

## **Guidelines for Appointment of Proxy and Voting Procedures for the Shareholders' Meeting**

The Bank has sent to the shareholders the Proxy Form B, which stipulates various items in detail for voting by proxy as prescribed by the Department of Business Development, the Ministry of Commerce, together with the notice of this AGM. The shareholders, who are unable to attend the meeting, may appoint any persons or the Bank's directors as their proxies to attend and vote on their behalf at the meeting.

In the event that the shareholders would like to appoint a proxy by using the Proxy Form A, a general and simple proxy form, or Proxy Form C, to be used by the foreign investors appointing the custodians in Thailand to keep and safeguard their shares, the shareholders may download the proxy forms from the Bank's website, [www.icbcthai.com](http://www.icbcthai.com).

### **Appointment of Proxy Procedures**

1. The foreign investors appointing the custodians in Thailand can use Proxy Form A, or Proxy Form B, or Proxy Form C. The other shareholders can use either Proxy Form A or Proxy Form B.
2. The shareholders and the proxies fill their names and profiles in proxy forms and duly sign the forms.
3. A shareholder may appoint more than one proxy. However, the Bank shall allow only one proxy who holds the original proxy form and required documents to attend and vote at the shareholders' meeting.
4. All voting rights of a shareholder shall be authorized to one proxy. In each agenda, the shareholders/ proxies can vote on only one aspect with all voting rights for "approve", "disapprove" or "abstain". Splitting votes is not allowed, except for the case of the foreign investors appointing the custodians in Thailand to keep and safeguard their shares in accordance with Proxy Form C.

### **Voting Procedures**

1. All shareholders (including proxies) can exercise their rights to vote by using voting tickets. The shareholders/ proxies can indicate their votes by checking (✓) in the box  on the voting tickets.
2. One share has one vote.
3. The Chairman of the meeting will propose to the shareholders/ proxies to cast the votes in each agenda by asking whether there are any shareholders/ proxies who wish to disapprove or abstain.
  - In case of disapproval or abstention, the shareholders/ proxies are requested to show their hands and submit voting tickets to the Bank's officers for counting.
  - In case no one disapproves or abstains from voting, it shall be deemed that the Meeting unanimously approves the matter.
4. The Chairman of the meeting will inform the meeting of the voting results of all items of the agenda before the meeting is adjourned.