



**Invitation to Extraordinary General Meeting
of the Shareholders No. 1/2025
via The Electronic Media Platform (E-EGM)
MDX Public Company Limited**

Contents

Page

Invitation to Extraordinary General Meeting of the Shareholders No. 1/2025	3
Information of Individuals Proposed to Approve the Appointment as Directors to Fill All Vacant Positions	6
Independent Directors' Definition	11
Proxy	12
Information of Directors to be Nominated Proxy	15
Documents or Evidences Indicate Shareholder's Status	17
Company's Articles of Association	18
Guidelines for Attending the Extraordinary General Meeting of the Shareholders No. 1/2025 via The Electronic Media Platform (E-EGM) and Proxy	21
The Public Limited Companies Act B.E.2535	25

MDX Public Company Limited
Invitation to Extraordinary General Meeting
of the Shareholders No. 1/2025
via the Electronic Media Platform (E-EGM)

Ref. No. 01/25/25

June 19, 2025

- Subject : Invitation to Extraordinary General Meeting of the Shareholders No. 1/2025 via The Electronic Media Platform (E-EGM)
- Attention : Shareholders of MDX Public Company Limited
- Attachments :
 - 1) Information of Individuals Proposed to Approve the Appointment as Directors to Fill All Vacant Positions and Definitions of the Independent Directors (Supporting documents for agenda 1)
 - 2) Proxy Form B
 - 3) Directors' Information for consideration regarding Shareholders' proxy
 - 4) Documents or Evidences showing an identity of the Shareholder or a representative of the shareholder (proxy) entitled to attend the meeting
 - 5) Company's Articles of Association relating to the Ordinary General Meeting of Shareholders
 - 6) Guidelines for Attending the Extraordinary General Meeting of the Shareholders via The Electronic Media Platform (E-EGM) and Proxy
 - 7) The Public Limited Companies Act B.E. 2535 (Only related to the holding of the 1/2025 Extraordinary General Meeting of Shareholders)

As the Board of Directors of the Company resolved that the Extraordinary General Meeting of the Shareholders No. 1/2025 on Friday, June 27, 2025 at 10:00 a.m. solely via the Electronic Media Platform (E-EGM) without arranging the conference room for the shareholders. In accordance with the rules stipulated in the law relating to electronic conferencing. Live Broadcast at the Company's Headquarters, No. 199, Floor 12A, Ratchadaphisek Road, Khlongtoei Sub-district, Khlongtoei District, Bangkok 10110 and determined June 13, 2025 as the record date for shareholders entitled to attend the extraordinary shareholders' meeting. The agenda of businesses to be transacted at the meeting as followings;

Agenda 1 To Consider and Approve the Appointment of the Nominated to assume the positions of Directors to Fill all Vacant Positions in accordance with Article 83 of The Public Limited Companies Act B.E. 2535 (and the amendment)

Directors' opinion : The Board recommends that the Meeting should be approved the appointment of Mrs. Sujeepapa Singtokul, Mr. Wirat Junnual, Mrs. Tipawan Chayutimanta and Mr. Wisarut Ruknapapong to assume the position of Director to fill all vacant positions, according to Article 83 of The Public Limited Companies Act B.E. 2535

Agenda 2 To consider other businesses (if any)

If the shareholders intend to attend the E-EGM, the shareholders or their proxies shall notify their request by e-mailing the Company with the identification documents as details in Invitation Letter within 25 June, 2025 to the E-mail: secretarycompany.mdx@gmail.com. Once the Company has verified the name of the shareholders, who has rights to attend 2025 Extraordinary General Meeting of the Shareholders, consistence with specified names (Record Date) on June 13, 2025, the Company will send Username and Password for assessing the EGM via Electronic Media Platform (E-EGM) to the shareholder's email address provided to the Company.

If the shareholders are inconvenient to attend the E-EGM, the shareholders can appoint **the Independent Director or the President** of the company to attend the E-EGM on their behalf. In this respect, the shareholders are able to use the provided Proxy Form, which was attached in Invitation Letter to the Extraordinary General Meeting of Shareholders No. 1/2025. The Proxy Form (The Attachment # 2) also can be downloaded from <http://www.mdx.co.th>. The details and Guidelines for attending the EGM via electronic media platform (E-EGM) are specified in Attachment # 6. In this connection, the program for conducting the EGM via electronic media platform (E-EGM) is provided by Conovance Company Limited, which is the system service provider for the E-EGM, certified by Electronic Transactions Development Agency Ministry of Digital Economy and Society.

Please kindly be informed accordingly.

Sincerely Yours,
by The Directors' resolution



-Signature-


(Mr. Krithiran Rawiphatakkaraya)
President

Remark: For more information please contact;

- Executive and Legal Office (Company secretary) :
Tel. 0 2302 2355 Fax. 0 2302 2400
E-mail: secretarycompany.mdx@gmail.com
- The problem using the E-AGM system. Contact the system operator:
[Conovance Co., Ltd. Call 082-979-4978](tel:082-979-4978)
- E-EGM implementation program can be downloaded from the website:
<https://www.conovance.com/download.php>
- Manuals and operating videos can be downloaded at the website:
<https://www.conovance.com/support.php>

Attachment # 1
(Document for consideration agenda 1)

Information of Individuals Proposed for Consideration as Director of Company

Name-Surname	: Mrs. Sujeepapa Singtokul	
Age	: 64 years old	
Position	: -	
Shareholding (%)	: 0	
Family Relationship with the Executive	: None	
Education	: Bachelor of Arts in Journalism, Thammasat University	
Training for role and skill of the Director	: - Property Valuation, Thammasat University - Strategy for Executive Excellence, Thammasat University - The Art of Management and Leadership for Executives, Thammasat University	
Experience	: - 2021-Present Senior Vice President, Marketing MDX Public Company Limited - 2017-2021 Senior Marketing Advisor, MDX Public Company Limited	
.Legal dispute	: None	
Criminal history	: None	
Criminal history in last 10 years	: None	
Interests in the Company's Meeting agenda	: -	

Prohibited Qualifications

1. No criminal history on offences against property committed by act dishonestly.
2. No history of committing transactions which may conflict with the company's interests in last year period

Meeting attendance in last year period

- Attending Annual Ordinary General Meeting of shareholders for the year 2025, 1 time from total of 1 time.
 - Attending Board of Directors Meeting for the year 2025, 4 times from total of 5 times.
- Attachment # 1 (next)

Information of Individuals Proposed for Consideration as Director of Company



Name-Surname	: MR. Wirat Junnual	
Age	: 60 years old	
Position	: -	
Shareholding (%)	: 0	
Family Relationship with the Executive	: None	
Education	: Bachelor of Laws, Chulalongkorn University	
Training for role and skill of the Director	: - Company Secretary Program - Effective Minute Taking	
Experience	: - 2021-Present Director of C Group Corporation Co., Ltd. - 2010-Present Director of Cable TV (Chonburi) Co., Ltd. - 2010-Present Director of CTV Corporation Co., Ltd. - 2010-Present Company Secretary, MDX Public Company Limited	
Legal dispute	: None	
Criminal history	: None	
Criminal history in last 10 years	: None	
Interests in the Company's Meeting agenda	: -	

Prohibited Qualifications


1. No criminal history on offences against property committed by act dishonestly.
2. No history of committing transactions which may conflict with the company's interests in last year period

Meeting attendance in last year period

- Attending Annual Ordinary General Meeting of shareholders for the year 2025, 1 time from total of 1 time.
- Attending Board of Directors Meeting for the year 2025, 5 times from total of 5 times.

Attachment # 1 (next)

Information of Individuals Proposed for Consideration as Director of Company

Name-Surname	: Mrs. Tippawan Chayutimanta	
Age	: 68 years old	
Position	: -	
Shareholding (%)	: 0	
Family Relationship with the Executive	: None	
Education	: - Master of Business Administration, Thammasat University - Bachelor of Accountancy, Thammasat University	
Training for role and skill of the Director	: - Director Certification Program (DCP) at the Thai Institute of Directors in 2019 - IT Governance and Cyber Resilience Program (ITG) at the Thai Institute of Directors in 2020 - Senior Executive Programmer at London Business School in the United Kingdom - Anti-Money Laundering course organized by the Internal Revenue Service of the United States. - Received a scholarship from the Office of the Civil Service and Leadership Development Program at the National Graduate Institute - Received a scholarship from the Japan International Cooperation Agency (JICA) to attend the International Taxation course in Japan - Transfer Pricing course organized by the Australian Taxation Office in Australia. - Executive Development Program, Office of the Civil Service Commission, Class 82 Tax accounting course organized by the Federation of Accounting Profession	
Experience	: - 2020-Present Independent Director of Jenkongklai Public Company Limited - 2020-Present Independent Director of Quality Houses Public Company Limited - 2019- Present Independent Director of SREIT - 2018- Present Independent Director of Delta Electronics (Thailand) Public Company ‘Limited	

Attachment # 1 (next)

Legal dispute : None
Criminal history : None
Criminal history in last 10 years : None
Interests in the Company's Meeting agenda : -

Prohibited Qualifications

1. No criminal history on offences against property committed by act dishonestly.
2. No history of committing transactions which may conflict with the company's interests in last year period

Meeting attendance in last year period

- Attending Annual Ordinary General Meeting of shareholders for the year 2025, - time from total of 1 time.
- Attending Board of Directors Meeting for the year 2025, 1 times from total of 5 times.
- Attending Board of Audit Committee Meeting for the year 2025, 1 times from total of 2 times.

Attachment # 1 (next)

Information of Individuals Proposed for Consideration as Director of the Company



Name-Surname : MR. Wisarut Ruknapapong
Age : 55 years old
Position : -
Shareholding (%) : 0
Family Relationship with the Executive : None
Education : Bachelor of Political Science (Public Administration),
 Chulalongkorn University
Training for role and skill of the Director : - SHRM Conference 2023, Las Vegas
 - SHRM Conference 2024, Chicago
 - DDI Assessment Certification
Experience : - 2011-Present Managing Director, Human Achievement
 Service Company Limited
 - 2003-Present Managing Director, Human Intellectual
 Management Company Limited
.Legal dispute : None
Criminal history : None
Criminal history in last 10 years : None
Interests in the Company's Meeting agenda : -

Prohibited Qualifications

1. No criminal history on offences against property committed by act dishonestly.
2. No history of committing transactions which may conflict with the company's interests in last year period

Meeting attendance in last year period

- Attending Annual Ordinary General Meeting of shareholders for the year 2025, - time from total of 1 time.
- Attending Board of Directors Meeting for the year 2025, 1 times from total of 5 times.
- Attending Board of Audit Committee Meeting for the year 2025, 1 times from total of 2 times.

Definition of Independent Director

The company has specified the definition of Independent Director based on the requirement of The Stock Exchange of Thailand that the Independent Director is the director who is not manage the company or subsidiary, free from Board of Directors and the Major Shareholder and not associate with any company that may cause in negative way to the company and / or to the shareholders.

1. Important qualification of the Independent Director included

- Holding shares not exceeding 1% of the total of shares that eligible to vote of the company, major company, subsidiary, associate company or juristic person that may have a conflict. By count included shareholding of the person concerned with those Independent Director.

- Never been Board of Directors that participate in the management of employees, workers, salary consultant or those who has power to control the company, subsidiary, associate company, subsidiary at the same sequence or juristic person that may have a conflict.

- Not a person who has blood relations or registration under laws such a parents, spouse, brotherhood and child included spouses of executive, the major shareholder, person who has power to control or have been proposed to be a manager or those who has power to control the company or subsidiary.

- Never have business relations with the company, major company, subsidiary, associate company or juristic person that may interrupt the independent of judgement and never been the Major Shareholder, the Non-Independent Director or Manager of company which has a business relations with the company, major company, subsidiary, associate company or juristic person that may have a conflict.

- Never been any professional service provider including legal advisor or financial advisor who get paid more than two million baht per year from the company, major company, subsidiary, associate company or juristic person that may have a conflict. In case that the professional service provider is a juristic person, it shall include being the Major Shareholder, the Non-Independent Director, Manager or the Managing Partner of the professional service provider.

- Not the committee who has been appointed to be representative of the Director, the Major Shareholder or the Shareholder who involved to the Major Shareholder of the company.

- There is nothing else that may interrupt the independent of judgement of The Independent Director.

2. The selection of The Independent Director

Board of Executive will select a person who suit to be the Independent Director by the verification that based on the agencies involved, then present to the Board of Directors for approve. After the approval, then present to the Shareholders' meeting.

Attachment # 2

Attachment of the Department of Business Development
subject : form of proxy (no.5) B.E. 2550

[Thai Duty Stamp Bath 20.-]

PROXY (Form B.)

Written at _____
Date _____ Month _____ Year _____
(1) I/We, _____ Nationality _____
Residing at No _____ Road _____ Tambol/Sub district _____
Amphur/District _____ Province _____ Postal Code _____
(2) Being a shareholder of MDX Public Company Limited, holding the total amount of
_____ shares, and have the right to vote equal to _____ votes as follows:
Ordinary share _____ shares, and have the right to vote equal to _____ votes
Preference share _____ shares, and have the right to vote equal to _____ votes
(3) Hereby appoint
1) _____ Age _____ years
Residing at No _____ Road _____ Tambol/Sub – district _____
Amphur/District _____ Province _____ Postal Code _____ or
2) _____ Age _____ years
Residing at No _____ Road _____ Tambol/Sub – district _____
3) _____ Age _____ years
Residing at No _____ Road _____ Tambol/Sub – district _____

Or ○ Ms. Chantrakarn Srisawadi, Independent Director and the Audit Committee, age 55 years, residing at No.42 Soi Sukhumvit 62 Yak 5, Bangchak Sub-district, Prakanong District, Bangkok 10260

Or ○ Mr. Krithiran Rawiphatakkaraya, Executive Director and President, age 60 years, residing at No. 67/668, Soi Chaeng Watthana 10, Intersection 9-1-12, Thung Song Hong Subdistrict, Lak Si District, Bangkok 10210

(4) Anyone of the above-mentioned person (s) as my/our proxy to attend and vote on my/our behalf at the Extraordinary General Meeting of the Shareholders No. 1/2025 via the Electronic Media Platform (E-EGM) to be held on Friday, 27 June 2025 at 10.00 a.m..

Agenda 1 To Consider and Approve the Appointment of the Nominated to assume the positions of Directors to Fill all Vacant Positions in accordance with Article 83 of The Public Limited Companies Act B.E. 2535 (and the amendment)

- (A) The proxy may consider the matters and vote on my/our behalf as the proxy deems appropriate in all respects.
- (B) The proxy may consider the matters and vote on my/our behalf as follows:
 - Approval to appoint all directors to fill vacant positions
 - Approve ○ Against ○ Abstain
 - Approval of appointment of individual directors to replace vacant positions

Attachment # 2 (next)

- *Vote for an individual nominee, Name : Mrs. Sujeepapa Singtokul*
☐ Approve ☐ Against ☐ Abstain
- *Vote for an individual nominee Name : Mr. Wirat Junnual*
☐ Approve ☐ Against ☐ Abstain
- *Vote for an individual nominee Name : Mrs. Tippawan Chayutimanta*
☐ Approve ☐ Against ☐ Abstain
- *Vote for an individual nominee Name : Mr. Wisarut Ruknapapong*
☐ Approve ☐ Against ☐ Abstain

Agenda 2 To consider the other business (if any)

- ☐ (A) The proxy may consider the matters and vote on my/our behalf as the proxy deems appropriate in all respects.
- ☐ (B) The proxy may consider the matters and vote on my/our behalf as follows:
☐ Approve ☐ Against ☐ Abstain

(5) Voting of proxy in any agenda that is not as specified in this proxy shall be considered as invalid and shall not be counted as my/our voting as a shareholder.

(6) If I/we do not specify or clearly specify my/our intention to vote in any agenda considered in the meeting other than those specified above, or if there is any change or amendment to any fact, the proxy shall be authorize to consider the matters and vote my/our behalf as the proxy deems appropriate.

Any act(s) undertaken by the proxy at such meeting shall be deemed as my/our own act(s) in every respects except in case the proxy did not vote as I/We have specified herein.

Signature_____Grantor
 (_____)

Signature_____Proxy
 (_____)

Signature_____Proxy
 (_____)

Signature_____Proxy
 (_____)

Remark :

1. A shareholder shall appoint only one proxy to attend and vote at the Meeting. A shareholder may not split shares and appoint more than one proxy in order to split votes.
2. In agenda regarding the election of new Directors, the ballot can be either for all the nominated candidates as a whole or for an individual nominee.
3. In case there is any further agenda apart from specified above brought into consideration in the Meeting, the proxy may use the Attachment # 6 Proxy (Form B).

Attachment # 2 (next)

The Counterfoil of Proxy (Form B).

Grant of proxy as a shareholder of MDX Public Company Limited.

**In the Annual Ordinary General Meeting of the Shareholders No.1/2025
via the Electronic Media Platform (E-EGM) to be held on Friday 27, June 2025 at 10:00 a.m.**

○ Agenda Item:Subject:

○ (A) The proxy may consider the matters and vote on my/our behalf as the proxy deems appropriate in all respects.

○ (B) The proxy may consider the matters and vote on my/our behalf as follows:

Name

○ Approve ○ Against ○ Abstain

Name

○ Approve ○ Against ○ Abstain

Name

○ Approve ○ Against ○ Abstain

Name

○ Approve ○ Against ○ Abstain

Name

○ Approve ○ Against ○ Abstain

Name

○ Approve ○ Against ○ Abstain

Name

○ Approve ○ Against ○ Abstain

Attachment # 3

Information of the Director to be nominated as proxy

Name-Surname	: Miss Chantrakarn Srisawadi	
Age	: 55 years old	
Position	: Director, Independent Director and Audit Committee	
Shareholding (%)	: 0.0012	
Family Relationship with the Executive	: None	
Education	: - Master of Business Administration, University of New Hampshire, USA. - Bachelor of Arts (Political Science) (Finance), Chulalongkorn University	
Training for role and skill of the Director	: Director Accreditation Program (DAP) In 2010	
Experience	: - 2006-Present Independent Director, White Group Public Co., Ltd. - 2002-Present Financial Advisor, Sawasdee and Woraburi Group Co., Ltd. - 1994-2001 Analyst, SCMB Co., Ltd	
Legal dispute	: None	
Criminal history	: None	
Criminal history in last 10 years	: None	
Interests in the Company's Meeting agenda	: The remuneration of the Committee on agenda 5 : The re-election of the directors on agenda 7	

Prohibited Qualifications

1. No criminal history on offences against property committed by act dishonestly.
2. No history of committing transactions which may conflict with the company's interests in last year period

Meeting attendance in last year period

- Attending Annual Ordinary General Meeting of shareholders for the year 2025, 1 time from total of 1 time.
- Attending Board of Directors Meeting for the year 2025, 5 times from total of 5 times.
- Attending Board of Audit Committee Meeting for the year 2025, 2 times from total of 2 times.

Attachment # 3 (next)

Information of the Director to be nominated as proxy

Name-Surname	: MR. Krithiran Rawiphatakkaraya	
Age	: 60 years old	
Position	: Director, President and Authorized Director of The Company	
Shareholding (%)	: 0	
Family Relationship with the Executive	: None	
Education	: Master of Science National Institute of Development Administration	
Training for role and skill of the Director	: - Director Accreditation Program (DAP) In 2011 - Director Certification Program (DCP) In 2011	
Experience	: - 1989-1993 Project Engineer, Nakornluang Cement Public Company Limited. - 1993 - present Deputy Managing Director (Operations) MDX Public Company Limited.	
Legal dispute	: None	
Criminal history	: None	
Criminal history in last 10 years	: None	
Interests in the Company's Meeting agenda	: On Agenda 5 : The Remuneration of the Committee	

Prohibited Qualifications

1. No criminal history on offences against property committed by act dishonestly.
2. No history of committing transactions which may conflict with the company's interests in last year period

Meeting attendance in last year period

- Attending Annual Ordinary General Meeting of shareholders for the year 2025, 1 time from total of 1 time.
- Attending Board of Directors Meeting for the year 2025, 5 times from total of 5 times.

Attachment # 4

**Documents or evidences showing identity of the shareholder or
a representative of the shareholder (Proxy) entitled to attend the meeting**

1. Natural person*1.1 Thai nationality*

- (a) Identification card of the shareholder (copy of personal I.D. or identification card of government officer or identification card of state enterprise officer) ; or
- (b) In case of proxy, certified copy of identification card of the shareholder and identification card or passport (in case of a foreigner) of the proxy.

1.2 Non-Thai nationality

- (a) Passport of the shareholder or
- (b) In case of proxy, certified copy of passport of the shareholder and identification card or passport (in case of a foreigner) of the proxy.

2. Juristic person*2.1 Juristic person registered in Thailand*

- (a) The Copy of Corporate affidavit, issued not exceeding 60 days by Department of Business Development, Ministry of Commerce; and
- (b) Certified copy of identification card or passport (in case of a foreigner) of the authorized director(s) who sign(s) the proxy form together with identification card or passport (in case of a foreigner) of the proxy.

2.2 Juristic person registered outside of Thailand

- (a) The Copy of Corporate affidavit and
- (b) Certified copy of identification card or passport (in case of a foreigner) of the authorized director(s) who sign(s) the proxy form together with identification card or passport (in case of a foreigner) of the proxy.

A copy of the documents must be certified true copy. In case of any documents or evidences produced or executed outside of Thailand, such documents or evidences should be notarized by a notary public.

Shareholders or Representative of the shareholders (Proxies) shall register and submit documents or evidence for verification through

E-mail : secretarycompany.mdx@gmail.com within June 25, 2025, as detailed in Attachment # 6, "Guidelines for Attending the Extraordinary General Meeting of the Shareholders via Electronic Media Platform (E-EGM) and Proxy"

**Articles of Association of
MDX Public Company Limited For Shareholders' Meeting**

14. Election of Directors shall be made by the shareholders' meeting with the following procedure and rules;
 - (a) Each shareholder shall have one vote for each share,
 - (b) Each shareholder shall exercise all votes applicable under (a) in appointing one or more person to be a director, but provided that any of the vote shall not be divisible,
 - (c) Person who has the most vote respectively shall be elected to be the Directors equivalent to the number of directors required; in case the following persons be elected have equivalent vote, the Chairman shall have a casting vote.
15. The Directors' remuneration and consideration shall be fixed by the shareholders' meeting.
16. The company's Directors are not required to be shareholders of the Company.
17. At every annual general meeting, one-third of Directors, or, if there number is not a multiple of three, then the number nearest to one-third must retire from office. The Directors retiring on the first and second years following the registration of the Company, shall be drawn by lots. In every subsequent years, the Directors who has been longest in office shall retire. A retiring Director is eligible to re-election.
32. The general shareholders' meeting of the Company shall be held in the area where the registered office of the company is located or at any adjacent provinces or any other places as prescribed by the Board of Directors.
33. The general shareholder's meeting shall be held at the least once in one year. This meeting shall be called "Ordinary General Meeting". The ordinary general meeting shall be held within 4 months from the end of accounting period of the company. Any other shareholder's meeting shall be called "Extraordinary Meeting".
The board of directors may summon an extraordinary meeting in appropriate time.
A shareholder or shareholders who are holding ten percent of the total shares sold request in writing to the board of directors for summoning and extraordinary shareholder's meeting. The requisition must clearly specify the object for which the meeting is required to be summoned in the writing. Thus, the board of directors shall held the meeting within 45 days from the date of receiving such request.

If the board of directors shall not held the meeting within the limited duration in 3rd paragraph, shareholders which are countable as the defined amount of shares are able to arrange the meeting within 45 days from the date of the end of limited duration in 3rd paragraph. In this case, the company shall be responded for necessary expenses and reasonable facilitated of the meeting.

Attachment # 5 (next)

In case of the meeting, which is held by the shareholders in 4th paragraph, the number of shareholders are unable to reach the quorum in Section 103 in Public Limited Companies

Act, B.E. 2535 and Article 35, the shareholders shall be responded the expenses from the meeting for the company.

34. In summoning a shareholders' meeting, the Board of Directors shall prepare a notice of the meeting indicating the place, date, time, agenda and matters to be proposed to the meeting together with appropriate details by clearly specifying such matter is for acknowledgement, for approval, or for consideration, and sending them to the shareholders and the Registrar not less than 7 days prior to the meeting's date.

Such notice must also be published in a newspaper for 3 consecutive days with at least 3 days prior to the meeting date.

35. In a shareholders' meeting, there must be at least 25 shareholders or one-half of the total shareholders holdings not less than one-third of the total shares sold present in persons or by proxies (if any) attending the meeting in order to constitute a quorum.

If within an hour from the time fixed for the shareholders' meeting the quorum prescribed by the first paragraph is not constituted, the meeting, if summoning upon the requisition of shareholders, shall be dissolved. If such meeting is summoned and notices of the meeting shall be sent to the shareholders at least 7 days prior to the meeting's date. At such meeting no quorum shall be necessary.

36. In any shareholders' meeting, any shareholder is entitled to appoint a proxy to represent him at the meeting and have the right to vote.

The instrument appointing a proxy shall be in written, having a signature of the proxy in accordance with form prescribed by the Public Company's Registrar, and shall at least have the following particulars:

- a) The amount of shares held by such shareholder;
- b) The name of proxy;
- c) The meeting which the proxy is appointed to attend and vote and such instrument appointing the proxy shall be submitted to the Chairman or the person authorized by the Chairman prior to the proxy attending the meeting

37. In the event the meeting has not finished the consideration of the agendas prescribed in the notice of the meeting or the consideration of mattered raised by the shareholders holding not less than one-third of the total shares sold and it is necessary that the consideration be adjourned, the meeting shall fix place, date and time for the next meeting and the Board of Directors shall give a notice of the meeting indicating place, date, time and agenda to shareholders of not less than 7 days prior to the meeting's date. The said notice shall also be published in a newspaper with at least 3 days prior to the meeting's date.

38. The Chairman of the Board of Directors shall be a Chairman for the shareholders' meeting.

In the event the Chairman is not present or is unable to discharge his duties, Vice-chairman if any, shall serve as a Chairman. If there is no Vice-chairman or such Vice-chairman is unable to discharge his duties, the Shareholders present shall elect one of their members to be the Chairman.

Attachment # 5 (next)

39. In every shareholders' meeting, all shareholders have one vote for each share.
A Shareholder who has a special interest in a resolution cannot vote on such resolution, except for the election of Directors.
- A resolution of any shareholders' meeting shall be passed by a majority vote of all the shareholders attending the meeting and having the right to vote, except in the following case, a resolution of not less than three-fourth of the votes of the shareholders attending the meeting and having the right to vote is required;
- a) Selling or transferring the Company's business whether in whole or in substantial part to other person;
 - b) Purchasing or accepting the transfer of the business of other public or private company;
 - c) Making, amending or terminating of any agreement concerning the lease, in whole or in substantial part, of the Company's business, assigning any person to manage the Company's business, or merging with other person for the purpose of profit and loss sharing.
40. The business to be transacted at the Ordinary General Meeting shall be as follows:
- 1) To consider the report of the Board of Directors regarding the Company's business in the previous year;
 - 2) To consider and approve the financial statements ;
 - 3) To consider the distribution of profit ;
 - 4) To elect the Directors replacing those retired by rotation;
 - 5) To appoint an auditor;
 - 6) To consider any other business

Attachment # 6

**Guidelines for Attending the Extraordinary General Meeting of the Shareholders
Via the Electronic Media Platform (E-EGM) and Proxy.**

1. In case the shareholders attending the E-EGM by themselves. The shareholders shall practice as follows:

1.1 The shareholders shall notify their request to attend the EGM via Electronic Media Platform (E-EGM) with completely attaching identification documents to confirm the attendance. Especially, please kindly specify e-mail and mobile phone number clearly, in order to be used for sending Username and Password for assessing the EGM via Electronic Media Platform (E-EGM). Please send this to the E-mail: secretarycompany.mdx@gmail.com within 25 June 2025.

1.2 The shareholders shall submit identification documents as follows:

(A). The shareholder is an ordinary person.

▪ **Thai citizen shareholder:**

- A copy of ID card, driving license or government official ID card, certified as true copy.

▪ **Foreign shareholder:**

- A copy of passport, certified as true copy.

(B). The shareholder is a juristic person.

▪ **Juristic person registered in Thailand.**

- A copy of affidavit of the juristic person, issued no longer than 60 days and certified as true copy by the authorized directors on behalf of the juristic person with corporate seal (if any).
- A copy of ID card or passport (In case of foreigner) of authorized directors, attending the E-EGM, authorizing an empowered person or appointing a proxy to attend the meeting, certified as true copy.
- A copy of ID card or passport (In case of foreigner) of a proxy or an empowered person (In case that an authorized director is unable to attend the meeting), certified as true copy.

▪ **Juristic person registered in oversea.**

2. The affidavit of the juristic person, which is issued by a government agency of such country. The affidavit of the juristic person needs to be notarized by Notary Public or a government agency, issued no longer than one year prior.
3. A copy of ID card or passport (In case of foreigner) of authorized directors, attending the E-EGM, authorizing an empowered person or appoint a proxy to attend the meeting, certified as true copy.
4. A copy of ID card or passport (In case of foreigner) of a proxy or an empowered person (In case that an authorized director is unable to attend the meeting), certified as true copy.

1.3 The shareholders shall notify their request to attend the EGM via Electronic Media Platform (E-EGM) with identification documents as details in 1.1 and 1.2 to the Company within **25 June 2025** by the solely E-mail: secretarycompany.mdx@gmail.com.

Attachment # 6 (next)

1.4 Once the Company receives the documents as per item 1.1 and 1.2 from the shareholders, the Company will proceed with inspecting documents for confirming the meeting attendance. Once the inspected is completed and corrected to the rights of the shareholders for attending the 2025 Extraordinary General Meeting of the Shareholders, accordance with the Company's Record Date on June 13, 2025, the Company will send Username and Password, together with Web Link for attending the E-EGM. **Please kindly refrain from giving the Username and Password provided for shareholder to another person.** This is because the Company's shareholders or proxies are solely entitled to attend the meeting. Whereas, giving the Username and Password provided to another person might be illegal under appreciable and related laws.

In case that the Username and Password are lost or you have not received it within **25 June 2025**, please immediately contact the Company at Office of Administration and Legal department (Company's Secretary) as follows :

- Via telephone : 02-302-2355 or E-mail : secretarycompany.mdx@gmail.com

1.5 The Company will send you a link of manual use of the E-AGM system, together with Username and Password by email. Please read the manual thoroughly. The system will be opened 2 hours prior in advance, therefore the shareholder can register for attending the meeting. However, the live broadcast will begin at 10.00 am.

1.6 In respect of voting during the E-EGM, the Company will open for voting and summary votes for each agenda in the conclusion.

- In case of "Approve" in such agenda, the shareholders shall not cast the vote or the shareholders shall cast "Approve" in such agenda because the system will automatically count the votes as an Approve in the summation.
- In case of "Disapprove" or "Abstain" in such agenda, the shareholders shall cast the vote in accordance with the elective choices in such agenda and the vote shall be automatically counted as votes of that shareholders in the summation.

1.7 If the shareholders encounter any technical problems in using the E-EGM meeting system before or during the meeting, please contact **Conovance Company Limited**, which is the system service provider before or during the meeting through the number **082-979-4978**.

2. In case the shareholders appointing proxy to attend the EGM via Electronic Media Platform (E-EGM).

2.1 The shareholders shall submit the documents as details 1.1 and 1.2

2.2 The proxy form, correctly and completely filled in, signed by the grantor and the proxy

2.3 The proxy shall submit the identification documents as follows:

(A) An individual shareholder to appoint a proxy.

1. Thai citizen proxy: a copy of ID card, government officer card, driving license, certified as true copy by the grantor.
2. Foreign proxy: a copy of passport, certified as true copy by the grantor.

(B) A juristic person as a shareholder to appoint a proxy.

- Juristic person registered in Thailand.
 1. A copy of affidavit of the juristic person, issued no longer than 60 days and certified as true copy by the authorized directors on behalf of the juristic person with corporate seal (if any).

Attachment # 6 (next)

2. A copy of ID card or passport (In case of foreigner) of authorized directors, attending the E-EGM, whose signatures appear in the letter of proxy or authorizing an empowered person to attend the meeting, certified as true copy.

3. A copy of ID card or passport (In case of foreigner) of an empowered person (In case that an authorized director of a proxy is unable to attend the meeting), certified as true copy.

■ Juristic person registered in other countries.

1. The affidavit of the juristic person, issued by a government agency of such country. The affidavit of the juristic person needs to be notarized by Notary Public or a government agency, issued no longer than one year prior.

2. A copy of ID card or passport (In case of foreigner) of authorized directors, attending the E-EGM, whose signatures appear in the letter of proxy or authorizing an empowered person to attend the meeting, certified as true copy.

3. A copy of ID card or passport (In case of foreigner) of an empowered person (In case that an authorized director of a proxy is unable to attend the meeting), certified as true copy.

➤ In the case that a shareholder wishes to appoint an independent director or the Company's managing director to attend the meeting on his/her behalf, the list of names appears in the details provided in Attachment 3 of the meeting invitation letter dated June 19, 2025, which has been sent to shareholders.

2. 4 The shareholders or proxies shall notify their request to attend the meeting, in order to receive Username and Password for registration the AGM via Electronic Media Platform (E-AGM) and also send the Proxy Form and identification documents of the shareholders or the proxies, accordance with 1.1, 1.2, 2.2 and 2.3 to the Company within **25 June, 2025** through the **E-mail : secretarycompany.mdx@gmail.com**.

3. The EGM via Electronic Media Platform (E-EGM) attendance

3.1 The company shall confirmed the right to attend the meeting by sending the Username and Password to the Shareholders and Proxies, then they can choose the channels to attend E-AGM through one of the following 2 channels :

(a) attend the meeting through the program (Used through the program on the Windows operating system only)

➤ Shareholders can attend the meeting, vote, view the scores, and questions via microphone or text chat channel.

➤ **Recommendations for E-EGM attendance via program :**

■ Computer / Desktop / Notebook / Tablet with Windows operating system only (Windows operating system 7 / 8 /10 /11) Memory 4 GB or more

■ Internet speed 3.0 Mbps (Megabit)

■ The program can be downloaded at : <https://www.conovance.com/download.php>

■ Can download the installation and use manual of the program at : <https://www.conovance.com/support.php>

(b) Join the meeting via Web Browser (available via Google Chrome on all platforms including iOS and Android)

➤ **Recommendations for attending the E-EGM meeting via Web Browser :**

■ Google Chrome (Web Browser) latest version or no more than 1 year on all platforms Windows, iOS and Android

Attachment # 6 (next)

- Internet speed 3.0 Mbps (Megabit)
- Can download and install Google Chrome on all platforms such as App Store (iOS) Play Store (Android).
- User manual can be downloaded via Web Browser at :

<https://www.conovance.com/download.php>

3.2 The shareholders or proxies can also download manual use and video of the E-EGM system from the website : <https://www.conovance.com/support.php> The system is supported for e-meeting and e-voting, according to attending the meeting themselves or appointing the proxy as your requests with the identified documents.

4. Channel for shareholders or proxies to send the comment or questions related to business operation of the Company or any relevant agenda to be considered in this E-EGM are as follows:

4.1 During the E-EGM meeting, the shareholders or proxies attending the Meeting can submit comments or questions via the E-EGM system.

4.2 The shareholders can submit comments or questions in advance to the Company prior to the dated of the Meeting via the following channel :

E-mail: secretarycompany.mdx@gmail.com.

Remark : For more information please contact ;

- Executive and Legal Office (Company secretary)

Tel. 0 2302 2355 Fax. 0 2302 2400

E-mail: secretarycompany.mdx@gmail.com

- The problem using the E-AGM system. Contact the system operator : [Conovance Co., Ltd.](#)
Call 082-979-4978

E-EGM implementation program can be downloaded from the website:

<https://www.conovance.com/download.php>

Manuals and operating videos can be downloaded at the website:

<https://www.conovance.com/support.php>

The Public Companies Limited Act B.E. 2535
(Only in relation to the Extraordinary General Meeting of Shareholders No. 1/2025)

Article 67 A company must have a board of directors to conduct the company's business, consisting of at least five directors, and no less than half of the total number of directors must reside in the Kingdom.

Article 68 A director must be a natural person and

- (1) be of legal age;
- (2) not be bankrupt, incompetent or quasi-incompetent;
- (3) not have been sentenced to imprisonment by a final judgment for an offense related to property committed through corruption;
- (4) not have been punished by dismissal or removal from government service or a state organization or agency for corruption in performing duties.

Article 83 In the event that a director's position becomes vacant to the extent that there are fewer positions than the number required to constitute a quorum, the remaining directors shall act on behalf of the board of directors only in the matter of arranging a shareholders' meeting to elect directors to fill all the vacant positions.

The meeting under paragraph one shall be held within one month from the date on which the number of directors becomes less than the number required to constitute a quorum.

A person who becomes a director in the place of another director under paragraph one shall serve only for the remaining term of the director whom he replaces.

MDX Public Company Limited

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