

Guideline for the registration, appointment of proxy, documents and evidences to be presented on the meeting date

The registration

The Company will commence the registration for the meeting attendance for the shareholders and/or the proxies at 12.00 hrs. on Thursday April 23, 2015, at Majic 2 Room, 2nd Floor, Miracle Grand Convention Hotel, 99 Vibhavadi Rangsit Road, Lak Si, Don Mueang, Bangkok 10210, location map is as appeared in **Enclosure 9.**

The appointment of proxy

In the case that the shareholders are unable to attend the meeting, the shareholders can appoint other persons as their proxy to attend the meeting and vote on their behalf. The Company has provided Proxy Form B, determined by the Department of Business Development, Ministry of Commerce, which is a Specific Proxy Form with details in each agenda in **Enclosure 5**.

Proxy Form A which is a general proxy form (simple form) and Form C which is a specific proxy form for foreign investors who appoint a custodian in Thailand to be a share depository and keeper can be downloaded from the Company website at www.hotpot.co.th.

The appointment of proxy can be conducted as follows:

- 1. The shareholders shall choose to use only one type of the proxy form.
 - 1) General shareholders shall choose to use either Proxy Form A or Form B. <u>The Company</u> recommends the shareholders to use Proxy Form B and specify the voting for each agenda item.
 - 2) Foreign investors who appoint a custodian in Thailand to be a share depository and keeper shall choose either one of three Proxy Forms, which are Proxy Form A or Form B or Form C.
- 2. The shareholder shall authorize any person to attend and vote at the Meeting on your behalf. Appointing many proxies to split votes is not allowed. The shareholder shall also authorize the proxy to cast the votes by all the shares held by him/her. Authorization of less than the total number of shares is not allowed except for the Custodian appointed by the foreign investor pursuant to Proxy Form C.

The shareholders can appoint any person to be their proxies as they wish, or appoint the independent director of the Company whose name and profile is as appears in **Enclosure 6** to be their proxy. If the shareholders choose to appoint the independent director of the Company to be their proxies, the Company recommends the shareholders to use Proxy Form B. and specify the voting for each agenda item, and deliver the proxy form with the supporting documents to Hot Pot Public Company Limited, 350 Ram Inthra Rd., Tha Raeng, Bangkhen, Bangkok 10230 in which the documents shall arrive at the Company no later than April 17, 2015.



- 3. The proxy form must be completely filled in, signed by the grantor and the proxy and affixed with Baht 20 stamp duty which is crossed and specified the date such proxy is made.
- 4. The proxy must present the proxy form and supporting documents as specified in **documents to be**presented on the meeting date at registration desk before attending the meeting.

Documents to be presented on the meeting date

Individual

- 1. In case the shareholder attend the meeting in person:
 - 1) A registration form as appears in Enclosure 4; and,
 - 2) The shareholder shall present a valid identification card or government officer card or driving license or passport (in case of foreign shareholders), including evidence of name or surname change (if any).
- 2. In case the shareholders appoint proxy:
 - 1) A registration form as appears in Enclosure 4;
 - A proxy form, correctly and completely filled in and signed by the grantor and the proxy, and affixed with a stamp duty;
 - 3) A copy of valid identification card or government officer card or driving license or passport (in case of foreign shareholders) of the grantor, certified as true and correct copy by the grantor; and
 - 4) The proxy shall present a valid identification card or government officer card or driving license or passport (in case of foreign shareholders).

Juristic persons registered in Thailand

- 1. In the case the authorized representative of the shareholders attend the meeting in person:
 - 1) A registration form as appears in Enclosure 4;
 - 2) A copy of the shareholder's Certificate of Incorporation, issued by the Department of Business Development, Ministry of Commerce, certified as true and correct copy by the authorized representative, with the statement showing that such authorized representative who attends the meeting is empowered to act on behalf of such juristic shareholder; and
 - 3) The authorized representative shall present a valid identification card or government officer card or driving license or passport (in case of foreign shareholders).
- 2. In the case the shareholders appoint the proxy to attend the meeting:
 - 1) A registration form as appears in **Enclosure 4**;
 - A proxy form, correctly and completely filled in and signed by the authorized representative and the proxy, and affixed with a stamp duty;



- 3) A copy of the shareholder's Certificate of Incorporation, issued by the Department of Business Development, Ministry of Commerce, certified as true and correct copy by the authorized representative, with the statement showing that such authorized representative who signs the proxy form is empowered to act on behalf of such juristic shareholder;
- 4) A copy of valid identification card or government officer card or driving license or passport (in case of foreign shareholders) of the authorized representative, certified as true and correct copy by the representative; and,
- The proxy shall present a valid identification card or government officer card or driving license or passport (in case of foreign shareholders).

Juristic persons registered outside of Thailand

- 1) Registration Form as appears in Enclosure 4;
- A proxy form, correctly and completely filled in and signed by the authorized representative and the proxy, and affixed with a stamp duty;
- 3) A copy of the affidavit of juristic person, issued by the government authority of the country where juristic person situated, and certified as true and correct copy by the authorized representative. Such affidavit must contain the name of the juristic person, authorized signatory, conditions and limitations of authorized signatory and the location of the head office;
- For foreign documentation, English translation is required for the Non-English with certification of correctness of the translation by authorized representative;
- A copy of valid identification card or government officer card or driving license or passport (in case of foreign shareholders) of the authorized representative, certified as true and correct copy by the representative; and,
- 6) The proxy shall present a valid identification card or government officer card or driving license or passport (in case of foreign shareholders).

Foreign shareholders appointing a custodian in Thailand to be a share depository and keeper

- 1) The documents are similar to the case of juristic persons.
- 2) A Power of Attorney from the shareholder appointing the custodian to sign the proxy form on his/her behalf.
- A letter confirming that the person who signs the proxy form is permitted to operate the custodian business.