



**Guidelines for proxy appointment, registration and documents required in order to
Attend and Vote in the 2022 Annual General Meeting of Shareholders
M Pictures Entertainment Public Company Limited
April 7, 2022**

A) Appointment of Proxy

A copy of Proxy Form B has been delivered to each of the shareholders by the Company in order for any shareholder, who is unable to attend the meeting in person, to appoint another person or any one of the Company's independent directors (as specified by the Company) as a proxy of such shareholder.

1. Appointment of another person as a proxy:

- A proxy grantor must appoint and authorize only one proxy to attend the meeting and cast the votes on his/her/its behalf and the number of shares held by such a proxy grantor may not be split for more than one proxy in order to separate the votes except for the Custodian appointed by the Foreign Investor in accordance with Proxy Form C. Such Proxy Form C for the custodians that represent overseas Shareholders is available for download from the Company's website www.mpictures.co.th.

- A proxy grantor must fill in information in the proxy form and the signatures of both the proxy grantor and the proxy must be correctly placed therein.

2. Appointment of the Company's independent director(s) as a proxy (the details of independent director are as shown in the Enclosure 8)

- A proxy grantor must fill in the following name and information of the Company's director in order to appoint such person as proxy:

**(1) Mr. Vachara Tuntariyanond, Independent Director/Audit Committee/
Chairman of Risk Management Committee**

In this regard, the independent director who is named to be the proxy will act within the scope of proxy granted by the shareholders. If the proxy does not act within the scope, the shareholders who suffer damages can exercise the rights to legal proceeding according to the laws against the Company and the proxy.

- A proxy grantor must fill in information in the proxy form as well as placing his/her/its signature(s) on the proxy form and send it the Company Secretary before the meeting date.

3. For convenience, please deliver the completed proxy form together with the supporting documents to the Company in advance and no later than March 28, 2022. The proxy form must be filled out and signed. All corrections, markings or deletions, if any, made to material contents therein must be duly initialed by the Shareholders. The proxy form must be affixed with a stamp duty of Baht 20. The Company will facilitate in the affixture of the stamp duty for proxies who register at the Meeting.



4. In case the shareholder wishes to cancel the granting of proxy, the shareholder can do so by serving a notice in writing to the Chairman of the Board of Directors via E-mail orawant@mpictures.co.th before the commencement of the Meeting, or at the latest, before the voting of each agenda.

Remark: Shareholders should study the agenda's details of the Meeting prior to the granting of proxy.

B) Supporting Documents for registration and granting of proxy used for the registration process of the Inventech Connect system.

1. In the event that the shareholder is a natural person:

1.1 Attendance in person: A document issued by the governmental authority with photo of the shareholders and has not expired, e.g. national ID card, driver license, or passport.

1.2 Attendance by proxy:

(a) a proxy form, the form of which is attached hereto together with the notice for calling the annual general meeting of the shareholders, that is completely and accurately filled-in, signed by the proxy grantor (the shareholder) and the proxy, and together with Baht 20 of stamp duty affixed;

(b) a copy of the proxy grantor's document issued by the governmental authority as referred to in 1.1 certified true and correct copy by the proxy grantor; and

(c) an original of the proxy's document issued by the governmental authority as referred to in 1.1.

2. In the event that the shareholder is a juristic person:

2.1 Attendance in person by an authorized representative of the shareholder:

(a) an original of such authorized representative's document issued by the governmental authority as referred to in 1.1; and

(b) a copy of the Affidavit or Certification Document of the shareholder showing the name of such authorized representative as a person having power and authority to act on the shareholder's behalf and such copy of the Affidavit or Certification Document must be certified true and correct copy by such authorized representative.

2.2 Attendance by proxy:

(a) a proxy form, the form of which is attached hereto together with the notice for calling the annual general meeting of the shareholders, that is completely filled-in, signed by the proxy grantor (the shareholder) and the proxy, and together with Baht 20 of stamp duty affixed;

(b) a copy of the Affidavit or Certification Document of the shareholder showing that the name of the person who signs in the proxy form as the proxy grantor is an authorized representative of the shareholder having power and authority to act on the shareholder's behalf and such copy of the Affidavit or Certification Document must be certified true and correct copy by such authorized representative;



(c) a copy of valid document issued by the governmental authority containing detail and information as referred to in 1.1 of the authorized representative who signs in the proxy form as the proxy grantor, certified true and correct copy by such authorized representative; and

(d) an original of the proxy's document issued by the governmental authority as referred to in 1.1.

3. In the event that the shareholder is a non-Thai shareholder or is a juristic person incorporated under foreign laws:

Provisions specified in paragraphs no.1 and 2 above shall be applied *mutatis mutandis* to a non-Thai shareholder or, as the case may be, a shareholder which is juristic person incorporated under foreign laws subject to the following conditions:

(a) Affidavit or Certification Document of such juristic person may be issued by either the governmental authority of the country where such juristic person is situated in or by an officer of such juristic person, provided that such an Affidavit or Certification Document must contain the name of the juristic person, the address of the head office of the juristic person, and the name(s) of the person(s) having authority to sign on behalf of the juristic person together with any restrictions or conditions of the power of such person(s); and

(b) English translation is required to be attached for any original document which is not made in English and such translation must be certified correct translation by the authorized representative(s) of such juristic person.

C) Vote Casting and Counting

The Chairman of the meeting or the person assigned by the Chairman will inform the meeting as to the methods of vote casting and counting prior to discussion of meeting agenda.

1. Vote Casting

- Each of the shareholders shall have one vote per share.
- The Chairman will ask the meeting as to whether there are any shareholders who wish to object (not-approve) or abstain their voting in each agenda and if any, must be informed to the meeting through Inventech Connect for e-Voting.

- If there are any shareholders who do not approve or abstain votes, such shareholders must do so through Inventech Connect for e-Voting. Any shareholders who cancel the votes or do not cast any vote shall be deemed to agree with such agenda according to the Company's practice regarding counting of the vote. Shareholders can change their vote until the closing of voting session for each agenda item.

- If there is no shareholder's objection or abstinent, it shall be deemed that the meeting unanimously resolves to approve such agenda as proposed by the Chairman, unless there are checked marks of not-approve or abstinent votes specified in the proxy form given to the Company where the Company has recorded and counted such not approve or abstinent votes for the relevant agenda.

- In the event where a shareholder has appointed a proxy to attend and vote on its behalf pursuant to its intention that has already been specified in the proxy form, the Company



will count and record such votes at the time of registration for the meeting in order to facilitate the proxy so that such that the proxy will not have to cast the votes in the ballot again in the meeting and such votes will then be added up with the votes aforementioned.

2. Vote Counting

- The Company uses Inventech Connect for e-Voting for counting votes.
- In counting the number of votes of each agenda of the meeting, the Company will count the votes of the shareholders casted in the meeting and those specified in the proxy form previously given to the Company by the proxy prior to attending the meeting room while the number of not-approve and abstinent votes will be subtracted from the total number of votes of the shareholders attending the meeting and entitled to vote.
- After the end of casting of the votes in each agenda, the Chairman will announce the result of vote counting by informing the meeting the number and percentage of approval votes, disapproval (not-approve) votes and abstinent votes, separately.

D) Guidelines for the submission of a request to attend the meeting by electronic means

Shareholders wishing to attend the meeting via electronic means are able to proceed according to processes as provided in the **Guidelines for attending of Electronic Meeting by Inventech Connect.**



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1. Appointment of another person as a proxy:

- A proxy grantor must appoint and authorize only one proxy to attend the meeting and cast the votes on his/her/its behalf and the number of shares held by such a proxy grantor may not be split for more than one proxy in order to separate the votes.
- A proxy grantor must fill in information in the proxy form and the signatures of both the proxy grantor and the proxy must be correctly placed therein.

2. Appointment of the Company's independent director(s) as a proxy (the detail of independent director shown in the Enclosure 8)

- A proxy grantor must fill in the following names and information of the Company's directors in order to appoint a proxy:

**Mr. Vachara Tuntariyanond, Independent Director/Audit Committee/
Chairman of Risk Management Committee**

- A proxy grantor must fill in information in and place his/her/its signature(s) on the proxy form

3. For the convenience, please fold and put the completed proxy form into the business reply envelope, seal and then deliver it via mail to the Company Secretary of the Company no later than March 28, 2022. The proxy form must be filled out and signed. All corrections or deletions, if any, made to material contents therein must be duly initialed by the Shareholders. A form of proxy must be affixed with a stamp duty of Baht 20. The Company will facilitate in the affixion the stamp duty upon Shareholders' registration at the Meeting.

B) Supporting Documents for registration and proxy used for the registration process of the Inventech Connect system.

1. In the event that the shareholder is a natural person:

- 1.1 Attendance in person: A valid official ID card in where a photograph is shown, e.g. personal ID card, driver license, or passport.



1.2 Attendance by proxy:

- (a) a proxy form, the form of which is attached hereto together with the notice for calling the annual general meeting of the shareholders, that is completely filled, signed by the proxy grantor (the shareholder) and the proxy, and together with Baht 20 of stamp duty affixed;
- (b) a copy of the proxy grantor's official ID card as referred to in 1.1 certified true and correct by the proxy grantor; and
- (c) an original of the proxy's official ID card as referred to in 1.1.

2. In the event that the shareholder is a juristic person:

2.1 Attendance in person by an authorized representative of the shareholder:

- (a) an original of such authorized representative's official ID card as referred to in 1.1; and
- (b) a copy of the Affidavit or Certificate of Incorporation of the shareholder showing the name of such authorized representative as a person having power and authority to act on the shareholder's behalf and such copy of the Affidavit or Certificate of Incorporation must be certified true and correct by such authorized representative.

2.2 Attendance by proxy:

- (a) a proxy form, the form of which is attached hereto together with the notice for calling the annual general meeting of the shareholders, that is completely filled, signed by the proxy grantor (the shareholder) and the proxy, and together with Baht 20 of stamp duty affixed;
- (b) a copy of the Affidavit or Certificate of Incorporation of the shareholder showing that the name of the person who signs in the proxy form as the proxy grantor is an authorized representative of the shareholder having power and authority to act on the shareholder's behalf and such copy of the Affidavit or Certificate of Incorporation must be certified true and correct by such authorized representative;
- (c) a copy of valid official ID card containing detail and information as referred to in 1.1 of the authorized representative who signs in the proxy form as the proxy grantor, certified true and correct by such authorized representative; and
- (d) an original of the proxy's official ID card as referred to in 1.1.

3. In the event that the shareholder is a non-Thai shareholder or is a juristic person incorporated under foreign laws:

Provisions specified in paragraphs no.1 and 2 above shall be applied *mutatis mutandis* to a non-Thai shareholder or, as the case, may be a shareholder which is juristic person incorporated under foreign laws subject to the following conditions:

- (a) Affidavit or Certificate of Incorporation of such juristic person may be issued by either the governmental authority of the country in where such juristic person is situated or by an officer of such juristic person, provided that such an Affidavit or Certificate of Incorporation must contain the name of the juristic person, the address of the head office of the juristic person, and the name(s) of the person(s) having authority to sign on behalf of the juristic person together with any restrictions or conditions of the power of such person(s); and



(b) English translation is required to be attached for any original document which is not made in English and such translation must be certified by the authorized representative(s) of such juristic person.

C) Vote Casting and Counting

The Chairman of the meeting or the person assigned by the Chairman will inform the meeting as to the methods of vote casting and counting prior to discussion of meeting agenda.

1. Vote Casting

- Each of the shareholders shall have one vote per share.
- The Chairman will ask the meeting as to whether there are any shareholders who wish to object (not-approve) or abstain their voting must be required to inform the meeting through Inventech Connect and use Inventech Connect for e-Voting.
- If there are any not approve or abstinent votes, such shareholders must be required to use Inventech Connect for e-Voting. If Shareholders press "Do not submit vote" button or do not press any buttons to cast a vote at any agendas, it shall be deemed that Shareholders agree with such agenda according to the Company's practice regarding counting of the vote. Shareholders can change their vote until the closing of voting session for each agenda item.
- If there is no shareholder's objection or abstinent, it shall be deemed that the meeting unanimously resolves to approve such agenda, unless there are checked marks of not-approve or abstinent votes specified in the proxy form given to the Company where the Company has recorded and counted such not approve or abstinent votes for the relevant agenda.
- In the event where a shareholder has appointed a proxy to attend and vote on its behalf pursuant to its intention already been specified in the proxy form, the Company will count and record such votes at the time of registration for attending the meeting in order to facilitate the proxy such that the proxy will not have to cast the votes in the ballot again in the meeting and such votes will then be added up with the votes aforementioned.

2. Vote Counting

- The Company uses Inventech Connect for e-Voting for counting votes.
- In counting the number of votes of each agenda of the meeting, the Company will count the votes of the shareholders which cast in the meeting and those specified in the proxy form previously given to the Company by the proxy prior to attending the meeting room while the number of not-approve and abstinent votes will be subtracted from the total number of votes of the shareholders attending the meeting and entitled to vote.
- After the end of casting the votes in each agenda, the Chairman will announce the result of vote counting by informing the meeting the number and percentage of approval votes, disapproval (not-approve) votes and abstinent votes, separately.

D) Guidelines for the submission of a request to attend the meeting by electronic means


Shareholders wishing to attend the meeting via electronic means able to proceed according to **Guidelines for attending of Electronic Meeting by Inventech Connect.**

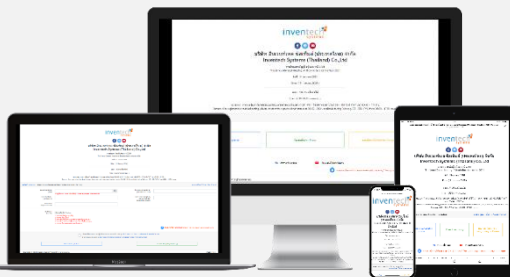
Guidelines for attending of Electronic Meeting by Inventech Connect

Shareholders and proxies wishing to attend the meeting can proceed according to the procedure for submitting the request form to attend the meeting via electronic media as follows:

Step for requesting Username & Password from via e-Request system

1. The Shareholders must submit a request to attend the meeting by Electronic Means via Web Browser at

<https://inet.inventech.co.th/MPIC154320R> or scan QR Code  and follow the steps as shown in the picture



- 1 Click link URL or scan QR Code in the letter notice Annual General Meeting.
- 2 Shareholders choose to file a request form.
- 3 Fill in the information shown on the registration page.
- 4 agree to the Requirements for Meeting Attendance via the Inventech Connect.
- 5 Click "Request" button.
- 6 Please wait for an email from the officer informing you of meeting details and Username & Password.

**** 1 email account per 1 shareholder ID****

2. For Shareholders who would like to attend the Meeting either through the Electronic Means by yourself or someone who is not the provided independent directors, please note that the electronic registration will be available from **1 April 2022 at 8:30 a.m. and shall be closed on 7 April 2022 until the end of the meeting.**


3. The electronic conference system will be available on 7 April 2022 at 8:00 a.m. (2 hours before the opening of the meeting). Shareholders or proxy holders shall use the provided Username and Password and follow the instruction manual to access the system.

Appointment of Proxy to the Company's Directors


For Shareholders who authorize one of the Company's Independent Directors to attend and vote on his or her behalf, please submit the proxy form together with required documents to the Company by mail to the following address. Such proxy form and required documents shall be delivered on **March 28, 2022 at 5.00 p.m.** to the Company by

M Pictures Entertainment Public Company Limited (Company Secretary Office)
234, 234/1-3 Ratchayothin Avenue Building 3 Floor, Room No. B301-B306,
Ratchadapisek road, Ladyao, Chatuchak, Bangkok 10900

If you have any problems with the software, please contact Inventech Call Center

 02-931-9135

 @inventechconnect

 The system available during 1 – 7 April 2022 at 08.30 a.m. – 05.30 p.m.

(Specifically excludes holidays and public holidays)



Report a problem

Installation Guide for Webex Meetings

For IOS Operating System

1 Go to Application **App Store**



2 Search **Webex Meetings**



3 Click **"GET"** for install application

4 Please **wait** until to download is complete

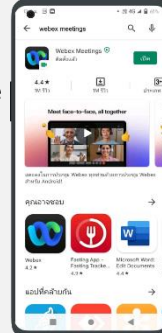
5 **Finish** the application has installed it will appear on your smart phone

For Android Operating System

1 Go to Application **Play Store**



2 Search **Webex Meetings**



3 Click **"INSTALL"** for install application

4 Please **wait** until to download is complete

5 **Finish** the application has installed it will appear on your smart phone

For Windows Operating System

1 Go to website <https://www.webex.com/downloads.html>

2 Click **"For Windows (64 bit)/For Windows (32 bit)"** choose to the operating system on your computer.

3 Click the downloaded file **"webex.msi"** for installation Webex Meetings.

4 Click **"Next"** button for install program.

5 Please **wait** until to download is complete.

6 Click **"Finish"** button when the system finishes installation.

7 Click **"Agree"** button for accept the terms in the license

8 Enter **"your email"** and click **"Next"** button to get access.



Step for registration for attending the meeting (e-Register)

1 Click registration link URL from email approved.

2 Get Username and Password that you received from your email or request OTP to login.

3 Click **"REGISTER"** button the system has already registered and counted as a quorum.

4 Click **"Live broadcast"** button

5 Use Cases PC/Laptop: Please fill in the details to register to watch the live broadcast via the Webex Meetings Application as follows

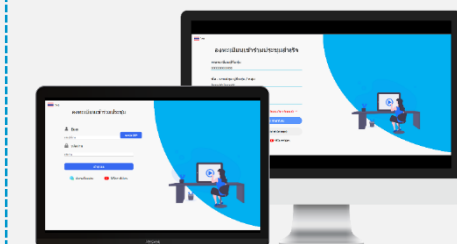
5.1 Fill in the email address in the Email Address field to match the email address you submitted the application form.

5.2 Click **"Join Now"** button

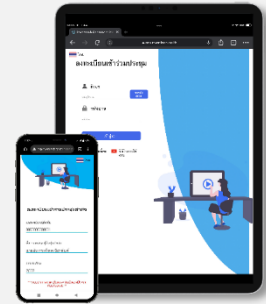
5.3 Click **"Run a temporary application"**

5.4 Click the downloaded file.

5.5 Click **"Join Event"** button to attend the meeting.




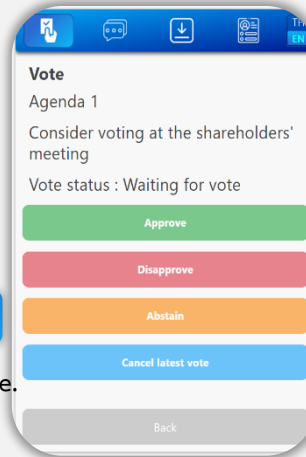
- 5 Use Cases Mobile/iPad: Please fill in the details to register to watch the live broadcast via the Webex Meetings Application as follows
- 5.1 Click “Join” button
In case if never use Webex Meetings. In the first use it will have get popup, you must click "ACCEPT" (Android) or click "I Accept" (iOS).
- 5.2 Enter your name in the Name box, fill out email in an e-mail address box match the e-mail address for submitting the application.
- 5.3 Click “Accept” for accept access for application.
- 5.4 Click “Join” button to get in to meeting.






Step voting process (e-Voting)


Use Cases PC/Laptop

- 1 Click “Continue” button on menu “Multimedia Viewer”.
- 2 Get Username and Password that you received from your email or request OTP to login.
- 3 Click “Login” button.
- 4 Click on menu “Voting” or symbol 
- 5 Select which agenda that you want to vote.
- 6 Click the voting button as you choose.
- 7 The system will display status your latest vote.






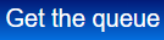
Use Cases Mobile/iPad

- 1 Click on menu “Participants” or symbol 
- 2 Click on menu “Chat” and choose message from Inventech connect (Android) or click on “Chat” or  symbol (iOS)
- 3 Shareholders can click link in the chat message.
- 4 Then click on “Continue” button.
- 5 Get Username and Password that you received from your email or request OTP to login.
- 6 Click “Login” button.
- 7 Click on menu “Voting” or symbol 
- 8 Select which agenda that you want to vote.
- 9 Click the voting button as you choose.
- 10 The system will display status your latest vote.

To cancel the last vote, please press the button  (This means that your most recent vote will be equal to not voting, or your vote will be determined by the agenda result) Shareholders can conduct a review of the votes on an agenda basis. When the voting results are closed.

Step to ask questions via Inventech Connect



- Click “Ask a question” on menu or symbol 
- 1 Ask a question via send the question.
 - Select which agenda that you want to ask.
 - Type the question then click “Send” 
- 2 Ask the question via video record.
 - Select which agenda that you want to ask.
 - Click “Get queue ask the question via video” button or symbol 
 - Fill out your name that show in Webex
 - Click ““Get the queue” button or symbol 
 - Please wait for the signal from the officer to ask questions in the Chat channel.

Installation Guide for Webex Meetings and How to use Inventech Connect



1 User Manual
via e-Request



2 Installation Guide for
Webex Meetings



3 User Manual
Inventech Connect

Note Operation of the electronic conferencing system and Inventech Connect systems. Check internet of shareholder or proxy include equipment and/or program that can use for best performance. Please use equipment and/or program as the follows to use systems.

1. Internet speed requirements

- High-Definition Video: Must be have internet speed at 2.5 Mbps (Speed internet that recommend).
- High Quality Video: Must be have internet speed at 1.0 Mbps.
- Standard Quality Video : Must be have internet speed at 0.5 Mbps.

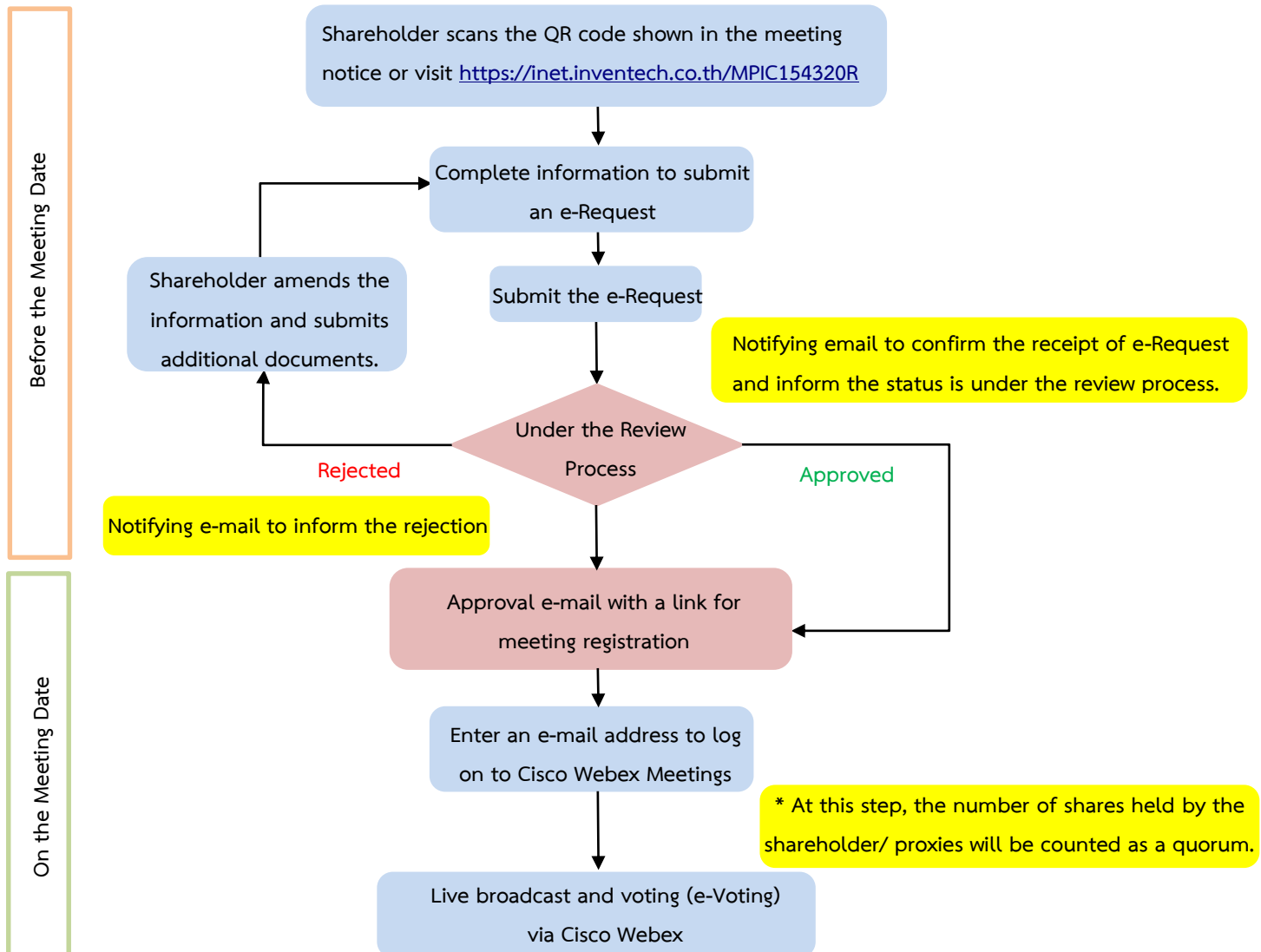
2. Equipment requirements.

- Smartphone/Tablet that use IOS or android OS.
- PC/Laptop that use Windows or Mac OS.

3. Requirement Browser Firefox or Chrome (Recommend) or Safari ** The system does not supported

Internet Explorer.

Flowchart for the Meeting Attendance via e-Meeting

**Note****1. For a proxy appointed by multiple shareholders:**

- Such proxy may press the "Switch Account" button to log into other accounts, and the votes and the meeting quorums of previously used accounts will still be included as the base number of votes.

2. Leaving the meeting

- Meeting participants may press the "Leave Meeting" button to leave the meeting. As such, the votes of shareholders/proxies will be annulled for the remaining agenda items that have not yet been voted on.