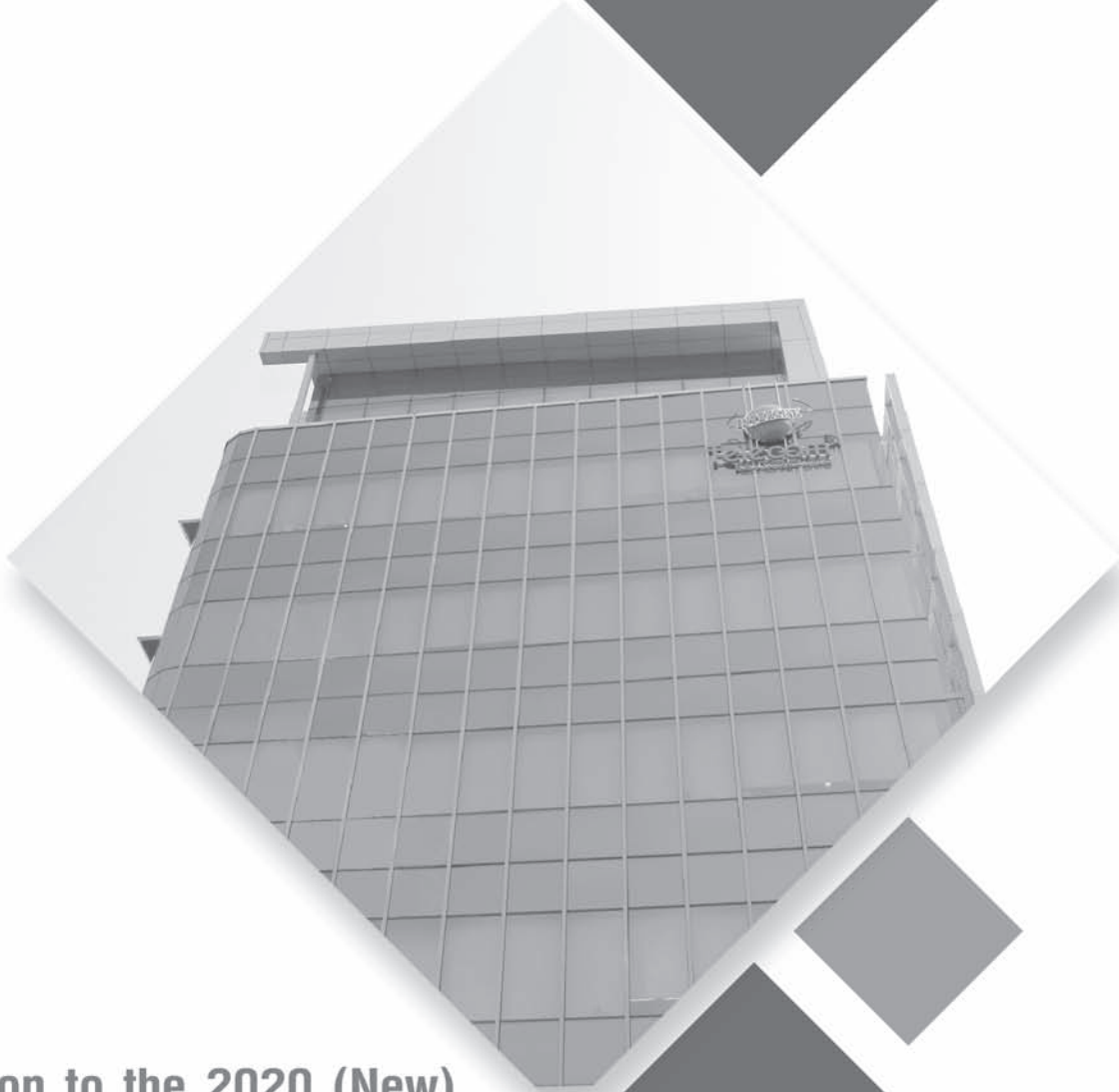




**Telecom**  
PUBLIC COMPANY LIMITED



**Invitation to the 2020 (New)  
Annual General Meeting  
of Shareholders**

**Interlink Telecom Public Company Limited**

**On Wednesday, 8<sup>th</sup> July 2020 At 2.00 p.m.**

**(Registration starts at 1.00 p.m.)**

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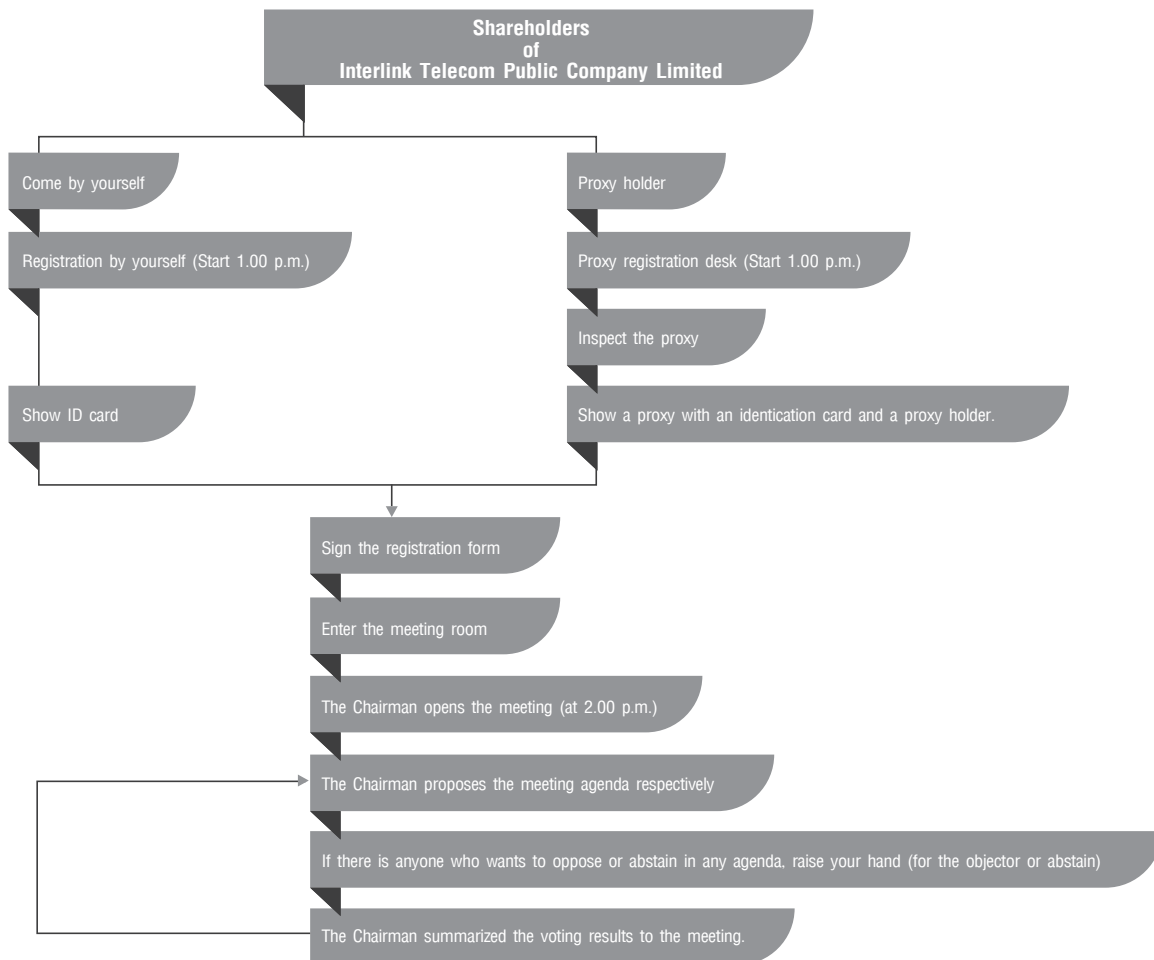
At the Grand Suvarnabhumi Meeting Room, 7<sup>th</sup> Floor,  
48 Interlink Building, Ratchadapisek Road.,  
Samsennok, Huay Khwang, Bangkok 10310

**Please bring proxy from on the meeting day to facilitate registration.**

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## Procedures for attending the 2020 Annual General Meeting of Shareholders



Subject : Invitation to the 2020 annual general meeting of shareholders

To : Shareholders of Interlink Telecom Public Company Limited

- Attachment
1. A copy of the minute of the 2019 Annual General Meeting of Shareholders on April 24, 2019
  2. The 2019 Annual Report in QR Code format (Please scan the QR Code that appears in the invitation letter to download Annual Report 2019)
  3. Using QR Code for downloading Annual Report 2019
  4. The summary of preliminary details of Warrants to purchase shares of the Company No. 2 (ITEL-W2)
  5. Capital increase report form (F53-4)
  6. The newly nominated committees' names and biographies.
  7. Announcement of the Broadcasting Commission Television business and the National Telecommunications Commission (NBTC) regarding the prohibition against acts of alien business dominance of the year 2012, together with the prohibition against acts of foreign dominance of the year 2012.
  8. The company's regulations regarding the shareholders' meeting.
  9. The voting result of the shareholders' meeting.
  10. Biography of independent committees and audit committee members accompanying the proxy.
  11. The notice of the documents or evidence which must be presented before attending the meeting.
  12. Proxy form (Proxy form A, B and C)
  13. Request form for the Annual Report 2019
  14. Map of the meeting venue.

Interlink Telecom Public Company Limited held a meeting on Friday 29<sup>th</sup> May 2020 and resolved to call the Annual General Meeting of Shareholders 2020 on Wednesday 8<sup>th</sup> July 2020 at 2.00 p.m. (Registration starts at 1.00 p.m.) At the Grand Suvarnabhumi meeting room, 7<sup>th</sup> floor, Interlink Building, Ratchadaphisek Road Samsennok, Huay Khwang, Bangkok 10310 to consider the following agenda together with the Board of Directors' opinion.

**Agenda 1 To notify the meeting**

Objectives and Rationale

This agenda's purpose is for the committees to report incidents and or progress (if any) to the shareholders' meeting of the company without any approvals or votes on this agenda.

**Agenda 2 To consider and approve the Company's operating results and the Board of Directors' report for the year 2019, held on Wednesday 24<sup>th</sup> April 2019.**

Objectives and Rationale

The company has prepared the Company's operating results and the Board of Directors' report which was held on Wednesday 24<sup>th</sup> April 2019 within 14 days from the date of the Annual General Meeting of Shareholders and was sent to the Ministry of Commerce within the law's specific period. The copy of the report is attached with this invitation letter of 1<sup>st</sup> June 2020 (Enclosure No.1)

The Board's opinion

The Board of Directors of the Company deems it appropriate to propose to the 2019 Annual General Meeting of Shareholder held on Wednesday 24<sup>th</sup> April 2019 and approves the report correctly to let the 2020 Annual General Meeting of Shareholders certify the meeting.

## Voting

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

### **Agenda 3 To acknowledge the annual performance report for the year 2019.**

#### Objectives and Rationale

The company has summarized the operating results and significant changes in 2019 (Enclosure No.2) as shown in the 2019 Annual Report.

#### The Board's opinion

The Company deems it appropriate to propose the 2019 operating result and significant changes in 2019 for the shareholders.

#### Voting

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

### **Agenda 4 To consider and approve the Company's audited financial statements and the statement of Comprehensive Income for the year ended December 31, 2019**

#### Objectives and Rationale

To comply with the Public Limited Company Act Which requires the company to prepare a statement of financial position and the statements of comprehensive income for the year-end at the company's fiscal year including with audited from a licensed auditor before proposing to the shareholders' meeting for approval.

#### The Board's opinion

The Board of Directors of the Company deems it appropriate to propose to the 2016 Annual General Meeting of Shareholders to consider and approve the Company's financial statements ending December 31, 2019, which have been audited by the authorized auditors and examined by the Audit Committee as shown in the 2019 Annual Report which has been sent to shareholders together with this invitation letter. (Enclosure No.2)

#### Voting

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

### **Agenda 5 To consider and approve the allocation of net profits for the year 2019.**

#### **5.1. 5 To consider and approve the allocation of net profits as a legal reserve.**

#### Objectives and Rationale

Under the provisions of Section 116 of the Public Limited Companies Act, 1992 and the Articles of Association, Article 50, the company must allocate a portion of its annual net profit to a reserve not less than 5% of the annual net profit less the accumulated loss. Brought forward (if any) until this reserve fund is not less than 10 percent of the registered capital. The statutory reserve is not available for dividend distribution. Therefore, the company is required to allocate the net profit for the year 2019 as additional legal reserve as the following details.

<b>Detail</b>	<b>2019 (Unit : Baht)</b>
1. Net income ended 31 December 2019	191,086,964
2. Legal reserve as of 31 December 2019	9,600,000
3. Net income ended 31 December 2019 after deducting legal reserve	181,486,964

The added legal reserve of 9,600,000 baht equals 5.02% of the 2019's net profit and the company has recorded the legal reserve as of 31 December 2019.

#### The Board's opinion

The Board of Directors deems it appropriate to propose to the meeting to acknowledge the net profit management as a legal reserve as detailed above.

#### Voting

No vote casting for this agenda as it is an acknowledgment of the shareholders.

### 5.2. To consider and approve the annual dividend payment for the year 2019.

#### Objectives and Rationale

The company policy regarding the dividend payment

The Company has the policy to pay a dividend to its shareholders at not less than 40% of net profit after corporate income tax, legal reserve, and other reserves. However, such dividend payment may be subjected to changes, based on operating performance, financial position, business expansion plan, and economic condition.

Therefore, according to the annual financial statements ended December 31st, 2019, which has been audited, the company's net profit of 191,086,964 baht and a net profit after legal reserve of 181,486,964 baht. However, to maintain the debt to equity ratio appropriately, the reserve to be the business expansion fund, improve the company's operating result and do not need to add too much capital.

The Board of Directors deems it appropriate to acknowledge the net profit result which can be summarized as follows:

<b>Dividend payment detail</b>	<b>2018</b>	<b>2019</b>
1. Net income (pursuant to separate financial statements) (THB)	150,191,759	191,086,964
2. Less legal reserve	7,510,000	9,600,000
3. Net income of separate financial statements after legal reserve (THB)	142,681,759	181,486,964
4. Number of share (share)	1,000,000,000	1,000,000,000
5. Dividend paid per share (THB : Share)	0.057	No dividends
6. Total dividend paid (THB)	57,072,703.60	-
7. Dividend Payout (after legal reserve of separate financial statements) (Percentage)	40.00%	-
8. Dividend Payout of separate financial statements (Percentage)	38.00%	-

#### The Board's opinion

The Board of Directors of the Company deems it appropriate to propose to the meeting to consider and approve the dividend payment of the year 2019.

#### Voting

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 To consider and approve the issuance of warrants to purchase ordinary shares of the Company No. 2 (ITEL-W2)

#### Objectives and Rationale

To utilize the financial tools for the companies lists of the stock exchange, the company would like to raise funds for investment and repayment of long-term loans to save the interest and increase the company's performance in the future. Therefore, the company purposes to the board to consider the issuance of warrants to purchase ordinary shares of the company No. 2 (ITEL-W2) in an amount not exceeding 250,000,000 units allocated to the existing shareholders at the ratio of 4 ordinary shares to 1 unit of warrants (in case there are fractions, shall be discarded) without any charge and allocate of warrants on 24<sup>th</sup> July 2020.

The details of warrants to purchase the company's shares NO.2 (ITEL-W2) are in the Enclosure No.4. The issuance of the warrants will authorize the board and/or the assigned person by the board and/or the managing director has the right to specify the detail and other conditions of the warrants to purchase the ordinary shares of the Company No. 2 (ITEL-W2) offered in this section. Including having the right to take any necessary actions and/or offering the warrants but is not limited to contact, prepare or deliver documents related to the issuance and offering of the warrants to purchase ordinary shares of the Company No. 2 (ITEL-W2).

#### The Board's opinion

The Board of Directors of the Company deems it appropriate to propose to the meeting to consider and approve the issuance of the warrants to purchase ordinary shares of the company No. 2 (ITEL-W2) which is not more than 250,000,000 units to the existing shareholders by specifying the list of shareholders entitled to receive the warrants on 24<sup>th</sup> July 2020.

#### Voting

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

### **Agenda 7 To consider and approve the increased capital to support warrants issuance to purchase ordinary shares of the company No.2 (ITEL-W2)**

#### Objectives and Rationale

The Board of Directors meeting has approved the increase of the registered capital of the company from 625,000,000 baht (1,250,000,000 ordinary shares at the value of 0.50 baht per share) to 750,000,000 baht (1,500,000,000 ordinary shares at the value of 0.50 baht per share) by issuing 250,000,000 ordinary shares at the price of 0.50 baht per share to increase capital to support warrants issuance to purchase ordinary shares of the company No.2 (ITEL-W2) as proposed for approval in Agenda 6.

#### The Board's opinion

The Board of Directors of the company deems it appropriate to propose to the meeting to increase the registered capital of the company from 625,000,000 baht to 750,000,000 baht to support the rights under the warrants to purchase ordinary shares of the company no. 2 (ITEL-W2).

#### Voting

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 To consider and approve the amendment of the company's memorandum of the association clause 4 to conform with the increased capital to support warrants issuance to purchase ordinary shares of the company No.2 (ITEL-W2)**

#### Objectives and Rationale

The Board of Directors of the company approves the amendment of the company's memorandum of the association clause 4 to conform with the increased capital to support warrants issuance to purchase ordinary shares of the company No.2 (ITEL-W2) as Agenda 7's proposal. The Board of Directors agrees to amend the company's memorandum, clause 4 as follows:

"Clause 4 Registered capital (Baht)	750,000,000	(Seven hundred and fifty million baht)
Divided into (shares)	1,500,000,000	(One thousand five hundred million shares)
Par value of (Baht)	0.50	(fifty satangs)

#### Which are classified into

Ordinary shares (shares)	1,500,000,000	(one thousand five hundred million shares)
Preference shares (shares)	- shares"	

In this regard, the assigned persons by the Board of Directors amend the company's memorandum of the association Department of Business, Development Ministry of Commerce has the right to take any actions complying with the registrar's order.

#### The Board's opinion

The Board of Directors of the company deems it appropriate to propose to the meeting to approve the amendment of the company's memorandum of the association clause 4 to conform with the increased capital to support warrants issuance to purchase ordinary shares of the company No.2 (ITEL-W2) as mentioned above.

#### Voting

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 9 To consider and approve the re-election of Directors in replacement of those who retired by rotation and approve the authority of the Board of Directors.**

9.1. To consider and approve the re-election of Directors in replacement of those who retired 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. Mr. Pakorn Malakul Na Ayudhya | Chairman of the Board                  |
| 2. Dr. Chalida Anuntarumporn     | Director                               |
| 3. Mr. Chavalit Chookajorn       | Independent Director / Audit Committee |
| 4. Mr. Suwat Punnachaiya         | Director                               |

#### The Board's opinion

The Board of Directors of the company excludes the directors who have interests have discussed and considered extensively reveals that the 4 following persons have performed well in this duty, therefore, the Board of the Directors propose the general meeting to elect the 4 directors who are due to retire by rotation as follows:

- |                                  |  |
|----------------------------------|--|
| 1. Mr. Pakorn Malakul Na Ayudhya | Chairman of the Board                  |
| 2. Dr. Chalida Anuntarumporn     | Director                               |
| 3. Mr. Chavalit Chookajorn       | Independent Director / Audit Committee |
| 4. Mr. Suwat Punnachaiya         | Director                               |

To continue performing the duties for another term. To, the nominees' biographies, the ordinary shares' information, information on the position of directors or executives in the registered company and others including the information regarding the relationship of the nominees which appears in the name lists and biography of the newly appointed directors. (Enclosure No.6)

#### Voting

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

9.2. To consider and approve the authority of directors.

#### Objectives and Rationale

Due to Dr. Chalida Anuntarumporn, the director who is retired by rotation, reappointed as a new director as proposed for approval in Agenda 9.1, 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 Dr. Chalida Anuntarumporn or Mr. Nuttanai Anuntarumporn, one of them sign and seal of the company”

The Board’s opinion

Dr. Chalida 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.

Voting

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

**Agenda 10 To consider and approve the remuneration of directors for the year 2020**

Objectives and Rationale

The Company’s Board of Directors considers the suitability of the directors and their remuneration thoroughly compared with companies listed on the mai stock market and to comply with the transparency and good corporate governance, the remuneration to directors is approved by the shareholders’ meeting by comparing the past year’s remuneration.

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 2020 as follows:

Directors’ remuneration	Amount per person			Updated amount per person (Equal to the original rate)
	2017	2018	2019	2020
<b>Director meeting fees</b>				
<b>1. The Board of Directors</b>				
Chairman	9,000 baht / times	9,000 baht / times	9,000 baht / times	9,000 baht / times
Each vice chairman and the company’s director	6,000 baht / times	6,000 baht / times	6,000 baht / times	6,000 baht / times
<b>2. Member of Audit Committee</b>				
Chairman of the Audit Committee	9,000 baht / times	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	6,000 baht / times
<b>3. Sub-committee</b>				
Sub-committee Chairman	-	5,000 baht / times	5,000 baht / times	5,000 baht / times
Each committee member	-	3,000 baht / times	3,000 baht / times	3,000 baht / times
<b>Annual remuneration for directors</b>				
1. Chairman of the Board of Directors	50,000 baht / year	80,000 baht / year	80,000 baht / year	80,000 baht / year
2. Vice Chairman and Director	50,000 baht / year	65,000 baht / year	65,000 baht / year	65,000 baht / year

Note\* The sub-committee consists of the Risk Management Committee Nomination and Remuneration Committee and the Corporate Governance Committee.

So that, from the approval date from the 2020 annual shareholders meeting onwards until the meeting’s resolution change.

Voting

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



## Agenda 11 To consider and approve the auditor and the auditor's remuneration for the year 2020.

### Objectives and Rationale

The Company's Board of Directors proposes and approves the appointment of PricewaterhouseCoopers ABAS Limited which is the company's auditor since 2015. 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:

#### 11.1. Approval request of the company's auditor for the year 2020

Mr. Pongthavee Ratanakoses (Certified Public Accountant No. 7795) and/or  
Miss Amornrut Puempoon Wattanasuk (Certified Public Accountant No. 4599) and/or  
Mr. Vichien Kingmontri (Certified Public Accountant No. 3977)

On behalf of PricewaterhouseCoopers ABAS Limited, the company's auditor in which anyone is responsible for auditing and expressing an opinion on the Company's financial statements. In the case of the above-certified auditors who cannot perform duties, PricewaterhouseCoopers ABAS Limited Company Limited proposes other auditors of the company as an alternative.

#### 11.2. Approval request for the 2020 audit fee.

In the amount of 1,650,000 baht (one million six hundred and fifty thousand baht), which increased from the annual audit fees 7.14% increase in audit fees in 2019 in line with the company's operations is growing every year and the auditor did not request to increase the audit fee in 2017 and 2018.

Therefore, All of the above four auditors have neither relationship with nor interests in the Company, its subsidiaries, jointly controlled entities, management, major shareholders or any related parties thereof.

Besides, it is appropriate to present the comparison data of the audit fees for the past year as follows:

<b>PricewaterhouseCoopers ABAS Limited</b>	<b>2015</b>	<b>2016</b>	<b>2017</b>	<b>2018</b>	<b>2019</b>	<b>2020 (Proposed year)</b>
Quarterly financial statements (baht)	405,000 (135,000 x 3)	435,000 (145,000 x 3)	510,000 (170,000 x 3)	510,000 (170,000 x 3)	570,000 (190,000 x 3)	600,000 (200,000 x 3)
Annual financial statements (baht)	450,000	520,000	890,000	890,000	970,000	1,050,000
<b>Total (Baht)</b>	<b>855,000</b>	<b>955,000</b>	<b>1,400,000</b>	<b>1,400,000</b>	<b>1,540,000</b>	<b>1,650,000</b>
Increase (percentage)	205.36	11.70	46.60	0.00	10.00	7.14
Other service fees	-	-	-	-	-	-

Note:

1. According to the SEC announcement, the registered company must prepare the auditors' rotation. In case the same auditor has performed the duties of reviewing, examining and giving opinion towards the company's financial statement for 5 years consecutive, the company may appoint the same auditor after at least 2 consecutive accounting years.
2. Miss Amornrut Puempoon Wattanasuk is the auditor who performs the duties of reviewing and providing opinions on the company's financial statements for the year 2015 - 2016.
3. Mr. Pongthavee Ratanakoses is the auditor who performs the duty of reviewing/examining and giving opinions on the Company's financial statements for the year 2017 - 2019.

### The Board's opinion

The Board of Directors agrees with the audit committees' that choose PricewaterhouseCoopers ABAS Limited to be the auditing office and resolves to propose to the meeting of the year 2020 to consider and approve the auditor's appointment and the remuneration determination for 2020 as proposed.

### Voting

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

## **Agenda 12 To consider and approve the prohibition of acts constituting foreign dominance**

### Objectives and Rationale

According to the Broadcasting Commission Television business and the National Telecommunications Commission (NBTC) has announced the National Broadcasting and Telecommunications Commission regarding the prohibition of acts constituting foreign dominance 2012, published in the Government Gazette on 23 July 2012. ("Announcement") and is effective from 24 July 2012. It is assigned the duties for the telecommunications business licensee to specify or review "Prohibition of acts constituting foreign dominance" annually as detailed in enclosure No. 7 for submission to the general meeting of shareholders for approval and submit a certificate signed by the authorized signatory of the company that will not take any action that is contrary the mentioned prohibition against the NBTC.

### The Board's opinion

The Board of Directors has considered that for the company to continue to operate as specified by law. Therefore, it is appropriate to propose to the general meeting of shareholders to approve the prohibition of an act of business dominance by foreigners by the guidelines specified in the annex of the announcement shown in the enclosure No. 7. The authorized person's sign to bind the company to submit a confirmation to the NBTC that the company will not take any action that is contrary to the prohibition.

### Voting

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

## **Agenda 13 To consider other matters (if any)**

### Objectives and Rationale

This agenda is set for shareholders to ask management executives about the various operations of the company (if any). Therefore, no other matters will be proposed to the meeting for approval and voting.

### 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.

In this regard, the Company has determined the name of shareholders who are entitled to attend the Annual Meeting 2020 on June 15<sup>th</sup> 2020.

Please be informed accordingly, and we would like to invite all shareholders to attend the meeting at the date, time and venue specified above simultaneously. If any shareholders who could not attend the meeting, please appoint a proxy or Mrs. Kesara Manchusri, Independent Director and Chairman of the Audit Committee for the substitute by using the proxy forms in the attachment. To facilitate the meeting, the shareholders and/or the proxies to bring the proxy form attached with this letter presented to the registration staff on the meeting day as well. Please also prepare your identification documents or evidence according to the list of documents attached to this letter. (Enclosure 12)

Best regards

By the order of the board

*Nuttanai A.*

.....  
Mr. Nuttanai Anuntarumporn  
Managing Director

Remarks:

1. The company had invited the shareholders to propose to the nominate candidate for director in advance between December 26, 2019 - February 15, 2020, the proposal period was ended but there was no shareholder to propose nominate candidate for director in advance agenda for the 2020 Annual General Meeting of Shareholder.

2. The Company has published the invitation letter (new) in Thai and English versions together with the proxy form A, B, and C (Enclosure 12) on the company's website in which the Shareholders can download such at www.interlink.co.th under the heading Investor Relations, Shareholders' Information, Invitation to the 2020 Annual General Meeting of Shareholders. Shareholders can download from June 1<sup>st</sup>, 2020.

3. The shareholders have the following requirements:

3.1 In the event that the Shareholder desires to give his/her proxy to Independent Director

3.2 In the event that the Shareholder desires to make inquiry regarding any agenda of the Company's Meeting, the Shareholder can send his/her question to the Company in advance within July 1<sup>st</sup> 2020.

Please send the document to the Company Secretary: Interlink Telecom Public Company Limited, No.48/66, Soi Rung-Rueng, Samsenok, Huay Khwang, Bangkok 10310, Thailand. Tel. 0 2666 2222 Fax. 0 2666 2299 or Email: secretary@interlinktelecom.co.th

### Privacy Notice

Interlink Telecom Public Company Limited ("the Company") greatly aware of the personal data protection in accordance to the Privacy Data Protection Act B.E. 2019.

#### Objective and Necessary to collect your Personal Data

It is necessary for the Company to collect your personal data that submit to the Company i.e. name, surname, address, telephone number and identification number, which will be used for the purposes of the following:

- Inviting the Annual General Meeting of Shareholders for the year 2020 and Holding the Annual General Meeting of Shareholders as required by law, and
- Delivery of Annual Report as requested by shareholders

#### Retention Periods for Personal Data

The Company will keep and use your personal data to serve the purposes of the abovementioned activities.

#### Rights of Data Owner

As the owner of the personal data, you have the rights as stipulated in the Privacy Protection Act B.E 2019, which include the rights to withdrawing the consent, to access and obtain a copy of your personal data, to correct, delete or clean up your personal data, refuse to processing of your personal data, rights to transfer your personal data according to the legal method stipulated, rights of complaint and rights to object to the processing or disclosing your personal data.

## The Company's Precautionary Measures and Guidelines for Holding the Annual General Meeting of Shareholders for the Year 2020 under the Circumstance of Coronavirus 2019 (COVID-19)

In respect of the continuous outbreak of the Coronavirus Disease 2019 (COVID-19) in many areas at the present, the Company seriously pays attention and concerns to such situations and hereby recommends the Guideline for the Shareholders to attend the 2020 Annual General Meeting of Shareholders as follow;

### 1. Requesting the cooperation of shareholders to appoint a proxy instead of attending the meeting in person;

1.1 Shareholders who are in a high-risk situation e.g. having recently traveled to/from any high-risk countries announced by Ministry of Public Health as of 8 March, 2020, such as China, Hong Kong, Macau, South Korea, Italy, Iran, Taiwan, Singapore, Japan, France and Germany including other countries that will be additionally indicated, including shareholders who have has close contact with someone who has traveled to/from the high-risk countries, in less 14 days before the date of the meeting, or being infected with COVID-19, are requested to follow the Department of Disease Control's suggestions **by not attending the meeting** and appointing the Company's Independent Director as their proxy to attend and vote on their behalf.

1.2 To prevent and reduce the risk of the spread of the COVID-19 virus from the crowding of shareholders on the meeting day, which is still unpredictable and for your own hygiene **the company requests cooperation with shareholders to appoint an independent director to act as their proxy.**

In this regard, shareholders as in items 1.1 and 1.2 can appoint the Company's Independent Director as their proxy to attend the meeting and vote on their behalf in accordance with the method shown in Procedure of Annual General Meeting of Shareholders on the contents page and Document must be presented prior to attending the shareholders meeting (Enclosure 11) of the Invitation of the meeting which has been sent to shareholders. By sending to:

Company Secretary: Interlink Telecom Public Company Limited, No.48/66, Soi Rung-Rueng, Samsennok, Huay Khwang, Bangkok 10310, Thailand

1.3 In case, the shareholders wish to submit question in advance, the shareholders can submit through the following channels:

13.1 to the Company together with a proxy as in item 1.1 and 1.2

13.2 Email: [secretary@interlinktelecom.co.th](mailto:secretary@interlinktelecom.co.th)

13.3 Fax: 0 2666 2299

### The Meeting Day (Wednesday, July 8<sup>th</sup>, 2020)

1.4 In order to facilitate the shareholders who gave proxy to independent directors and did not attend the meeting by themselves, can view the live broadcast of the shareholders' meeting via: <http://www.interlinktelecom.co.th/th> However, shareholders register by specifying the shareholder registration number of 10 digits before viewing the meeting of shareholders.

## 2. In the case of personal attendance;

In order to prevent and reduce the risk of the spread of COVID-19, the Company would like to request for all shareholders' cooperation in the following matters.

2.1 Everyone attending the meeting must be screened before entering the meeting area. Anyone who fails to pass the screening test i.e. shows symptoms of fever or has a body temperature of 37.5 degree Celsius or higher, will be denied entry. The screening tests will be conducted at the entrance to the Interlink building and other points as appropriate. Participants who have been screened the staff will put a sticker for you.

However, all the shareholders, including any who are denied entry, can still vote by proxy by assigning an independent director to vote on their behalf. Please also note that concealment of health information or traveling record could be considered as the violation of the Communicable Diseases Act B.E. 2015.

The Company reserves the rights to not allow any attendees, who do not pass the health screening or do not complete the COVID-19 Infection Risk Screening Form to enter the Meeting.

2.2 The company will introduce the following measures at the meeting;

2.2.1 The company will arrange cleaning, sanitizing and ozone inside the meeting room 1 day before the meeting. Line-up at the screening point, document checkpoint, and registration point will leave at least 1 meter distance, including the number of lift users in each round.

2.2.2 The chairs in the meeting room will be spaced at least 1 meter apart, which will make the number of seats in the meeting room limited.

2.2.3 Every attendee must wear a facemask for the duration of his or her time in the meeting room.

2.2.4 The Company will prepare alcohol gel supplies at various locations.

2.2.5 The company will not serve tea and coffee, but provides snacks in a Box Set with bottled water instead.

If the situation continues to change or there are additional requirements from government agencies regarding the holding of a shareholders' meeting, the company will inform you on the company's website ([www.interlinktelecom.co.th](http://www.interlinktelecom.co.th))

The Company would like to apologize for the inconvenience, especially if a high number of meeting attendees causes a delay in the proceedings, and trusts that all of the shareholders will strictly follow these measures.

แบบคัดกรองโรคไวรัสโคโรนา 19 (COVID-19)

ก่อนเข้าร่วมประชุมสามัญผู้ถือหุ้น ประจำปี 2563 ในวันพุธที่ 8 กรกฎาคม 2563

ณ ห้องประชุมแกรนด์สุวรณภูมิ ชั้น 7 อาคารอินเตอร์ลิงค์

เลขที่ 48 ถนนรัชดาภิเษก แขวงสามเสนนอก เขตห้วยขวาง กรุงเทพฯ 10310

COVID-19 Screening Form

Before attending to Annual General Meeting of Shareholders 2020 on Wednesday, July 8<sup>th</sup>, 2020

At the Grand Suvarnabhumi, Meeting Room, 7<sup>th</sup> Floor, Interlink Building,

48 Ratchadapisek Road, Samsennok, Huay Khwang, Bangkok 10310

ขอความร่วมมือท่านให้ข้อมูลที่ถูกต้องเป็นความจริง เพื่อประโยชน์ในการป้องกันการแพร่ระบาดของเชื้อไวรัสโคโรนา 19

We ask for your cooperation in providing the most accurate and truthful medical statements for effective prevention of the spreading of the disease.

ชื่อ-สกุล (Name-Surname)..... หมายเลขโทรศัพท์ (Mobile Phone Number).....

1. ท่านมีไข้  $\geq 37.5$  °C หรือไม่ ? Do you have fever? ( $\geq 37.5$  °C)      ใช่ (Yes)       ไม่ใช่ (No)

2. ท่านมีอาการดังต่อไปนี้หรือไม่ ? Do you have any of these symptoms ?

ไอ Cough      ใช่ (Yes)       ไม่ใช่ (No)

เจ็บคอ Sore throats      ใช่ (Yes)       ไม่ใช่ (No)

น้ำมูกไหล Runny nose      ใช่ (Yes)       ไม่ใช่ (No)

เหนื่อยหอบ Shortness of breath      ใช่ (Yes)       ไม่ใช่ (No)

3. ท่านมีประวัติการเดินทางมาจากต่างประเทศ หรือมาจากพื้นที่ที่มีการระบาดของโรคติดเชื้อไวรัสโคโรนา 2019 ใน 14 วันที่ผ่านมาหรือไม่ ? Have you travels / transited from any countries except Thailand or areas with COVID-19 outbreak within the past 14 days ?

ใช่ (Yes)       มาจากประเทศ / พื้นที่ (I have traveled to): .....

ไม่ใช่ (No)

4. ท่านมีประวัติสัมผัสใกล้ชิดกับผู้ป่วยที่ต้องสงสัยโรคติดเชื้อไวรัสโคโรนา 2019 หรือไม่ ?

Have you been in physical contact with suspected COVID-19 patients ?

ใช่ (Yes)

ไม่ใช่ (No)

**หมายเหตุ:** หากพบว่าคุณมีไข้  $\geq 37.5$  °C หรือมีอาการอย่างใดอย่างหนึ่งตามที่บริษัทฯ ระบุไว้ หรือมีประวัติการเดินทางมาจากต่างประเทศ หรือพื้นที่ที่มีการระบาดของ COVID-19 หรือมีประวัติการสัมผัสใกล้ชิดกับผู้ป่วยที่ต้องสงสัยโรคติดเชื้อไวรัสโคโรนา 2019 บริษัทฯ ขอให้คุณมอบฉันทะแก่กรรมการอิสระของบริษัทฯ ด้วยการกรอก และส่งหนังสือมอบฉันทะแบบ ข. ให้แก่เจ้าหน้าที่บริษัทฯ แทนการเข้าร่วมประชุม และเดินทางกลับ พร้อมปฏิบัติตามคำแนะนำของกองควบคุมโรค กระทรวงสาธารณสุข

**Remark:** If you have a fever ( $\geq 37.5$  °C); or any symptoms which indicates above; or traveled / transited from any countries except Thailand or the COVID-19 outbreak areas within the past 14 days; or have been in contact with suspected COVID-19 patients, The Company would like to kindly ask for your cooperation to grant proxy to an independent director to attend the meeting on your behalf, by filling the Proxy Form B and submit to our staff. Then you may then return safely to your resident and follow the guideline of the Department of disease control, Ministry of Public Health, Thailand.

**Annual General Meeting Report for 2019  
Interlink Telecom Public Company Limited**

**Meeting date**

Meeting on Wednesday 24<sup>th</sup> April 2019 at 10.00 a.m. (Registration started at 9.00 a.m.) At the Grand Suvarabhumi room, 7<sup>th</sup> floor, Interlink Building, Interlink Telecom Public Company Limited, 48 Ratchadapisek Road, Samsenok, Huay Khwang , Bangkok

**Mr.Pakorn Malakul Na Ayudhya** was the chairman of the meeting.

The chairman informed the meeting that there were 45 shareholders attended and the total number of shares was 36,496,912 and 9 proxies total number of shares was 602,355,544. Total number of shareholders combined with proxies was 54 persons total number of shares was 638,852,456. Which accounted for 63.8852 percent of shares sold amount 1,000,000,000 shares that followed in a quorum of the company, therefore opened the meeting to consider issue according agenda.

The chairman assigned master of ceremonies introduced company's directors, company's secretary, company's law, CEO and auditors from PricewaterhouseCoopers ABAS company limited and proxies from auditors who will be acting as witness the vote counting for each agenda attended in 2019 annual meeting and observed as follows

**Board of Directors which attended the meeting, 11 persons**

1. Mr. Pakorn	Malakul Na Ayudhya	Chairman
2. Mr. Sombat	Anuntarumporn	Vice Chairman
3. Mr. Nuttanai	Anuntarumporn	Managing Director and company's secretary
4. Dr. Chalida	Anuntarumporn	Director
5. Dr. Lillada	Anuntarumporn	Director
6. Mrs. Kesara	Manchusree	Independent Director and the chairman of auditors
7. Pol.Lt.Gen.Suchat	Muankaew	Independent Director and audit committee
8. Gen.Tawatchai	Samutsakorn	independent Director and audit committee
9. Mr. Suwichan	Nilanan	Director
10. Mr. Suwat	Punnachaiya	Director
11. Miss Varisa	Anuntarumporn	Director

Note. There were 11 directors attended the meeting from the total of 11 directors or accounted 100% of the total numbers of directors.

**Company Executives Officer which attended the meeting, 10 persons**

1. Mr. Prasitchai	Veerayutawilai	Executive Vice President Interlink Communication Public Co., Ltd
2. Mr. Kamonpong	Saejun	Accounting Director
3. Mr. Sumit	Jaroenpornpiti	Acting Finance Director
4. Mr. Vinai	Paiboonkulwong	Deputy Network Operation Director
5. Mr. Mek	Samakkee	Deputy Network Planning Director
6. Mr. Charlie	Chairattanatrain	General Manager of Data Center and Director of International Telecommunications Business
7. Mrs. Saranya	Kanchanaopas	Deputy Sale Director
8. Miss Juthathip	Charoensriwanich	Sales Assistant Director

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9. Mr. Nathapol	Kasamsup	Internal Audit Director
10. Miss Borrijit	Pholdee	Marketing Manager

### Representative from the auditor who acts as witness in the vote counting 2 persons

1. Mr. Pongthavee	Ratanakoses	Partner of PricewaterhouseCoopers ABAS Ltd.
2. Mr. Thanakorn	Wattanakulcharoen	Manager of PricewaterhouseCoopers ABAS Ltd.

### Right protection volunteers proxies from the Thai Investors Association which attended the meeting 1 person

1. Mr. Anupong	Santawanon
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### Volunteer shareholders acting as witness in the vote counting 2 persons

1. Mr. Pornnarit	Leelaarporn
2. Mr. Watchara	Gleepsri

The chairman assigned Mr. Sumit Jaroenpornpiti, Acting Finance Director. Explained about the meeting and voting methods which summarized as follows

According to Company's Regulation section 41 and Public Limited Companies Act, section 102, 33, paragraph 2, 4, 5 and section 34 requiring voting on various agenda items The shareholders have votes equal to the number of shares granted by proxy which is considered as one shares equal one vote .In voting, one share has one vote and the resolution of the meeting in normal cases The majority votes of the shareholders who attend the meeting and have the right to vote. As well as shareholders having the right to appoint a proxy to attend the meeting can vote instead.

In voting for each agenda, In case shareholders agree, disagree or abstain. Please vote on the voting confirmation card and sign on a ballot. And company's staff will keep that card only disagreeing and abstained. For all agree ballots will be collected before the end of the meeting.

Vote counting, the company will deduct votes of disapproval and abstain from total votes attending the meeting in that agenda. And the rest will be considered as approval votes. In this regard, the consideration of voting will take into cast votes that shareholders authorize intent in proxy. And since the voting of each agenda will be counted from the voting of the shareholders who attend the meeting and have right to vote in that agenda. Therefore, there may be shareholders and the number of votes in each agenda is different. Due to the fact that, some shareholders may have left the meeting room or after entered.

### Agenda 1 notifying the meeting

The chairman informed the meeting as follows

1. The company has won the bidding for high speed internet project in remote area of the Office of the National Broadcasting and Telecommunications Commission (USO Phase 2) is about 1.5 contracts worth more than 3,580 million baht (include VAT) from 8 bidding jobs. Which the company is one of the major service providers that won this auction.

2. The company has cooperated with the Information and Communication Networks Public Company Limited under the name "Joint Venture Interlink and ICN" has won the bidding for the DMS communication system project of the Metropolitan Electricity Authority value of work over 414.36 million baht (including VAT) .Which is the proportion of project operations of the company total work value 276.40 million baht (including VAT)

The Chairman gave the opportunity for shareholders to propose suggestions and questions as follows:

1. Mr. Chulanon Srithanyarat, a shareholder, asked why the company won the bidding for high speed internet project in remote area of the Office of the National Broadcasting and Telecommunications Commission is about 1.5 contracts, not whole numbers such as 1 or 2 contracts ?



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Mr. Nuttanai Anuntarumporn, Managing Director, explained that due to the company has participated in bidding on project under the name of Interlink Telecom Public Co., Ltd in southern contract for total 1 contract and jointly bid for the project with Sky ICT Public Co., Ltd in the name of "ITEL and Sky Joint Venture" which the proportion according the contract between the Consortium Agreement is approximately 51 percent. Therefore, it has known that the company won the bidding for 1.5 contracts.

Mr. Chulanon Srithanyarat, a shareholder, Inquired further that bidding for 1 contract ,but if the company entering into the cooperation agreement between the Consortium Agreement, if there are 3 or 5 participating companies. How does the company calculate proportion of work?

Mr. Nuttanai Anuntarumporn, Managing Director elucidated from the cooperation agreement between the Consortium Agreement that the company submitted to the Office of the National Broadcast and Telecommunications Commission in bidding for this project. Started that job proportion of Interlink Telecom Public Co., Ltd is 51%, which is the area installation point that the company supervised from Ratchaburi to Suratthani by reference that proportion. However, the company is the leader of the joint venture (Lead Firm) which is 51% higher. Therefore the company responsible for controlling installation of contract to ensure that the company will be able to deliver all jobs.

### **Agenda 2 To considered and approved Annual General Meeting of 2018 that held on Wednesday 25 April 2018**

The chairman assigned Mr. Sumit Jaroenpornpiti, Acting Finance Director. Notify the meeting that the company has prepared the Annual General Meeting Report of 2018 which was completed on Wednesday 25 April 2018 within 14 days from the date of General Meeting of Shareholders. And submitted to the Ministry of Commerce within the period specified by law. In addition, a copy of the General Meeting was attached with the meeting invitation letter. By the Board of Directors considering that the report has been correctly recorded.

The Chairman gave the opportunity for shareholders to propose suggestions and questions as follows:

1. Mr. Kiat Sumongkolthanakun, the proxy of Ms. Sirikanya Sumongkolthanakun inquired on page 17, agenda 4, at the last paragraph "When there are no further questions", would there be any shareholders asking about this agenda ? If yes, Why didn't typed any questions ? Mr. Pakorn Malakul Na Ayudhya, the chairman explained there are no questions were asked in this agenda. With this sentence was asked it was over typed.

2. Mr. Wijit Jitjingjai, shareholder, asked why didn't send shareholders meeting invitation by post for this year but received when registering ?

Mr. Nuttanai Anuntarumporn, Managing Director explained that due to changing procedures of the TSD, the Company changed the sending system of meeting invitation letters to QR Code format and then publish on website according to the date and time specified. In hard copy section prepared on site for convenience of shareholders attending the meeting. By confirming that no any problems.

Mr. Wijit Jitjingjai sincerely suggested that the meeting invitation letter should be sent by post. Would be better because it's inconvenient for open to read from computer screen. By Mr. Nuttanai Anuntarumporn, Managing Director informed the company will be considered.

When there were no more questions. The Chairman proposed the meeting to approve this Annual General Meeting. By this agenda requires a majority of votes of shareholders who attend the meeting and have the right to vote.

**resolution** At the Annual General Meeting resolved to certify the Annual General Meeting Report of 2018. Which the meeting was convened on Wednesday 25 April 2018 as proposed by the board of directors with a majority vote from total votes of shareholders attending the meeting and having the right to vote in this agenda as follows:

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Approved	amount	642,722,367	voted	Percentage	100.0000
Unapproved	amount	0	voted	Percentage	0.0000
Abstain	amount	0	voted	Percentage	0.0000
Voided ballot	amount	0	voted	Percentage	0.0000

### Agenda 3 To consider and acknowledge the 2018 Annual Report

The Chairman informed in the meeting that board of directors agreed to propose 2018 the company annual report which summarizes company's operating results. And important changes in the company in 2018 to informed to shareholders. The Chairman assigned Mr. Natthanai Anantarumporn, Managing Director of company report developments and important change of business to the meeting as follows.

Interlink Telecom Public Co., Ltd ("the Company") has increased revenue from 1,082 million baht to 1,611 million baht. Which growth is a result of the growth of all related business as follows:

1) Revenue from network services growth varies with the investment in network. And the number of customers increasing. Total revenue has grown approximately 32% from 2017. Which revenue from network service is continuous income from existing customers that they continuous use the company's service. The goal of this business is growth around 30-40% per year. Which is depending on finding new customers and keep old contract that customers has made with the company. With a gross profit margin of 25-30 percent. Each year, gross profit margin will depends on customer bargain. The company has a target of gross profit is more than 25 percent. This business have to invest in network in first step. For readiness in customers service which will make the proportion the depreciation is quite large. By a margin before interest, taxes and depreciation (EBITDA) is around 50-55 percent. In the industry gross margin should be at 40 percent. But at the beginning, revenue is still less than investment because gross profit margin is lower than the industry. By 2019, the company continue operating business by highest performance. And this year, the company will recognize service revenue from USO phase 1 project. And the company has a network covering 75 provinces, by which the company didn't invest in Ranong and Mae Hong Son, which the company doesn't invest in those provinces. If having to provide services in these province, will service in rental method to ensure that there is no more investment than income received. For this year still target gross profit margin is about 25-30 percent.

2) Revenue from telecommunication network installation services. As 2017, the company won bidding in the USO phase 1 project with 6 years contract, which in the first year would be installed to prepare for service. Which in 2018, the company has a lot of invest in this part. Be the cause growth of revenue from 480 million baht to 831 million baht. Revenue from network installation services includes fiber optic cable installation services for internet service providers and mobile phone service providers. By in 2018, the company has main income from USO phase 1 project is about 682 million baht. In others jobs, network installation for AIS is about 63 million baht, network maintenance for the Provincial Electricity Authority is about 37 million baht, and wire harness in Sukhumvit route for AIS and DTAC about 16 million baht. In the end of 2018, the company has a backlog about 1,801 million baht, which will gradually be recognized in each period and jobs delivery. The gross profit margin depends on each project. Which the company tries to choose a project with gross profit margin more than 20 percent.

3) Revenue from Data Center Service, grew from 80 million baht to 94 million baht in 2018. Which increased due to by increase in customer electricity usage and full year revenue recognition of customers. By the major customers of the company are banks such as Government Savings Bank and Thai Military Bank (TMB). In which Data Center Business is depository data by allowing customers to rent space and bring an equipment to the company. Where the company responsible is stewardship usage of customers. Which the initial design were 348 racks. By this year the company has adjusted internal living space for support customers. In the result we have service space for customers to 360 racks. At present, the company serving customers almost full area which has about 5-10 racks which can still support small customers. The gross profit margin of Data Center Business is 45% because the company focus on major customers. If more Data Center are created, gross profit margin can be maintained.

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In summary, revenue grew at 18%. Data Center Business revenue is quite stable already. Which is divided into area service fees approximately 60 million baht and electricity revenue is around 34 million baht. Because customers more using devices as a result more electricity usage which the company can make profit from that.

The company's profit grown from 102 million baht in 2017 to 133 million baht in 2018. By that profit was profit after deducted from share of losses from joint ventures Genesis Data Center Company Limited was about 17 million baht. That Genesis Data Center Company Limited is a joint venture with 3 companies in Stock Exchange of Thailand, are Interlink Telecom Public Co., Ltd, Advanced Information Technology Public Co., Ltd, and WHA Corporation Public Co., Ltd

The company has a total backlog is 5,917.35 million baht, divided into services with ongoing income that has already been promised with contract about 4,155.45 million baht. Which was divided into backlog for network service was amount 4,005.77 million baht and backlog for Data Center service is amount 109.68 million baht which will gradually be recognize throughout contract period. And backlog for network installation services is amount 1,801.80 million baht. In the first quarter, the company would recognized revenue in this section but there are keep going finding new customers.

The estimated revenue recognition of network service business for 2019 was 600.67 million baht and for 2020 is 828.51 million baht. And estimated revenue recognition of network installation service business for 2019 was 595.81 million baht. Which the actual result of the revenue from network installation service will be due to newly received or work of 2020 which is accelerated to be installed faster in 2019.

In terms of finances, the company has an interest-bearing debt to equity ratio was 1.75 and a net interest-bearing debt to equity ratio was 1.60 which varies with incoming projects. The company used all project financing methods for all projects that the company has received, as a result the company increased loans from banks. Such as the border internet project with the Office of the National Broadcasting and Telecommunications Commission. Which the company didn't use cash from operating activities but used financial sources from loaned. Reducing the impact of delays in disbursement. Have a policy to use Project Financing for every project received by transferring the right to receive money to bank. Which will be deducted principal and interest before transferring money back to the company.

For next 3 years plan, The Company set a target an average revenue growth is about 20 percent, with a gross profit margin for telecommunication network services increasing more than 40 percent. By the company has revenue from the installation of telecommunication network services in proportion with approximately 15-20 percent of total income. And having a gross profit margin from Data Center Service not less than 45 percent, with a profit target is 20 percent within 2021.

The Chairman opened the opportunity for shareholders to make suggestions. And various questions as follow:

1. Mr. Chulanon Srithanarat, shareholders who came by himself asked the USO net project that the company won the bidding in 2017, the company will receive recurring income when the company is the winner and the network installation is completed in the future, How the company will be able to rent using the network or received a concession or how to utilize the network ?

Mr. Nuttanai Anuntarumporn, Managing Director explained that in the first part, according to the contract of USO net project means having remote place. With a distance about 15 kilometers which is far more than 15 kilometers, classified as a remote area. In that area, Entrepreneurs don't go into investing because isn't worth. Causing people can't be able to access the service or the service is used but the quality is not good enough. If the private sector do not invest, the government will invest on network for people. Which the government has rights in ownership. The company has a duty to install the network and use network for 5 years, but the company can't find other benefits. However, in the provision of internet services which have to use the network that the company invested Bangkok to the government network ownership. That is a collaboration between the government and private sectors. In the future, if the contract expires, does the company have to pay to the government for rental ? We can look at 2 angles for this case. By the company may rent the network for provide services. But the government

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has to lease the company's network to provide internet service. Nevertheless, the contract has not expired causing do not being able to specify the details but we predicted that everything will be the same. The government not invest for the construction of network. But still hiring the company in network management and continue to lease the company's network.

In 2<sup>nd</sup> part beyond the contract, the government by the Office of the National Broadcasting and Telecommunications Commission foreside where the network has already passed if there are people interested in using the service, the government by the Office of the NBTC will issue expense. By people who interested must register with the office of the NBTC with registration beginning in January there will be the 1<sup>st</sup> Kick-off meeting at the end of April. By people in remote area will receive internet at speed 30/10 Mbps. During the first 3 years by the government expense. After that, the service fee will be charge 200 baht per month. Which compare with 599 baht, the government have helped the people. After that the company will update the information about the result from the meeting.

Mr. Chulanon Srithanararat, a shareholder inquired further that if after 5 years the network will belong to the government. Which the government can hire the company or make the bidding again. If hiring, there won't be any problem but if opening auction, does the company have an advantage in this auction ?

Mr. Nuttanai Anuntarumporn, Managing Director, explained that Mr. Chulanon understood correctly. However, the company unable to 100 percent confident that the government continuous hiring but we are high possibility that the company will be the next service provider.

2. Ms. Irarom Anan, a shareholder inquired about the joint venture is Genesis Data Center Company Limited from the annual report, clarifying that about 30 percent of the land was used. The result was in a loss of approximately 17 million baht from the joint venture in 2018. For 2019 estimate did users increase and how was operating result ?

Mr. Nuttanai Anuntarumporn, Managing Director explained that was an accounting loss means the company has invested space and systems first in order to be ready service to customers. Which start this project the most of investments were Central System Work, which can be used for other phases. For example, the generator supports all 4 phases. If investing only phase 1 it isn't worth. Therefore have to invest for full phase. As a result the initial investment higher than client's income. It's a source of access to the area 30 percent. The target for this year was expand sell additional 30 percent of the customers to 60 percent. Which if there are customer's access up to 50 percent of service area, there should be no loss. In addition, the loss was caused by customers not using full year. By in 2019, Genesis Data Center Company Limited would recognize total revenue 12 months, with expense uncharged. Which about Data Center market, the company has an opinion that market still in demand and the company is offering service to banks.

3. Mr. Wijit Jitjingjai, a shareholder asked about the progress of the Bangkok City CCTV during the Opportunity Day.

Mr. Nuttanai Anuntarumporn, Managing Director explained concept of the company that the company has fiber optic networks throughout the country. And CCTV are also available throughout the country, depending on each area. How can to make CCTV plus network to maximize benefits? That the project occurred from Bangkok, wanting to connect all 6 parts and Bangkok will have to buy additional CCTV. However, the company is not involved in the procurement of CCTV, but the company has chosen to provide fiber optic network services. Which the contractual parties of Bangkok will be the SI (System Integrator) company that want to offer CCTV. By the auction has completed at the end of March. In which the preliminary the winners have made the POC but have not yet signed the contract. However, all winners must use the company's network on those 6 areas. By the value of contract is tens of millions but less than one hundred million. Which if the winner of project has signed a contract with Bangkok. Then a purchase order will be issued to the company. That project has approximately 2 bidders, both of them will use network service of the company.

When there were no questions or suggestions from shareholders, the chairman proposed that the Annual General Meeting of Shareholders consider the 2018 Annual Report without voting required.

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**Meeting Resolutions** The meeting of the Annual General Meeting of Shareholders to acknowledge the 2018 annual business report as proposed above.

### **Agenda 4 Consideration and approval statements of financial and comprehensive income statement at the ended of 31 December 2018**

The Chairman assigned Mr. Nuttanai Anuntarumporn, Managing Director presented the information to the meeting.

Mr. Nuttanai Anuntarumporn informed the meeting that to comply with the Public Limited Company Act B.E. 2535, which stipulates that the company must prepare an annual financial statement and income statement at the end of the company's accounting year which has audited by an auditor. And proposed to the general meeting of shareholders for approval the board of directors has approval financial statements and deems appropriate for the Annual General Meeting of Shareholders at the ended of 31 December 2018. That has audited and expressed unconditionally from the company's auditor PricewaterhouseCoopers ABAS Limited and approved by the audit committee. Which has details as shown in the financial statements in the 2018 annual report which has been sent to shareholders with the notice meeting paper is this meeting.

Mr. Nuttanai Anuntarumporn summarized the financial statements of 2018 that ended on 31 December 2018 as follows:

At 31 December 2018, the company has total value assets of 5,415 million baht which increases 26 percent from the end of last year. Total liabilities was 3,817 million baht increase 37 percent from the end of 2017. Total shareholders' equity was 1,598 million baht increase 6 percent from the end of 2017.

Total revenue in 2018 was 1,611 million baht, an increase 49 percent compared with the previous year. Total expense was 1,328 million baht. As a result of operating activities after including share of losses from investments in associated companies, Total net profit of the company in 2018 was 133 million baht, compared with the same period at last year was 102 million baht.

The Chairman opened opportunity for shareholders to make suggestions and various questions.

1. Ms. Irarom Anan, a shareholders asked about retirement benefit obligations that didn't specify following law changed from 300 days to 400 days. How does affect to the company ?

Mr. Nuttanai Anuntarumporn, Managing Director explained that the government has changed the policy. However, an average age of employee's company is 35 years. This year don't have employees who will retire. And for the next year, the impact on the establishment of reserves is still slightly ratio. By the company will issue this impact in the 1<sup>st</sup> quarter financial statements. This impact isn't material to the financial statement and we are still being discussed with the auditor.

Mr. Nuttanai Anuntarumporn, Managing Director elucidated that Accounting Standard no.15 income recognition will affect to the recognition of project income. Which is in the process of discussing with auditors.

When there were no further questions, the chairman proposed to the shareholder's meeting approving the financial statement and comprehensive income statement for the ended of 31 December 2018. By the agenda, have to receive the majority votes of the total votes of shareholders attending the meeting and having the right to vote.

**Resolution** The general meeting of shareholders has approved the annual statement of financial and comprehensive income statement in the ended of 31 December 2018 with the majority votes of the total votes of shareholders who attending and having the right to votes in this agenda as follows:

## A copy of the Minutes of 2019 Annual General Meeting of Shareholders (Enclosure 1)

Agreed	amount	642,844,531	voted	Percentage	100.0000
Disagree	amount	0	voted	Percentage	0.0000
Abstain	amount	0	voted	Percentage	0.0000
Voided ballot	amount	0	voted	Percentage	0.0000

### Agenda 5 To considered and approved the allocation of net profit for 2018

#### 5.1 To consider the allocation of net profit as legal reserve

The Chairman assigned Mr. Nuttanai Anuntarumporn, Managing Director presented the information this agenda to the meeting.

Mr. Nuttanai Anuntarumporn informed the meeting that under the provisions of section 116 of the public companies limited act 1992 and the articles of association article 50. The company have to allocate annual net profit to be a reserve not less than 5 percent of the annual net profit deduct accumulated loss (if any) until this reserve amount isn't less than 10 percent of the registered capital. The statutory reserve is not available for dividend distribution, therefore the company required to allocated net profit of 2018 to additional legal reserve. As the following details.

Details	2018 <sup>(Currency : baht)</sup>
Net profit at the ended of 31 December 2018	150,191,759
Legal reserve at the ended of 31 December 2018	7,510,000
Net profit at the ended of 31 December 2018 (After deducted legal reserves)	142,681,759

Legal reserves was 7,510,000 baht which was allocated as additional as 5 percent of net profit for 2018 and the company has recorded this legal reserves at 31 December 2018.

The Chairman opened the opportunity for shareholders to make suggestions and various questions

When there were no further questions, the chairman proposed to the meeting acknowledge the allocation of unappropriated retained earnings as a legal reserves as details above. By this agenda didn't have to vote which was only announced to shareholders.

#### 5.2 Agenda To considered and approved the allocation of net profit of 2018 for dividend payment.

The Chairman assigned Mr. Nuttanai Anuntarumporn, Managing Director presented the information this agenda to the meeting.

Mr. Nuttanai Anuntarumporn, informed the meeting the company has dividend policy not less than 40 percent of net profit from separate financial statements of the company after corporate income tax deduction and legal reserve allocation. However, the company may consider paying dividends differently policy which depend on the operating financial result, liquidity and economic conditions.

According to the annual financial statements at the ended of 31 December 2018 which has been audited by an auditor, the company has net profit was 150,191,759 million baht (one hundred and fifty million baht one hundred and ninety-one thousand seven hundred and fifty nine baht). Equivalent to earnings per share was 0.15 baht for ordinary shares 1,000,000,000 shares at 31 December 2018 (2017: EPS = 0.10 baht). The Board of Directors proposed to the Annual General Meeting of Shareholders to approve dividends payment by cash to shareholders at the rate of 0.057 baht per share. Par value is 0.50 baht per share. Which calculated dividend payment not over 57.07 million baht or 40 percent of net profit of financial statement in business sector after legal reserve deducted as follow as policy.

## A copy of the Minutes of 2019 Annual General Meeting of Shareholders (Enclosure 1)

Dividend payment details	2018
1. Net profit of financial statements in business sector (baht)	150,191,759
2. Legal reserves (baht)	7,510,000
3. Net profit of financial statements in business sector after deducted legal reserves	142,681,759
4. Shares (amount)	1,000,000,000
5. Earnings Per Share (baht : shares)	0.057
6. Total dividends paid (baht)	57,072,703.60
7. The proportion of dividends payment compared with total net profit of financial statement in business sector after legal reserves (%)	40.00%
8. The proportion of dividends payment compared with total net profit of financial statement in business sector (%)	38.00%

All of the dividends payment will be withholding tax at the rate by law. However, the dividends payment may uncertainty, depend on approval of the general meeting of shareholders.

By specifying the list of shareholders who can receive a dividend on 8 May 2019 and the date of payment was on 23 May 2019

The Chairman opened the opportunity for shareholders to make suggestions and various questions.

When there were no for ther questions, the chairman proposed to the meeting to approved dividends payment for 2018 as mentioned above. By this agenda requires a majority of votes of shareholders who attended the meeting and have right to vote.

**Resolution** At the general meeting of shareholders has approved the dividends payment of 2018 following the Board of Directors proposed by a majority vote of total votes of shareholders who attended the meeting and having a right to vote in this agenda, as follows:

Agreed	amount	642,844,531	voted	Percentage	100.0000
Disagree	amount	0	voted	Percentage	0.0000
Abstain	amount	0	voted	Percentage	0.0000
Voided ballot	amount	0	voted	Percentage	0.0000

### Agenda 6 To considered and approved the appointment of directors instead who are retired by rotation

The Chairman assigned Mr. Sumit Jaroenpornpiti, Acting Finance Director invited interested directors (Mrs. Kesara Manchusree, Pol.Lt.Gen. Suchat Muankaew, Mr. Nuttanai Anuntarumporn and Mr. Suwichan Nilanan) to waiting outside the meeting room. And explained the details to shareholders as follows:

According to the Public Company Limited Act, section 36 and article 18 of the company's articles of association, that specify directors retire by rotation follow the annual general meeting of shareholders in onethird rate of total directors. Which in this annual general meeting of shareholders, there were 4 directors would retire by rotation as follows:

1. Mrs. Kesara	Manchusree	Independent Director and Chairman of the Audit Committee
2. Pol.Lt.Gen. Suchat	Muankaew	Independent Director
3. Mr. Nuttanai	Anuntarumporn	Director and Managing Director
4. Mr. Suwichan	Nilanan	Director

## A copy of the Minutes of 2019 Annual General Meeting of Shareholders (Enclosure 1)

In order that, by considering the performance of the director position, which 4 directors who retired by rotation in this agenda that they worked with high performance during in director's position. As well as having all qualifications as Public Limited Company Act, section 68.

Therefore, the Board of Directors agreed to propose to the shareholders' meeting for 2019 to considered the appointment for those 4 directors returned to holding the post of a director position in another term as follows:

- |                       |               |  |
|-----------------------|---------------|--|
| 1. Mrs. Kesara        | Manchusree    | Independent Director and Chairman of the Audit Committee |
| 2. Pol.Lt.Gen. Suchat | Muankaew      | Independent Director                                     |
| 3. Mr. Nuttanai       | Anuntarumporn | Director and Managing Director                           |
| 4. Mr. Suwichan       | Nilanan       | Director   |

For the purpose that, all those directors are experts, have knowledge, ability and experience in the business of company.

By the history of nominated persons and any details were attached in second of invitation meeting papers. The Chairman opened the opportunity for shareholders to make suggestions and various questions.

When there were no further questions, the chairman proposed to the meeting to approved appointment that those 4 directors return to holding the post of a director position. Which in this agenda, have to receive a majority of votes of shareholders who attended the meeting and having the right to vote which will vote one by one.

**Resolution** At The General Meeting of Shareholders resolved to appoint the directors who retire by rotation returned to new directors with a majority of votes. In which the nominated directors are also shareholders excluding constituents as follows:

### 1) Mrs. Kesara Manchusree

Agreed	amount	642,831,531	voted	Percentage	99.9980
Disagree	amount	13,000	voted	Percentage	0.0020
Abstain	amount	0	voted	Percentage	0.0000
Voided ballot	amount	0	voted	Percentage	0.0000

### 2) Pol.Lt.Gen. Suchat Muankaew

Agreed	amount	642,844,531	voted	Percentage	100.0000
Disagree	amount	0	voted	Percentage	0.0000
Abstain	amount	0	voted	Percentage	0.0000
Voided ballot	amount	0	voted	Percentage	0.0000

### 3) Mr. Nuttanai Anuntarumporn

Agreed	amount	642,077,457	voted	Percentage	100.0000
Disagree	amount	0	voted	Percentage	0.0000
Abstain	amount	0	voted	Percentage	0.0000
Voided ballot	amount	0	voted	Percentage	0.0000



## A copy of the Minutes of 2019 Annual General Meeting of Shareholders (Enclosure 1)

4) Mr. Suwichan Nilanan

Agreed	amount	642,844,531	voted	Percentage	100.0000
Disagree	amount	0	voted	Percentage	0.0000
Abstain	amount	0	voted	Percentage	0.0000
Voided ballot	amount	0	voted	Percentage	0.0000

Agenda 7 To considered an appointment of directors who retire by rotation which returned to holding the post of directors in another term as audit committee.

Mr. Sumit Jaroenpornpiti invited 2 directors (Mr. Nuttanai Anuntarumporn and Mr. Suwichan Nilanan) to attended the meeting.

The Chairman assigned Mr. Sumit Jaroenpornpiti, Acting Finance Director presented the information to the meeting.

Mr. Sumit Jaroenpornpiti informed the meeting since there were directions who retire by rotation reappointed as approved in agenda 6. Consequently requested the meeting to appointment the new directors to reappoint as audit committee as follows:

- |                                |                             |
|--------------------------------|-----------------------------|
| 1. Mrs. Kesara Manchusree      | Chairman of Audit Committee |
| 2. Pol.Lt.Gen. Suchat Muankaew | Audit Committee             |

In order that, the board of directors have appreciated with these directors that they have knowledgeable and experience in business. And they worked their duties by high performance during as a director. Therefore resolved to propose to the general meeting of shareholders appointed Mrs. Kesara Manchusree and Pol.Lt.Gen. Suchat Muankaew that has been nominated for election of new directors in 6<sup>th</sup> agenda as the audit committee.

The Chairman opened the opportunity for shareholders to make suggestions and various questions as follows:

When there were no further questions, the chairman proposed the meeting to consider appointing a new director as an audit committee, with this agenda receiving a majority vote from total votes of shareholders who attending the meeting and having the right to vote.

**Resolution** At the shareholders' meeting has considered the appointment a new member of the audit committee. With the majority votes of shareholders who attended the meeting and having the right to vote in this agenda, as follows:

1) Mrs. Kesara Manchusree

Agreed	amount	642,844,531	voted	Percentage	100.0000
Disagree	amount	0	voted	Percentage	0.0000
Abstain	amount	0	voted	Percentage	0.0000
Voided ballot	amount	0	voted	Percentage	0.0000

## A copy of the Minutes of 2019 Annual General Meeting of Shareholders (Enclosure 1)

2) Pol.Lt.Gen. Suchat Muankaew

Agreed	amount	642,844,531	voted	Percentage	100.0000
Disagree	amount	0	voted	Percentage	0.0000
Abstain	amount	0	voted	Percentage	0.0000
Voided ballot	amount	0	voted	Percentage	0.0000

### Agenda 8 To considered the authority of directors authorized to act on behalf of the company

Mr. Sumit Jaroenpornpiti invited 2 directors ( Mrs. Kesara Manchusree and Pol.Lt.Gen. Suchat Muankaew) to attended the meeting.

The Chairman assigned Mr. Sumit Jaroenpornpiti, Acting Finance Director presented the information to the meeting.

Mr. Sumit Jaroenpornpiti informed the meeting that Mr. Nuttanai Anuntarumporn reappointed as a new director by approval in agenda 6, being the authorized director on behalf of the Interlink Telecom Public Co., Ltd. Therefore, this agenda must be set for the general meeting of shareholders to considered maintaining the authorized directors to act on behalf of the company as follows:

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

The Chairman opened the opportunity for shareholders to make suggestions and various questions as follows:

There were on further questions, the chairman proposed to the meeting considered preserving the director' authority as previously registered with the Ministry of Commerce. This agenda required a majority of votes of shareholders who attended the meeting and have the right to vote.

**Resolution** The Annual General Meeting of Shareholders resolved to approve the authority of directors to act on behalf of the company. As proposed above, with the majority votes from total votes of shareholders who attended the meeting and having the right to vote as follows:

Agreed	amount	642,844,531	voted	Percentage	100.0000
Disagree	amount	0	voted	Percentage	0.0000
Abstain	amount	0	voted	Percentage	0.0000
Voided ballot	amount	0	voted	Percentage	0.0000

### Agenda 9 To considered and approved the remuneration of directors for 2019

The Chairman assigned Mr. Nuttanai Anuntarumporn, Managing Director presented the information to the meeting.

Mr. Nuttanai Anuntarumporn informed the meeting that the Nomination and Remuneration Committee has considered appropriately of remuneration for directors and audit committee by compared with other company in mai market and the remuneration from last year by giving the approval from shareholders.

Which the boards of directors considered to more responsibilities and diversification of business. The Boards of Directors appropriated to the shareholders' meeting to approve the remuneration of the board of directors for 2019 as follows:

## A copy of the Minutes of 2019 Annual General Meeting of Shareholders (Enclosure 1)

Remuneration of Director	Previous rate		New rate
	2017	2018	2019
<b>Meeting allowances</b>			
<b>1. Boards of directors</b>			
Chairman	9,000 baht/ Time	9,000 baht/ Time	9,000 baht/ Time
Vice chairman and directors each person	6,000 baht/ Time	6,000 baht/ Time	6,000 baht/ Time
<b>2. Audit Committee</b>			
Head of audit committee	9,000 baht/ Time	9,000 baht/ Time	9,000 baht/ Time
Audit director each person	6,000 baht/ Time	6,000 baht/ Time	6,000 baht/ Time
<b>3. Subcommittee*</b>			
Head of Subcommittee	-	5,000 baht/ Time	5,000 baht/ Time
Subcommittee director each person	-	3,000 baht/ Time	3,000 baht/ Time
*Subcommittee consists of Risk management committee, Nomination and Remuneration committee, Corporate Governance committee.			
<b>Commission Director</b>			
1. The Chairman	50,000 baht/ Year	80,000 baht/ Year	80,000 baht/ Year
2. Vice chairman and directors each person	50,000 baht/ Year	65,000 baht/ Year	65,000 baht/ Year

However, from the date of approval the annual general meeting of 2019 until the meeting of shareholders has resolved to change otherwise, in 2018 the company had total remuneration of directors was 1,236,685 baht.

The Chairman opened the opportunity for shareholders to make suggestions and various questions as follows:

When there were no further questions, the chairman proposed to the meeting considered approve the remuneration of directors of 2019. Which become effective since the date of approval from the Annual General Meeting of Shareholders of 2019. This agenda have to receive a majority votes of shareholders who attended the meeting and have the right to vote.

**Resolution** The Annual General Meeting of Shareholders resolved to approve the remuneration of directors for 2019 as according to the board of directors proposed by a majority voted from total votes of shareholders who attended the meeting and having the right to vote as follow:

Agreed	amount	642,861,495	voted	Percentage	100.0000
Disagree	amount	0	voted	Percentage	0.0000
Abstain	amount	0	voted	Percentage	0.0000
Voided ballot	amount	0	voted	Percentage	0.0000

### Agenda 10 To considered an appointment of auditors and determine the remuneration of auditors for 2019

The Chairman assigned Mrs. Kesara Manchusree , Head of audit directors presented the information to the meeting.

Mrs. Kesara Manchusree, Head of audit directors informed to the meeting that audit committee has selected PricewaterhouseCoopers ABAS Limited is an auditor since 2015, because they have standard and expert in auditing consistently. When the company have compared work load and audit fee with others company. The company deemed PricewaterhouseCoopers ABAS Limited has suitably audit fee by the boards of directors have agreed with audit committee. And resolved to propose the annual general meeting of shareholders of 2019 appointed a person was an auditor and approved audit fees as follow:

## A copy of the Minutes of 2019 Annual General Meeting of Shareholders (Enclosure 1)

10.1 Requested approval to appoint the company's auditor for 2019

- Mr. Pongthavee Ratanakoses (Certified Public Accountant No.7795) and /or
- Ms. Amornrut Puemphoonwattanasuk (Certified Public Accountant No.4599) and /or
- Mr. Vichien Kingmontri (Certified Public Accountant No.3977)

On behalf of PricewaterhouseCoopers ABAS Limited is an auditor of the company in which any one is responsible auditing and expressing an opinion on the company's financial statements. If one of those auditors from above is unable to perform the job. Giving the PricewaterhouseCoopers ABAS Limited Company procure others auditors which also qualifications in accordance with the SEC's announcement.

In this regard, that company and auditors following on the list above doesn't have any relationship or interest with the company/ CEO/ shareholders

10.2 Requested for approval of the company's audit fees for 2019 was 1,540,000 baht (one million five hundred and forty thousand baht) which was an increase 10 percent from 2018. The company would like to presented the audit fees for last 4 years backward.

PricewaterhouseCoopers ABAS Limited Company	2015	2016	2017	2018	2019 (Offering year)
Quarterly financial statement (baht)	405,000 (135,000 x 3)	435,000 (145,000 x 3)	510,000 (170,000 x 3)	510,000 (170,000 x 3)	570,000 (190,000 x 3)
Annual financial statement (baht)	450,000	520,000	890,000	890,000	970,000
<b>Total (baht)</b>	<b>855,000</b>	<b>955,000</b>	<b>1,400,000</b>	<b>1,400,000</b>	<b>1,540,000</b>
Increase (%)	205.36	11.70	46.60	-	10.00

The Chairman opened the opportunity for shareholders to make suggestions and various questions as follows:

1. Mr. Chulanon Srithanyarat, a shareholder asked that during 2017-2018, the audit fee hasn't changed but in 2019 the audit has increased. What was a main cause in upper audit fee between the increase of workload or hourly wage checking account ?

Mr. Pongthavee Ratanakoses, a partnership of PricewaterhouseCoopers ABAS Limited Company explained the main cause was from workload is increasing every year, especially in 2019 the company has many projects and quite a lot of details.

Mr. Chulanon Srithanyarat, a shareholder concluded that the rate of wage account checking was stable. But the main cause was from increased workload.

When there were no further questions, the chairman proposed to the meeting approved the appointment of auditors and auditor's remuneration for 2019. Which this agenda have to receive a majority votes of shareholders who attended the meeting and have the right to vote.

**Resolution** The Annual General Meeting of Shareholders resolved to approve the appointment Mr. Pongthavee Ratanakoses and/or Ms. Amornrut Puemphoonwattanasuk and/or Mr. Vichien Kingmontri of PricewaterhouseCoopers ABAS Limited were auditors of the company for 2019. And determined audit fees of financial statement for 2019 was amount 1,540,000 (one million five hundred and forty thousand baht) with vote as follows:

## A copy of the Minutes of 2019 Annual General Meeting of Shareholders (Enclosure 1)

Agreed	amount	642,861,495	voted	Percentage	100.0000
Disagree	amount	0	voted	Percentage	0.0000
Abstain	amount	0	voted	Percentage	0.0000
Voided ballot	amount	0	voted	Percentage	0.0000

### Agenda 11 To considered and approved the prohibition of acts which are in the nature of business dominance by foreigners

The Chairman assigned Mr. Sumit Jaroenpornpiti, Acting Finance Director presented the information to the meeting

Mr. Sumit Jaroenpornpiti informed the meeting that according to the Broadcasting Commission Television business and the National Telecommunications Commission (NBTC) issued the announcement of NBTC regarding prohibition of acts which are a nature of business dominance by foreigner in 2012 published in the Government Gazette on 23 July 2012 ("Announced"). And effective since 24 July 2012, which has assigned duties for telecommunications licensees to review "Prohibition of an act of business dominance by foreigner" every year. As details in attached no.3 for submission to the general meeting of shareholders for approval and submit a certificate signed by the authorized signatory of the company don't take any action which is against prohibition of NBTC

The Board of Directors considered and deemed that in order for the company can continue business as required by law. It is appropriate to proposed to the general meeting of shareholders approved the prohibition of an act of business dominance by foreigner in accordance with guidelines specified in an annex of announcement.

The Chairman opened the opportunity for shareholders to make suggestions and various questions as follows:

When there were no further questions, the chairman proposed to the meeting approved the prohibition against acts which are in business dominance manner by foreigners. Which this agenda have to receive a majority votes of shareholders who attended the meeting and have the right to vote.

**Resolution** The Annual General Meeting of Shareholders resolved to approve the prohibition against acts which are in business dominance manner by foreigners according to the board of directors proposed by a majority voted from total votes of shareholders who attended the meeting and having the right to vote as follow:

Agreed	amount	642,861,495	voted	Percentage	100.0000
Disagree	amount	0	voted	Percentage	0.0000
Abstain	amount	0	voted	Percentage	0.0000
Voided ballot	amount	0	voted	Percentage	0.0000

### Agenda 12 Considered other matters (if any)

The Chairman announced to the meeting this agenda for shareholders inquired executives about various operations or other matters of the company. Therefore, there would be not vote and approval in this agenda.

A shareholders asked the chairman, boards of directors and executives as follows:

1. Mr. Santi Jongjilaruk, a shareholder asked What was target of profit?, What a plan for control expense ?, and lost from joint ventures was amount 17 million baht in 2018, would be another chance of lose in 2019 and what were plans to prevent lose.

## A copy of the Minutes of 2019 Annual General Meeting of Shareholders (Enclosure 1)

Mr. Nuttanai Anuntarumporn, Managing Director explained in normally the company can't expose target of profit except target of income and direction of operation. By in 2018 the company had income was 1,611 million baht and the company intends to grow up approximately 30-40 percent in 2019. The Company has continuous income and already invested in network. Formally, the company's gross profit margin should improve for each year but each stage of work may have different income structure. As a result, gross profit margin depend on gross profit. In 2019 the company would have revenue from providing high speed internet network installation services in remote areas are waiting recognized and revenue network services from the internet marginalized project cause to waiting to recalculate of gross profit margin. Which the company would present how to control the cost as in 1<sup>st</sup> step the executive of company would motivate an employee work by highest performance. At the present, the company has average income 2 million baht per 1 employee. By the target of company is increase average income per employee. By the way, the company will develop cost savings plan.

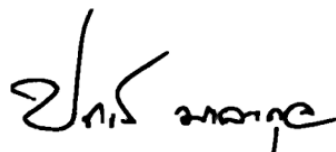
Mr. Nuttanai Anuntarumporn, Managing Director additional explained on lost in joint venture that recognized income only 3 months but expenses occur throughout the year. In this year, the joint venture will recognize full year revenue. While the cost are stable will reduce lose and if we can more sell. The Joint venture lose will become profit. However, the investment in Data Center Business, the company divides investment into various phases for prevent there are no customers and Mr. Nuttanai have believed the Data Center Business still has an opportunity which the executive team will join sell team create better returns.

2. Ms. Irarom Anan, a shareholder asked how different between agenda 6 and agenda 7. Could be merge into same agenda ? And in agenda 6, Mrs. Kesara Manchusree and Pol.Lt.Gen. Suchat Muankaew have specified positions as independent directors and audit committee. But in agenda 7 the word "Independent Directors" was missing. Could be make confusion there were only 1.

The Chairman explained that was missed print and the company has 3 independent directors.

When there were no further questions from shareholders, the chairman asked the secretary of the board to collect voting cards from shareholders and thanked all shareholders for taking time to attend the meeting and providing good comments, by the boards of directors made a promise will look after the best interests of the shareholders. And the meeting was closed.

The meeting closed at 12.19 at noon



Mr. Pakorn Malakul Na Ayudhya  
Chairman

Nuttanai A.

Mr. Nuttanai Anuntarumporn  
Company Secretary and Meeting Secretary

## Using QR Code for downloading Annual Report 2019 (Enclosure 3)

### QR Code Downloading Procedures for 2019 Annual Report

The Thailand Securities Depository Co., Ltd., as a securities registrar under the Stock Exchange of Thailand, has developed a system which allows SET Listed Companies 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.

#### For iOS System

1. Turn on the mobile camera.
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

**Preliminary details of Warrants to purchase ordinary shares of  
Interlink Telecom Public Company Limited No. 2 (ITEL-W2)  
to existing shareholders proportionate to their shareholding**

Type of Warrants	: Warrants to purchase ordinary shares of the company Interlink Telecom Public Company Limited ("The Company") No. 2 ("Warrant" or ITEL-W2 ")
Type of Warrant	: Specify the holder's name and can be changed.
Amount of warrants issued	: 250,000,000 units (two hundred and fifty million units)
Offering price per unit	: Allocated without charge.
Term of Warrants	: 1 year from the date of issuance of warrants
Amount of share issued to reserve right of warrants	: 250,000,000 shares (Two hundred and fifty million shares) with a par value of 0.50 baht per share.
Allocation method:	: Allocate to the existing shareholders of the company at the ratio of 4 existing shares per 1 unit of warrants (in case there are fractions, shall be discarded).
Date for rights entitlement for the shareholders	: July 24 <sup>th</sup> 2020 is the date for determining the names of shareholders who are entitled to receive warrants to purchase the transferable ordinary shares. (Record Date)
Issuance date	: Within 1 year from the date the shareholders' meeting has approved the company to offer ITEL-W2.
Exercise ratio	: 1 warrant can buy 1 ordinary share (unless the exercise ratio is adjusted the conditions for rights adjustment)
Exercise price to purchase ordinary shares	: 3 baht per share
Exercise period	: Warrant holders can exercise the rights on the last working day of March, June, September and December, the last day of the exercise is the same as the date on which the warrants ITEL-W2 passes 1 year from the date of issuance. If the last exercise date falls on a company's holiday, the last exercise date shall be moved to the previous business day before.
Notification Period for the Exercise of Rights	: Warrant holders who wish to purchase the company's ordinary shares can notify the intention in every business day of the company within 7 days before each exercise date. Except for the last notification of the intention in which the warrant holder can notify the exercise notice within 15 days before the final exercise date.
Secondary market of warrants	: The company will list the warrants as listed securities on the Stock Exchange of Thailand.
Secondary market for ordinary shares resulting from the exercise	: The company will list the ordinary shares resulting from the exercise of warrants listed in the Stock Exchange of Thailand.
Terms and Conditions of remaining warrants	: The Company will cancel all remaining warrants.
Other rights and benefits:	: Ordinary shares issued under the exercise of this warrant will have rights and the status of shares equivalent to the ordinary shares of the company that was previously released in all respects.



## Summary of details of warrants to purchase the company's shares No. 2 (ITEL-W2) (Enclosure 4)

Impact of the shareholders : The effect to the shareholders due to the issuance and offer of warrants to the existing shareholders

### 1) Control dilution

Calculation formula for decreasing shareholder proportion =  $1 - [Q_o / (Q_o + Q_w)]$

In which

$Q_o$  = the number of existing shares prior to the issuance of ITEL-W2  
1,000 million shares

$Q_w$  = the number of new ordinary shares increased from exercising ITEL-W2  
The whole amount of 250 million shares

Therefore, Control Dilution =  $1 - [1,000 / (1,000 + 250)]$   
= 20%

In case that the warrants are issued and allotted to the existing shareholders and they have been exercised all rights, the shareholders will not be affected by the control dilution due to the issuance and allocation of the existing shareholders in proportion to their shareholding proportion. However, if all the warrants have been exercised in full rights by other persons who are not existing shareholders, it affects approximately 20% of the existing shareholders

### 2) Price Dilution

Price drop calculation formula =  $[(P_o - P_n) \times Q_w] / [(Q_o + Q_w) \times P_o]$

$P_o$  = the weighted average closing price of 7 business days before the Board of Directors meeting on 25 February 2020.

(Between 14 - 24 February 2020), which is equal to the price of each share

2.45 baht (par value of 0.50 baht per share)

$P_n$  = Exercise price of ITEL-W2, which is equivalent to 3 baht per share

Therefore, Price Dilution =  $[(2.45 - 3.00) \times 250] / [(1,000 + 250) \times 2.45]$   
= -4.49%

After the issuance and allocation of the warrants to the existing shareholders. If all the warrants have been exercised, there will be no price reductions.

Adjustment of warrants : The company will adjust the exercise price and exercise ratio. When any of the following events occur with the objective to protect the benefits of the warrant holders

1. When there is a change in the par value of the company's shares because of the stock consolidation or stock split.

2. When the company offers any newly issued shares at a price that is lower than 90 percent of the share price calculated using the market price method at the offering time, it is the method of calculation as specified in the right terms.

3. When the company offers convertible bonds or newly issued warrants by fixing the price or calculating the price of the newly issued shares to accommodate the mentioned convertible bonds or warrants which is less than 90% of the share price calculated using the market price method when offering convertible bonds or warrants or the market price before the offering of convertible bonds or warrants considered the calculation method as specified in the rights specification

## Summary of details of warrants to purchase the company's shares No. 2 (ITEL-W2) (Enclosure 4)

4. When the company pays dividends in whole or in part, newly issued shares to shareholders.
5. When the company pays dividends in cash which exceeds the rates specified in the rights.
6. When there are any other cases in the same as items 1 to 5 that result in any compensation, the warrant holders will receive when the exercised rights are inferior. For the purpose, it is assigned to the Board of Directors or the person assigned by the Board of Directors is authorized to determine the conditions and other details related to the adjustment or adjustment of the exercise ratio and the exercise price.

- Other conditions** :
- The Board of Directors or the person assigned by the Board of Directors is authorized to
  1. Set conditions and other details necessary and appropriate in connection with the issuance of the warrant, such as the date of issuance of the warrant, the allocation details, warrant allocation method, the exercise period and the exercise expiration date.
  2. Sign the various authorization request documents including evidence necessary and relevant to the issuance of warrants which includes contacting and requesting permission application for waiver of relevant departments.
  3. Take all necessary and appropriate actions relating to the warrants and the issuance and allocation of this warrants.

The company will not extend the term of the warrants and don't change the price and the exercise ratio unless it is an adjustment according to the rights adjustment conditions.

**Warrant registrar** : Thailand Securities Depository Company Limited

**Details of the calculation of the number of reserved shares** :

Calculation method of the proportion of the underlying shares = [(The number of underlying shares ITEL- W2 + the number of underlying Warrants offered for sale at any other time) / The total number of outstanding shares of the company]

By

The number of shares reserved for ITEL-W2 = 250,000,000 shares  
(Par value of 0.50 baht per share)

The number of shares reserved for Warrants offered for sale at other times = 250,000,000 shares  
(Par value of 0.50 baht per share)

The total number of the company's outstanding shares = 1,000,000,000 shares  
(par value of 0.50 baht per share)

Therefore, the proportion of shares reserved  
= (250,000,000 + 250,000,000) / 1,000,000,000  
= 50%

**Capital Increase Report Form Interlink Telecom Public Company Limited  
February 25<sup>th</sup> 2020**

We, Interlink Telecom Public Company Limited (The “Company”), hereby report the resolution of the Board of Directors No 2/2020, held on February 25<sup>th</sup> 2020 from 10.30 - 12.00 in respect of a capital increase and share allotment as follows:

**1. Capital reduction**

The Board of Directors’ Meeting passed a resolution approving the registered capital reduction of the company from Baht 625,000,000 to Baht 750,000,000 by deducting the unpaid-up ordinary share of 250,000,000 ordinary shares at the par value of Baht 0.50 per share, totaling 125,000,000 baht. The capital increase is as follows:

Capital Increase	Type of shares	No. of shares	Offering Price (THB per share)	Total
<input checked="" type="checkbox"/> Specifying the purpose of the ordinary shares	Ordinary share	250,000,000	0.50	125,000,000
Use of funds	Preferred share	-	-	-
<input type="checkbox"/> General Mandate	Ordinary share	-	-	-
	Preferred share	-	-	-

**2. Share allocation**

**2.1 Specifying the purpose of using funds**

Allocated to	No. of shares	Ratio (Old : New)	Selling price (THB per share)	Subscription date and time and shares payment	Remark
To support exercise the rights under the certificate important issued to existing shareholders proportion (ITEL-W2)	Not over 250,000,000 shares	4 Ordinary shares per 1 unit certificate of rights	- Allocate to existing shareholders without any value - Exercise price 3.00 baht per share (Exercise ratio equals to the rights certificate ITEL-W2 Total 1 unit: 1 ordinary share)	-	Please see details of ITEL-W2 as the enclosure No. 2

2.1.1. Company procedure where there are fraction of shares.

In the case that the calculation according to the ratio of allocation of warrants causes a fraction, it shall be rounded off.

**3. Schedule of the Annual General Meeting of shareholders/extraordinary Shareholders to approve the capital increase and share allotment.**

Schedule of the 2020 Annual General Meeting of Shareholders on July 8<sup>th</sup> 2020, 2.00 p.m. at the Grand Suvarnabhumi Meeting Room located at 48 Interlink Building Ratchadapisek Road, Samsennok, Huay Khwang, Bangkok by

Determine the shareholder’s lists with the right to attend the shareholders’ meeting (Record date) on 15<sup>th</sup> June 2020.

## Capital increase report form (F53-4) (Enclosure 5)

### 4. Request permission to increase capital/share allotment to the relevant government agencies and conditions for approval (if any)

4.1. The company will proceed to register the capital increase and registered to change the paid-up capital to the Department of Business Development Ministry of Commerce.

4.2. The company will process the request from the Stock Exchange of Thailand to consider the newly issued ordinary shares as listed securities in the Stock Exchange of Thailand in accordance with the regulations and related rules.

### 5. Objectives of a capital increase and the use of capital

5.1. To maintain the debt to equity ratio at an appropriate level and is a business fund for the company's expansion by investing in the project to increase revenue to increase the company's operating results which is beneficial to the company and the shareholders.

### 6. Benefits which the company will receive from the capital increase/share allotment

6.1. The company has an appropriate debt to equity ratio to strengthen capital structure and the company's financial status and to present a good image from the perspective of financial institutions.

6.2. To increase reserve funds to support the company's business expansion in the future.

6.3. To increase working capital and reserves for the business operations.

6.4. To reduce debt burdens for interest payments.

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

7.1. This warrant will be listed on the Stock Exchange of Thailand and they can be traded.

7.2. To increased shareholders' equity and total assets which will allow the shares' market capitalization to increase in the future.

7.3. Shareholders are more convenient to buy and sell securities due to the increased capital and the number of shares.

7.4. It will make the company grow sustainably.

7.5. To strengthen the financial status and reduce financial risk.

### 8. Other details necessary for shareholders to support their decision to approve the capital increase/share allotment.

-None-

### 9. Schedule of the Board of Directors approve the capital increase and share allotment

No.	Procedure	Date Month Year
1.	Board of Directors Meeting No.2/2020	25 <sup>th</sup> February 2020
2.	Record Date to determine the name of shareholders who are eligible to attend the extraordinary general shareholders meeting of the year 2020	15 <sup>th</sup> June 2020
3.	Annual General Meeting 2020	8 <sup>th</sup> July 2020
4.	Registration of the increase of registered capital and amendment to the Memorandum of Association with the Ministry of Commerce	Within 14 days from the date of the Annual General Meeting of Shareholders 2020
5.	Schedule for the rights to receive warrants to purchase ordinary shares of the Company No. 2 (ITEL-W2)	24 <sup>th</sup> July 2020
6.	The issuance date of warrants for purchasing ordinary shares of the company No. 2 (ITEL-W2)	Within 1 year from the date the shareholders meeting passed the resolution to sell ITEL-W2

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

signature

Nuttanai A.

Mr. Nuttanai Anuntarumporn  
Managing Director

**Proles of the Nominated Candidates to Election of a new director (Enclosure 6)**



<b>Name-Surname</b>	Mr. Pakorn Malakul Na Ayudhya	<b>Position</b>	Chairman and Independent Director
<b>Age (years old)</b>	77		
<b>Educational qualifications</b>	<ul style="list-style-type: none"> <li>• Bachelor of Economics, The Queen's University of Belfast, Northern Ireland</li> <li>• National Defense Course for the Joint State-Private Sector, Class 8, National Defense College</li> <li>• Financial Institutions Governance Program (FGP), Class 2/2011</li> <li>• Role of the Chairman Program (RCP), Class 7/2002</li> </ul>		
<b>Shareholding proportion (31/12/62)</b>	None		
<b>Shareholding proportion held by spouse and underage children</b>	None		
<b>Stock trading during 2019</b>	None		
<b>Family relationship among directors and executives</b>	None		
<b>Position in other listed companies</b>	Yes		
<ol style="list-style-type: none"> <li>1. Vice Chairman and Independent Director / Standard Chartered Bank (Thai) Plc.</li> <li>2. Chairman of the Board / Aira Capital Public Company Limited</li> </ol>			
<b>Position in other companies (Non-listed company)</b>	Yes		
<ol style="list-style-type: none"> <li>1. State Enterprise Committee / Prime Minister's Committee</li> <li>2. President of the Association / Student Institute, Capital Market Academy</li> <li>3. Specialist in Corporate Governance and Social Responsibility / The Stock Exchange of Thailand</li> <li>4. Vice Chairman / Public Sector Research and Development Institute</li> <li>5. Chairman of the Board of Directors / Aira Property Co., Ltd.</li> </ol>			

**Work experience over the last 5 years**

<b>Period</b>	<b>Position</b>	<b>Company Name/ Institution Type of Business</b>	<b>Type of Business</b>
Dec 2014 - present	Chairman and Independent Director	Interlink Telecom Plc.	Telecommunications Services
2018 - present	State Enterprise Committee	Office of the Prime Minister	Government Agencies
2016 - present	President	Association of Students, Capital Market Academy	Associations
2014 - present	Specialist in Corporate Governance and Social Responsibility	The Stock Exchange of Thailand	Securities
2012 - present	Vice Chairman	Public Sector Research and Development Institute	Foundations
2007 - present	Vice Chairman and Independent Director	Standard Chartered Bank (Thai) PCL.	Commercial Banks
2016 - 2019	Chairman of the Board of Directors	Aira Capital Public Company Limited	Holding Company
2015 - 2019	Chairman of the Board of Directors	Aira Property Co., Ltd.	Real Estate
2012 - 2018	The Board of Directors making a memorandum of agreement and evaluating the revolving fund operation	Comptroller General's Department.	Government Agencies
2009 - 2018	Chairman of the Board of Directors	Securities for Securities Public Company Limited	Securities Business Loans

**Proles of the Nominated Candidates to Election of a new director (Enclosure 6)**

**Work experience over the last 5 years**

Period	Position	Company Name/ Institution Type of Business	Type of Business
2007 - 2009	Chairman of the Board	The Stock Exchange of Thailand	Securities
2002 - 2005	Chairman of the Board	Export-Import Bank of Thailand	Government Financial Institutions
2000 - 2002	Deputy Governor	Bank of Thailand	Government Financial Institutions
1995 - 1999	Secretary-General	Office of the Securities and Exchange Commission	Securities

**Summarized the number of meetings attended in the year 2019 as follows**

Meeting	Quantity	
	Actual of Meeting	Attend in a Meeting
Board of Director's Meeting	6	6
Annual General Meeting of the Shareholders for 2019	1	1

Directors do not hold any positions as directors or executives in other businesses that may cause conflicts of interest or have a business competition with the company.

Appointment date as a committee : 26 December 2014

Number of years in a committee position : 5 years 4 months

Number of terms and the number of years in which the committee holds 2 terms

from the total number of years 5 years 4 months

Agenda 1 from 26 December 2014 to 25 April 2017

Agenda 2 from 25 April 2017 to 23 April 2020

Criminal history for the past 10 years : None

**Proles of the Nominated Candidates to Election of a new director (Enclosure 6)**



<b>Name-Surname</b>	Dr. Chalida Anuntarumporn	<b>Position</b>	Director and Corporate Governance Committee (Authorized Director)
<b>Age (years old)</b>	61		
<b>Educational qualifications</b>	<ul style="list-style-type: none"> <li>• Honorary Doctor's degree of Business Administration Management, North Bangkok University</li> <li>• Master Degree of Business Administration, National Institute of Development Administration (NIDA)</li> <li>• Bachelor Degree of Business Administration in General Management, Sukhothai Thammathirat University</li> <li>• Diploma Accounting, Commercial College, Phranakron Campus</li> <li>• Certificate Directors Accreditation Program (DAP), Thai Institute of Directors Association (IOD)</li> <li>• Degree The National Defense Course Class 2009, National Defense College</li> <li>• Certificate Leader Program Certificate Class 8, Capital Market Academy - The Stock Exchange of Thailand</li> <li>• Certificate Advance Security Management Course, 4th Class 4, National Defense College</li> <li>• Diploma Top Executive Program in Commerce and Trade (TEPCoT) Class 5, Academy of Trade Institute (TEPCoT)</li> <li>• Certificate Medical Governance Program For senior management Class 7, King Prajadhipok's Institute and The Medical Council of Thailand</li> <li>• Certificate The Executive Program in Energy Literacy for a Sustainable Future Class 14, Thailand Energy Academy</li> </ul>		
<b>Shareholding proportion (31/12/62)</b>		1.678 %	
<b>Shareholding proportion held by spouse and underage children</b>		Yes	
1. Mr. Sombat Anuntarumporn		1.489 %	
<b>Stock trading during 2019</b>		None	
<b>Family relationship among directors and executives</b>		Yes	
<ul style="list-style-type: none"> <li>• <b>Spouse:</b> Mr. Sombat Anuntarumporn : Vice Chairman (Authorized Director)</li> <li>• <b>Mother:</b> Mr. Nuttanai Anuntarumporn, the position are as following; <ul style="list-style-type: none"> <li>- Managing Director of the following companies; <ul style="list-style-type: none"> <li>Interlink Telecom Public Company Limited</li> <li>Interlink Power and Engineering Company Limited</li> <li>Interlink Data Center Company Limited</li> </ul> </li> <li>- Director/ Senior Executive Vice President of Strategic Development and Telecommunication <ul style="list-style-type: none"> <li>Interlink Communication Public Company Limited</li> </ul> </li> </ul> </li> <li>• <b>Dr. Lillada Anuntarumporn,</b> the position are as following; <ul style="list-style-type: none"> <li>- Director and Corporate Governance Committee <ul style="list-style-type: none"> <li>Interlink Telecom Public Company Limited</li> </ul> </li> </ul> </li> <li>• <b>Miss. Varisa Anuntarumporn,</b> the position are as following; <ul style="list-style-type: none"> <li>- General Manager <ul style="list-style-type: none"> <li>Interlink Communication Public Company Limited</li> </ul> </li> <li>- Director/ Company Secretary <ul style="list-style-type: none"> <li>Interlink Telecom Public Company Limited</li> </ul> </li> </ul> </li> </ul>			

**Proles of the Nominated Candidates to Election of a new director (Enclosure 6)**

<b>Position in other listed companies</b>		Yes	
1. Director and President / Interlink Communication Public Company Limited 2. Corporate Governance, Nomination and Remuneration Committee/ Interlink Communication Public Company Limited			
<b>Position in other companies (Non-listed company)</b>		Yes	
1. Director/ Interlink Medical Company Limited 2. Director/ Authorized director/ Interlink Data Center Company Limited 3. Director/ Interlink Power and Engineering Co., Ltd. 4. Managing Director/ Interlink Holding Co., Ltd.			
<b>Work experience over the last 5 years</b>			
<b>Period</b>	<b>Position</b>	<b>Company Name/ Institution Type of Business</b>	<b>Type of Business</b>
2550 - Present	Director, Corporate Governance Committee (Authorized Director)	Interlink Telecom Public Company Limited	Telecommunications Services
Jan 2018 - Present	Director and President	Interlink Communication Public Company Limited	Network Services
Aug 2017- Present	Corporate Governance, Nomination and Remuneration Committee	Interlink Communication Public Company Limited	Distribution of Signal Cables
2019 - Present	Director	Interlink Medical Co., Ltd.	Medical and Health Business
2013 - Present	Director/Authorized Director	Interlink Data Center Ltd	Non-Business
2008 - Present	Director/ Authorized Director	Interlink Power & Engineering Company Limited	Project Engineering Services
1987 - Present	Director	Interlink Holding Co.,Ltd	Holding Company
2012 - Present	President	Interlink Hajjai Foundation	Foundations
2013 - Present	Associate Judge	The Central Intellectual Property and International Trade Court	Courts of Justice
2014 - Present	Chairman	Saving and Credit Cooperatives Interlink Hajjai Foundation	Savings Cooperatives
2014 - Present	Founding President	Zonta Club Bangkok 10	Nonprofit Organization
2009 - Present	Executive Director/Chief Information Office	The Nation Council of Women of Thailand	Private Organizations
2010 - Present	Director of Corporate Governance	The Thai Chamber of Commerce & Board of Trade of Thailand	Private Organizations
2010 - Present	Secretary of the Committee on Student Committee Class 2009	National Defense College	Educational Institutions
2011 - Present	Chairman / Central Committee Class 61	Women personality development association	Association
2010 - Present	President of Special Event	Business and Professional Women's Association of Thailand - Bangkok	Association
2015 - Present	Chairman of Funding of Project of	The Business and Professional Women's Association of Thailand - Bangkok	Association
2015 - 2019	BPW-BKK Business Successor Showcases 2016 (Triple B)	The National Legislative Assembly	Government Agencies
2013 - 2014	Honorary Advisor of the Committee on Economic, Monetary Affairs and Finance the Standing Committee	Senate of Thailand	Government Agencies
2013 - 2014	Honorary Advisor of the Committee on Social Development and Children's Affairs, women's, elderly, the disabled and the underprivileged Secretary of the Committee on Agriculture Hostess Committee	Senate of Thailand	Government Agencies



**Proles of the Nominated Candidates to Election of a new director (Enclosure 6)**

**Work experience over the last 5 years**

Period	Position	Company Name/ Institution Type of Business	Type of Business
2010 - 2014	Vice President of recreation and Committeeon Student	Association of Capital. Market Academy Alumni	Association
2009 - 2010	Committee Class 2009	National Defense College	Educational Institutions
2007 - 2009	Board of Treasurer and Public Relations	The Thai Chamber of Commerce	Representatives of Private Business Sectors

**Summarized the number of meetings attended in the year 2019 as follows**

Meeting	Quantity	
	Actual of Meeting	Attend in a Meeting
Board of Director's Meeting	6	6
Annual General Meeting of the Shareholders for 2019	1	1

Directors do not hold any positions as directors or executives in other businesses that may cause conflicts of interest or have a business competition with the company.

Appointment date as a committee : 3 January 2007

Number of years in a committee position : 13 years 3 months

Number of terms and the number of years in which the committee holds 3 terms  
from the total number of years 13 years 3 months

Agenda 1 from 3 January 2007 to 26 December 2014

Agenda 2 from 26 December 2014 to 25 April 2017

Agenda 3 from 25 April 2017 to 23 April 2020

Criminal history for the past 10 years : None

**Proles of the Nominated Candidates to Election of a new director (Enclosure 6)**



<b>Name-Surname</b>	Mr. Chavalit Chookajorn	<b>Position</b>	Independent Directors and Chairman of the Corporate Governance Committee/ Risk Management Committee/ Nomination and Remuneration Committee and Audit Committee
<b>Age (years old)</b>	61		
<b>Educational qualifications</b>	<ul style="list-style-type: none"> <li>• Bachelor of Law Ramkhamhaeng University</li> <li>• Thai Bar Association Institute of Legal Education of the Thai Bar</li> <li>• Master of Laws Department of International Law Ramkhamhaeng University</li> <li>• Diploma in Public Law, Thammasat University</li> <li>• High Level Executive Program: Visionary Leader, Class 44, Office of the Civil Service Commission</li> <li>• National Defense Course, Class 48</li> <li>• Public Economics Management Program for Executives, Class 5, King Prajadhipok's Institute</li> <li>• High level political and governance course (KPI.), King Prajadhipok's Institute Class 20</li> <li>• Advanced Security Management Program Association of College of Defense Kingdom under the Royal Patronage (ANDCT) Class 10</li> </ul>		
<b>Shareholding proportion (31/12/62)</b>	None		
<b>Shareholding proportion held by spouse and underage children</b>	None		
<b>Stock trading during 2019</b>	None		
<b>Family relationship among directors and executives</b>	None		
<b>Position in other listed companies</b>	None		
<b>Position in other companies (Non-listed company)</b>	None		

**Work experience over the last 5 years**

Period	Position	Company Name/ Institution Type of Business	Type of Business
2020 - Present	Chairman of The Zoological Park Organization of Thailand	The Zoological Park Organization of Thailand	State Enterprises
2019 - Present	Chairman of the Corporate Governance Committee Risk Management Committee Nomination committee and determine remuneration for independent directors and audit committee	Interlink Telecom Public Company Limited.	Telecommunications Services
2019 - Present	Advisor to the Executive Committee of the Agricultural Research Development Agency (ARDA - Public Organization) (from 12 February 2019 to 27 March 2020)	Agricultural Research Development Agency	Public Organization
2019 - present	Chairman of the Fish Sectors Organization Committee	Fish Sectors Organization	State Enterprises
2019 - present	Committee in the subcommittee screening committee to propose to the Cabinet	Secretariat of the Cabinet	Government Agencies

**Proles of the Nominated Candidates to Election of a new director (Enclosure 6)**

**Work experience over the last 5 years**

Period	Position	Company Name/ Institution Type of Business	Type of Business
2018 - present	Expert Committee on Agriculture Highland Agricultural Development and Research Office (From 30 October 2018 to 30 October 2022)	Office of Agricultural Development and Research	Public Organization
2018 - Present	Chairman of the Highland Research and Development Subcommittee of the Highland Research and Development Institute	Highland Research and Development Institute	Public Organization
2015 - 2018	Special Inspector-General of the Prime Minister's Office	Office of the Permanent Secretary	Government Agencies
2012 - 2015	Permanent Secretary, Ministry of Agriculture and Cooperatives (Executive 11)	Office of the Permanent Secretary Agriculture and Cooperatives	Government Agencies
2010 - 2012	Deputy Permanent Secretary (Executive 10)	Office of the Permanent Secretary for Agriculture and Cooperatives	Government Agencies
2009 - 2010	Chief Inspector-General of the Ministry (Executive 10)	Office of the Permanent Secretary for Agriculture and Cooperatives	Government Agencies
2007 - 2008	Inspector-General of the Ministry (Executive 10)	Office of the Permanent Secretary for Agriculture and Cooperatives	Government Agencies
2005 - 2006	Deputy Secretary-General (Executive 9)	Agricultural Land Reform Office	Government Agencies

**Summarized the number of meetings attended in the year 2019 as follows**

Meeting	Quantity	
	Actual of Meeting	Attend in a Meeting
Board of Director's Meeting	6	2
Annual General Meeting of the Shareholders for 2019	1	0

Directors do not hold any positions as directors or executives in other businesses that may cause conflicts of interest or have a business competition with the company.

Appointment date as a committee : 11 July 2019

Number of years in a committee position : 9 months

Number of terms and the number of years in which the committee holds 1 terms from the total number of years 9 months

Agenda 1 from 11 July 2019 to 23 April 2020

Criminal history for the past 10 years : None

**Proles of the Nominated Candidates to Election of a new director (Enclosure 6)**



<b>Name-Surname</b>	Mr. Suwat Punnachaiya	<b>Position</b>	Director/ Chairman of the Nomination and Remuneration Committee/ Risk Management Committee
<b>Age (years old)</b>	57		
<b>Educational qualifications</b>	<ul style="list-style-type: none"> <li>• Bachelor of Electrical Engineering King Mongkut’s Institute of Technology Ladkrabang</li> <li>• IOD Director Certification Program (DCP), Class 240/2017</li> <li>• IOD Director Accreditation Program (DAP), Class 118/2015</li> <li>• IOD Boards that Make a Difference (BMD6), Class 6/2018</li> <li>• Law with Thailand 4.0 business era and tax with business Chulalongkorn University 2018</li> <li>• Intro to Data Analytics and Big Data Business, Chulalongkorn University 2018</li> </ul>		
<b>Shareholding proportion (31/12/62)</b>	None		
<b>Shareholding proportion held by spouse and underage children</b>	None		
<b>Stock trading during 2019</b>	None		
<b>Family relationship among directors and executives</b>	None		
<b>Position in other listed companies</b>	None		
<b>Position in other companies (Non-listed company)</b>	Yes		

1. Director / Elite Asia Company Limited

**Work experience over the last 5 years**

<b>Period</b>	<b>Position</b>	<b>Company Name/ Institution Type of Business</b>	<b>Type of Business</b>
Dec 2014 - present	Director, Risk Management Committee and the Chairman of the Nomination and Determine remuneration	Interlink Telecom Pcl.	Telecommunications Services
2013 - present	Director	Elite Asia Company Limited	IT Consulting Firm
2011 - 2013	Deputy Managing Director and Executive Director	TCC Technology Co., Ltd.	Telecommunications Services
2006 - 2011	General Manager and Director of the Office of Managing Director	Triple Three Global Net Co., Ltd.	Telecommunications Services
2002 - 2011	Chief Agent for Thailand and Indochina	Hutchison Global Communications Ltd.	Telecommunications Services

**Proles of the Nominated Candidates to Election of a new director (Enclosure 6)**

**Summarized the number of meetings attended in the year 2019 as follows**

Meeting	Quantity	
	Actual of Meeting	Attend in a Meeting
Board of Director's Meeting	6	6
Annual General Meeting of the Shareholders for 2019	1	1

Directors do not hold any positions as directors or executives in other businesses that may cause conflicts of interest or have a business competition with the company.

Appointment date as a committee : 26 December 2014

Number of years in a committee position : 5 years 4 months

Number of terms and the number of years in which the committee holds 2 terms  
from the total number of years 5 years 4 months

Agenda 1 from 26 December 2014 to 25 April 2017

Agenda 2 from 25 April 2017 to 23 April 2020

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 แห่งพระราชบัญญัติองค์การจัดสรรคลื่นความถี่และกำกับการประกอบกิจการวิทยุกระจายเสียง 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 ผู้ขอรับใบอนุญาตประกอบกิจการโทรคมนาคมแบบที่สอง ที่มีโครงข่ายเป็นของตนเอง และผู้ขอรับใบอนุญาตประกอบกิจการโทรคมนาคมแบบที่สาม

“ผู้รับใบอนุญาต” หมายความว่า ผู้รับใบอนุญาตประกอบกิจการโทรคมนาคมแบบที่สอง ที่มีโครงข่ายเป็นของตนเอง 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 ให้ถือว่าเป็นผู้มีคุณสมบัติเรื่องการกำหนดข้อห้ามการกระทำที่มีลักษณะเป็นการครอบงำกิจการโดยคนต่างด้าว ตามมาตรา ๘ วรรคสาม (๑) แห่งพระราชบัญญัติการประกอบกิจการโทรคมนาคม พ.ศ. ๒๕๔๔ ซึ่งแก้ไขเพิ่มเติมโดยพระราชบัญญัติการประกอบกิจการโทรคมนาคม (ฉบับที่ ๒) พ.ศ. ๒๕๔๔

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

ข้อห้ามตามวรรคหนึ่งต้องได้รับอนุมัติจากที่ประชุมใหญ่ผู้ถือหุ้นของผู้รับใบอนุญาตด้วย

ผู้รับใบอนุญาตต้องไม่กระทำการ หรือยินยอมให้ผู้ใดกระทำการอันมีลักษณะเป็นการฝ่าฝืนข้อห้ามตามวรรคหนึ่ง

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 ให้ยกค่าขอหรือให้ดำเนินการตามกฎหมายว่าด้วยการประกอบกิจการโทรคมนาคม 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 หรือตัวแทนเซดเข้ามาถือหุ้นไม่ว่าโดยทางตรงหรือทางอ้อมเพื่อหลีกเลี่ยงประกาศฉบับนี้

(๒) การครอบงำกิจการผ่านการถือหุ้นโดยคนต่างด้าวเอง หรือถือผ่านผู้แทนหรือตัวแทนของคนต่างด้าว โดยหุ้นดังกล่าวมีสิทธิพิเศษในการออกเสียงลงมติในการประชุมผู้ถือหุ้นเกินกว่าสัดส่วนจำนวนหุ้นที่ถือไว้จริง หรือเป็นหุ้นที่มีสิทธิพิเศษเหนือกว่าหุ้นที่ถือโดยผู้มีสัญชาติไทย

(๓) การครอบงำกิจการผ่านการที่คนต่างด้าวมียอำนาจควบคุมหรือมีอิทธิพลไม่ว่าโดยทางตรงหรือทางอ้อมในการกำหนดนโยบาย การบริหารจัดการ การดำเนินงาน หรือการแต่งตั้งกรรมการหรือผู้บริหารระดับสูง

ผู้บริหารระดับสูง หมายถึง ประธานกรรมการ กรรมการผู้จัดการ ผู้จัดการ ผู้อำนวยการ หัวหน้าผู้บริหารด้านจัดซื้อ หัวหน้าผู้บริหารด้านการเงิน หรือบุคคลอื่นใดซึ่งมีอำนาจควบคุมหรืออิทธิพลต่อการบริหารกิจการหรือประกอบกิจการ โทรคมนาคมในกิจการของผู้ขอรับใบอนุญาต 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) การครอบงำกิจการผ่านการทำธุรกรรมในลักษณะ โอนราคา (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 The shareholders' meeting of the company shall be held at the company's head office or in a neighboring province. There shall be a shareholders meeting at least once a year. Such a meeting shall be called The "general meeting" shall be held within four 4 months after the end of the company's fiscal year. Other shareholders' meetings are called "extraordinary meetings." which shall be held whenever possible, as it deems appropriate or when the shareholders holding shares totaling not less than one-fifth (1/5) of the total number of shares sold or the number of shareholders not less than twenty-five (25) persons, with the total number of shares not less than one-tenth (1/10) of the total number of shares sold, compiled in the same letter, requesting the board of directors may call a shareholders' meeting. The request must clearly state what the meeting is called for and the board of directors must hold a meeting within one (1) month from the date of receiving the shareholders' letter.
- 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.

## Company regulations about the shareholders' meeting (Enclosure 8)

- 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.

## **Voting at the Shareholders' Meeting Vote counting and report the voting results**

Voting for each agenda will be made by commenting on the voting card received from shareholders to register to attend the meeting. For voting, one share is one vote, or one shareholder has votes equal to the number of shares held or proxied, the company will use the disapproval votes or abstaining deducted from all votes of the shareholders attending the meeting.

### Voting rules

#### **General agenda**

1. Voting in each agenda shall be made openly which one share shall be entitled to one vote. Shareholders or proxies shall make only one vote for approval, disapproval or abstention. It is unable to divide the voting into partial (Unless it's a Custodian pronouncement)

2. In case of proxy:

2.1 The proxy shall vote following the determination given by the shareholder as specified in the proxy form. Any vote not by the proxy form is invalid and shall not be counted as the vote of the shareholder.

2.2 In case the shareholder does not specify the determination, or the determination is unclear, or the meeting considers or resolves any agenda other than that specified in the proxy form, or there is any change or increment of fact, the proxy shall be authorized to consider and vote on such matter as he or she deems appropriate.

#### **Agenda on Election of Directors:**

For the election of directors under Article 17 of the Company's Articles of Association, shareholders or proxies shall have votes equal to one vote per share. And there are 2 ways to vote as follows:

1. In case that the number of persons nominated for directors does not exceed the number of directors required for that election, the shareholders meeting shall elect all the directors.

2. In case that the number of persons nominated for directors exceeds the number of directors required for that election. The shareholders have the right to elect the directors not exceeding the number of directors that should be available in that election and select individually. In this regard, the persons with the most votes, in descending order, shall be elected as directors. If persons receiving votes in respective orders receive equal votes and the number of directors required, the Chairman of the meeting shall have a casting vote.

### Voting Procedures

The Chairman shall inform the Meeting of the details of voting procedures as follows:

1. The Chairman shall propose the Meeting to vote in each agenda by asking time by time whether there is any shareholder disapprove or abstain.

2. In case of shareholder's disapproval or abstention, shareholder or proxy shall show their hand and send the voting card to the committees. the rest shall be regarded as approved without showing off their hand. If shareholders make only one vote for approval no disapproval or abstention, it is agreed that the shareholders approve the resolution.

3. Creditors will count the votes by using the barcode system to scan the barcode on the voting ballot for vote counting convenience in each agenda. And it will announce to the meeting for further acknowledgment.

## **Voting at the shareholders' meeting, Vote counting and Report the voting results (Enclosure 9)**

### **The resolution of the shareholders' meeting must consist of the following votes:**

- General case: the majority votes of the shareholders who attend the meeting and have the right to vote are the resolutions of the meeting.

- Other cases which the law or the Company's Articles of Association stipulated otherwise: the resolution shall conform to the law or the Company's Articles of Association which the Chairman shall inform the meeting before voting in each agenda.

1. In the event of a tie vote, the Chairman of the meeting shall have a casting vote.

2. A shareholder who has any special interest in a resolution, except for voting on the election of directors cannot vote on such resolution. The shareholders or proxies may be invited by the Chairman to temporarily leave the meeting except for voting for the director election.

3. The secret voting may be done when requested by at least 5 shareholders and the meeting resolves to vote in secret. The meeting chairman will determine the secret voting method and to inform the meeting before voting on the agenda that has a secret vote.

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

Before the meeting, the Chairman shall inform that the counting of votes for each agenda shall be made from the voting of shareholder or proxy present at the meeting with the right to vote. The vote result of every agenda shall be informed to the meeting before the Meeting is adjourned.

**Proles of the Independent Directors for proxy's appointment (Enclosure 10)**



<b>Name-Surname</b>	Mrs. Kesara Manchusree	<b>Position</b>	Chairman of the Audit Committee and Independent Director
<b>Age (years old)</b>	59		
<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 in Advanced Senior Executive Program (ASEP), Evanston, Chicago, USA SASIN and Kellogg School of Management</li> <li>• Director Certificate program, Thai Institute of Directors Association (IOD)</li> <li>• Certificate of Senior Executive Program Capital Market Academy, Generation 4 (CMA)</li> <li>• Certificate of TLCA Leadership Development Program, Class 3 (LDP)</li> <li>• Certificate of Senior Executive Program, Energy College, Class 6 (TEA)</li> <li>• Certificate of Senior Executive Program Commercial and Commercial Generation 7 Mahidol University Thai Chamber of Commerce (TEPCoT)</li> <li>• Diploma Digital Economy Promotion Leadership Course, Class 1, DEPA (Digital CEO)</li> </ul>		
<b>Shareholding proportion (31/12/62)</b>	None		
<b>Shareholding proportion held by spouse and underage children</b>	None		
<b>Stock trading during 2019</b>	None		
<b>Family relationship among directors and executives</b>	None		
<b>Position in other listed companies</b>	Yes		
<ol style="list-style-type: none"> <li>1. Chairman of the Board / Securities for Securities Public Company Limited</li> <li>2. Chairman of the Board and Independent Director / All Inspire Development Plc.</li> <li>3. Director and Chairman of the Audit Sub-Committee / KTB ST Holding PCL.</li> </ol>			
<b>Position in other companies (Non-listed company)</b>	Yes		
<ol style="list-style-type: none"> <li>1. Director / Society for Social Business of Thailand</li> <li>2. Chairman of the Board / NR Instant Produce Company Limited</li> <li>3. Chairman of the Board WEAssetManagement Co., Ltd</li> <li>4. Expert Committee of Thammasat University Council</li> <li>5. Director / Thammasat Economics Association</li> </ol>			

## Proles of the Independent Directors for proxy's appointment (Enclosure 10)

### Work experience over the last 5 years

Period	Position	Company Name/ Institution Type of Business	Type of Business
Jul 2018 - present	Chairman of the Audit Committee and Independent Director	Interlink Telecom Plc.	Telecommunications Services
2018 - present	Director	Social Business Association of Thailand	Associations
2018 - present	Chairman of the Board of Directors	Securities for Securities Public Company Limited	Securities
2018 - present	Chairman of the Board and Independent Director	All Inspire Development Plc.	Real Estate
2018 - present	Chairman of the Board	NR Instant Produce Company Limited	Production and distribution of flavoring food and semi-finished food, including various beverage products
2018 - present	Director and Chairman of the Audit Committee	KTB T Holding PCL.	Integrated Financial Institutions
2018 - present	Chairman	WEAssetManagement Co., Ltd	Securities
2016 - present	Expert Committee	Thammasat University	University
2015 - present	Director	Thammasat Economics Association	University
2017 - May 2018	Chairman of the Board of Directors	Lifefin Corp.	Securities
2016 - May 2018	Expert Committee	Thammasat University	University
2016 - May 2018	Director	World Federation of Exchange (WFE)	Securities
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 - 2018	Advisory Committee	Sasin Graduate Institute of Business Administration of Chulalongkorn University	University
2014 - May 2018	Director	Thai Institute of Directors Association Faculty of Economics	Associations
2004 - 2014	Managing Director	Thailand Futures Exchange (Thailand)	Securities

### Summarized the number of meetings attended in the year 2019 as follows

Meeting	Quantity	
	Actual of Meeting	Attend in a Meeting
Board of Director's Meeting	6	6
Annual General Meeting of the Shareholders for 2019	1	1

Directors do not hold any positions as directors or executives in other businesses that may cause conflicts of interest or have a business competition with the company.

Appointment date as a committee : 17 July 2018

Number of years in a committee position : 2 years 9 months

Number of terms and the number of years in which the committee holds 2 terms from the total number of years 2 years 9 months

Agenda 1 from 17 July 2018 to 24 April 2019

Agenda 2 from 24 April 2019 to present

Criminal history for the past 10 years : None



**Document and evidence required before attending the meeting**

**1.Natural Person**

**1.1. Thai shareholders**

- (a) Identification card of shareholders (ID card or government official card or state enterprise employee card)
- (b) In the case of the proxy Identification card of the attorney and identity card or passport (In the case of a foreigner) of the attorney.

**1.2. Foreign shareholders**

- (a) Passport of shareholders
- (b) In the case of proxy Passport of the attorney and identity card or passport (In the case of foreigners) of the attorney

**2.Juristic persons**

**2.1. Juristic persons registered in Thailand**

- (a) Certificate of juristic person Issued no later than 30 days by the Department of Commercial Registration Ministry of Commerce.
- (b) An identification card or passport (In the case of foreigners) of the authorized directors' signatures in the proxy with an identification card or passport (In the case of foreigners) of the proxy.

**2.2. Juristic persons registered in foreign countries**

- (a) Certificate of the juristic person
- (b) An identification card or passport (In the case of foreigners) of the authorized directors' Signatures in the proxy with an identification card or passport (In the case of foreigners) of the proxy

In the case of a copy of the document, it must be a certified true copy. And if it is a document produced in a foreign country, it should be notarized by a Notary Public.

**3.Foreign investors**

In case of shareholders are foreign investors and appoint a custodian in Thailand to be the depositor and take care of the shares, can download Proxy Form C at [www.interlinktelecom.co.th](http://www.interlinktelecom.co.th)

**Registration to attend the meeting**

Shareholders or proxies can register and submit documents or evidence for inspection at the meeting place from 09.00 - 10.00 of 23 April 2020.



หนังสือมอบฉันทะ แบบ ก.  
Proxy (From A.)

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 นางเกศรา มัญชุศรี ประธานกรรมการตรวจสอบ อายุ 59 ปี  
Name: Mrs. Kesara Manchusree, Chairman of the Audit Committee, Age 59 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 2563 ในวันที่ 8 กรกฎาคม 2563 เวลา 14.00 น.  
to be my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders for the year 2020 on 8<sup>th</sup> July 2020 at 2.00 p.m.

ณ ห้องประชุมแกรนด์สุวรรณภูมิ ชั้น 7 อาคารอินเทอร์เน็ต เลขที่ 48 ซอยรุ่งเรือง ถนนรัชดาภิเษก  
At the Grand Suvarnabhumi, Meeting Room, 7<sup>th</sup> Floor, Interlink Building, 48, Soi Rung - Reung, Ratchadapisek Road  
แขวงสามเสนนอก เขตห้วยขวาง กรุงเทพมหานคร หรือที่แจ้งเลื่อนไปในวัน เวลา และสถานที่อื่น  
Samsennok, Huay Khwang, Bangkok Metropolis, or any date, time and place thereof.

กิจการใดที่ผู้รับมอบฉันทะกระทำให้ในการประชุมนั้น 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 ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

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. 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



หนังสือมอบฉันทะ แบบ ข.  
Proxy (From B.)

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 เทเลคอม 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 นางเกศรา มัญชุศรี ประธานกรรมการตรวจสอบ อายุ 59 ปี

Name: Mrs. Kesara Manchusree, Chairman of the Audit Committee, Age 59 Years

ที่อยู่: บริษัท อินเทอร์เน็ต เทเลคอม 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 2563 ในวันที่ 8 กรกฎาคม 2563 เวลา 14.00 น.  
to be my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders for the year 2020 on 8<sup>th</sup> July 2020 at 2.00 p.m.

ณ ห้องประชุมแกรนด์สุวณภูมิ ชั้น 7 อาคารอินเทอร์เน็ต เลขที่ 48 ซอยรุ่งเรือง ถนนรัชดาภิเษก

At the Grand Suvannabhumi, Meeting Room, 7<sup>th</sup> Floor, Interlink Building, 48, Soi Rung - Reung, Ratchadapisek Road

แขวงสามเสนนอก เขตห้วยขวาง กรุงเทพมหานคร หรือที่แจ้งเลื่อนไปในวัน 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 be informed

เห็นด้วย  
Approve

ไม่เห็นด้วย  
Disapprove

งดออกเสียง  
Abstain

วาระที่ 2 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2562 ซึ่งประชุมเมื่อวันอังคารที่ 24 เมษายน 2562

Agenda No.2 To consider for the approval of the Minute of 2019 Annual General Meeting of Shareholders, held on April 24, 2019

รับรอง  
Approve

ไม่รับรอง  
Disapprove

งดออกเสียง  
Abstain

วาระที่ 3 รับทราบรายงานผลการดำเนินงาน ประจำปี 2562

Agenda No.3 To acknowledge of the Company's performance for the fiscal year 2019

เห็นด้วย  
Approve

ไม่เห็นด้วย  
Disapprove

งดออกเสียง  
Abstain

วาระที่ 4 พิจารณานุมัติงบแสดงฐานะการเงิน และงบกำไรขาดทุนเบ็ดเสร็จ ประจำปี สิ้นสุดวันที่ 31 ธันวาคม 2562  
Agenda No.4 To consider for the approval of Statements of Financial Position and Statements of Comprehensive Income for the year ended December 31, 2019

เห็นด้วย  ไม่เห็นด้วย  งดออกเสียง  
Approve Disapprove Abstain

วาระที่ 5 พิจารณานุมัติจัดสรรกำไรสุทธิประจำปี 2562

Agenda No.5 To consider for the approval of 2019 Net Profits' allocation

วาระที่ 5.1 พิจารณารับทราบการจัดสรรกำไรสุทธิเป็นสำรองตามกฎหมาย

Agenda No.5.1 To acknowledge of the allocation net profits for the fiscal year 2019 as legal reserve

เห็นด้วย  ไม่เห็นด้วย  งดออกเสียง  
Approve Disapprove Abstain

วาระที่ 5.2 พิจารณานุมัติงดจ่ายเงินปันผลประจำปี 2562

Agenda No.5.2 To consider and approve to suspend dividend payment for the 2019 Company's performance

เห็นด้วย  ไม่เห็นด้วย  งดออกเสียง  
Approve Disapprove Abstain

วาระที่ 6 พิจารณาและอนุมัติการออกใบสำคัญแสดงสิทธิที่จะซื้อหุ้นสามัญของบริษัทฯ ครั้งที่ 2 (ITEL-W2)

Agenda No.6 To consider for the approval to issue of warrant to purchase ordinary shares of Interlink Telecom Public Company Limited No.2 (ITEL-W2)

เห็นด้วย  ไม่เห็นด้วย  งดออกเสียง  
Approve Disapprove Abstain

วาระที่ 7 พิจารณาและอนุมัติการเพิ่มทุนเพื่อรับรองการออกใบสำคัญแสดงสิทธิที่จะซื้อหุ้นสามัญของบริษัทฯ ครั้งที่ 2 (ITEL-W2)

Agenda No.7 To consider for the approval of increasing share capital as to reserve for the issuance of the right offering of the Company's warrants No.2 (ITEL-W2)

เห็นด้วย  ไม่เห็นด้วย  งดออกเสียง  
Approve Disapprove Abstain

วาระที่ 8 พิจารณานุมัติแก้ไขหนังสือบริคณห์สนธิของบริษัทฯ ข้อ 4 เพื่อให้สอดคล้องกับการเพิ่มทุนเพื่อรับรองการออกใบสำคัญแสดงสิทธิที่จะซื้อหุ้นสามัญของบริษัทฯ ครั้งที่ 2 (ITEL-W2)

Agenda No.8 To consider for the approval of the amendment the Memorandum Association No.4 to comply the increasing of share capital in order to reserve for the issuance of warrants to purchase ordinary shares of the Company No.2 (ITEL-W2)

เห็นด้วย  ไม่เห็นด้วย  งดออกเสียง  
Approve Disapprove Abstain

วาระที่ 9 พิจารณาเลือกตั้งคณะกรรมการที่ครบกำหนดออกจากตำแหน่งตามกำหนดวาระ และอนุมัติกำหนดอำนาจหน้าที่กรรมการ

Agenda No.9 To consider and approval the appointment of the Company's directors in lieu of the directors who will be retired by rotation and to specify authority of the Board of Directors.

วาระที่ 9.1 พิจารณาเลือกตั้งคณะกรรมการที่ครบกำหนดออกจากตำแหน่งตามกำหนดวาระ

Agenda No.9.1 To consider the approval of the directors who are retired by rotation

1 นายปกรณ์ มาลากุล ณ อยุธยา

Mr. Pakorn Malakul Na Ayudhya

เห็นด้วย  ไม่เห็นด้วย  งดออกเสียง  
Approve Disapprove Abstain

2 ดร. ชลิดา อนันตรัมพร

Dr. Chalida Anuntarumporn

เห็นด้วย  ไม่เห็นด้วย  งดออกเสียง  
Approve Disapprove Abstain

3 นายชวลิต ชูขจร

Mr. Chavalit Chookajom

เห็นด้วย  ไม่เห็นด้วย  งดออกเสียง  
Approve Disapprove Abstain

4 นายสุวัฒน์ ปุณณชัยยะ

Mr. Suwat Punnachaiya

เห็นด้วย  ไม่เห็นด้วย  งดออกเสียง  
Approve Disapprove Abstain

วาระที่ 9.2 พิจารณาและอนุมัติกำหนดอำนาจหน้าที่กรรมการ

Agenda No.9.2 To consider for the approval of specify authority of the Board of Directors.

เห็นด้วย  ไม่เห็นด้วย  งดออกเสียง  
Approve Disapprove Abstain



วาระที่ 10 พิจารณานุมัติกำหนดค่าตอบแทนกรรมการ ประจำปี 2563  
 Agenda No.10 To consider for the approval of Director's remunerations for the year 2020

เห็นด้วย  ไม่เห็นด้วย งดออกเสียง  
 Approve Disapprove Abstain

วาระที่ 11 พิจารณานุมัติแต่งตั้งผู้สอบบัญชีและกำหนดค่าตอบแทนผู้สอบบัญชี ประจำปี 2563  
 Agenda No.11 To consider for the appointment of the auditor and the audit fee for the fiscal year 2020

เห็นด้วย  ไม่เห็นด้วย งดออกเสียง  
 Approve Disapprove Abstain

วาระที่ 12 พิจารณานุมัติกำหนดข้อห้ามการกระทำที่มีลักษณะเป็นการครอบงำกิจการโดยคนต่างด้าว  
 Agenda No.12 To consider for the approval of the imposition of the Prohibitive Actions of Business Domination by Foreigner

เห็นด้วย  ไม่เห็นด้วย งดออกเสียง  
 Approve Disapprove Abstain

วาระที่ 13 พิจารณาเรื่องอื่นๆ (ถ้ามี)  
 Agenda No.13 To consider other businesses (If any)

เห็นด้วย  ไม่เห็นด้วย งดออกเสียง  
 Approve Disapprove Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่ากรลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช้เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น  
 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) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
 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.

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



หนังสือมอบฉันทะ แบบ ค.  
Proxy (From 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 นางเกศรา มัญชุศรี ประธานกรรมการตรวจสอบ อายุ 59 ปี  
Name: Mrs. Kesara Manchusree, Chairman of the Audit Committee, Age 59 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 2563 ในวันที่ 8 กรกฎาคม 2563 เวลา 14.00 น.  
to be my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders for the year 2020 on 8<sup>th</sup> July 2020 at 2.00 p.m.

ณ ห้องประชุมแกรนด์สุวณภูมิ ชั้น 7 อาคารอินเทอร์เน็ต เลขที่ 48 ซอยรุ่งเรือง ถนนรัชดาภิเษก  
At the Grand Suvarnabhumi, Meeting Room, 7<sup>th</sup> Floor, Interlink Building, 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 be informed

 เห็นด้วย

Approve

 ไม่เห็นด้วย

Disapprove

 งดออกเสียง

Abstain

## วาระที่ 2 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2562 ซึ่งประชุมเมื่อวันที่ 24 เมษายน 2562

Agenda No.2 To consider for the approval of the Minute of 2019 Annual General Meeting of Shareholders, held on April 24, 2019

 รับรอง

Approve

 ไม่รับรอง

Disapprove

 งดออกเสียง

Abstain

## วาระที่ 3 รับทราบรายงานผลการดำเนินงาน ประจำปี 2562

Agenda No.3 To acknowledge of the Company's performance for the fiscal year 2019

 เห็นด้วย

Approve

 ไม่เห็นด้วย

Disapprove

 งดออกเสียง

Abstain

## วาระที่ 4 พิจารณานุมัติงบแสดงฐานะการเงิน และงบกำไรขาดทุนเบ็ดเสร็จ ประจำปี สิ้นสุดวันที่ 31 ธันวาคม 2562

Agenda No.4 To consider for the approval of Statements of Financial Position and Statements of Comprehensive Income for the year ended December 31, 2019

 เห็นด้วย

Approve

 ไม่เห็นด้วย

Disapprove

 งดออกเสียง

Abstain

## วาระที่ 5 พิจารณานุมัติจัดสรรกำไรสุทธิประจำปี 2562

Agenda No.5 To consider for the approval of 2019 Net Profits' allocation

## วาระที่ 5.1 พิจารณารับทราบการจัดสรรกำไรสุทธิเป็นสำรองตามกฎหมาย

Agenda No.5.1 To acknowledge of the allocation net profits for the fiscal year 2019 as legal reserve

 เห็นด้วย

Approve

 ไม่เห็นด้วย

Disapprove

 งดออกเสียง

Abstain

## วาระที่ 5.2 พิจารณานุมัติงดจ่ายเงินปันผลประจำปี 2562

Agenda No.5.2 To consider and approve to suspend dividend payment for the 2019 Company's performance

 เห็นด้วย

Approve

 ไม่เห็นด้วย

Disapprove

 งดออกเสียง

Abstain

## วาระที่ 6 พิจารณาและอนุมัติการออกไปสำคัญแสดงสิทธิที่จะซื้อหุ้นสามัญของบริษัทฯ ครั้งที่ 2 (ITEL-W2)

Agenda No.6 To consider for the approval to issue of warrant to purchase ordinary shares of Interlink Telecom Public Company Limited No.2 (ITEL-W2)

 เห็นด้วย

Approve

 ไม่เห็นด้วย

Disapprove

 งดออกเสียง

Abstain

## วาระที่ 7 พิจารณาและอนุมัติการเพิ่มทุนเพื่อรับรองการออกไปสำคัญแสดงสิทธิที่จะซื้อหุ้นสามัญของบริษัทฯ ครั้งที่ 2 (ITEL-W2)

Agenda No.7 To consider for the approval of increasing share capital as to reserve for the issuance of the right offering of the Company's warrants No.2 (ITEL-W2)

 เห็นด้วย

Approve

 ไม่เห็นด้วย

Disapprove

 งดออกเสียง

Abstain

## วาระที่ 8 พิจารณานุมัติแก้ไขหนังสือบริคณห์สนธิของบริษัทฯ ข้อ 4 เพื่อให้สอดคล้องกับการเพิ่มทุนเพื่อรับรองการออกไปสำคัญแสดงสิทธิที่จะซื้อหุ้นสามัญของบริษัทฯ ครั้งที่ 2 (ITEL-W2)

Agenda No.8 To consider for the approval of the amendment the Memorandum Association No.4 to comply the increasing of share capital in order to reserve for the issuance of warrants to purchase ordinary shares of the Company No.2 (ITEL-W2)

 เห็นด้วย

Approve

 ไม่เห็นด้วย

Disapprove

 งดออกเสียง

Abstain

วาระที่ 9 พิจารณาเลือกตั้งคณะกรรมการที่ครบกำหนดออกจากตำแหน่งตามกำหนดวาระ และอนุมัติกำหนดอำนาจหน้าที่กรรมการ  
 Agenda No.9 To consider and approve the appointment of the Company's directors in lieu of the directors who will be retired by rotation and to specify authority of the Board of Directors.

วาระที่ 9.1 พิจารณาเลือกตั้งคณะกรรมการที่ครบกำหนดออกจากตำแหน่งตามกำหนดวาระ  
 Agenda No.9.1 To consider the approval of the directors who are retired by rotation

1 นายปกรณ์ มาลากุล ณ อยุธยา

Mr. Pakom Malakul Na Ayudhya

เห็นด้วย  ไม่เห็นด้วย  งดออกเสียง  
 Approve Disapprove Abstain

2 ดร. ชลิตา อนันตรัมพร

Dr. Chalida Anuntarumpom

เห็นด้วย  ไม่เห็นด้วย  งดออกเสียง  
 Approve Disapprove Abstain

3 นายชวลิต ชูขจร

Mr. Chavalit Chookajorn

เห็นด้วย  ไม่เห็นด้วย  งดออกเสียง  
 Approve Disapprove Abstain

4 นายสุวัฒน์ ปุณณชัยยะ

Mr. Suwat Punnachaiya

เห็นด้วย  ไม่เห็นด้วย  งดออกเสียง  
 Approve Disapprove Abstain

วาระที่ 9.2 พิจารณาและอนุมัติกำหนดอำนาจหน้าที่กรรมการ

Agenda No.9.2 To consider for the approval of specify authority of the Board of Directors.

เห็นด้วย  ไม่เห็นด้วย  งดออกเสียง  
 Approve Disapprove Abstain

วาระที่ 10 พิจารณาอนุมัติกำหนดค่าตอบแทนกรรมการ ประจำปี 2563

Agenda No.10 To consider for the approval of Director's remunerations for the year 2020

เห็นด้วย  ไม่เห็นด้วย  งดออกเสียง  
 Approve Disapprove Abstain

วาระที่ 11 พิจารณาอนุมัติแต่งตั้งผู้สอบบัญชีและกำหนดค่าตอบแทนผู้สอบบัญชี ประจำปี 2563

Agenda No.11 To consider for the appointment of the auditor and the audit fee for the fiscal year 2020

เห็นด้วย  ไม่เห็นด้วย  งดออกเสียง  
 Approve Disapprove Abstain

วาระที่ 12 พิจารณาอนุมัติกำหนดข้อห้ามการกระทำที่มีลักษณะเป็นการครอบงำกิจการโดยคนต่างด้าว

Agenda No.12 To consider for the approval of the imposition of the Prohibitive Actions of Business Domination by Foreigner

เห็นด้วย  ไม่เห็นด้วย  งดออกเสียง  
 Approve Disapprove Abstain

วาระที่ 13 พิจารณาเรื่องอื่นๆ (ถ้ามี)

Agenda No.13 To consider other businesses (If any)

เห็นด้วย  ไม่เห็นด้วย  งดออกเสียง  
 Approve Disapprove Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

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) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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.



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. หนังสือมอบฉันทะแบบ ค. นี้ ใช้เฉพาะกรณีที่มีผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียนในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นเท่านั้น

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. หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะ คือ

Required documents are

(1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียนเป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน

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

(2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจคัสโตเดียน

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

3. ผู้ถือหุ้นที่มอบฉันทะ จะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

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. 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.

5. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล

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



Interlink Telecom Public Company Limited

Stamp  
3 Baht

Please send

Interlink Telecom Public Company Limited  
Company Secretary  
48/66 Soi Rung-reung Ratchadaphisek Road,  
Samsenok, Huay Khwang,  
Bangkok 10310

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**Request form for the Annual Report 2019 (Enclosure 13)**



Annual Report Request Form 2019

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 2019 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 .....

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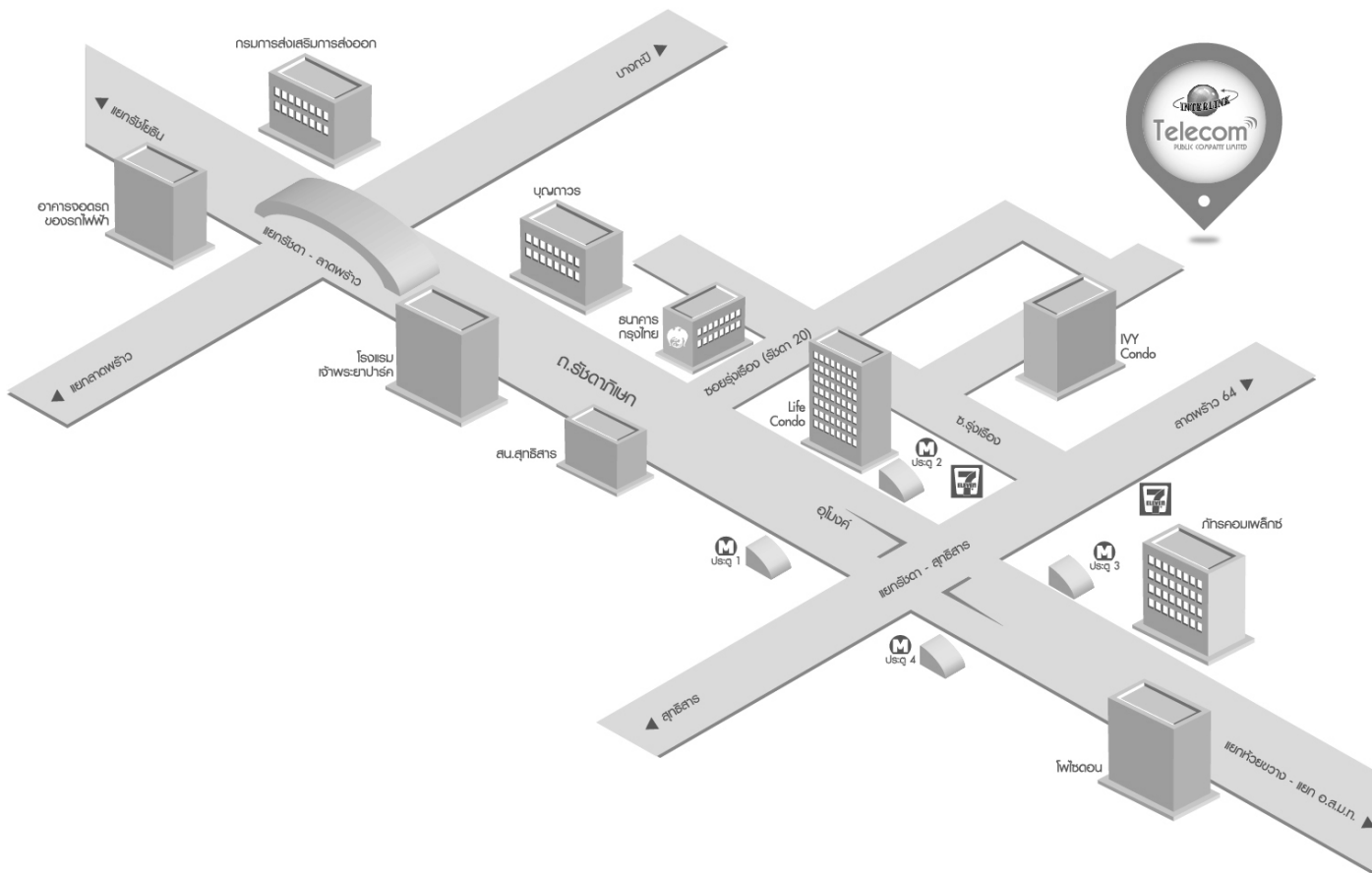
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Tel.....



Interlink Telecom Public Company Limited

# Map of Interlink Telecom Public Company Limited



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

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