business of Weatheria E Company Limited (“Weatheria E”), which has 3 shareholders, namely, (1) Mrs. Wipha Tanthasethsee (2) Mr. Wuttichai Siriplangkanon; and (3) Mr. Virat Anurakputti (“Weatheria E’s Shareholders”). The Company would purchase and transfer all current and future businesses of Weatheria E on the transfer date, including ordinary shares in Blue Solutions Company Limited (“BS”) for 612,000 shares (51.00 percent of registered and paid-up shares of BS). The BS is the subsidiary in which its shares are held by Weatheria, including the making of transfer contract of entire business, agreements, other contracts, and other documents that are relevant with the purchase and transfer of entire business from Weatheria E in the trade value of 153,000,000 baht (“Transaction of Entire Business Transfer”).

Weatheria E is the Company that conducts the business by holding shares in other companies (Holding Company) with the investment in BS in the proportion of 51.00 percent of registered and paid-up shares of BS on the transfer date of entire business. Therefore, the fair value of Weatheria E could be valued from the fair value of BS in the proportion of 51.00 percent or 153,000,000 baht.

When comparing the fair value of Weatheria E with the Company, the Board of Directors had approved the Extraordinary General Meeting No. 1/2022 to consider approving and allocating the Right Offering of the Company to not exceed 30,600,000 shares and the par value of 0.50 baht to Weatheria E and/or Weatheria E’s shareholders who are Private Placement and non-related party of the Company in order to use as payment as the remuneration for purchasing and transferring of entire business from Weatheria E

Hence, the issuance of Right Offering is the public offering that the shareholders had assigned the Board of Directors and/or the Chief Executive Officer and/or other individuals who are appointed by the Board of Directors and/or the Chief Executive Officer with the authority to set the offer to be no lower than 90 percent of the market price of the Company’s shares according to the regulations of the Notification of Capital Market Supervisory Board No. ThorChor. 72/2015 regarding Permission for Listed Companies to Offer Newly Issued Shares to Private Placement, dated 28 October 2015 (and its amendment) (“Notification No. TorChor. 72/2015”).

**Copy of the Minutes of the Extraordinary General Meeting No. 1/2022 on 27 January 2022 (Enclosure 5)**

Allocation to	Number of shares (shares)	Ratio (Former: New)	Selling price (Baht per share)	Date/Time of subscription and payment of shares
Private placement namely Weatheria E Co., Ltd. and/or shareholders of Weatheria E	Not more than 30,600,000	-	according to the market price, with a discount rate of not more than 10 percent	Determined later by the Board of Directors. and/or Chief Executive Officer and/or any other person appointed by the Board of Directors and/or Chief Executive Officer
<b>Total</b>	<b>Not more than 30,600,000</b>			

Hence, the “Market Price” means the weighted coverage costing of shares of companies in the Stock Exchange of Thailand (“**Stock Exchange**”) for no less than 7 previous consecutive working days before the date that the Meeting of the Board of Directors or the assigned persons had determined the offer (The said date of offer will not exceed 3 previous working days before the first offer date to the investors). Moreover, the Extraordinary General Meeting No. 1/2022 had assigned the Board of Directors and/or Chief Executive Officer and/or other individuals who are appointed by the Board of Directors and/or Chief Executive Officer to consider the price as appropriate by which the said offer would be the best price according to the market condition during the period that the Company would make an offer to the Private Placement and would be the price that maintains the benefits of former shareholders to the best in order to use as payment as the remuneration for purchasing and transferring of entire business from Weatheria E (“**Share Allocation Transaction as Remuneration for Transferring of Entire Business**”).

Furthermore, the making of entire business transaction is considered to be the transaction of purchasing and transferring of businesses of other companies to the Company according to Article 107(2)(B) of the Public Limited Company Act. Therefore, the Company must make a request for approval of entire business transfer transaction to the Shareholders’ Meeting of the Company and must receive the approval from the Shareholders’ Meeting with the vote of no less than three in four of all votes of shareholders who attended the meeting and had the right to vote.

The purchase and transfer transaction of entire business is in the scope of acquisition of assets according to the Notification of the Capital Market Supervisory Board No. ThorChor. 20/2008 regarding the Regulations for Making of Significant Transaction in the Scope of Acquisition or Disposition of Assets, B.E. 2547 (2004), dated 29 October 2004 (and its amendment) (“**Notification on Acquisition or Disposition of Assets**”). When considering the transaction size by calculating the transaction size according to the rules of Net Tangible Asset (NTA), its value was 2.82 percent of Net Tangible Asset (NTA) values of the Company, which was in Type 3 of the scope of acquisition or disposition of assets with the transaction size of lower than 15 percent. Moreover, the Company had no acquisition of assets in the past six months.

Therefore, the Company has duties to comply with the notification of acquisition or disposition of assets, which includes the following actions:

(1) Make the report and reveal the information regarding the making of transaction of the Company to the Stock Exchange immediately;

(2) Arrange the shareholders’ meeting of the Company for approval in making the transaction of entire business transfer by delivering the notice of shareholders’ meeting to shareholders for no less than fourteen days in advance prior to the date of shareholders’ meeting. The votes of approval from the shareholders’ meeting must be no less than three in four of all votes of shareholders who attend the meeting and have the right to vote. The votes from stakeholders are not counted. The name and the number of shares of shareholders with no right to vote must be specified in the notice of meeting.

## Copy of the Minutes of the Extraordinary General Meeting No. 1/2022 on 27 January 2022 (Enclosure 5)

Hence, the details of transaction of entire business transfer that is the acquisition of assets of the listed companies will be shown according to the information of Interlink Telecom Public Company Limited regarding the acquisition of assets that are relevant with the making of transaction of entire business transfer and the allocation of assets to the Private Placement and the information regarding the offer and allocation of offer of newly issued shares of Interlink Telecom Public Company Limited to the Private Placement in the notice of meeting.

Nevertheless, the transaction of entire business transfer and the transaction of share allocations as remuneration for entire business transfer will occur upon the completion of the precedent conditions as specified in the entire business transfer contract between the Company and Weatheria E (“**Entire Business Transfer Contract**”) as well as other agreements and contracts and other documents that are related with the said transaction. The significant precedent conditions could be summarized as followed:

(1) The Shareholders’ Meeting of the Company approved the transaction of entire business transfer and the transaction of share allocations as remuneration for entire business transfer, including other matters that are necessary and/or relevant to the said transaction.

(2) As of the date of entire business transfer, there was no occurrence of incident or action and there was no expected cause or reasonable cause that might lead to negative effects that were significant to BS or there was no obstruction of making of transaction of entire business transfer and transaction of share allocations as remuneration for entire business transfer.

(3) The Meeting of the Board of Directors and the Shareholders’ Meeting of Weatheria E approved the entire business transfer to the Company, including the making of entire business transfer contract, agreements, and other documents that were relevant with the making of transaction of entire business transfer and transaction of share allocations as well as other actions that led to the completion of the making of transaction of entire business transfer and transaction of share allocations as remuneration of entire business transfer.

The Chairman had given an opportunity for shareholders to give suggestions and ask questions. The shareholder had made the inquiry as followed:

Khun Wichitra Khemnu, Proxy of Khun Kraiwan Khathawanit, inquired that Weatheria E Company Limited (“Weatheria E”) had registered the Company in other names, such as Weatheria A Company Limited, Weatheria D Company Limited, or Weatheria F Company Limited and these companies do similar businesses. Why did ITEL choose to purchase only Weatheria E?

Mr. Nuttanai Anuntarumporn, Director and Chief Executive Officer, had explained that ITEL saw Weatheria E as shareholder of Blue Solutions Company Limited (“BS”) only by which ITEL did not know that Weatheria E had registered the Company in other names and also did not know about the businesses of the abovementioned companies or did not know that the business might be conducted by holding shares of other companies (Holding Company). In summation, the Company took the interest on the main goal only, which was holding shares in BS in the proportion of 51 percent in which its turnover was obviously shown that it was growing throughout the time with the potential to grow in the future. More importantly, it is the business that is relevant with ITEL.

However, the Company could not purchase BS directly due to the limitation on shareholder structure of BS, which consisted of the founder equity with no wish to sell shares to any individuals and the equity of investment firm or Weatheria E. Therefore, the Company needed to make a negotiation to purchase shares from Weatheria E instead.

Khun Wichitra Khemnu, Proxy of Khun Kraiwan Khathawanit, inquired further from the statement, “ITEL will purchase all shares that Weatheria E is currently holding and will hold in the future” that whether the shares that Weatheria E would hold in the future meant those parts that ITEL would purchase entirely or not.

Mr. Nuttanai Anuntarumporn, Director and Chief Executive Officer, had answered that if the making of transaction was completed, ITEL would be the direct shareholder (100%) in Weatheria E and will the indirect shareholder (51%) in BS.

## Copy of the Minutes of the Extraordinary General Meeting No. 1/2022 on 27 January 2022 (Enclosure 5)

Mr. Sumit Jaroenpornpiti, Deputy Chief Financial Officer, gave more information regarding this issue that the company that ITEL would make the purchase by issuing the newly issued shares (Share Swap) was Weatheria E in the proportion of 100 percent, which meant that all shares of Weatheria E would belong to ITEL and the shareholders of Weatheria E would obtain the shares of ITEL in the proportion of not exceeding 30.6 million shares. Therefore, when ITEL became the shareholder of Weatheria E in the proportion of 100 percent, it would be like ITEL held 51 percent of BS's shares.

When there was no further inquiry, the Chairman asked the Meeting to consider and approve the purchase and the transfer of entire business between the Company and Weatheria E Company Limited ("Weatheria E") as well as the making of entire business transfer contract, other contracts, and other documents that were relevant with the purchase and the transfer of entire business in the scope of acquisition of assets of the Company. In this agenda, the votes must be no less than three in four of all votes of shareholders who attended the meeting and had the right to vote.

**Meeting Resolution** The Extraordinary General Meeting had considered and approved the purchase and the transfer of entire business between the Company and Weatheria E Company Limited ("Weatheria E") as well as the making of entire business transfer contract, other contracts, and other documents that were relevant with the purchase and the transfer of entire business in the scope of acquisition of assets of the Company. The votes of approval must be no less than three in four of all votes of shareholders who attended the meeting and had the right to vote in this agenda as followed:

Agree	720,728,313 Votes	As a Percentage of	99.2819
Disagree	4,812,300 Vote	As a Percentage of	0.6629
Abstain	400,500 Vote	As a Percentage of	0.0552
Voided Ballot	0 Vote	As a Percentage of	0.0000
Total	725,941,113 Votes	As a Percentage of	100.0000

Note: In this agenda, there was the addition of 1 registered shareholder from the previous agenda in the number of 600,000 shares. The total number of shareholders who attended the meeting in this agenda was 232 in the total number of 725,941,113 shares.

### Agenda 5 Considered and Approved the Registered Capital Increase of the Company to Make a Payment as Remuneration for Transaction of Entire Business Transfer to Weatheria E

The Chairman assigned Mr. Nuttanai Anuntarumporn, Director and Chief Executive Officer, to present the information in this agenda to the Meeting.

Mr. Nuttanai Anuntarumporn, Director and Chief Executive Officer, had explained to the Meeting of the Board of Directors to consider and approve the registered capital increase of the Company in the amount of 15,300,000 baht from the former registered capital in the amount of 779,477,508 baht to the registered capital in the amount of 794,777,508 baht by issuing the capital increase in ordinary shares in the amount of not exceeding 30,600,000 shares with the par value of 0.50 baht to use as payment as remuneration for transaction of entire business transfer to Weatheria E and/or shareholders of Weatheria E.

The Chairman had given an opportunity for shareholders to give suggestions and ask questions.

When there was no inquiry, the Chairman asked the Meeting to consider and approve the registered capital increase of the company to use as payment as remuneration for transaction of entire business transfer to Weatheria E. In this agenda, the votes must be no less than three in four of all votes of shareholders who attended the meeting and had the right to vote.

**Meeting Resolution** The Extraordinary General Meeting had considered and approved the registered capital increase to use as payment as remuneration for transaction of entire business transfer to Weatheria E and/or shareholders of Weatheria E with the votes of approval of no less than three in four of all votes of shareholders who attended the meeting and had the right to vote in this agenda as followed:

## Copy of the Minutes of the Extraordinary General Meeting No. 1/2022 on 27 January 2022 (Enclosure 5)

Agree	720,728,313 Votes	As a Percentage of	99.2819
Disagree	4,812,300 Vote	As a Percentage of	0.6629
Abstain	400,500 Vote	As a Percentage of	0.0552
Voided Ballot	0 Vote	As a Percentage of	0.0000
Total	725,941,113 Votes	As a Percentage of	100.0000

### Agenda 6 Considered and Approved the Revision of Memorandum of Association of the Company in Item 4 to be in accordance with the Registered Capital Increase of the Company

The Chairman assigned Mr. Nuttanai Anuntarumporn, Director and Chief Executive Officer, to present the information in this agenda to the Meeting.

Mr. Nuttanai Anuntarumporn, Director and Chief Executive Officer, had explained to inform the Meeting that to be in accordance with the registered capital increase to use as payment as remuneration for transaction of entire business transfer to Weatheria E as presented to the Meeting of the Board of Directors for consideration and approval in Agenda 5. Therefore, it was appropriate to revise the memorandum of association of the Company in Item 4 as followed:

“Item 4 Amount of Registered Capital	:	794,777,508	Baht
Divided into	:	1,589,555,016	Shares
Par Value	:	0.50	Baht
Divided into	:		
Ordinary Share	:	1,589,555,016	Shares
Preference Share	:	-None-	(-)”

Hence, the individuals that the Board of Directors had assigned to be responsible for revision of the Memorandum of Association that the Department of Business Development, Ministry of Commerce, to have the authority to revise and add any statements or proceed with any actions according to the instruction of the registrar.

The Chairman had given an opportunity for shareholders to give suggestions and ask questions.

When there was no inquiry, the Chairman asked the Meeting to consider and approve the revision of memorandum of association of the Company in Item 4 to be in accordance with the registered capital increase of the Company. In this agenda, the votes must be no less than three in four of all votes of shareholders who attended the meeting and had the right to vote.

**Meeting Resolution** The Extraordinary General Meeting had considered and approved the revision of memorandum of association of the Company to be in accordance with the registered capital increase of the Company with the votes of approval of no less than three in four of all votes of shareholders who attended the meeting and had the right to vote in this agenda as followed:

Agree	720,728,313 Votes	As a Percentage of	99.2819
Disagree	4,812,300 Vote	As a Percentage of	0.6629
Abstain	400,500 Vote	As a Percentage of	0.0552
Voided Ballot	0 Vote	As a Percentage of	0.0000
Total	725,941,113 Votes	As a Percentage of	100.0000

## Copy of the Minutes of the Extraordinary General Meeting No. 1/2022 on 27 January 2022 (Enclosure 5)

### Agenda 7 Considered and Approved the Issuance and the Allocation of Capital Increase of Ordinary Shares to Weatheria E and/or Shareholders of Weatheria E that were the Private Placement as Remuneration for Transaction of Entire Business Transfer

The Chairman assigned Mr. Nuttanai Anuntarumporn, Director and Chief Executive Officer, to present the information in this agenda to the Meeting.

Mr. Nuttanai Anuntarumporn, Director and Chief Executive Officer, had informed the Meeting of the Board of Directors to consider and approved the issuance and the allocation of capital increase of ordinary shares in the number of not exceeding 30,600,000 shares with the par value of 0.50 baht to Weatheria E and/or shareholders of Weatheria E that were the Private Placement and non-related party of the company to use as payment as remuneration for transaction of entire business transfer by which Weatheria E would use the entire business of Weatheria E, which meant all current and future assets, liabilities, rights, duties, and responsibilities of Weatheria E on the date of entire business transfer, including the number of 612,000 ordinary shares (or 51.00 percent of registered capital of BS) with the par value of 100 baht that BS, which is the subsidiary that holds the shares of Weatheria E in the total value of 153,000,000 baht as payment to increase the capital of ordinary shares of the Company instead of cash payment.

Hence, the said issuance of capital increase of ordinary shares was the offer that the shareholders assigned the Board of Directors and/or Chief Executive Officer and/or other individuals who were appointed by the Board of Directors and/or Chief of Director with the authority to determine the selling price to be no lower than 90 percent of market price according to the regulations of the Notification No. ThorChor. 72/2015. The details of the allocation were as followed:

Allocation to	Number of shares (shares)	Ratio (Former: New)	Selling price (Baht per share)	Date/Time of subscription and payment of shares
Private placement namely Weatheria E Co., Ltd. and/or shareholders of Weatheria E	Not more than 30,600,000	-	according to the market price, with a discount rate of not more than 10 percent	Determined later by the Board of Directors. and/or Chief Executive Officer and/or any other person appointed by the Board of Directors and/or Chief Executive Officer
<b>Total</b>	<b>Not more than 30,600,000</b>			

Hence, the market price for offering of capital increase of ordinary shares to Weatheria E was calculated from the weighted average costing of shares of those companies in the Stock Exchange for no less than 7 previous working days before the date that the Board of Directors or the assigned person determined the offering price (Hence, the date of offering will not exceed 3 previous working days before the first offer date to the investors). Also, the Extraordinary General Meeting No. 1/2022 should assign the Board of Directors and/or Chief Executive Officer and/or other individuals who were appointed from the Board of Directors and/or Chief Executive Officer to consider the price as appropriate by which the said offer would be the best price according to the market condition during the period that the Company would make an offer to the Private Placement and would be the price that maintains the benefits of former shareholders to the best in order to use as payment as the remuneration for purchasing and transferring of entire business from Weatheria E

## Copy of the Minutes of the Extraordinary General Meeting No. 1/2022 on 27 January 2022 (Enclosure 5)

If the offering price of capital increase of ordinary shares to the Private Placement was lower than 90 percent of market price of the Company's shares, before the Stock Exchange will accept the said capital increase of ordinary shares as listed securities, the Company has a duty to prohibit Weatheria E and/or Weatheria E's shareholders to sell the said capital increase of ordinary shares within 1 year as from the trading commencement date of capital increase of ordinary shares (Silent Period). After 6 months from the trading commencement date of capital increase of ordinary shares, Weatheria E and/or Weatheria's shareholders could sell the prohibited shares for 25 percent of all prohibited shares according to the rules as specified in the Notification of the Stock Exchange of Thailand regarding Rules, Conditions, and Methods for Request to Accept the Capital Increase of Ordinary Shares or Preference Shares as Listed Securities, B.E. 2558 (2015), dated 11 May 2015 (and its amendment).

After the issuance and the allocation of capital increase of ordinary shares of the Company for offering to Weatheria E and/or Weatheria E's shareholders, Weatheria E and/or Weatheria E's shareholders would become the shareholders of not exceeding 2.39 percent of all issued and paid-up shares of the Company (after the registered capital increase of the Company). Hence, Weatheria E and/or Weatheria E's shareholders has no non-related party that holds the Company's shares that would be the cause to count the security holding as the making of purchase offer of all securities of the Company (Tender Offer). That was to say, there was no individual who was related or performed mutual action (Concert Party) or there was no individual according to Article 258 of the Securities and Exchange Act, B.E. 2535 (1992) (and its amendment) and there was no individual that holds the shares in substitution (Nominee). Therefore, they had no duty to make a purchase offer of all securities of the Company (Tender Offer) because the acquisition of shares of the Company did not reach 25 percent of all votes of the Company according to the Notification of Capital Market Supervisory Board No. ThorChor. 12/2011 regarding Rules, Conditions, and Methods for Holding of Securities for Business Takeover, dated 13 May 2011 (and its amendment).

Moreover, the Meeting of the Board of Directors approved for the Extraordinary General Meeting to give authority to the Board of Directors or Executive Committee or Chief Executive Officer or proxy from the Board of Directors or proxy from Executive Committee or proxy from Chief Executive Officer to perform any actions that are relevant with issuing, offering, allocation, and subscription of capital increase of ordinary shares, which included the following actions:

(1) Determination, revision, and addition of details that were relevant with issuing, offering, allocation, and subscription of capital increase of ordinary shares; offering date of capital increase of ordinary shares; and payment method for capital increase of ordinary shares (the allocation and subscription period might be considered in a single time or multiple times), including other actions that were relevant with issuing, offering, allocation, and subscription of capital increase of ordinary shares and supervision of delivery and disclosure of details that were relevant with the Stock Exchange.

(2) Signing, revision, modification, contact, or report of transactions in permission request forms and evidences that were necessary and relevant with issuance, offering, allocation, subscription, and delivery of capital increase of ordinary shares, which included contacting and filing of documents and evidences to the Ministry of Commerce, SEC Office, the Stock Exchange, government agencies, or other relevant agencies and registering of capital increase of ordinary shares into the Stock Exchange with the authority to proceed with any actions that were necessary and appropriate for the issuance, offering, and allocation of capital increase of ordinary shares to the Private Placement of the Company to become successful.

Hence, according to Notification No. ThorChor. 72/2015, it was determined for the Company to complete with the offering within the specified period of time that received the approval from the Shareholders' Meeting, but not exceeding 12 months as from the date that the Shareholders' Meeting had given the approval for offering.

Please consider the details of issuance, offering, and allocation of capital increase of ordinary shares according to the information regarding the offering and the allocation of capital increase of newly issued shares of Interlink Telecom Public Company Limited to the Private Placement and Capital Increase Report Form (F 53-4) that were delivered to all directors with the notice of meeting.

## Copy of the Minutes of the Extraordinary General Meeting No. 1/2022 on 27 January 2022 (Enclosure 5)

Hence, the Company expected that the entire business transfer process will be completed within February 2022 (depending on the completeness of precedent conditions according to the entire business transfer contract) and after the Shareholders' Meeting had approved the transaction of entire business transfer and transaction of share allocation for remuneration of entire business transfer, including giving the approval for matters that are necessary and/or relevant with the said transaction.

In this regard, to be in accordance with the conditions according to the Revenue Code that is relevant with the entire business transfer, Weatheria E must proceed with the dissolution of the Company within the year 2022, in the same fiscal year with the entire business transfer of Weatheria E. After the dissolution of the Company and under the liquidation process of Weatheria E, all assets of Weatheria E at that time will be transferred back to Weatheria E's shareholders and/or individuals that are Weatheria E's shareholders as of the liquidation date according to the proportion of shareholding. Therefore, in the liquidation process of Weatheria E, the capital increase of ordinary shares of the Company that issued and allocated to Weatheria E as remuneration for transaction of entire business transfer will be transferred back to Weatheria E's shareholders and/or individuals that are Weatheria E's shareholders that are held as of the liquidation date according to the proportion of shareholding.

Hence, if the capital increase of ordinary shares that Weatheria E's shareholders and/or individuals that are Weatheria E's shareholders were holding as of the liquidation date were received in the liquidation of Weatheria E were the capital increase of ordinary shares that were prohibited to sell within 1 year as from the date that the capital increase of ordinary shares of the Company began to trade in the Stock Exchange (Silent Period) according to the rules in the Notification of Stock Exchange regarding Rules, Conditions, and Methods for Consideration of Request to Accept the Capital Increase of Ordinary Shares or Preference Shares as Listed Securities, B.E. 2015 (2558), dated 11 May 2015 (and its amendment), Weatheria E's shareholders and/or individuals that are Weatheria's shareholders as of the liquidation date must be prohibited to sell their own ordinary shares in the liquidation process of Weatheria E according to the remaining silent period according to the rules.

Moreover, the Meeting of the Board of Directors had approved the Shareholders' Meeting to give the authority to the Board of Directors or Executive Committee or Chief Executive Officer or proxy from the Board of the Directors or proxy from Executive Committee or proxy from Chief Executive Officer to be the proxy to proceed with any actions that were relevant with issuing, offering, allocation, and subscription of capital increase of ordinary shares, including the following actions:

(1) Determination, revision, and addition of details that were relevant with issuing, offering, allocation, and subscription of capital increase of ordinary shares; offering date of capital increase of ordinary shares; and payment method for capital increase of ordinary shares (the allocation and subscription period might be considered in a single time or multiple times), including other actions that were relevant with issuing, offering, allocation, and subscription of capital increase of ordinary shares and supervision of delivery and disclosure of details that were relevant with the Stock Exchange.

(2) Signing, revision, modification, contact, or report of transactions in permission request forms and evidences that were necessary and relevant with issuance, offering, allocation, subscription, and delivery of capital increase of ordinary shares, which included contacting and filing of documents and evidences to the Ministry of Commerce, SEC Office, the Stock Exchange, government agencies, or other relevant agencies and registering of capital increase of ordinary shares into the Stock Exchange with the authority to proceed with any actions that were necessary and appropriate for the issuance, offering, and allocation of capital increase of ordinary shares to the Private Placement of the Company to become successful.

Hence, according to Notification No. ThorChor. 72/2015, it was determined for the Company to complete with the offering within the specified period of time that received the approval from the Shareholders' Meeting, but not exceeding 12 months as from the date that the Shareholders' Meeting had given the approval for offering.

The Chairman had given an opportunity for shareholders to give suggestions and ask questions.

When there was no further inquiry, the Chairman asked the Meeting to consider and approve the issuance and the allocation of capital increase of listed ordinary shares to Weatheria E and/or Weatheria E's shareholders that were the Private Placement as remuneration for transaction of entire business transfer by which the agenda must receive the majority vote of all votes of shareholders who attended the meeting and had the right to vote.



## Copy of the Minutes of the Extraordinary General Meeting No. 1/2022 on 27 January 2022 (Enclosure 5)

**Meeting Resolution** The Extraordinary General Meeting had considered and approved the issuance and the allocation of capital increase of listed ordinary shares to Weatheria E and/or Weatheria E's shareholders that were the Private Placement as remuneration for transaction of entire business transfer with the majority vote of approval of all votes of shareholders who attended the meeting and had the right to vote in this agenda as followed:

Agree	720,733,813 Votes	As a Percentage of	99.2819
Disagree	4,812,300 Vote	As a Percentage of	0.6629
Abstain	400,500 Vote	As a Percentage of	0.0552
Voided Ballot	0 Vote	As a Percentage of	0.0000
Total	725,946,613 Votes	As a Percentage of	100.0000

Note: In this agenda, there was the addition of 1 registered shareholder from the previous agenda in the number of 5,500 shares.  
The total number of shareholders who attended the meeting in this agenda was 233 in the total number of 725,946,613 shares.

### **Agenda 8 Considered and Approved the Delegation to the Board of Directors or Executive Committee or Chief Executive Officer or Proxy of the Board of Directors or Executive Committee or Chief Executive Officer to be the Authorized Person to Proceed with any Actions that are Relevant or Necessary for Transaction of Entire Business Transfer and Transaction for Share Allocation as Remuneration for Entire Business Transfer to become Successful**

The Chairman assigned Miss Varisa Anuntarumporn, Director and Company Secretary, informed the Meeting that the Board of Directors to considered and approved the delegation to the Board of Directors or Executive Committee or Chief Executive Officer or proxy from the Board of Directors or proxy from Executive Committee or proxy from Chief Executive Officer to have the authority to proceed with other actions that were relevant or necessary for the transaction of entire business transfer and transaction of share allocation as remuneration for entire business transfer to become successful.

The Chairman had given an opportunity for shareholders to give suggestions and ask questions.

When there was no further inquiry, the Chairman asked the Meeting to consider and approve the delegation to the Board of Directors or Executive Committee or Chief Executive Officer or proxy from the Board of Directors or Executive Committee or Chief Executive Officer to be the authorized person to proceed with any actions that were relevant or necessary for transaction of entire business transfer and transaction of share allocation as remuneration for entire business transfer by which the agenda must receive the majority vote of all votes of shareholders who attended the meeting and had the right to vote.

**Meeting Resolution** The Extraordinary General Meeting had considered and approved the delegation to the Board of Directors or Executive Committee or Chief Executive Officer or proxy of the Board of Directors or Executive Committee or Chief Executive Officer to be the authorized person to proceed with any actions that were relevant or necessary for the transaction of entire business transfer and transaction of share allocation as remuneration for entire business transfer with the majority vote of approval of all votes of shareholders who attended the meeting and had the right to vote in this agenda as followed:

Agree	720,733,813 Votes	As a Percentage of	99.2819
Disagree	4,812,300 Vote	As a Percentage of	0.6629
Abstain	400,500 Vote	As a Percentage of	0.0552
Voided Ballot	0 Vote	As a Percentage of	0.0000
Total	725,946,613 Votes	As a Percentage of	100.0000

## Copy of the Minutes of the Extraordinary General Meeting No. 1/2022 on 27 January 2022 (Enclosure 5)

### Agenda 9 Considered and Approved the Amendment of Regulations of the Company in Item 35

The Chairman assigned Miss Varisa Anuntarumporn, Director and Company Secretary, to inform the Meeting that to be in accordance with the public policy according to the regulations of Stock Exchange of Thailand regarding the Acceptance of Listed Ordinary Shares or Preference Shares and the Public Limited Company Act, B.E. 2535 (1992) in Article 100. The Meeting of the Board of Directors proposed for the Meeting to consider and approve the amendment of regulations of the Company in Item 35 with the details as followed:

Articles of Association	Draft Articles of Association to be amended
<p><b>Article 35</b></p> <p>There shall be a shareholders' meeting at least once a year. Such a meeting shall be called "Ordinary Meeting". This meeting shall be made within four (4) months after the end of the Company's fiscal year.</p> <p>Other meetings of shareholders shall be called "Extraordinary General Meetings".</p> <p>The Board of Directors may call an Extraordinary meeting at any time as it deems appropriate or when shareholders hold shares in aggregate not less than one-fifth (1/5) of the total number of shares sold or the number of shareholders of not less than twenty-five (25) persons hold shares in aggregate not less than one-tenth (1/10) of the total number of shares sold by signing their names in the same issue requesting the Board Directors may call a shareholders' meeting. In the request letter, it must clearly state the purpose in calling such a meeting. The Board of Directors must convene a meeting within one (1) month from the date of receipt of the notice from the shareholders.</p>	<p><b>Article 35</b></p> <p>There shall be a shareholders' meeting at least once a year. Such a meeting shall be called "Ordinary Meeting". This meeting shall be made within four (4) months after the end of the Company's fiscal year.</p> <p>Other meetings of shareholders shall be called "Extraordinary General Meetings".</p> <p>The Board of Directors may call an Extraordinary meeting at any time as it deems appropriate or when one or more shareholders hold shares aggregate not less than ten (10) percent of the total number of shares sold. jointly sign their names in a letter requesting the Board of Directors to call an extraordinary meeting of shareholders. In the request letter, it must clearly state the purpose of calling such a meeting. In the event that the Board of Directors do not hold a meeting, all shareholders who have signed their names or other shareholders may call the meeting themselves within forty-five (45) days and it shall be deemed that it is a meeting of shareholders called by the Board of Directors. The Company shall be responsible for necessary expenses incurred from the meeting and shall provide reasonable facilitation.</p>

The Chairman had given an opportunity for shareholders to give suggestions and ask questions.

When there is no inquiry, the Chairman asked the Meeting to consider and approve the amendment of the regulations of the Company in Item 35 with the votes of approval of no less than three in four of all votes of shareholders who attended the meeting and had the right to vote in this agenda as followed:

Agree	725,946,613 Votes	As a Percentage of	100.0000
Disagree	0 Vote	As a Percentage of	0.0000
Abstain	0 Vote	As a Percentage of	0.0000
Voided Ballot	0 Vote	As a Percentage of	0.0000
Total	725,946,613 Votes	As a Percentage of	100.0000

### Agenda 10 Considered and Approved the Revision of Objectives of the Company in Item 26

The Chairman assigned Miss Varisa Anuntarumporn, Director and Company Secretary, to inform the Meeting that the Meeting of the Board of Directors had asked the Meeting to consider and approve the revision of objectives of the Company in Item 26 to be in accordance with the public policy according to the regulations of the Stock Exchange of Thailand regarding the Acceptance of Listed Ordinary Shares or Preference Shares and the Public Limited Company Act, B.E. 2535 (1992) in Article 100 with the details as followed:

Company's objective	Draft Company's Objective to be amended
<p><b>Article 26</b> Operations of mills, sawmills, lumber mills and lumber, car body factory, ceramic and porcelain factory, pottery factories, jute mills, vegetable oil mills, paper mills, sack mills, textile mills, yarn mills, dyeing and printing fabric factory, manufacturing and retreading tires, steel mill, foundry, and metal lathe zinc plant, instant food factory, liquor factory, gas factory, cigarette factory, sugar factory, plastic appliance factory, metal rolling and casting mills, door, and window factory, glass factory, beverage factory, rubber casting factory, car assembly plant.</p>	<p><b>Article 26</b> Operations of mills, sawmills, lumber mills and lumber, car body factory, ceramic and porcelain factory, pottery factories, jute mills, vegetable oil mills, paper mills, sack mills, textile mills, yarn mills, dyeing, and printing fabric factory, manufacturing and retreading tires, steel mill, foundry, and metal lathe zinc plant, instant food factory, gas factory, sugar factory, plastic appliance factory, metal rolling and casting mills, door and window factory, glass factory, beverage factory, rubber casting factory, car assembly plant.</p>

The Chairman had given an opportunity for shareholders to give suggestions and ask questions.

When there is no inquiry, the Chairman asked the Meeting to consider and approve the amendment of objectives of the Company in Item 26. In this agenda, the votes must be no less than three in four of all votes of shareholders who attended the meeting and had the right to vote as followed:

Agree	725,946,613 Votes	As a Percentage of	100.0000
Disagree	0 Vote	As a Percentage of	0.0000
Abstain	0 Vote	As a Percentage of	0.0000
Voided Ballot	0 Vote	As a Percentage of	0.0000
Total	725,946,613 Votes	As a Percentage of	100.0000

#### Agenda 11 Other Matters for Consideration (If Any)

The Chairman declared to the Meeting that this agenda was determined for the shareholders to make an inquiry to the Executives about the operations of the Company or other matters to the Meeting for consideration. Therefore, no other matters were presented to the Meeting for approval and casting votes in this agenda.

The Chairman had given an opportunity for shareholders to give suggestions and ask questions.

1. Khun Irarom Anan, the shareholder who attended the electronic meeting, inquired that

**Question 1:** What is the proportion of revenues of Blue Solutions Company Limited (“BS”) and what is the proportion of each type of customers?

Mr. Nuttanai Anuntarumporn, Director and Chief Executive Officer, answered that the total revenue at present of BS is the revenue from installation service for customers by which the revenue from the installation service means the revenue from the design and the system installation to customers of BS, such as cyber security or server. For the proportion of customers of BS, 90 percent of them are government agencies and 10 percent of them are private agencies.

**Question 2:** Does Blue Solutions Company Limited (“BS”) have expertise in providing business transform service to private companies or not?

Mr. Nuttanai Anuntarumporn, Director and Chief Executive Officer, answered that BS is the company with the ability to perform the digital transformation. The job description of BS is to provide suggestions to customers, starting from writing the operational plan whether the Company should go into which directions and how. The changes will cover the infrastructure, hardware, and software that are relevant.

The BS has performed the digital transformation to the Ministry of Commerce and has received the Digital Government Awards because the government has seen the development of digital skill in the Ministry of Commerce. Therefore, the BS can provide the service to private companies definitely.

## Copy of the Minutes of the Extraordinary General Meeting No. 1/2022 on 27 January 2022 (Enclosure 5)

**Question 3:** What are the Backlog of Blue Solutions Company Limited (“BS”) and future auction project?

Mr. Nuttanai Anuntarumporn, Director and Chief Executive Officer, answered that the current Backlog of BS is about 500 million baht, which is the signing of contract with customers in the previous year with clear delivery schedule. In the year 2022, there will be the signing of new contracts about 57 million baht. Moreover, there is the job that is in the process of bidding of 900 million baht, including software and system development about 200 million baht and network equipment work for large power producers of Thailand about 300 million baht.

Lastly, the Tele-Education that ITEL has developed with BS that is expected to be relevant with BS will have the value of 300 million baht, which is not overlapped with what ITEL is currently doing.

**Question 4:** Currently, the companies in the Stock Exchange of Thailand is being attentive in adjusting ESG to add value to those companies. Does Blue Solutions Company Limited (“BS”) have expertise in this service?

Mr. Nuttanai Anuntarumporn, Director and Chief Executive Officer, answered that the suggestions on ESG is not the main business or the business that BS has given the interest at present. The BS still focuses on digital transformation with the believe that the development of IT system will provide positive impact to ESG in each dimension, which are 1) Environmental, the resource usage rate that is expected to decrease; 2) Social, the society in a big picture that is changed from improving the system for government and private agencies; and 3) Governance, which is when BS has listed in the Stock Exchange, it will be controlled to perform operation under the good corporate governance just like what ITEL is currently doing. Therefore, BS will have the opportunity to develop its governance and continue to provide the counselling service in terms of ESG to customers in the future.

**Question 5:** Will ITEL invest in other projects to obtain the New S-Curve?

Mr. Nuttanai Anuntarumporn, Director and Chief Executive Officer, answered that the current 3 main businesses of ITEL are doing well and are expected to grow continuously and sustainably. Hence, for the Company to grow forward, the Company is trying to look for interesting opportunities in the form of investment. The goal is to invest in the company with readiness, profit, and suitability of business that can support each other, whether it is the expansion of customer base or the extension of use of service of other companies. Moreover, the Company has seen the opportunity to push those companies to become the listed companies in the framework of 1-3 years.

2.Khun Prasit Suesattayasin, the shareholder who attended the electronic meeting, inquired that

**Question 1:** When does the Executive expect that the acquisition of Blue Solutions Company Limited (“BS”) will cause the turnover of the Company to change?

Mr. Nuttanai Anuntarumporn, Director and Chief Executive Officer, answered that the Company has a plan to complete the transaction of entire business transfer within 28 February 2022. Therefore, it is expected that from 1 March 2022 henceforth, the BS’s turnover of 51 percent that the Company is holding will cause the turnover of ITEL to change with the viewpoint of being the positive impact according to the major goal that ITEL has planned and create the good results in the long run.

**Question 2:** How many personnel of Blue Solutions Company Limited (“BS”) are there?

Mr. Nuttanai Anuntarumporn, Director and Chief Executive Officer, answered that BS has 50 personnel.

**Question 3:** Is there the silent period in the share swap?

Mr. Nuttanai Anuntarumporn, Director and Chief Executive Officer, answered that the silent period is 6 months, which is more than the minimum criteria of SEC. The Company has negotiated with BS that this business cooperation is in the long run. The next goal is to register BS in the Stock Exchange as well as pushing BS to grow. Therefore, the opinion is that the silent period of 6 months is appropriate.

**Question 4:** What is the progress of Drone/Anti-Drone project? When will the Company expect to recognize the revenue?

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**Copy of the Minutes of the Extraordinary General Meeting No. 1/2022 on 27 January 2022 (Enclosure 5)**

5. Khun Piyaphong Prasatthong, the shareholder who attended the electronic meeting, inquired that

**Question 1:** According to Agenda 10 Considered and Approved of Revision of Objective of the Company in Item 26, why does the Company remove the words liquor factory and cigarette factory?

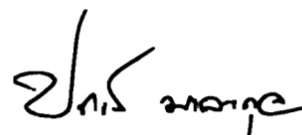
Mr. Nuttanai Anuntarumporn, Director and Chief Executive Officer, answered that the liquor factory and cigarette factory are not the main businesses of the Company. Therefore, to be in accordance with the ethics of the Stock Exchange of Thailand, the request for approval to remove the said statement in former objectives of the business is made by which the removal of this statement will not affect the business operation of the Company in any way.

**Question 2:** According to the participation of the Company in the auction that the government service has procured, does the Company fully comply with the rules of public supplies administration?

Mr. Nuttanai Anuntarumporn, Director and Chief Executive Officer, answered that for the procurement in the work of the government service, the Company has proceeded according to the normal process, which consists of many forms, including selection, which is the selection from those with capacities or services that reach the customers' needs. The Company believes that we are one of the companies that might be invited into the competition and will be selected. Another form is bidding. If any company has the lowest price and is qualified, it will be selected. In all works that the Company has obtained, including other future works whether belonging to government sector or private sector, the Company will comply with the good governance completely. Our Board of Directors have placed a great importance on the good governance and has provided close supervision for the Company to grow continuously and sustainably.

When there is no inquiry or suggestion from shareholders, the Chairman thanked all shareholders who have given their time to attend the meeting and give suggestions and promised that the Board of Directors will take care of the shareholders' benefits as best as they could and ended the meeting.

**The meeting ended at 16.10 hrs.**



.....  
(Mr. Pakorn Malakul Na Ayudhya)  
Chairman of the Board and Independent Director



.....  
(Miss Varisa Anuntarumporn)  
Company Secretary and Secretary of the Meeting

QR Code for Downloading of 56-1 One Report 2021(Annual Report 2021)

For the convenience of shareholders, Interlink Telecom Public Company Limited has prepared the 56-1 One Report 2021 in electronic system to send to the shareholders documents regarding the General Meeting of Shareholders and the Annual Report through QR Code, thus allows the shareholders to access the information with ease. The shareholders could download information via the QR Code by following the steps.



QR Code

For iOS System

1. Turn on the mobile camera or ipad.
2. Turn the mobile camera to the QR Code to scan it.
3. The notification will appear on top of the screen. Click on the notification to access documents regarding the meeting.

Remark: If the notification does not appear on the mobile phone, the QR Code can be scanned with other applications such as QR CODE READER, Facebook or Line.

For Android System

1. Open applications such as QR CODE READER, Facebook or Line.

How to scan the QR Code with Line application

- ▶ Open Line application and click on “Add friend”
- ▶ Choose “QR Code”
- ▶ Scan the QR Code

2. Scan the QR Code to access documents regarding the meeting

**Indicative Terms of Warrants to Purchase Ordinary Shares of  
Interlink Telecom Public Company Limited No. 4 ("ITEL-W4")  
To be allotted to the existing shareholders**

<b>Nature of warrants</b>	:	Warrants to purchase newly issued ordinary shares of Interlink Telecom Public Company Limited ("the Company") No. 4 ("Warrant" or "ITEL-W4")
<b>Type of warrants</b>	:	Specified name of the holders and transferable
<b>Issuance amount</b>	:	322,000,000 units (Three hundred and twenty-two million units)
<b>Offering price per unit</b>	:	Allocation free of charge
<b>Period of warrants</b>	:	2 years from the issuance and offering date
<b>Number of shares issued and reserved for exercising right of warrant</b>	:	322,000,000 shares (Three hundred and twenty-two million shares), par value Baht 0.50 per share
<b>Offering method</b>	:	Allocate to existing shareholders at the allocation ratio of 5 existing ordinary shares to 1 unit of warrant. (In case that there is any fraction from the allotment of warrant, any fraction of warrant will be discarded.)
<b>Closing date of entitled shareholders to receive warrant</b>	:	The record date to determine the name of shareholders who will be entitled to receive ITEL-W4 will be 13 May 2022
<b>Issue date</b>	:	Within 1 year after the approval from the shareholder meeting offer ITEL-W4
<b>Exercise ratio</b>	:	1 unit of ITEL-W4 for 1 newly issued ordinary share (Unless the exercise ratio is adjusted under the conditions of rights adjustment)
<b>Exercise price</b>	:	Baht 11.50 per share
<b>Exercise period</b>	:	On the last business day of March, June, September, and December. The last exercise date shall be the date which is the 2-year anniversary from the issuance and offering date of ITEL-W4. In case the last exercise date is not a business day of the Company, the last exercise date shall be changed to the last business day of the Company prior to the maturity date of ITEL-W4.
<b>Submission Period</b>	:	Warrant holders who wish to exercise their rights to purchase ordinary shares of the company can submit the intention form on every company's business day within 7 days before each of the exercise date. Except the last exercise date, warrant holders can submit the intention form within 15 days before the last exercise date.
<b>Secondary market of the warrants</b>	:	The Warrants will be listed on the Stock Exchange of Thailand (SET)
<b>Secondary market of newly issued ordinary shares</b>	:	The newly issued ordinary shares from the exercise of right under the ITEL-W4 will be listed on the Stock Exchange of Thailand (SET).
<b>Conditions if there are unexercised warrants left over</b>	:	The Company will cancel all the left unexercised warrants.



## Summary of Basic Details of the Company's Warrant No. 4 (ITEL-W4) (Enclosure 7)

**Rights and Other Benefits** : The newly issued ordinary shares pursuant to the exercise of the ITEL-W4 will have the same rights and status as same as all other ordinary shares of the Company previously issued in all aspects.

**Impact on Shareholders** : Dilution effects from the right offering of warrants to purchase the ordinary shares of the Company offering to existing shareholders in proportion of their shareholding are as follows:

### 1) Control Dilution

$$\text{Control Dilution} = 1 - [Q_o / (Q_o + Q_w)]$$

Where:

Q<sub>o</sub> = Amount of shares before the issuance of ITEL-W4  
in the amount of 1,000 million shares

Q<sub>w</sub> = Amount of newly issued as a result of exercise of  
the entire warrants in the amount of 312.50 million shares

$$\begin{aligned} \text{Thus: Control Dilution} &= 1 - [1,254 / (1,254 + 322)] \\ &= 20.43\% \end{aligned}$$

In case the existing shareholders exercise their entire ITEL-W4, there will be no control dilution as ITEL-W4 is issued to the existing shareholders proportionately, however, if the entire ITEL-W4 is exercised by others, the control dilution will be 20.43%.

### 2) Price Dilution

$$\text{Price Dilution} = [(P_o - P_n) \times Q_w] / [(Q_o + Q_w) \times P_o]$$

Where:

P<sub>o</sub> = The weighted average closing price of consecutive trading days before the date the Board of Directors' Meeting on 22 February 2022 (11 - 21 February 2022) which is equal to THB 6.14 (at par value THB 0.50).

P<sub>n</sub> = Exercise price of ITEL-W4 is equal to Baht 11.50

$$\begin{aligned} \text{Thus: Price Dilution} &= [(6.14 - 11.50) \times 322] / [(1,254 + 322) \times 6.14] \\ &= -17.84\% \end{aligned}$$

After the issue date, if the entire ITEL-W4 is exercised, there will be no price dilution.

**Conditions concerning the right adjustment of warrants** : The Company will adjust the exercise price and exercise ratio to ensure the benefits of the holders of ITEL-W4 are not less favorable in the case when any of the followings events occurs:

1. The Company changes the par value of the ordinary shares due to a consolidation or split of the ordinary shares;
2. The Company offers newly issued ordinary shares to the existing shareholders on Rights Offering basis, and/or on public offering and/or on Private Placement basis at a price lower than 90% of the price calculated based on the Market Price;
3. The Company offers any newly issued securities on Rights Offering basis, and/or on public offering and/or on Private Placement basis that are convertible/exchanged into ordinary shares (i.e. convertible bonds or warrants to purchase shares) for which the offering price of such newly issued ordinary shares is lower than 90% of the price calculated based on the Market Price;

## Summary of Basic Details of the Company's Warrant No. 4 (ITEL-W4) (Enclosure 7)

### Conditions concerning the right adjustment of warrants

4. The Company makes all or partial dividend payment by way of issuing newly issued ordinary shares to shareholders;
5. The Company pays cash dividend that exceeds the rate in Terms and Conditions for any operating year during the tenor of ITEL-W4; and
6. There are any other events similar to those mentioned in 1 to 5 above that may impair benefits of holders of ITEL-W4.

The Board of Directors or the attorney of the Board of Directors are empowered to consider adjusting other conditions and details related to adjustment or changes in the exercise ratio and exercise price.

### Other Conditions

: The Board of Directors or the attorney of the Board of Directors are empowered to determine;

1. the details in relation to the allocation of the Warrants, the date to determine the list of shareholders entitled to subscribe to and be allotted with the Warrants.

2. enter into negotiations, an agreement, and signing the documents and contracts in relation to, and performing any acts relating to, the allocation of the Warrants, perform any acts, and signing any applications, waiver requests, reports, clarification letters and necessary evidence related to the allocation of the Warrants including communicate with, and submit the applications, waiver

### Warrants Registrar

: Thailand Securities Depository Co., Ltd.

### Details of Calculation of Supporting Shares

: Calculation Method of Supporting Shares =  
[(amount of supporting shares for ITEL-W4 + amount of supporting shares for other warrant) / amount of total paid-up shares]

Where:

Amount of supporting shares for ITEL-W4 =

322,000,000 shares (par value of Baht 0.50)

Amount of supporting shares for other warrant =

304,569,431 shares (par value of Baht 0.50)

Amount of total paid-up shares =

1,254,385,585 shares (par value of Baht 0.50)

Thus Supporting Shares

= (322,000,000 + 304,569,431) / 1,254,385,585

= 49.95%

**Capital increase report form**  
**Interlink Telecom Public Company Limited**  
**February 22, 2022**

We, Interlink Telecom Public Company Limited, hereby report on the resolution of board of directors meeting no. 2/2565, held on 22 February 2022 from 10.30 a.m. to 12.00 p.m., relating to a capital increase/share allotment as follows:

**1. Capital increase:**

1.1 The Board of Directors' Meeting was resolved to propose that the Shareholders' Meeting consider and approve the Company's registered capital decrease by THB 2,981,159 from the current registered capital of THB 794,777,508 to be THB 791,796,349 by cancelling 5,962,318 ordinary shares that have not been completely sold, with a par value of THB 0.50 per share, which are issued to serve as a payment for the Entire Business Transfer Transaction to Weatheria E which have not been sold.

1.2 The Board of Directors' Meeting passed a resolution approving the increase of the company's registered capital from THB 791,796,349 to THB 972,796,349 by issuing 362,000,000 ordinary shares with a par value of THB 0.50 each, totaling THB 181,000,000. Details of the each type of capital increase are:-

Type of capital increase	Type of share	Number of shares (shares)	Par value (THB/share)	Total (THB)
<input checked="" type="checkbox"/> Specifying the purpose of utilizing proceeds	Ordinary Preferred	322,000,000 -	0.50 -	161,000,000 -
<input checked="" type="checkbox"/> General mandate	Ordinary Preferred	40,000,000 -	0.50 -	20,000,000 -

**2. Allotment of new shares:**

**2.1 If specifying the purpose of utilizing proceeds**

Allotted to	Number of shares (shares)	Ratio (old : new)	Sale price (THB/share)	Subscription and payment period	Note
To allot for the exercise of warrants (ITEL-W2) issued to the existing shareholders	Not exceeding 322,000,000	5 existing ordinary shares to 1 unit of warrant	- Allocation free of charge - Exercise price of Baht 11.50 per share (Exercise ratio is 1 unit of ITEL-W4 for 1 newly issued ordinary share)	-	Please see Enclosure 7

2.1.1 The Company's plan in case there is a fraction of shares remaining

In case that there is any fraction from the allotment of warrant, any fraction of warrant will be discarded.

**2.2 Allotment of General Mandate**

Allotted to	Type of shares	Number of shares (shares)	Percentage of paid-up capital <sup>1/</sup>	Remarks
Private Placement	Ordinary Shares	40,000,000	3.19	Please see Remarks

<sup>1/</sup> Percentage of paid-up capital as of the date the Board of Directors resolved to increase share capital under General Mandate

**Remarks:**

1. The Company may either entirely or partially allocate the newly issued ordinary shares, whether in single or sequential allocation. In any case, the aggregate number of newly issued ordinary shares to be allocated to specific persons under the Private Placement basis under the General Mandate basis shall not exceed 10 percent of the paid-up registered capital of the Company as at the date the board of directors approving the increase of the registered capital under the General Mandate basis.

2. The specific persons under the Private Placement basis, who shall receive the allocation of the newly issued ordinary shares under the General Mandate basis, shall not be the related persons of the Company as specified in the Notification of the Capital Market Supervisory Board No. TorChor. 21/2551 Re: Rules on Connected Transaction and the Notification of the Stock Exchange of Thailand Re: Disclosure of Information and Practices of Listed Company in Respect of Connected Transaction B.E. 2546. The Company will disclose the names of investors who have been allocated the newly issued ordinary shares before the offering.

3. The offering price of the newly issued ordinary shares to the specific investors by means of the Private Placement under the General Mandate shall be “Market Price” which means the weighted average price of the Company’s shares trading on the stock exchange of not fewer seven consecutive business days but not more than 15 consecutive business days prior to the date for determination of such subscription price. The weighted average price using in the calculation must be the daily average price for trading. In this regard, the date for determination of the subscription price shall not be earlier than three business days prior to the first subscription date where the shares shall be offered to the investors. In the case that the Board of Directors of the Company deems that there is an appropriate cause by taking into account of the best interests of the Company, the Board of Directors may determine the offering price with a discount of not more than 10 percent of the market price, provided that the Board of Directors has taken into consideration of the market status at that time in determining such discount, pursuant to the Notification of the Capital Market Supervisory Board No. TorChor. 72/2558, Re: Approval of Offering for Sale of Newly-Issued Shares by Listed Companies to Specific Persons.

4. The Board of Directors meeting has resolved to assign the Board of Directors and/or the Chief Executive Officer and/or the person assigned by the Board of Directors. Has the authority to consider and set other detailed conditions related to such allocation as well as having the power to sign any relevant documents and have the power to perform any necessary and appropriate actions in connection with the allocation of the newly issued ordinary shares

**3. Schedule for a shareholders’ meeting to approve the capital increase/allotment**

The 2022 General Meeting of Shareholders is scheduled to be held on 27 April 2022 at 10.00 a.m. at Grand Suvarnabhumi, 48 Interlink Building, Ratchadapisek Rd, Huay Khwang, Bangkok.

The share register will be recorded for share transfer in order to determine the right to attend this meeting (Record date) on 22 March 2022.

**4. Approval of the capital increase/share allotment by relevant governmental agency and conditions thereto (if any)**

4.1 The Company will register the capital increase and the change of paid-up capital with the Department of Business Development, Ministry of Commerce.

4.2 The Company will apply for approvals from the Stock Exchange of Thailand for listing of the newly issued shares to be registered as securities in compliance with relevant regulations.

**5. Objectives of the capital increase and plans for utilizing proceeds received from the capital increase**

To use as fund for the business expansion of the Company to invest in projects to increase revenue and improve the operation performance for maximum benefit to the Company and the shareholders.

**6. Benefits which the Company will receive from the capital increase/share allotment:**

6.1 The Company has the better level of debt to equity ratio and the strength of capital structure as well as financial in financial institutions' view

6.2 To increase reserved fund to support the business expansion of the Company in the future

6.3 To increase working capital for business operation

6.4 To reduce interest-bearing debt

**7. Benefits which shareholders will receive from the capital increase/share allotment:**

7.1 The Warrants will be listed on the Stock Exchange of Thailand (SET) which the Warrants' holder will be able to trade.

7.2 Equity and total assets of the Company will be increased, resulting to the increase in Market Capitalization in the future.

7.3 More convenience for shareholders to buy/sell shares as a result of the increase in liquidity.

7.4 The Company be able to expand its business and contribute to sustainable business growth.

7.5 The financial position of the Company will be strengthened and its financial risk will be reduced

**8. Other details necessary for shareholders to approve the capital increase/share allotment:**

-None-

**9. Schedule of action if the board of directors passes a resolution approving the capital increase or allotment of new shares:**

No.	Procedures of the capital increase	Date/Month/Year
1.	The Board of Directors' Meeting 2/2565	22 February 2022
2.	The date on which the recorded shareholders have the right to attend the 2022 General Meeting of Shareholders	22 March 2022
3.	The 2022 General Meeting of Shareholders	27 April 2022
4.	Registration of capital increase with the Ministry of Commerce	Within 14 days from the date of the shareholders' meeting resolution
5.	The date on which the recorded shareholders have the right to receive ITEL-W4	13 May 2022
6.	Issuance of ITEL-W4	Within 1 year after the approval from the shareholder meeting offer ITEL-W4

The Company hereby certifies that the information contained in this report form is true and complete in all respects.

*Nuttanai A.*

Signed.....Authorized director

(Mr. Nuttanai Anuntarumporn)  
Chief Executive Officer

Profiles of Candidates Nominated for Election as ITEL Directors (Enclosure 9)



<b>Name-Surname</b>	Mrs. Kesara Manchusree	<b>Position</b>	Chairman of the Audit Committee and Independent Director
<b>Age (Year)</b>	61		
<b>Educational qualifications</b>	<ul style="list-style-type: none"> <li>• Master of Science in Finance, Golden Gate University, San Francisco, USA</li> <li>• Bachelor of Art in Economics, Thammasat University</li> <li>• Certificate, Advanced Senior Executive Program (ASEP), Evanston, Chicago, USA, a joint program between Sasin (Chulalongkorn University) and Kellogg School of Management (Northwestern University)</li> <li>• Certificate, Director Certification Program (DCP 82/2010) Thai Institute of Directors Association (IOD)</li> <li>• Certificate, Role of the Chairman Program (RCP 46/2020) Thai Institute of Directors Association (IOD)</li> <li>• Certificate, Good Governance for Medical Executives Course, Class 8 held by King Prajadhipok's Institute and The Medical Council of Thailand</li> <li>• Certificate, The Program for Senior Executives on Justice Administration, Class 23</li> <li>• Certificate, Digital CEO Program, Class 1</li> <li>• Certificate, The Executive Program in Energy Literacy for a Sustainable Future, Class 6</li> <li>• Certificate, TLCA Leadership Development Program (LDP), Class 3</li> <li>• Certificate, The Top Executive Program in Commerce and Trade (TEPCoT), Class 7</li> <li>• Certificate, Leadership Program (Class 4), Capital Market Academy (CMA)</li> </ul>		
<b>Shareholding in the Company (31/12/2021)</b>	None		
<b>Spouse and minor child shareholding</b>	None		
<b>Stock trading during 2021</b>	None		
<b>Family Relationship with Directors and Executives</b>	None		
<b>Special interests in the agenda considered</b>	None		
<b>Position in other listed companies</b>	Yes		
<ol style="list-style-type: none"> <li>1. Independent Director, Chairman and Chairman of the Corporate Governance and Social Affairs Committee for Sustainable Development / NR Instant Produce PCL.</li> <li>2. Independent Director, Chairman of the Audit Committee and Nomination and Remuneration Committee Member / NgernTidLor PCL.</li> </ol>			
<b>Position in other companies (Non-listed company)</b>	Yes		
<ol style="list-style-type: none"> <li>1. Chairman / TSFC Securities PCL.</li> <li>2. Independent Director and Chairman of the Audit Subcommittee / KTBST Holding PCL.</li> <li>3. Independent Director and Chairman of the Audit Subcommittee / KTB Securities (Thailand) PCL.</li> <li>4. Independent Director, Chairman and Audit Committee Member / WE Asset Management Co., Ltd</li> <li>5. Honorary Director / Social Enterprise Thailand Association</li> <li>6. Honorary Director / Thammasat University Council Committee</li> <li>7. President / Thammasat Economics Association</li> <li>8. Honorary Director / Khon Kaen University Council</li> <li>9. Honorary Director / Economics Faculty Thammasat University</li> <li>10. Independent Director and Chairman of the Audit Committee / aCommerce Group PCL.</li> <li>11. Director / Private Sector Collective Action Coalition Against Corruption (CAC) Council - The Thai Institute of Directors Association (IOD)</li> </ol>			

**Work experience over the last 5 years**

Period	Position	Company Name/ Institution Type of Business	Type of Business
2021 - present	Honorary Director	Khon Kaen University Council	University
2021 - present	Director	Private Sector Collective Action Coalition Against Corruption (CAC) Council - The Thai Institute of Directors Association (IOD)	Associations
2021 - present	Honorary Director	Economics Faculty Thammasat University	University
2021 - present	President	Thammasat Economics Association	Associations
2021 - present	Independent Director and Chairman of the Audit Committee	aCommerce Group PCL.	e-commerce services
2020 - present	Independent Director, Chairman of the Audit Committee, and Nomination and Remuneration Committee Member	NgernTidLor PLC.	Securities
2019 - present	Independent Director and Chairman of the Audit Subcommittee	KTBST Holding PLC.	Integrated Financial Institutions
2019 - present	Independent Director and Chairman of the Audit Subcommittee	KTB Securities (Thailand) PLC.	Securities
Jul 2018 - present	Independent Director and Chairman of the Audit Committee	Interlink Telecom PCL.	Telecommunications Services
2018 - present	Honorary Director	Social Enterprise Thailand Association	Associations
2018 - present	Chairman	TSFC Securities for Securities PCL.	Securities
2018 - present	Independent Director and Chairman	NR Instant Produce PLC.	Production and Distribution of flavoring food and semi - tinishod food, including various beverage products
2018 - present	Independent Director, Chairman and Audit Committee Member	WE Asset Management Co., Ltd.	Securities
2017 - May 2018	Chairman	Life Fin Corp Co., Ltd.	Securities
2016 - present	Honorary Director	Thammasat University Council Committee	University
2016 - May 2018	Honorary Director	Faculty of Economics Thammasat University	University
2016 - May 2018	Director	World Federation of Exchange (WFE)	Securities
2015 - 2021	Director	Thammasat Economics Association (T.E.A.)	University
2014 - May 2018	Director and Manager	The Stock Exchange of Thailand	Securities
2014 - May 2018	Chairman	Thailand Securities Depository Co., Ltd./ Thailand Clearing House Co.,Ltd./ Settrade.com Co., Ltd.	Securities
2014 - May 2018	Advisory Committee	Sasin Graduate Institute of Business Administration of Chulalongkorn University	University
2014 - 2018	Director	Thai Institute of Directors (IOD)	Associations
2004 - 2014	Managing Director	Thailand Futures Exchange (Thailand)	Securities

**Summarized number of meetings attended in the year 2021 is as follows;**

Meeting	Quantity		Percentage
	Actual of Meeting	Attend in a Meeting	
Board of Director's Meeting	7	7	100
Extraordinary General Meeting of Shareholders No. 1/2021	1	1	100
Annual General Meeting of Shareholders for 2021	1	1	100

The director does not hold any positions as directors or executives in other businesses that may cause conflicts of interest or has a business competition with the company.

Appointment date as a committee : 3 July 2018  
 Number of years in a committee position : 3 years and 9 months  
 Number of terms and the number of years in which the committee holds : 2 terms from the total number of 3 years and 9 months  
 Agenda 1 from 3 July 2018 to 24 April 2019  
 Agenda 2 from 24 April 2019 to 27 April 2022  
 Criminal history for the past 10 years : None



<b>Name-Surname</b>	Pol.Lt.Gen. Suchat Muankaew	<b>Position</b>	Independent Director and Chairman of the Risk Management Committee/Audit Committee Member/ Nomination and Remuneration Committee Member/ Corporate Governance Committee Member
<b>Age (Year)</b>	70		
<b>Educational qualifications</b>	<ul style="list-style-type: none"> <li>• Master of Political Science, Thammasat University</li> <li>• Bachelor of Laws, Sukhothai Thammathirat Open University</li> <li>• The National Defence Course Degree, Class 2005, The National Defence College</li> <li>• Certificate, The Program for Senior Executives on Justice Administration Class 7, National Justice Academy</li> <li>• Certificate, Politics and Governance in Democratic Systems for Executives Class 8, King Prajadhipok's Institute</li> <li>• Certificate, Director Certification Program (DCP 117/2009) Thai Institute of Directors Association (IOD)</li> </ul>		
<b>Shareholding in the Company (31/12/2021)</b>	None		
<b>Spouse and minor child shareholding</b>	None		
<b>Stock trading during 2021</b>	None		
<b>Family Relationship with Directors and Executives</b>	None		
<b>Special interests in the agenda considered</b>	None		
<b>Position in other listed companies</b>	None		

**Work experience over the last 5 years**

Period	Position	Company Name/ Institution Type of Business	Type of Business
Dec 2014 - Present	Independent Director and Chairman of the Risk Management Committee/ Audit Committee Member/ Nomination and Remuneration Committee Member / Corporate Governance Committee Member	Interlink Telecom PCL.	Telecommunications Services
2012 - 2015	Executive Chairman	PEA ENCOM International Co., Ltd.	Energy Services
2012 - 2014	Director	The Transport Co., Ltd.	Transportation Services
2012 - 2014	Special Case Director	Department of Special Investigations	Government Agencies
2009 - 2010	Commandant	Royal Thai Police	Government Agencies
2008 - 2010	Director	Provincial Electricity Authority	State Enterprise



**Summarized number of meetings attended in the year 2021 is as follows;**

Meeting	Quantity		Percentage
	Actual of Meeting	Attend in a Meeting	
Board of Director's Meeting	7	7	100
Extraordinary General Meeting of Shareholders No. 1/2021	1	1	100
Annual General Meeting of Shareholders for 2021	1	1	100

The director does not hold any positions as directors or executives in other businesses that may cause conflicts of interest or has a business competition with the company.

Appointment date as a committee : 21 April 2016  
 Number of years in a committee position : 6 years  
 Number of terms and the number of years in which the committee holds : 2 terms from the total number of 6 years  
     Agenda 1 from 21 April 2016 to 24 April 2019  
     Agenda 2 from 24 April 2019 to 27 April 2022  
 Criminal history for the past 10 years : None



<b>Name-Surname</b>	Mr. Suwichan Nilanan	<b>Position</b>	Director, Risk Management Committee Member, and Nomination and Remuneration Committee Member
<b>Age (Year)</b>	62		
<b>Educational qualifications</b>	<ul style="list-style-type: none"> <li>• Master of Business Administration, Thammasat University</li> <li>• Bachelor of Engineering in Electrical Engineering, King Mongkut's University of Technology Thonburi</li> <li>• Certificate, Director Accreditation Program (DAP 118/2015) Thai Institute of Directors Association (IOD)</li> </ul>		
<b>Shareholding in the Company (31/12/2021)</b>		None	
<b>Spouse and minor child shareholding</b>		None	
<b>Stock trading during 2021</b>		None	
<b>Family Relationship with Directors and Executives</b>		None	
<b>Special interests in the agenda considered</b>		None	
<b>Position in other listed companies</b>		Yes	
1. Director / Genesis Data Center Co., Ltd.			

**Work experience over the last 5 years**

Period	Position	Company Name/ Institution Type of Business	Type of Business
2016 - Present	Director	Genesis Data Center Co., Ltd.	Data Center Services
Dec 2014 - Present	Director, Risk Management Committee Member, and Nomination and Remuneration Committee	Interlink Telecom PCL.	Telecommunications Services
2012 - Present	Advisor to the Managing Director	Interlink Telecom PCL.	Telecommunications Services
1994 - 2012	Assistant to the Managing Director	TT&T PCL.	Telecommunications Services

**Summarized number of meetings attended in the year 2021 is as follows;**

Meeting	Quantity		Percentage
	Actual of Meeting	Attend in a Meeting	
Board of Director's Meeting	7	7	100
Extraordinary General Meeting of Shareholders No. 1/2021	1	1	100
Annual General Meeting of Shareholders for 2021	1	1	100

The director does not hold any positions as directors or executives in other businesses that may cause conflicts of interest or has a business competition with the company.

Appointment date as a committee : 21 April 2016  
 Number of years in a committee position : 6 years  
 Number of terms and the number of years in which the committee holds : 2 terms from the total number of 6 years  
 Agenda 1 from 21 April 2016 to 24 April 2019  
 Agenda 2 from 24 April 2019 to 27 April 2022  
 Criminal history for the past 10 years : None



<b>Name-Surname</b>	Mr. Nuttanai Anuntarumporn	<b>Position</b>	Director (Authorized Director) and Risk Management Committee Member
<b>Age (Year)</b>	34		
<b>Educational qualifications</b>	<ul style="list-style-type: none"> <li>• Doctor of Philosophy (Studying), King Mongkut’s Institute of Technology Ladkrabang</li> <li>• Master of Science in Financial Economics, Boston University, USA</li> <li>• Bachelor of Engineering, Chulalongkorn University</li> <li>• Certificate, Directors Accreditation Program (DAP) Class 103/2013 Thai Institute of Directors Association (IOD)</li> <li>• Certificate, Director Certification Program (DCP) Class 281/2019 Thai Institute of Directors Association (IOD)</li> <li>• Certificate, SCB Young Entrepreneur Program Class 12, Siam Commercial Bank Public Company Limited</li> <li>• Certificate, New Democracy Leader Class 3, King Prajadhipok’s Institute</li> <li>• Certificate, Project Manager Boston University, USA</li> <li>...</li> <li>...</li> </ul>		
<b>Percentage of Shareholding in the Company (31/12/2021)</b>		0.7445%	
<b>Percentage of Shareholding by Spouse and Minor children</b>		None	
<b>Stock Trading During 2021</b>		None	
<b>Family Relationship with Directors and Executives</b>		Yes	
<ul style="list-style-type: none"> <li>• Son : Mr. Sombat Anuntarumporn, Vice Chairman (Authorized Director) Dr. Chalida Anuntarumporn, Director (Authorized Director) and Corporate Governance Committee Member</li> <li>• Brother : Dr. Lillada Anuntarumporn, Director and Corporate Governance Committee Member</li> <li>• Brother : Miss Varisa Anuntarumporn, Director, Nomination and Remuneration Committee Member, and Company Secretary</li> </ul>			
<b>Position in Other Listed Companies</b>		Yes	
1. Director and Deputy Managing Director in Strategy and Telecom Business / Interlink Communication PCL.			
<b>Position in Other Companies (Non-Listed Company)</b>		Yes	
1. Authorized Director and Managing Director / Interlink Power and Engineering Co., Ltd.			
2. Authorized Director / Interlink Data Center Co., Ltd.			

**Work experience over the last 5 years**

Period	Position	Company Name/ Institution Type of Business	Type of Business
Jul 2020 - Present	Chief Executive Officer Deputy Managing	Interlink Telecom PLC.	Telecommunications Services
Jan 2018 - Present	Director in Strategy and Telecom Business	Interlink Communication PCL.	Distribution of Signal Cables
Jul 2016 - Present	Managing Director	Interlink Power and Engineering Co., Ltd.	Project Engineering Services
2013 - Present	Managing Director	Interlink Data Center Co., Ltd.	Non-Business
2013 - Present	Executive Director	Thai Listed Companies Association: mai	Association
2012 - Present	Director	Interlink Communication PCL.	Distribution of Signal Cables
2012 - 2020	Authorized Director and Managing Director	Interlink Telecom PCL.	Telecommunications Services
2011 - 2012	General Manager	Interlink Telecom Co., Ltd.	Telecommunications Services
2011	SAP Project Organizer	Boston University	University
2009	Research and Development Engineer	Nissan Motor (Thailand) Co., Ltd.	Manufacturing, Importing and Distributing Cars

**Summarized number of meetings attended in the year 2021 is as follows;**

Meeting	Quantity		Percentage
	Actual of Meeting	Attend in a Meeting	
Board of Director's Meeting	7	6	86
Extraordinary General Meeting of Shareholders No. 1/2021	1	1	100
Annual General Meeting of Shareholders for 2021	1	1	100

The director does not hold any positions as directors or executives in other businesses that may cause conflicts of interest or has a business competition with the company.

Appointment date as a committee : 21 April 2016  
 Number of years in a committee position : 6 years  
 Number of terms and the number of years in which the committee holds : 2 terms from the total number of 6 years  
     Agenda 1 from 21 April 2016 to 24 April 2019  
     Agenda 2 from 24 April 2019 to 27 April 2022  
 Criminal history for the past 10 years : None

## ประกาศคณะกรรมการกิจการกระจายเสียง กิจการโทรทัศน์ และกิจการโทรคมนาคมแห่งชาติ

เรื่อง การกำหนดข้อห้ามการกระทำที่มีลักษณะเป็นการครอบงำกิจการโดยคนต่างด้าว  
พ.ศ. ๒๕๕๕

โดยที่เป็นการสมควรปรับปรุงประกาศคณะกรรมการกิจการกระจายเสียง กิจการโทรทัศน์ และกิจการโทรคมนาคมแห่งชาติ เรื่อง การกำหนดข้อห้ามการกระทำที่มีลักษณะเป็นการครอบงำกิจการโดยคนต่างด้าว พ.ศ. ๒๕๕๔ เพื่อให้สอดคล้องกับสถานการณ์ในปัจจุบัน

อาศัยอำนาจตามความในมาตรา ๒๗ (๖) (๒๔) ประกอบมาตรา ๘๑ แห่งพระราชบัญญัติองค์กรจัดสรรคลื่นความถี่และกำกับการประกอบกิจการวิทยุกระจายเสียง วิทยุโทรทัศน์ และกิจการโทรคมนาคม พ.ศ. ๒๕๕๓ อันเป็นกฎหมายที่มีบทบัญญัติบางประการเกี่ยวกับการจำกัดสิทธิและเสรีภาพของบุคคล ซึ่งมาตรา ๒๙ ประกอบกับมาตรา ๓๕ มาตรา ๓๖ มาตรา ๔๑ มาตรา ๔๓ มาตรา ๔๕ มาตรา ๔๖ มาตรา ๔๗ มาตรา ๖๑ และมาตรา ๖๔ ของรัฐธรรมนูญแห่งราชอาณาจักรไทย บัญญัติให้กระทำได้โดยอาศัยอำนาจตามบทบัญญัติแห่งกฎหมาย และตามมาตรา ๘ มาตรา ๑๕ มาตรา ๒๑ มาตรา ๒๒ และมาตรา ๘๐ วรรคสอง แห่งพระราชบัญญัติการประกอบกิจการโทรคมนาคม พ.ศ. ๒๕๔๔ ซึ่งแก้ไขเพิ่มเติมโดยพระราชบัญญัติการประกอบกิจการโทรคมนาคม (ฉบับที่ ๒) พ.ศ. ๒๕๔๙ อันเป็นกฎหมายที่มีบทบัญญัติบางประการเกี่ยวกับการจำกัดสิทธิและเสรีภาพของบุคคล ซึ่งมาตรา ๒๙ ประกอบกับมาตรา ๓๕ มาตรา ๓๖ มาตรา ๔๑ มาตรา ๔๓ และมาตรา ๔๕ ของรัฐธรรมนูญแห่งราชอาณาจักรไทย บัญญัติให้กระทำได้โดยอาศัยอำนาจตามบทบัญญัติแห่งกฎหมาย คณะกรรมการกิจการกระจายเสียง กิจการโทรทัศน์ และกิจการโทรคมนาคมแห่งชาติ จึงกำหนดหลักเกณฑ์การกำหนดข้อห้ามการกระทำที่มีลักษณะเป็นการครอบงำกิจการโดยคนต่างด้าว ดังต่อไปนี้

ข้อ ๑ ประกาศนี้เรียกว่า “ประกาศคณะกรรมการกิจการกระจายเสียง กิจการโทรทัศน์ และกิจการโทรคมนาคมแห่งชาติ เรื่อง การกำหนดข้อห้ามการกระทำที่มีลักษณะเป็นการครอบงำกิจการโดยคนต่างด้าว พ.ศ. ๒๕๕๕”

ข้อ ๒ ประกาศนี้ให้ใช้บังคับตั้งแต่วันถัดจากวันประกาศในราชกิจจานุเบกษาเป็นต้นไป

ข้อ ๓ ให้ยกเลิกประกาศคณะกรรมการกิจการกระจายเสียง กิจการโทรทัศน์ และกิจการโทรคมนาคมแห่งชาติ เรื่อง การกำหนดข้อห้ามการกระทำที่มีลักษณะเป็นการครอบงำกิจการโดยคนต่างด้าว พ.ศ. ๒๕๕๔

ข้อ ๔ ในประกาศและบัญชีข้อห้ามท้ายประกาศนี้

“คณะกรรมการ” หมายความว่า คณะกรรมการกิจการกระจายเสียง กิจการโทรทัศน์ และกิจการโทรคมนาคมแห่งชาติ

“เลขาธิการ” หมายความว่า เลขาธิการคณะกรรมการกิจการกระจายเสียง กิจการโทรทัศน์ และกิจการโทรคมนาคมแห่งชาติ

“สำนักงาน” หมายความว่า สำนักงานคณะกรรมการกิจการกระจายเสียง กิจการโทรทัศน์ และกิจการโทรคมนาคมแห่งชาติ

“คนต่างด้าว” หมายความว่า คนต่างด้าวตามพระราชบัญญัติการประกอบธุรกิจของคนต่างด้าว พ.ศ. ๒๕๔๒

“ใบอนุญาต” หมายความว่า ใบอนุญาตประกอบกิจการโทรคมนาคมตามพระราชบัญญัติการประกอบกิจการโทรคมนาคม พ.ศ. ๒๕๔๔

“ข้อห้าม” หมายความว่า ข้อห้ามการกระทำที่มีลักษณะเป็นการครอบงำกิจการโดยคนต่างด้าวตามแนวทางที่ระบุไว้ในบัญชีท้ายประกาศนี้

“ผู้ขอรับใบอนุญาต” หมายความว่า ผู้ขอรับใบอนุญาตประกอบกิจการโทรคมนาคมแบบที่สองที่มีโครงข่ายเป็นของตนเอง และผู้ขอรับใบอนุญาตประกอบกิจการโทรคมนาคมแบบที่สาม

“ผู้รับใบอนุญาต” หมายความว่า ผู้รับใบอนุญาตประกอบกิจการโทรคมนาคมแบบที่สองที่มีโครงข่ายเป็นของตนเอง และผู้รับใบอนุญาตประกอบกิจการโทรคมนาคมแบบที่สาม และให้หมายความรวมถึงผู้ได้รับอนุญาต สัมปทาน หรือสัญญาจากบริษัท กสท โทรคมนาคม จำกัด (มหาชน) หรือบริษัท ทีโอที จำกัด (มหาชน) ซึ่งมีสิทธิหน้าที่และความรับผิดชอบเช่นเดียวกับผู้รับใบอนุญาตประกอบกิจการโทรคมนาคมแบบที่สองที่มีโครงข่ายเป็นของตนเอง และผู้รับใบอนุญาตประกอบกิจการโทรคมนาคมแบบที่สามตามพระราชบัญญัติการประกอบกิจการโทรคมนาคม พ.ศ. ๒๕๔๔ ด้วยโดยอนุโลม

“การครอบงำกิจการ” หมายความว่า การมีอำนาจควบคุมหรือมีอิทธิพลไม่ว่าโดยทางตรงหรือทางอ้อมโดยคนต่างด้าวในการกำหนดนโยบาย การบริหารจัดการ การดำเนินงาน การแต่งตั้งกรรมการ การแต่งตั้งผู้บริหารระดับสูง อันอาจมีผลต่อการบริหารกิจการหรือการประกอบกิจการโทรคมนาคมของผู้ขอรับใบอนุญาต หรือผู้รับใบอนุญาต ทั้งนี้ โดยการถือหุ้นที่มีสิทธิออกเสียงตั้งแต่กึ่งหนึ่งของจำนวนสิทธิออกเสียงทั้งหมด การมีอำนาจควบคุมคะแนนเสียงส่วนใหญ่ในที่ประชุมผู้ถือหุ้น หรือการแต่งตั้งหรือการถอดถอนกรรมการตั้งแต่กึ่งหนึ่งของกรรมการทั้งหมด

ข้อ ๕ ประกาศนี้ให้ใช้บังคับกับการประกอบธุรกิจของผู้ขอรับใบอนุญาตหรือผู้รับใบอนุญาตที่ประกอบกิจการโทรคมนาคมภายใต้บังคับแห่งบทบัญญัติกฎหมายว่าด้วยองค์การจัดสรรคลื่นความถี่และกำกับการประกอบกิจการวิทยุกระจายเสียง วิทยุโทรทัศน์ และกิจการโทรคมนาคม กฎหมายว่าด้วยการประกอบกิจการโทรคมนาคม หรือกฎหมายอื่น ๆ ที่เกี่ยวข้อง ทั้งนี้ เท่าที่ความในประกาศนี้ ไม่ขัดหรือแย้งกับความตกลงหรือสนธิสัญญาที่ประเทศไทยเป็นภาคีหรือมีความผูกพันตามพันธกรณี

ข้อ ๖ ในการยื่นขอรับใบอนุญาต ให้ผู้ขอรับใบอนุญาตกำหนดข้อห้ามโดยยื่นต่อคณะกรรมการพร้อมคำรับรองซึ่งลงนามโดยผู้มีอำนาจลงนามผูกพันนิติบุคคลว่า จะไม่ดำเนินการใด ๆ อันเป็นการขัดต่อข้อห้ามดังกล่าว ไม่ว่าแต่ข้อหนึ่งข้อใด ทั้งนี้ ตามหลักเกณฑ์ และวิธีการที่กำหนดในประกาศนี้ และเมื่อผู้ขอรับใบอนุญาตได้จัดทำข้อห้ามดังกล่าวยื่นต่อคณะกรรมการแล้ว ให้ถือว่าเป็นผู้มีคุณสมบัติเรื่องกำหนดข้อห้ามการกระทำที่มีลักษณะเป็นการครอบงำกิจการโดยคนต่างด้าว ตามมาตรา ๘ วรรคสาม (๑) แห่งพระราชบัญญัติการประกอบกิจการโทรคมนาคม พ.ศ. ๒๕๔๔ ซึ่งแก้ไขเพิ่มเติมโดยพระราชบัญญัติการประกอบกิจการโทรคมนาคม (ฉบับที่ ๒) พ.ศ. ๒๕๔๘

ข้อ ๗ ภายในสามสิบวันนับแต่วันที่มีการประชุมใหญ่ผู้ถือหุ้นประจำปี ให้ผู้รับใบอนุญาตกำหนดหรือทบทวนข้อห้ามและยื่นต่อคณะกรรมการ พร้อมคำรับรองซึ่งลงนามโดยผู้มีอำนาจลงนามผูกพันนิติบุคคลว่าจะไม่ดำเนินการใด ๆ อันเป็นการขัดต่อข้อห้ามดังกล่าว ไม่ว่าแต่ข้อหนึ่งข้อใด ทั้งนี้ ตามหลักเกณฑ์ เงื่อนไข และวิธีการที่กำหนดไว้ในประกาศนี้

ข้อห้ามตามวรรคหนึ่งต้องได้รับอนุมัติจากที่ประชุมใหญ่ผู้ถือหุ้นของผู้รับใบอนุญาตด้วย ผู้รับใบอนุญาตต้องไม่กระทำการ หรือยินยอมให้ผู้อื่นกระทำการอันมีลักษณะเป็นการฝ่าฝืนข้อห้ามตามวรรคหนึ่ง

ในแต่ละปี ผู้รับใบอนุญาตมีหน้าที่ต้องรายงานพฤติการณ์และสถานภาพการครอบงำกิจการให้คณะกรรมการทราบภายในกำหนดเวลาตามวรรคหนึ่ง แต่ทั้งนี้ หากมีพฤติการณ์ใดที่มีความเสี่ยงสูงว่าอาจก่อให้เกิดการฝ่าฝืนข้อห้ามตามวรรคหนึ่ง ให้ผู้รับใบอนุญาตรายงานให้คณะกรรมการทราบในทันที พร้อมทั้งเสนอมาตรการป้องกันหรือแก้ไข

ข้อ ๘ หากคณะกรรมการเห็นว่าข้อห้ามที่ผู้ขอรับใบอนุญาตหรือผู้รับใบอนุญาตกำหนดไม่เป็นไปตามที่กำหนดไว้ในประกาศนี้ คณะกรรมการอาจเรียกให้ผู้ขอรับใบอนุญาตหรือผู้รับใบอนุญาตเข้าชี้แจง จัดส่งเอกสารเพิ่มเติม แก้ไขปรับปรุงข้อห้าม หรือให้ดำเนินการใด ๆ ตามที่คณะกรรมการเห็นสมควรก็ได้

ข้อ ๙ เมื่อมีการรายงานพฤติการณ์ตามข้อ ๗ วรรคสี่ หรือเมื่อปรากฏหลักฐานโดยมีเหตุอันสมควรว่า ผู้รับใบอนุญาตมีการกระทำอันเป็นการฝ่าฝืนข้อห้ามตามที่กำหนดไว้ในประกาศนี้ ให้เลขาธิการดำเนินการตรวจสอบ และเสนอความเห็นต่อคณะกรรมการเพื่อพิจารณาภายในหกสิบวัน

เพื่อประโยชน์ในการตรวจสอบ ผู้รับใบอนุญาตตามวรรคหนึ่งมีหน้าที่เข้าชี้แจง ให้ข้อมูล จัดส่งเอกสาร หรือให้ความร่วมมือไม่ว่าด้วยประการใด ๆ ตามที่เลขาธิการแจ้งให้ดำเนินการ

ข้อ ๑๐ ในกรณีที่คณะกรรมการพิจารณาแล้วเห็นว่า พฤติการณ์หรือหลักฐานตามความในข้อ ๙ ไม่เป็นการฝ่าฝืนข้อห้ามตามที่กำหนดไว้ในประกาศนี้

(๑) หากเป็นกรณีที่ผู้รับใบอนุญาตเป็นผู้รายงานต่อคณะกรรมการ ให้คณะกรรมการแจ้งผลการพิจารณาไปยังผู้รับใบอนุญาตดังกล่าว ในกรณีเช่นนี้ คณะกรรมการอาจกำหนดเงื่อนไขหรือหลักเกณฑ์ใด ๆ ให้ผู้รับใบอนุญาตดำเนินการเพิ่มเติมด้วยก็ได้

(๒) ในกรณีอื่น คณะกรรมการอาจสั่งยุติเรื่อง หรือดำเนินการตาม (๑) ก็ได้

ข้อ ๑๑ ในกรณีที่คณะกรรมการพิจารณาแล้วเห็นว่า พฤติการณ์หรือหลักฐานตามความในข้อ ๙ มีลักษณะเป็นการฝ่าฝืนข้อห้ามตามที่กำหนดไว้ในประกาศนี้

(๑) หากเป็นกรณีที่ผู้รับใบอนุญาตเป็นผู้รายงานต่อคณะกรรมการถึงความเสี่ยงที่จะเกิดการฝ่าฝืนข้อห้ามที่กำหนดไว้ในบัญชีท้ายประกาศนี้ หรือที่กำหนดไว้เพิ่มเติมนอกเหนือไปจากข้อห้ามตามบัญชีท้ายประกาศนี้ ให้คณะกรรมการสั่งการให้ผู้รับใบอนุญาต ดำเนินการแก้ไขภายในกำหนดเวลาไม่เกินหนึ่งปี

(๒) ในกรณีอื่นที่มีได้มีการรายงานหรือคณะกรรมการเห็นว่ามีความเสี่ยงที่จะเกิดการฝ่าฝืนข้อห้าม ให้คณะกรรมการสั่งการให้ผู้รับใบอนุญาต ดำเนินการแก้ไขภายในกำหนดเวลาไม่เกินสามเดือน

ข้อ ๑๒ หากผู้ขอรับใบอนุญาตหรือผู้รับใบอนุญาตรายใดไม่ดำเนินการให้ถูกต้อง ตามความใน ข้อ ๖ ข้อ ๗ ข้อ ๘ ข้อ ๑๐ หรือข้อ ๑๑ ให้ยกคำขอหรือให้ดำเนินการตามกฎหมายว่าด้วยการประกอบกิจการโทรคมนาคม แล้วแต่กรณี

ข้อ ๑๓ กรณีผู้ขอรับใบอนุญาตหรือผู้รับใบอนุญาตที่กำหนดข้อห้ามและยื่นต่อคณะกรรมการ ตามประกาศคณะกรรมการกิจการกระจายเสียง กิจการโทรทัศน์ และกิจการโทรคมนาคมแห่งชาติ เรื่อง การกำหนดข้อห้ามการกระทำที่มีลักษณะเป็นการครอบงำกิจการโดยคนต่างด้าว พ.ศ. ๒๕๕๔ แล้ว ให้ถือว่าเป็นการกำหนดข้อห้ามตามที่กำหนดไว้ในประกาศนี้

สำหรับกรณีผู้ขอรับใบอนุญาต และผู้รับใบอนุญาตที่ร้องขอขยายระยะเวลาการกำหนดข้อห้าม ยื่นต่อคณะกรรมการไว้แล้ว รวมทั้งผู้รับใบอนุญาตที่ยังไม่ได้กำหนดข้อห้ามยื่นต่อคณะกรรมการ ตามประกาศคณะกรรมการกิจการกระจายเสียง กิจการโทรทัศน์ และกิจการโทรคมนาคมแห่งชาติ เรื่อง การกำหนดข้อห้ามการกระทำที่มีลักษณะเป็นการครอบงำกิจการโดยคนต่างด้าว พ.ศ. ๒๕๕๔ ให้ดำเนินการกำหนดข้อห้ามและยื่นต่อคณะกรรมการตามที่กำหนดไว้ในประกาศนี้

ข้อ ๑๔ ภายในเดือนมีนาคมของทุกปี ให้เลขาธิการจัดทำรายงานเกี่ยวกับการครอบงำกิจการ โดยคนต่างด้าวเสนอต่อคณะกรรมการ

ประกาศ ณ วันที่ ๒๓ กรกฎาคม พ.ศ. ๒๕๕๕

พลอากาศเอก ธีเรศ ปุณศรี

ประธานกรรมการกิจการกระจายเสียง กิจการโทรทัศน์

และกิจการโทรคมนาคมแห่งชาติ



## บัญชีข้อห้ามการกระทำที่มีลักษณะเป็นการครอบงำกิจการโดยคนต่างด้าว

(๑) การครอบงำกิจการผ่านการให้คนต่างด้าว ตัวแทน หรือตัวแทนเข้มาถือหุ้นไม่ว่าโดยทางตรงหรือทางอ้อมเพื่อหลีกเลี่ยงประกาศฉบับนี้

(๒) การครอบงำกิจการผ่านการถือหุ้นโดยคนต่างด้าวเอง หรือถือผ่านผู้แทนหรือตัวแทนของคนต่างด้าว โดยหุ้นดังกล่าวมีสิทธิพิเศษในการออกเสียงลงมติในการประชุมผู้ถือหุ้นเกินกว่าสัดส่วนจำนวนหุ้นที่ถือไว้จริง หรือเป็นหุ้นที่มีสิทธิพิเศษเหนือกว่าหุ้นที่ถือโดยผู้มีสัญชาติไทย

(๓) การครอบงำกิจการผ่านการที่คนต่างด้าวมียอำนาจควบคุมหรือมีอิทธิพลไม่ว่าโดยทางตรงหรือทางอ้อมในการกำหนดนโยบาย การบริหารจัดการ การดำเนินงาน หรือการแต่งตั้งกรรมการหรือผู้บริหารระดับสูง

ผู้บริหารระดับสูง หมายถึง ประธานกรรมการ กรรมการผู้จัดการ ผู้จัดการ ผู้อำนวยการ หัวหน้าผู้บริหารด้านจัดซื้อ หัวหน้าผู้บริหารด้านการเงิน หรือนุคคลอื่นใดซึ่งมีอำนาจควบคุมหรืออิทธิพลต่อการบริหารกิจการหรือประกอบกิจการ โทคมណคมในกิจการของผู้ขอรับใบอนุญาต หรือผู้รับใบอนุญาต

(๔) การครอบงำกิจการผ่านการมีนิติสัมพันธ์กับแหล่งที่มาของเงินลงทุนและเงินกู้จากคนต่างด้าวหรือนิติบุคคลในเครือ อาทิ การค้าประกันเงินกู้ การให้กู้เงินในอัตราดอกเบี้ยต่ำกว่าราคาตลาด การประกันความเสี่ยงทางธุรกิจ หรือการให้สินเชื่อ ทั้งนี้ ในลักษณะที่มีการเลือกปฏิบัติ

(๕) การครอบงำกิจการผ่านการทำสัญญาเกี่ยวกับทรัพย์สินทางปัญญา สัญญาแฟรนไชส์ (Franchise) หรือสัญญาที่ให้สิทธิแต่เพียงผู้เดียวกับคนต่างด้าวหรือนิติบุคคลในเครือ และสัญญาดังกล่าวมีผลเป็นการถ่ายโอนค่าใช้จ่ายและผลประโยชน์ตอบแทนให้แก่คนต่างด้าว

(๖) การครอบงำกิจการผ่านการทำสัญญาจัดซื้อจัดจ้างหรือสัญญาจ้างบริหารกับคนต่างด้าวหรือนิติบุคคลในเครือ หรือลูกจ้าง หรือพนักงานของคนต่างด้าวหรือนิติบุคคลในเครือ และสัญญาดังกล่าวมีผลเป็นการถ่ายโอนค่าใช้จ่ายและผลประโยชน์ตอบแทนให้แก่คนต่างด้าว

(๗) การครอบงำกิจการผ่านการร่วมประกอบกิจการกับคนต่างด้าวหรือนิติบุคคลในเครือ โดยมีการจัดสรรหรือแบ่งต้นทุนในการประกอบกิจการในลักษณะที่มีผลเป็นการถ่ายโอนค่าใช้จ่ายและผลประโยชน์ตอบแทนให้แก่คนต่างด้าว

(๘) การครอบงำกิจการผ่านการทำธุรกรรมในลักษณะโอนราคา (Transfer pricing) หรือสมยอมด้านราคากับคนต่างด้าวหรือนิติบุคคลในเครือ

## **Company regulations Interlink Telecom Public Company Limited To the shareholders' meeting**

### **Category 4 Committee**

- Article 17        The shareholders meeting shall elect the directors by the following rules.
- 1) One shareholder has the number of votes equal to shares number he holds
  - 2) Each shareholder may use their votes to elect one or more persons to be a director. In case that many persons are to be elected as directors, the shareholders may not allot their votes.
  - 3) The persons receiving the most votes in descending order shall be elected as directors equal to the number of directors required or to be elected at that time. In case that the person elected in descending order of votes, which exceeds the number of directors required or to be elected at that time, the candidate shall have a casting vote. The president is the deciding vote.
- Article 18        At every annual general meeting, directors must retire by at least one-third (1/3). If the number of directors cannot be divided into three parts, then the closest to one third (1/3)
- 1) directors must retire. Moreover, the director must retire from the first and second years after the registration. The company must draw to choose who will leave. For the next years, the directors in the longest retiring position are the retiring director.
  - 2) The retiring director may choose to attend another position.

### **Category 5 The shareholders' meeting**

- Article 34        The shareholders' meeting of the company shall be held at the company's head office or in a neighboring province.
- Article 35        There shall be a shareholders' meeting at least once a year. Such a meeting shall be called "Ordinary Meeting". This meeting shall be made within four (4) months after the end of the Company's fiscal year. Other meetings of shareholders shall be called "Extraordinary General Meetings". The Board of Directors may call an Extraordinary meeting at any time as it deems appropriate or when one or more shareholders hold shares aggregate not less than ten (10) percent of the total number of shares sold, jointly sign their names in a letter requesting the Board of Directors to call an extraordinary meeting of shareholders. In the request letter, it must clearly state the purpose of calling such a meeting. In the event that the Board of Directors do not hold a meeting, all shareholders who have signed their names or other shareholders may call the meeting themselves within forty-five (45) days and it shall be deemed that it is a meeting of shareholders called by the Board of Directors. The Company shall be responsible for necessary expenses incurred from the meeting and shall provide reasonable facilitation.
- Article 36        To inform the meeting of shareholders, the Board of Directors shall prepare a meeting invitation letter specifying the place, date, time, agenda and proposed issues together with appropriate details by clearly specifying that the matter was proposed for the acknowledgment to approve or to consider. Along with the opinion of the board of directors on the matter and sent to shareholders and registrars of public limited companies at least seven (7) days before the meeting date and to announce the meeting notices in newspapers no less than three (3) days before the meeting and it must be advertised for a period of three (3) consecutive days.

- Article 37 At the shareholders' meeting, there must be at least twenty-five (25) shareholders and proxies (if any) attending the meeting or not less than half of total shareholders, the total number of shares sold must have a total of not less than one-third (1/3) that a quorum requires. The shareholders and the aggregate number of shares held by the shareholders attending the meeting is still inadequate for a quorum, and if such meeting was called as a result of a request by the shareholders, such meeting shall be set and a new meeting shall be sent to shareholders no less than seven (7) days before the meeting date, in this subsequent meeting no need to constitute a quorum.
- Article 38 At a general meeting of shareholders, a shareholder may authorize a person who represents as his proxy to attend the meeting and vote on his behalf and follow the form prescribed by the public company registrar to be delivered to the chairman of the board to the person designated by the chairman at the meeting. Proxies attend the meeting must at least have the following items
- A. the number of shares held by the proxy holder
  - B. Name of proxy
  - C. The time of the meeting that the proxy granted to attend the meeting and vote
- Article 39 The meeting of shareholders shall be carried out in accordance with the order of the agenda specified in the notice of the meeting, unless the meeting resolves to change the order of the agenda with votes not less than two-thirds (2/3) of shareholders' number who come to the meeting when the meeting considered the matter according to the agenda specified in the invitation letter which has been completed. Shareholders holding shares totaling not less than one-third (1/3) of the number of sold shares may request the meeting to consider other matters other than those specified in the invitation. If the meeting cannot finish the consideration of the agenda items specified in the notice of the meeting or the shareholders' proposal and needs to postpone the consideration. The meeting shall specify the place, date and time of the next meeting and the committee to send the appointment letter specifying the place, date, time and agenda of the meeting to the shareholders no less than seven (7) days before the meeting. Besides, the meeting notice must be published in the newspaper not less than three (3) days before the meeting which must be advertised for three (3) consecutive days.
- Article 40 At the shareholders' meeting, the Chairman acts as the chairman of the shareholders' meeting in case that the chairman of the board is not present at the meeting or unable to perform duties. If there is a vice chairman, he shall be the chairman. If there is no vice chairman or if he is unable to perform the duty, the shareholders shall elect one shareholder to be the chairman of the meeting.
- Article 41 At the shareholders' meeting, every shareholder has one vote per share, if the shareholder has a special interest in any matter. the shareholders will not have the right to vote on that matter aside from voting for the election of directors.
- Article 42 Voting any resolution of any business approval at the shareholders' meeting, it must be approved with the votes of the shareholders attending the meeting and having the right to vote unless it is specified in these regulations or other cases as may be required by law. Or in the following cases, a vote of not less than three-fourths (3/4) of the total number of votes of the shareholders present at the meeting will have the right to vote:
- a. The sale or transfer of the business, in whole or a substantial part thereof to others.
  - b. The purchase or acceptance of transfer of business of other companies to private companies.
  - c. The entering into amending or terminating a lease of the business in whole or in an essential part. Entrusting another person with the management of the company. Amalgamating the business with another company to share profit and loss.
  - d. Amendment of the memorandum and articles of association.
  - e. Capital increase and capital reduction.
  - f. The issuance of debentures.
  - g. Amalgamation or dissolution.

### Definition of independent directors of the company

The audit committee must have all the qualifications in line with the criteria requirement that the capital markets supervisory board of the SET and various regulators as follows:

1. Holding no more than 1 percent of the total number of shares with voting rights of the company. Parent company, subsidiary, associate and juristic person that may have conflicts in which shares held by related persons shall be included.

2. Not being or used to be a director who takes part in management, employee, staff, advisor who receives regular salary. The audit never has the authority control the parent, subsidiary, associated company that the same level subsidiary or juristic person who may have conflict. Unless it has passed from that factors not less than 2 years before being appointed.

3. Do not have or never had a business relationship with the parent, subsidiaries, associated companies at the same level subsidiaries or juristic persons that may have conflict in manner that may hinder one's independent exercise of judgment. Including not being or used to a major shareholder, subsidiary, associated company, same-level subsidiary or legal entities that may conflict. Unless it has been removed from the above factors at least 2 years before being appointed.

4. Not being or used to be an auditor of the parent, subsidiaries, associated companies at the same level subsidiaries or juristic persons that may have conflict and not a major shareholder, a director who is not independent director, executive or managing partner of the auditing firm which as audits of the parent, subsidiary, associated company, same-level subsidiary or legal entities that may conflict. Unless it has been removed from the above factors at least 2 years before being appointed.

5. Not being or used to be a professional service provider of any kind. This includes legal or financial Advisory services which received a service fee more than 2 million baht per year from the company, the parent, subsidiaries, associated companies at the same level subsidiaries or juristic persons that may have conflict and not a major shareholder, a director who is not independent director, executive or managing partner of the auditing firm which as audits of the parent, subsidiary, associated company, same-level subsidiary or legal entities that may conflict. Unless it has been removed from the above factors at least 2 years before being appointed.

6. Not having a relationship in the form of parent, spouse, sibling and child's spouse or major shareholder management or the controlling person or the person who will be nominated as the company's management or controlling person or a subsidiary.

7. Not being a director who has been appointed to represent the company's directors, major shareholders or shareholders who are related to the major shareholders of the company.

8. Not having any other characteristics that incapable of expressing independent opinions with regard to the company's operations.

9. Not being a director who has been assigned by the board of directors to make decisions on the operations of the parent, subsidiaries, associated companies at the same level subsidiaries or juristic persons that may have conflict.

10. Not being a director of any company in the group. (Only for listed companies)

11. It has sufficient knowledge and experience to be able to act as an committee member with at least checking one person with sufficient knowledge and experience to review the reliability of the financial statements.

## Profiles of Independent Director and Audit Committee for Proxy (Enclosure 13)



<b>Name-Surname</b>	Mrs. Kesara Manchusree	<b>Position</b>	Chairman of the Audit Committee and Independent Director
<b>Age (Year)</b>	61		
<b>Address</b>	Interlink Telecom Public Company Limited 48/66 Soi Rung-reung Ratchadaphisek Road, Samsenok, Huay Khwang, Bangkok 10310		
<b>Educational qualifications</b>	<ul style="list-style-type: none"> <li>• Master of Science in Finance, Golden Gate University, San Francisco, USA</li> <li>• Bachelor of Art in Economics, Thammasat University</li> <li>• Certificate, Advanced Senior Executive Program (ASEP), Evanston, Chicago, USA, a joint program between Sasin (Chulalongkorn University) and Kellogg School of Management (Northwestern University)</li> <li>• Certificate, Director Certification Program (DCP 82/2010) Thai Institute of Directors Association (IOD)</li> <li>• Certificate, Role of the Chairman Program (RCP 46/2020) Thai Institute of Directors Association (IOD)</li> <li>• Certificate, Good Governance for Medical Executives Course, Class 8 held by King Prajadhipok's Institute and The Medical Council of Thailand</li> <li>• Certificate, The Program for Senior Executives on Justice Administration, Class 23</li> <li>• Certificate, Digital CEO Program, Class 1</li> <li>• Certificate, The Executive Program in Energy Literacy for a Sustainable Future, Class 6</li> <li>• Certificate, TLCA Leadership Development Program (LDP), Class 3</li> <li>• Certificate, The Top Executive Program in Commerce and Trade (TEPCoT), Class 7</li> <li>• Certificate, Leadership Program (Class 4), Capital Market Academy (CMA)</li> </ul>		
<b>Shareholding in the Company (31/12/2021)</b>	None		
<b>Spouse and minor child shareholding</b>	None		
<b>Stock trading during 2021</b>	None		
<b>Family Relationship with Directors and Executives</b>	None		
<b>Special interests in the agenda considered</b>	None		
<b>Position in other listed companies</b>	Yes		
<ol style="list-style-type: none"> <li>1. Independent Director, Chairman and Chairman of the Corporate Governance and Social Affairs Committee for Sustainable Development / NR Instant Produce PCL.</li> <li>2. Independent Director, Chairman of the Audit Committee and Nomination and Remuneration Committee Member / NgernTidLor PCL.</li> </ol>			
<b>Position in other companies (Non-listed company)</b>	Yes		
<ol style="list-style-type: none"> <li>1. Chairman / TSFC Securities PCL.</li> <li>2. Independent Director and Chairman of the Audit Subcommittee / KTBST Holding PCL.</li> <li>3. Independent Director and Chairman of the Audit Subcommittee / KTB Securities (Thailand) PCL.</li> <li>4. Independent Director, Chairman and Audit Committee Member / WE Asset Management Co., Ltd</li> <li>5. Honorary Director / Social Enterprise Thailand Association</li> <li>6. Honorary Director / Thammasat University Council Committee</li> <li>7. President / Thammasat Economics Association</li> <li>8. Honorary Director / Khon Kaen University Council</li> <li>9. Honorary Director / Economics Faculty Thammasat University</li> <li>10. Independent Director and Chairman of the Audit Committee / aCommerce Group PCL.</li> <li>11. Director / Private Sector Collective Action Coalition Against Corruption (CAC) Council - The Thai Institute of Directors Association (IOD)</li> </ol>			

## Profiles of Independent Director and Audit Committee for Proxy (Enclosure 13)

### Work experience over the last 5 years

Period	Position	Company Name/ Institution Type of Business	Type of Business
2021 - present	Honorary Director	Khon Kaen University Council	University
2021 - present	Director	Private Sector Collective Action Coalition Against Corruption (CAC) Council - The Thai Institute of Directors Association (IOD)	Associations
2021 - present	Honorary Director	Economics Faculty Thammasat University	University
2021 - present	President	Thammasat Economics Association	Associations
2021 - present	Independent Director and Chairman of the Audit Committee	aCommerce Group PCL.	e-commerce services
2020 - present	Independent Director, Chairman of the Audit Committee, and Nomination and Remuneration Committee Member	NgernTidLor PLC.	Securities
2019 - present	Independent Director and Chairman of the Audit Subcommittee	KTBST Holding PLC.	Integrated Financial Institutions
2019 - present	Independent Director and Chairman of the Audit Subcommittee	KTB Securities (Thailand) PLC.	Securities
Jul 2018 - present	Independent Director and Chairman of the Audit Committee	Interlink Telecom PCL.	Telecommunications Services
2018 - present	Honorary Director	Social Enterprise Thailand Association	Associations
2018 - present	Chairman	TSFC Securities for Securities PCL.	Securities
2018 - present	Independent Director and Chairman	NR Instant Produce PLC.	Production and Distribution of flavoring food and semi - tinishod food, including various beverage products
2018 - present	Independent Director, Chairman and Audit Committee Member	WE Asset Management Co., Ltd.	Securities
2017 - May 2018	Chairman	Life Fin Corp Co., Ltd.	Securities
2016 - present	Honorary Director	Thammasat University Council Committee	University
2016 - May 2018	Honorary Director	Faculty of Economics Thammasat University	University
2016 - May 2018	Director	World Federation of Exchange (WFE)	Securities
2015 - 2021	Director	Thammasat Economics Association (T.E.A.)	University
2014 - May 2018	Director and Manager	The Stock Exchange of Thailand	Securities
2014 - May 2018	Chairman	Thailand Securities Depository Co., Ltd./ Thailand Clearing House Co.,Ltd./ Settrade.com Co., Ltd.	Securities
2014 - May 2018	Advisory Committee	Sasin Graduate Institute of Business Administration of Chulalongkorn University	University
2014 - 2018	Director	Thai Institute of Directors (IOD)	Associations
2004 - 2014	Managing Director	Thailand Futures Exchange (Thailand)	Securities

### Summarized number of meetings attended in the year 2021 is as follows;

Meeting	Quantity		Percentage
	Actual of Meeting	Attend in a Meeting	
Board of Director's Meeting	7	7	100
Extraordinary General Meeting of Shareholders No. 1/2021	1	1	100
Annual General Meeting of Shareholders for 2021	1	1	100

The director does not hold any positions as directors or executives in other businesses that may cause conflicts of interest or has a business competition with the company.

Appointment date as a committee : 3 July 2018  
 Number of years in a committee position : 3 years and 9 months  
 Number of terms and the number of years in which the committee holds : 2 terms from the total number of 3 years and 9 months  
 Agenda 1 from 3 July 2018 to 24 April 2019  
 Agenda 2 from 24 April 2019 to 27 April 2022  
 Criminal history for the past 10 years : None



หนังสือมอบฉันทะ แบบ ก

Proxy (Form A.)

เขียนที่
Written at
วันที่ เดือน พ.ศ.
Date Month Year

(1) ข้าพเจ้า I/We อายุ Age ปี years, สัญชาติ Nationality
อยู่บ้านเลขที่ ถนน ตำบล/แขวง
reside at Road Sub-District
อำเภอ/เขต จังหวัด รหัสไปรษณีย์
District Province Postal Code

(2) เป็นผู้ถือหุ้นของบริษัท อินเทอร์เน็ต เทคโนโลยี จำกัด (มหาชน) โดยถือหุ้นจำนวนทั้งสิ้นรวม
Being a shareholder of Interlink Telecom Public Company Limited by holding the shares in total amount of shares

(3) ขอมอบฉันทะให้
Hereby appoint

- 1. ชื่อ Name อายุ Age ปี years, อยู่บ้านเลขที่ ถนน Road
ตำบล/แขวง อำเภอ/เขต จังหวัด รหัสไปรษณีย์
Sub-District District Province Postal Code
2. ชื่อ Name อายุ Age ปี years, อยู่บ้านเลขที่ ถนน Road
ตำบล/แขวง อำเภอ/เขต จังหวัด รหัสไปรษณีย์
Sub-District District Province Postal Code
3. ชื่อ นางเกษรา มัญชุศรี ประธานกรรมการตรวจสอบ อายุ 61 ปี
Name: Mrs.Kesara Manchusree, Chairman of the Audit Committee, Age 61 Years
ที่อยู่ : บริษัท อินเทอร์เน็ต เทคโนโลยี จำกัด (มหาชน) 48/66 ซอยรุ่งเรือง ถนนรัชดาภิเษก แขวงสามเสนนอก เขตห้วยขวาง กรุงเทพมหานคร 10310
Address : Interlink Telecom Public Company Limited 48/66 Soi Rung-Reung Ratchadaphisek Road, Samsennok, Huay Khwang, Bangkok 10310

เป็นผู้แทนของข้าพเจ้าเพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนในการประชุมสามัญผู้ถือหุ้น ประจำปี 2565 ในวันที่ 27 เมษายน 2565 เวลา 10.00 น.
to be my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders for the year 2022 on 27th April 2022 at 10.00 a.m.
ณ ห้องแกรนด์สุวรรณภูมิ ชั้น 7 อาคารอินเทอร์เน็ต เลขที่ 48 ซอยรุ่งเรือง ถนนรัชดาภิเษก
At the Grand Suvarnabhumi, 7th Floor, Interlink Building, 48, Soi Rung-Reung, Ratchadaphisek Road,
แขวงสามเสนนอก เขตห้วยขวาง กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่น
Samsennok, Huay Khwang, Bangkok Metropolis, or any date, time and place thereof.

กิจการใดที่ผู้รับมอบฉันทะกระทำไปในการประชุมนั้น ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ
Any business carried out by the proxy in the said meeting shall be deemed as having been carried out by myself/ourselves.

ลงชื่อ ผู้มอบฉันทะ
Signed ( ) Grantor
ลงชื่อ ผู้รับมอบฉันทะ
Signed ( ) Proxy
ลงชื่อ ผู้รับมอบฉันทะ
Signed ( ) Proxy
ลงชื่อ ผู้รับมอบฉันทะ
Signed ( ) Proxy

หมายเหตุ

- 1. ผู้ถือหุ้นที่มอบฉันทะ จะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้น
ให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of shares to many proxie
for splitting votes.
2. ผู้ถือหุ้นจะต้องมอบฉันทะเท่ากับจำนวนหุ้นที่ระบุไว้ในข้อ (2) โดยไม่สามารถจะมอบฉันทะเพียงบางส่วนน้อยกว่าจำนวนที่ระบุไว้ในข้อ (2) ได้
The shareholder must authorize the votes to the Proxy equal to the total numbers of shares specified in Clause (2) and cannot divide those specified shares
in partial to the Proxy.



หนังสือมอบฉันทะ แบบ ข

Proxy (Form B.)

เขียนที่ \_\_\_\_\_  
 Written at \_\_\_\_\_  
 วันที่ เดือน พ.ศ. \_\_\_\_\_  
 Date Month Year

(1) ข้าพเจ้า I/We \_\_\_\_\_ อายุ \_\_\_\_\_ ปี สัญชาติ \_\_\_\_\_  
 Age years, Nationality \_\_\_\_\_  
 อยู่บ้านเลขที่ ถนน ตำบล/แขวง \_\_\_\_\_  
 reside at Road Sub-District \_\_\_\_\_  
 อำเภอ/เขต จังหวัด รหัสไปรษณีย์ \_\_\_\_\_  
 District Province Postal Code \_\_\_\_\_

(2) เป็นผู้ถือหุ้นของบริษัท อินเทอร์เน็ต เทคโนโลยี จำกัด (มหาชน) โดยถือหุ้นจำนวนทั้งสิ้นรวม \_\_\_\_\_ หุ้น  
 Being a shareholder of Interlink Telecom Public Company Limited by holding the shares in total amount of \_\_\_\_\_ shares

(3) ขอมอบฉันทะให้  
 Hereby appoint

- 1. ชื่อ อายุ ปี อยู่บ้านเลขที่ ถนน  
 Name Age years, reside at Road  
 ตำบล/แขวง อำเภอ/เขต จังหวัด รหัสไปรษณีย์  
 Sub-District District Province Postal Code
- 2. ชื่อ อายุ ปี อยู่บ้านเลขที่ ถนน  
 Name Age years, reside at Road  
 ตำบล/แขวง อำเภอ/เขต จังหวัด รหัสไปรษณีย์  
 Sub-District District Province Postal Code
- 3. ชื่อ นางศุภา มัญชุศรี ประธานกรรมการตรวจสอบ อายุ 61 ปี  
 Name: Mrs.Kesara Manchusree, Chairman of the Audit Committee, Age 61 Years  
 ที่อยู่ : บริษัท อินเทอร์เน็ต เทคโนโลยี จำกัด (มหาชน) 48/66 ซอยรุ่งเรือง ถนนรัชดาภิเษก แขวงสามเสนนอก เขตห้วยขวาง กรุงเทพมหานคร 10310  
 Address : Interlink Telecom Public Company Limited 48/66 Soi Rung-Reung Ratchadaphisek Road, Samsennok, Huay Khwang, Bangkok 10310

เป็นตัวแทนของข้าพเจ้าเพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนในการประชุมสามัญผู้ถือหุ้น ประจำปี 2565 ในวันที่ 27 เมษายน 2565 เวลา 10.00 น.  
 to be my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders for the year 2022 on 27<sup>th</sup> April 2022 at 10.00 a.m.  
 ณ ห้องแกรนด์สุวรณภูมิ ชั้น 7 อาคารอินเทอร์เน็ต เลขที่ 48 ซอยรุ่งเรือง ถนนรัชดาภิเษก  
 At the Grand Suvarnabhumi, 7<sup>th</sup> Floor, No.48, Soi Rung-Reung, Ratchadapisek Road,  
 แขวงสามเสนนอก เขตห้วยขวาง กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่น  
 Samsennok, Huay Khwang, Bangkok Metropolis, or any date, time and place thereof.

- (4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้  
 In this Meeting, I/we grant my/our proxy to vote on my/our behalf as follows:
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้  
 (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
  - (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
 (b) To grant my/our proxy to vote at my/our desire as follows.

- วาระที่ 1 เรื่องแจ้งให้ที่ประชุมทราบ  
 Agenda No.1 Matters to Inform the Meeting
- เห็นด้วย Approve
  - ไม่เห็นด้วย Disapprove
  - งดออกเสียง Abstain
- วาระที่ 2 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ครั้งที่1/2565 ซึ่งประชุมเมื่อวันที่ 27 มกราคม 2565  
 Agenda No.2 Consider Approving the Minutes of the Extraordinary General Meeting No. 1/2022 on 27 January 2022
- รับรอง Approve
  - ไม่รับรอง Disapprove
  - งดออกเสียง Abstain
- วาระที่ 3 รับทราบรายงานผลการดำเนินงานประจำปี 2564  
 Agenda No.3 Acknowledge the Performance Report of the Year 2021
- เห็นด้วย Approve
  - ไม่เห็นด้วย Disapprove
  - งดออกเสียง Abstain
- วาระที่ 4 พิจารณานุมัติงบแสดงฐานะทางการเงิน และงบกำไรขาดทุนเบ็ดเสร็จประจำปี สิ้นสุดวันที่ 31 ธันวาคม 2564  
 Agenda No.4 Consider Approving the Financial Statement and the Annual Profit and Loss Statement, Ending on 31 December 2021
- เห็นด้วย Approve
  - ไม่เห็นด้วย Disapprove
  - งดออกเสียง Abstain





- วาระที่ 5 พิจารณานอมนำกำไรสุทธิประจำปี 2564  
 Agenda No.5 Consider Approving the Appropriation of Net Profit of the Year 2021
- วาระที่ 5.1 รับทราบการจัดสรรกำไรสุทธิเป็นสำรองตามกฎหมาย  
 Agenda No.5.1 Acknowledge the Appropriation of Net Profit as Legal Reserve
- เห็นด้วย Approve  ไม่เห็นด้วย Disapprove  งดออกเสียง Abstain
- วาระที่ 5.2 นอมนำเงินปันผลประจำปี 2564  
 Agenda No.5.2 Approval of Appropriation of the annual dividend payment for the year 2021
- เห็นด้วย Approve  ไม่เห็นด้วย Disapprove  งดออกเสียง Abstain
- วาระที่ 6 พิจารณานอมนำกำไรสุทธิประจำปี 2564 เพื่อตัดหุ้นสามัญที่ยังไม่ได้ออกจำหน่ายของบริษัทฯ ซึ่งเป็นหุ้นสามัญเพิ่มทุน เพื่อใช้ชำระเป็นค่าตอบแทน  
 สำหรับธุรกรรมการรับโอนกิจการทั้งหมดให้แก่เวทเธเรีย อี และการแก้ไขหนังสือบริคณห์สนธิของบริษัทฯ ข้อ 4 เพื่อให้สอดคล้องกับการลดทุนจดทะเบียนของบริษัทฯ  
 Agenda No.6 Consider Approving the Registered Capital Reduction of the Company to Cut the Issued Ordinary Shares of the Company, which were the New Ordinary Shares, to Use as Remuneration Payment for Entire Business Transfer to Weatheria E and the Revision of Memorandum of Association of the Company in Item 4 to Be Consistent with the Registered Capital Reduction of the Company
- วาระที่ 6.1 นอมนำกำไรสุทธิประจำปี 2564 เพื่อตัดหุ้นสามัญที่ยังไม่ได้ออกจำหน่ายของบริษัทฯ ซึ่งเป็นหุ้นสามัญเพิ่มทุน เพื่อใช้ชำระเป็นค่าตอบแทน  
 สำหรับธุรกรรมการรับโอนกิจการทั้งหมดให้แก่เวทเธเรีย อี  
 Agenda No.6.1 To approve the Registered Capital Reduction of the Company to Cut the Issued Ordinary Shares of the Company, which were the New Ordinary Shares, to Use as Remuneration Payment for Entire Business Transfer to Weatheria E
- เห็นด้วย Approve  ไม่เห็นด้วย Disapprove  งดออกเสียง Abstain
- วาระที่ 6.2 นอมนำการแก้ไขหนังสือบริคณห์สนธิของบริษัทฯ ข้อ 4 เพื่อให้สอดคล้องกับการลดทุนจดทะเบียนของบริษัทฯ  
 Agenda No.6.2 To Approve for Revision of Memorandum of Association in Item 4 to Be Consistent with the Registered Capital Reduction of the Company
- เห็นด้วย Approve  ไม่เห็นด้วย Disapprove  งดออกเสียง Abstain
- วาระที่ 7 พิจารณานอมนำกำไรสุทธิประจำปี 2564 เพื่อเพิ่มทุนจดทะเบียนของบริษัทฯ แบบมอบอำนาจทั่วไป (General Mandate) จากทุนจดทะเบียนเดิม 791,796,349 บาท เป็นจำนวน  
 811,796,349 บาท โดยการออกหุ้นสามัญใหม่จำนวน 40,000,000 หุ้น มูลค่าหุ้นที่ตราไว้หุ้นละ 0.50 บาท และการแก้ไขหนังสือบริคณห์สนธิของบริษัทฯ  
 ข้อ 4 เพื่อให้สอดคล้องกับการเพิ่มทุนจดทะเบียนของบริษัทฯ แบบมอบอำนาจทั่วไป (General Mandate)  
 Agenda No.7 Consider Approving the Registered Capital Increase of the Company under the General Mandate from the Original Registered Capital Increase of 791,796,349 Baht to 811,796,349 Baht by Issuing the New Ordinary Shares of 40,000,000 Shares with the Par Value of 0.50 Baht and the Revision of the Memorandum of Association of the Company in Item 4 to Be Consistent to the Registered Capital Increase of the Company under the General Mandate.
- เห็นด้วย Approve  ไม่เห็นด้วย Disapprove  งดออกเสียง Abstain
- วาระที่ 7.1 นอมนำการเพิ่มทุนจดทะเบียนของบริษัทฯ แบบมอบอำนาจทั่วไป (General Mandate)  
 Agenda No.7.1 To Approve the Registered Capital Increase of the Company under the General Mandate
- เห็นด้วย Approve  ไม่เห็นด้วย Disapprove  งดออกเสียง Abstain
- วาระที่ 7.2 นอมนำการแก้ไขหนังสือบริคณห์สนธิของบริษัทฯ ข้อ 4 เพื่อให้สอดคล้องกับการเพิ่มทุนจดทะเบียนของบริษัทฯ แบบมอบอำนาจทั่วไป (General Mandate)  
 Agenda No.7.2 To Approve the Revision of the Memorandum of Association of the Company in Item 4 to Be Consistent with the Registered Capital Increase of the Company under the General Mandate
- เห็นด้วย Approve  ไม่เห็นด้วย Disapprove  งดออกเสียง Abstain
- วาระที่ 8 พิจารณานอมนำกำไรสุทธิประจำปี 2564 เพื่อเพิ่มทุนจดทะเบียนของบริษัทฯ แบบมอบอำนาจทั่วไป (General Mandate) จำนวน 40,000,000 หุ้น  
 มูลค่าหุ้นที่ตราไว้หุ้นละ 0.50 บาท  
 Agenda No.8 Consider Approving the Appropriation of Capital Increase in Ordinary Shares under General Mandate of 40,000,000 Shares with Par Value of 0.50 Baht
- เห็นด้วย Approve  ไม่เห็นด้วย Disapprove  งดออกเสียง Abstain
- วาระที่ 9 พิจารณานอมนำกำไรสุทธิประจำปี 2564 เพื่อออกใบสำคัญแสดงสิทธิที่จะซื้อหุ้นสามัญของบริษัทฯ ครั้งที่ 4 (ITEL-W4)  
 Agenda No.9 Consider Approving the Issuance of the Company's Warrant No. 4 (ITEL-W4)
- เห็นด้วย Approve  ไม่เห็นด้วย Disapprove  งดออกเสียง Abstain

วาระที่ 10 พิจารณานุมัติการเพิ่มทุนเพื่อรองรับการออกใบสำคัญแสดงสิทธิที่จะซื้อหุ้นสามัญของบริษัท ครั้งที่ 4 (ITEL-W4) และการแก้ไขหนังสือบริคณห์สนธิของบริษัทฯ ข้อ 4 เพื่อให้สอดคล้องกับการเพิ่มทุนรองรับการออกใบสำคัญแสดงสิทธิที่จะซื้อหุ้นสามัญของบริษัทครั้งที่ 4 (ITEL-W4)

Agenda No.10 Consider Approving the Capital Increase to Support the Issuance of the Company's Warrant No. 4 (ITEL-W4) and the Revision of the Memorandum of Association of the Company in Item 4 to Be Consistent with the Capital Increase to Support the Issuance of the Company's Warrant No. 4 (ITEL-W4)

วาระที่ 10.1 อนุมัติการเพิ่มทุนเพื่อรองรับการออกใบสำคัญแสดงสิทธิที่จะซื้อหุ้นสามัญของบริษัท ครั้งที่ 4 (ITEL-W4)

Agenda No.10.1 Approval of Capital Increase to Support the Issuance of the Company's Warrant No. 4 (ITEL-W4)

เห็นด้วย  ไม่เห็นด้วย งดออกเสียง  
Approve Disapprove Abstain

วาระที่ 10.2 อนุมัติการแก้ไขหนังสือบริคณห์สนธิของบริษัทฯ ข้อ 4 เพื่อให้สอดคล้องกับการเพิ่มทุนรองรับการออกใบสำคัญแสดงสิทธิที่จะซื้อหุ้นสามัญของบริษัทครั้งที่ 4 (ITEL-W4)

Agenda No.10.2 Approval of Capital Increase to Support Issuance of the Company's Warrant No. 4 (ITEL-W4)

เห็นด้วย  ไม่เห็นด้วย งดออกเสียง  
Approve Disapprove Abstain

วาระที่ 11 พิจารณาเลือกตั้งคณะกรรมการที่ครบกำหนดออกจากตำแหน่งตามกำหนดวาระ และอนุมัติกำหนดอำนาจหน้าที่กรรมการ

Agenda No.11 To Elect the Retired Directors by Rotation and Approving to Determine the Authorities of Directors

วาระที่ 11.1 เลือกตั้งคณะกรรมการที่ครบกำหนดออกจากตำแหน่งตามกำหนดวาระ

Agenda No.11.1 Consider Electing the Retired Directors by Rotation

1.นางเกศรา มัญชุศรี  
Mrs. Kesara Manchusree

เห็นด้วย  ไม่เห็นด้วย งดออกเสียง  
Approve Disapprove Abstain

2.พลตำรวจโท สุชาติ เหมือนแก้ว  
Pol.Lt.Gen. Suchat Muankaew

เห็นด้วย  ไม่เห็นด้วย งดออกเสียง  
Approve Disapprove Abstain

3.นายสุวิชาญ นิลอนันต์  
Mr. Suwichan Nilanan

เห็นด้วย  ไม่เห็นด้วย งดออกเสียง  
Approve Disapprove Abstain

4.นายณัฐนัย อนันตรัมพร  
Mr. Nuttanai Anuntarumporn

เห็นด้วย  ไม่เห็นด้วย งดออกเสียง  
Approve Disapprove Abstain

วาระที่ 11.2 พิจารณาดำเนินการแต่งตั้งกรรมการใหม่ในตำแหน่งกรรมการตรวจสอบ และกรรมการชุดย่อย

Agenda No.11.2 Consider Appointing New Director in the Position of Audit Committee and Sub-Committee

1.นางเกศรา มัญชุศรี  
Mrs. Kesara Manchusree

เห็นด้วย  ไม่เห็นด้วย งดออกเสียง  
Approve Disapprove Abstain

2.พลตำรวจโท สุชาติ เหมือนแก้ว  
Pol.Lt.Gen. Suchat Muankaew

เห็นด้วย  ไม่เห็นด้วย งดออกเสียง  
Approve Disapprove Abstain

วาระที่ 11.3 อนุมัติอำนาจหน้าที่กรรมการ

Agenda No.11.3 Consideration and Approval of Determination of the Authorities of Directors

เห็นด้วย  ไม่เห็นด้วย งดออกเสียง  
Approve Disapprove Abstain

วาระที่ 12 พิจารณานุมัติค่าตอบแทนกรรมการประจำปี 2565

Agenda No.12 Consider Approving the remuneration of Directors for the year 2022

เห็นด้วย  ไม่เห็นด้วย งดออกเสียง  
Approve Disapprove Abstain

วาระที่ 13 พิจารณานุมัติแต่งตั้งผู้สอบบัญชี และกำหนดค่าตอบแทนผู้สอบบัญชี ประจำปี 2565

Agenda No.13 Consider Approving the Appointment of Auditor and the Determination of Auditor Remuneration of the Year 2022

เห็นด้วย  ไม่เห็นด้วย งดออกเสียง  
Approve Disapprove Abstain



Proxy Form B.

(Enclosure 14)

วาระที่ 14 พิจารณานำมติบทวนข้อห้ามการกระทำที่มีลักษณะเป็นการครอบงำกิจการโดยคนต่างด้าว
Agenda No.14 To consider for the approval of the imposition of the Prohibitive Actions of Business Domination by Foreigner

- เห็นด้วย Approve, ไม่เห็นด้วย Disapprove, จดออกเสียง Abstain

วาระที่ 15 พิจารณาเรื่องอื่นๆ (ถ้ามี)
Agenda No.15 Other Matters for Consideration (if Any)

- เห็นด้วย Approve, ไม่เห็นด้วย Disapprove, จดออกเสียง Abstain

(5) การลงคะแนนเสียงของผู้รับมอบอำนาจในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบอำนาจนี้ ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช้
เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น
The voting by proxy, which is not consistent with proxy that is deem the voting is not correct and is not voting by shareholders.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ประชุมมีการพิจารณาหรือ
ลงมติในเรื่องใดนอกเหนือจากเรื่องที่เราได้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบอำนาจมีสิทธิ
พิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
In case I/We have not specified my/our voting intention in any agenda of not clearly specified or in case the meeting considers or passes resolutions in
any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider
and vote on my/our behalf as he/she may deem appropriate in all respects.

กิจการใดที่ผู้รับมอบอำนาจทำไปในการประชุมนี้ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ
Any business carried out by the proxy in the said meeting shall be deemed as having been carried out by myself/ourselves.

ลงชื่อ \_\_\_\_\_ ผู้มอบอำนาจ
Signed ( \_\_\_\_\_ ) Grantor
ลงชื่อ \_\_\_\_\_ ผู้รับมอบอำนาจ
Signed ( \_\_\_\_\_ ) Proxy
ลงชื่อ \_\_\_\_\_ ผู้รับมอบอำนาจ
Signed ( \_\_\_\_\_ ) Proxy
ลงชื่อ \_\_\_\_\_ ผู้รับมอบอำนาจ
Signed ( \_\_\_\_\_ ) Proxy

หมายเหตุ

- 1. ผู้ถือหุ้นที่มอบอำนาจ จะต้องมอบอำนาจให้ผู้รับมอบอำนาจเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้
ผู้รับมอบอำนาจหลายคนเพื่อแยกการลงคะแนนเสียงได้
The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of shares to many proxies
for splitting votes.
2. ผู้ถือหุ้นจะต้องมอบอำนาจเท่ากับจำนวนหุ้นที่ระบุไว้ในข้อ (2) โดยไม่สามารถจะมอบอำนาจเพียงบางส่วนน้อยกว่าจำนวนที่ระบุไว้ในข้อ (2) ได้
The shareholder must authorize the votes to the Proxy equal to the total numbers of shares specified in Clause (2) and cannot divide those specified shares in
partial to the Proxy.
3. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งหมดหรือเลือกตั้งกรรมการเป็นรายบุคคล
For Agenda electing directors, the whole Board of Directors or certain directors can be elected.



หนังสือมอบฉันทะ แบบ ค

Proxy (Form C.)

เขียนที่ \_\_\_\_\_  
Written at \_\_\_\_\_  
วันที่ เดือน พ.ศ. \_\_\_\_\_  
Date Month Year

(1) ข้าพเจ้า อายุ ปี สัญชาติ  
I/We Age years, Nationality  
อยู่บ้านเลขที่ ถนน ตำบล/แขวง  
reside at Road Sub-District  
อำเภอ/เขต จังหวัด รหัสไปรษณีย์  
District Province Postal Code

(2) เป็นผู้ถือหุ้นของบริษัท อินเทอร์เน็ต เทคโนโลยี จำกัด (มหาชน) โดยถือหุ้นจำนวนทั้งสิ้นรวม \_\_\_\_\_ หุ้น  
Being a shareholder of Interlink Telecom Public Company Limited by holding the shares in total amount of \_\_\_\_\_ shares

(3) ขอมอบฉันทะให้  
Hereby appoint

- 1. ชื่อ อายุ ปี อยู่บ้านเลขที่ ถนน  
Name Age years, reside at Road  
ตำบล/แขวง อำเภอ/เขต จังหวัด รหัสไปรษณีย์  
Sub-District District Province Postal Code
- 2. ชื่อ อายุ ปี อยู่บ้านเลขที่ ถนน  
Name Age years, reside at Road  
ตำบล/แขวง อำเภอ/เขต จังหวัด รหัสไปรษณีย์  
Sub-District District Province Postal Code
- 3. ชื่อ นางศุภา มัญชุศรี ประธานกรรมการตรวจสอบ อายุ 61 ปี  
Name: Mrs.Kesara Manchusree, Chairman of the Audit Committee, Age 61 Years  
ที่อยู่ : บริษัท อินเทอร์เน็ต เทคโนโลยี จำกัด (มหาชน) 48/66 ซอยรุ่งเรือง ถนนรัชดาภิเษก แขวงสามเสนนอก เขตห้วยขวาง กรุงเทพมหานคร 10310  
Address : Interlink Telecom Public Company Limited 48/66 Soi Rung-Reung Ratchadaphisek Road, Samsennok, Huay Khwang, Bangkok 10310

เป็นผู้แทนของข้าพเจ้าเพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนในการประชุมสามัญผู้ถือหุ้น ประจำปี 2565 ในวันที่ 27 เมษายน 2565 เวลา 10.00 น.  
to be my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders for the year 2022 on 27th April 2022 at 10.00 a.m.  
ณ ห้องแกรนด์สุวรรณภูมิ ชั้น 7 อาคารอินเทอร์เน็ต เลขที่ 48 ซอยรุ่งเรือง ถนนรัชดาภิเษก  
At the Grand Suvarnabhumi, 7<sup>th</sup> Floor, No.48, Soi Rung-Reung, Ratchadapisek Road, แขวงสามเสนนอก เขตห้วยขวาง กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่น Samsennok, Huay Khwang, Bangkok Metropolis, or any date, time and place thereof.

- (4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้  
In this Meeting, I/we grant my/our proxy to vote on my/our behalf as follows:
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้  
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
  - (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
(b) To grant my/our proxy to vote at my/our desire as follows.

วาระที่ 1	เรื่องแจ้งให้ที่ประชุมทราบ			
Agenda No.1	Matters to Inform the Meeting	<input type="checkbox"/> เห็นด้วย Approve	<input type="checkbox"/> ไม่เห็นด้วย Disapprove	<input type="checkbox"/> จดออกเสียง Abstain
วาระที่ 2	พิจารณารับรองรายงานการประชุมวิสามัญผู้ถือหุ้น ครั้งที่1/2565 ซึ่งประชุมเมื่อวันที่ 27 มกราคม 2565			
Agenda No.2	Consider Approving the Minutes of the Extraordinary General Meeting No. 1/2022 on 27 January 2022	<input type="checkbox"/> รับรอง Approve	<input type="checkbox"/> ไม่รับรอง Disapprove	<input type="checkbox"/> จดออกเสียง Abstain
วาระที่ 3	รับทราบรายงานผลการดำเนินงานประจำปี 2564			
Agenda No.3	Acknowledge the Performance Report of the Year 2021	<input type="checkbox"/> เห็นด้วย Approve	<input type="checkbox"/> ไม่เห็นด้วย Disapprove	<input type="checkbox"/> จดออกเสียง Abstain
วาระที่ 4	พิจารณาอนุมัติงบแสดงฐานะทางการเงิน และงบกำไรขาดทุนเบ็ดเสร็จประจำปี สิ้นสุดวันที่ 31 ธันวาคม 2564			
Agenda No.4	Consider Approving the Financial Statement and the Annual Profit and Loss Statement, Ending on 31 December 2021	<input type="checkbox"/> เห็นด้วย Approve	<input type="checkbox"/> ไม่เห็นด้วย Disapprove	<input type="checkbox"/> จดออกเสียง Abstain

## Proxy Form C.

(Enclosure 14)

- วาระที่ 5 พิจารณานุมัติจัดสรรกำไรสุทธิประจำปี 2564  
Agenda No.5 Consider Approving the Appropriation of Net Profit of the Year 2021
- วาระที่ 5.1 รับทราบการจัดสรรกำไรสุทธิเป็นสำรองตามกฎหมาย  
Agenda No.5.1 Acknowledge the Appropriation of Net Profit as Legal Reserve
- เห็นด้วย Approve  ไม่เห็นด้วย Disapprove  งดออกเสียง Abstain
- วาระที่ 5.2 อนุมัติจ่ายเงินปันผลประจำปี 2564  
Agenda No.5.2 Approval of Appropriation of the annual dividend payment for the year 2021
- เห็นด้วย Approve  ไม่เห็นด้วย Disapprove  งดออกเสียง Abstain
- วาระที่ 6 พิจารณานุมัติการลดทุนจดทะเบียนของบริษัทฯ เพื่อตัดหุ้นสามัญที่ยังไม่ได้ออกจำหน่ายของบริษัทฯ ซึ่งเป็นหุ้นสามัญเพิ่มทุน เพื่อใช้ชำระเป็นค่าตอบแทนสำหรับธุรกรรมการรับโอนกิจการทั้งหมดให้แก่เวทเธอเรีย อี และการแก้ไขหนังสือบริคณห์สนธิของบริษัทฯ ข้อ 4 เพื่อให้สอดคล้องกับการลดทุนจดทะเบียนของบริษัทฯ  
Agenda No.6 Consider Approving the Registered Capital Reduction of the Company to Cut the Issued Ordinary Shares of the Company, which were the New Ordinary Shares, to Use as Remuneration Payment for Entire Business Transfer to Weatheria E and the Revision of Memorandum of Association of the Company in Item 4 to Be Consistent with the Registered Capital Reduction of the Company
- วาระที่ 6.1 อนุมัติการลดทุนจดทะเบียนของบริษัทฯ เพื่อตัดหุ้นสามัญที่ยังไม่ได้ออกจำหน่ายของบริษัทฯ ซึ่งเป็นหุ้นสามัญเพิ่มทุนเพื่อใช้ชำระเป็นค่าตอบแทนสำหรับธุรกรรมการรับโอนกิจการทั้งหมดให้แก่เวทเธอเรีย อี  
Agenda No.6.1 To approve the Registered Capital Reduction of the Company to Cut the Issued Ordinary Shares of the Company, which were the New Ordinary Shares, to Use as Remuneration Payment for Entire Business Transfer to Weatheria E
- เห็นด้วย Approve  ไม่เห็นด้วย Disapprove  งดออกเสียง Abstain
- วาระที่ 6.2 อนุมัติการแก้ไขหนังสือบริคณห์สนธิของบริษัทฯ ข้อ 4 เพื่อให้สอดคล้องกับการลดทุนจดทะเบียนของบริษัทฯ  
Agenda No.6.2 To Approve for Revision of Memorandum of Association in Item 4 to Be Consistent with the Registered Capital Reduction of the Company
- เห็นด้วย Approve  ไม่เห็นด้วย Disapprove  งดออกเสียง Abstain
- วาระที่ 7 พิจารณานุมัติการเพิ่มทุนจดทะเบียนของบริษัทฯ แบบมอบอำนาจทั่วไป (General Mandate) จากทุนจดทะเบียนเดิม 791,796,349 บาท เป็นจำนวน 811,796,349 บาท โดยการออกหุ้นสามัญใหม่จำนวน 40,000,000 หุ้น มูลค่าหุ้นที่ตราไว้หุ้นละ 0.50 บาท และการแก้ไขหนังสือบริคณห์สนธิของบริษัทฯ ข้อ 4 เพื่อให้สอดคล้องกับการเพิ่มทุนจดทะเบียนของบริษัทฯ แบบมอบอำนาจทั่วไป (General Mandate)  
Agenda No.7 Consider Approving the Registered Capital Increase of the Company under the General Mandate from the Original Registered Capital Increase of 791,796,349 Baht to 811,796,349 Baht by Issuing the New Ordinary Shares of 40,000,000 Shares with the Par Value of 0.50 Baht and the Revision of the Memorandum of Association of the Company in Item 4 to Be Consistent to the Registered Capital Increase of the Company under the General Mandate.
- เห็นด้วย Approve  ไม่เห็นด้วย Disapprove  งดออกเสียง Abstain
- วาระที่ 7.1 อนุมัติการเพิ่มทุนจดทะเบียนของบริษัทฯ แบบมอบอำนาจทั่วไป (General Mandate)  
Agenda No.7.1 To Approve the Registered Capital Increase of the Company under the General Mandate
- เห็นด้วย Approve  ไม่เห็นด้วย Disapprove  งดออกเสียง Abstain
- วาระที่ 7.2 อนุมัติการแก้ไขหนังสือบริคณห์สนธิของบริษัทฯ ข้อ 4 เพื่อให้สอดคล้องกับการเพิ่มทุนจดทะเบียนของบริษัทฯ แบบมอบอำนาจทั่วไป (General Mandate)  
Agenda No.7.2 To Approve the Revision of the Memorandum of Association of the Company in Item 4 to Be Consistent with the Registered Capital Increase of the Company under the General Mandate
- เห็นด้วย Approve  ไม่เห็นด้วย Disapprove  งดออกเสียง Abstain
- วาระที่ 8 พิจารณานุมัติการจัดสรรหุ้นสามัญเพิ่มทุนของบริษัทฯ แบบมอบอำนาจทั่วไป (General Mandate) จำนวน 40,000,000 หุ้น มูลค่าหุ้นที่ตราไว้หุ้นละ 0.50 บาท  
Agenda No.8 Consider Approving the Appropriation of Capital Increase in Ordinary Shares under General Mandate of 40,000,000 Shares with Par Value of 0.50 Baht
- เห็นด้วย Approve  ไม่เห็นด้วย Disapprove  งดออกเสียง Abstain
- วาระที่ 9 พิจารณานุมัติการออกใบสำคัญแสดงสิทธิที่จะซื้อหุ้นสามัญของบริษัทฯ ครั้งที่ 4 (ITEL-W4)  
Agenda No.9 Consider Approving the Issuance of the Company's Warrant No. 4 (ITEL-W4)
- เห็นด้วย Approve  ไม่เห็นด้วย Disapprove  งดออกเสียง Abstain

วาระที่ 10 พิจารณานุมัติการเพิ่มทุนเพื่อรองรับการออกใบสำคัญแสดงสิทธิที่จะซื้อหุ้นสามัญของบริษัท ครั้งที่ 4 (ITEL-W4) และการแก้ไขหนังสือบริคณห์สนธิของบริษัทฯ ข้อ 4 เพื่อให้สอดคล้องกับการเพิ่มทุนรองรับการออกใบสำคัญแสดงสิทธิที่จะซื้อหุ้นสามัญของบริษัทครั้งที่ 4 (ITEL-W4)

Agenda No.10 Consider Approving the Capital Increase to Support the Issuance of the Company's Warrant No. 4 (ITEL-W4) and the Revision of the Memorandum of Association of the Company in Item 4 to Be Consistent with the Capital Increase to Support the Issuance of the Company's Warrant No. 4 (ITEL-W4)

วาระที่ 10.1 อนุมัติการเพิ่มทุนเพื่อรองรับการออกใบสำคัญแสดงสิทธิที่จะซื้อหุ้นสามัญของบริษัท ครั้งที่ 4 (ITEL-W4)

Agenda No.10.1 Approval of Capital Increase to Support the Issuance of the Company's Warrant No. 4 (ITEL-W4)

เห็นด้วย ไม่เห็นด้วย งดออกเสียง  
Approve Disapprove Abstain

วาระที่ 10.2 อนุมัติการแก้ไขหนังสือบริคณห์สนธิของบริษัทฯ ข้อ 4 เพื่อให้สอดคล้องกับการเพิ่มทุนรองรับการออกใบสำคัญแสดงสิทธิที่จะซื้อหุ้นสามัญของบริษัทครั้งที่ 4 (ITEL-W4)

Agenda No.10.2 Approval of Capital Increase to Support Issuance of the Company's Warrant No. 4 (ITEL-W4)

เห็นด้วย ไม่เห็นด้วย งดออกเสียง  
Approve Disapprove Abstain

วาระที่ 11 พิจารณารเลือกตั้งคณะกรรมการที่ครบกำหนดออกจากตำแหน่งตามกำหนดวาระ และอนุมัติกำหนดอำนาจหน้าที่กรรมการ

Agenda No.11 To Elect the Retired Directors by Rotation and Approving to Determine the Authorities of Directors

วาระที่ 11.1 เลือกตั้งคณะกรรมการที่ครบกำหนดออกจากตำแหน่งตามกำหนดวาระ

Agenda No.11.1 Consider Electing the Retired Directors by Rotation

1.นางเกศรา มัญชุศรี  
Mrs. Kesara Manchusree

เห็นด้วย ไม่เห็นด้วย งดออกเสียง  
Approve Disapprove Abstain

2.พลตำรวจโท สุชาติ เหมือนแก้ว  
Pol.Lt.Gen. Suchat Muankaew

เห็นด้วย ไม่เห็นด้วย งดออกเสียง  
Approve Disapprove Abstain

3.นายสุวิชาญ นิลอนันต์  
Mr. Suwichan Nilanan

เห็นด้วย ไม่เห็นด้วย งดออกเสียง  
Approve Disapprove Abstain

4.นายณัฐนัย อนันตรัมพร  
Mr. Nuttanai Anuntarumporn

เห็นด้วย ไม่เห็นด้วย งดออกเสียง  
Approve Disapprove Abstain

วาระที่ 11.2 พิจารณแต่งตั้งกรรมการใหม่ในตำแหน่งกรรมการตรวจสอบ และกรรมการชุดย่อย

Agenda No.11.2 Consider Appointing New Director in the Position of Audit Committee and Sub-Committee

1.นางเกศรา มัญชุศรี  
Mrs. Kesara Manchusree

เห็นด้วย ไม่เห็นด้วย งดออกเสียง  
Approve Disapprove Abstain

2.พลตำรวจโท สุชาติ เหมือนแก้ว  
Pol.Lt.Gen. Suchat Muankaew

เห็นด้วย ไม่เห็นด้วย งดออกเสียง  
Approve Disapprove Abstain

วาระที่ 11.3 อนุมัติอำนาจหน้าที่กรรมการ

Agenda No.11.3 Consideration and Approval of Determination of the Authorities of Directors

เห็นด้วย ไม่เห็นด้วย งดออกเสียง  
Approve Disapprove Abstain

วาระที่ 12 พิจารณานุมัติค่าตอบแทนกรรมการประจำปี 2565

Agenda No.12 Consider Approving the remuneration of Directors for the year 2022

เห็นด้วย ไม่เห็นด้วย งดออกเสียง  
Approve Disapprove Abstain

วาระที่ 13 พิจารณานุมัติแต่งตั้งผู้สอบบัญชี และกำหนดค่าตอบแทนผู้สอบบัญชี ประจำปี 2565

Agenda No.13 Consider Approving the Appointment of Auditor and the Determination of Auditor Remuneration of the Year 2022

เห็นด้วย ไม่เห็นด้วย งดออกเสียง  
Approve Disapprove Abstain



Proxy Form C.

(Enclosure 14)

วาระที่ 14 พิจารณานุมัติบทวนข้อห้ามการกระทำที่มีลักษณะเป็นการครอบงำกิจการโดยคนต่างด้าว  
 Agenda No.14 To consider for the approval of the imposition of the Prohibitive Actions of Business Domination by Foreigner

เห็นด้วย  ไม่เห็นด้วย  จดออกเสียง  
 Approve Disapprove Abstain

วาระที่ 15 พิจารณาเรื่องอื่นๆ (ถ้ามี)  
 Agenda No.15 Other Matters for Consideration (If Any)

เห็นด้วย  ไม่เห็นด้วย  จดออกเสียง  
 Approve Disapprove Abstain

ลงชื่อ \_\_\_\_\_ ผู้มอบอำนาจ  
 Signed ( ) Grantor

ลงชื่อ \_\_\_\_\_ ผู้รับมอบอำนาจ  
 Signed ( ) Proxy

ลงชื่อ \_\_\_\_\_ ผู้รับมอบอำนาจ  
 Signed ( ) Proxy

ลงชื่อ \_\_\_\_\_ ผู้รับมอบอำนาจ  
 Signed ( ) Proxy

**หมายเหตุ**

1. หนังสือมอบอำนาจแบบ ค. นี้ ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียนในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นเท่านั้น

Proxy Form C. is used only in case the shareholder's name appeared on the registration book is a foreign shareholder who appoints the Custodian in Thailand to be in charge of his/her shares.

2. หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบอำนาจ คือ

Required documents are

(1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียนเป็นผู้ดำเนินการลงนามในหนังสือมอบอำนาจแทน

Evidence stating authorization from the shareholder to the Custodian to sign the Proxy Form on behalf of him/her.

(2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบอำนาจแทนได้รับอนุญาตประกอบธุรกิจคัสโตเดียน

Evidence confirming that the person who signed on the Proxy Form is a licensed Custodian.

3. ผู้ถือหุ้นที่มอบอำนาจ จะต้องมอบอำนาจให้ผู้รับมอบอำนาจเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบอำนาจหลายคนเพื่อแยกการลงคะแนนเสียงได้

The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of shares to many proxies for splitting votes.

4. ผู้ถือหุ้นจะต้องมอบอำนาจเท่ากับจำนวนหุ้นที่ระบุไว้ในข้อ (2) โดยไม่สามารถจะมอบอำนาจเพียงบางส่วนน้อยกว่าจำนวนที่ระบุไว้ในข้อ (2) ได้

The shareholder must authorize the votes to the Proxy equal to the total numbers of shares specified in Clause (2) and cannot divide those specified shares in partial to the Proxy.

5. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งหมดหรือเลือกตั้งกรรมการเป็นรายบุคคล

For Agenda electing directors, the whole Board of Directors or certain directors can be elected.

**Request form for receiving a hard copy of 56-1 One Report 2021(Annual Report 2021) (Enclosure 15)**

Request form for receiving a hard copy of 56-1 One Report 2021(Annual Report 2021)

To shareholders

Interlink Telecom Public Company Limited would like to inform you that if shareholders wish to request the company's annual report for the year 2021 available in book form. Please request by filling out the form below and send back to the company by fax number 0 2666 2299, by a letter or E-mail : [info@interlinktelecom.co.th](mailto:info@interlinktelecom.co.th) So that the company can send the annual report to you further.

Name.....

Address .....

.....

.....

Tel.....

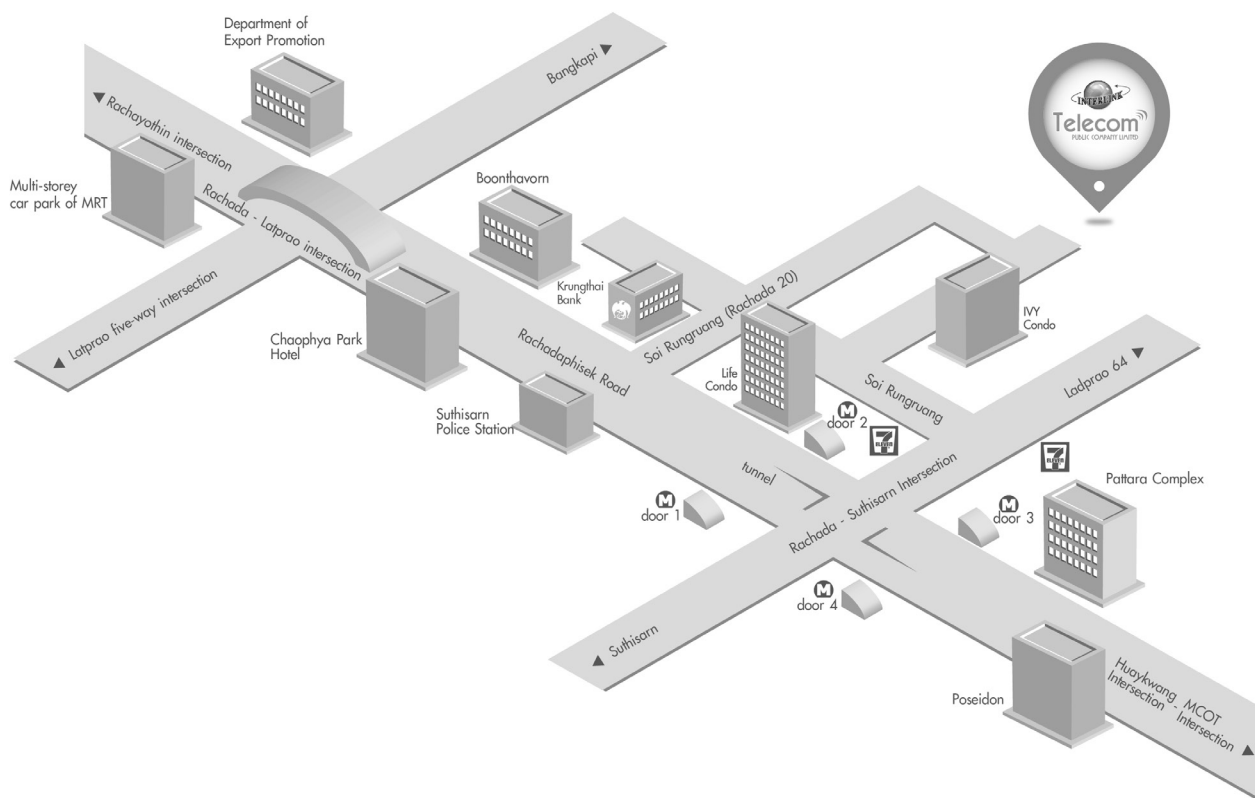


**Interlink Telecom Public Company Limited**





## Map of Interlink Telecom Public Company Limited (Broadcasted Live Meeting Venue : Interlink Building)



**For more Information**  
**Please contact : 0 2666 2222**

**Interlink Telecom Public Company Limited**  
48/66 Soi Rung-Reung Ratchadapisek Road,  
Samsennok, Huay Khwang, Bangkok 10310  
MRT : Sutthisarn Exit 2  
Website : [www.Interlinktelecom.co.th](http://www.Interlinktelecom.co.th) Email : [info@interlinktelecom.co.th](mailto:info@interlinktelecom.co.th)  
Facebook : InterlinkTelecomPublicCompanyLimited YouTube : ITEL CHANNEL