

CENTRALRETAIL

Rules and Procedures on Meeting through Electronic Media

Central Retail Corporation Public Company Limited

November 2021

RULES AND PROCEDURES ON MEETING THROUGH ELECTRONIC MEDIA

The Company has established the Rules and Procedures on Meeting through Electronic Media under the principle that the meetings thereof shall be held in compliance with the Standards for Maintaining Security of Meetings through Electronic Media prescribed by the Ministry of Digital Economy and Society, having the important principles as follows:

1. In this Policy

“Meeting through Electronic Media”	means	shareholders’ meeting, board of directors’ meeting or other meetings prescribed by law, which have done through electronic media, where the attendees are not in the same place and able to have a meeting to discuss and express opinions among them through electronic media.
“Security”	means	keeping a confidentiality, accuracy, integrity, and availability of the meeting control system including other features, i.e., authenticity, accountability, non-repudiation and reliability of the related electronic data or the data arising from the meeting through electronic media.
“System Controller”	means	the person having the duty to maintain the meeting and to manage and control the electronic meeting system from the start to the end of each meeting.
“Attendee”	means	Chairman and Vice Chairman of the directors, director, subcommittee, secretary, and assistant secretary of the Board, Company Secretary, legal advisor, financial advisor, internal auditor, auditor, subcommittee or other body prescribed by law and shall include those who must express their opinions to the Board of Directors, subcommittee, or that group of persons.
“Person responsible for organizing the Meeting”	means	Chairman of the meeting and/or the secretary of that meeting.
“Meeting Control System”	means	computer networking and/or any electronic communication device, both hardware and software connected into a network communicated with data by the technology of information and communication and/or telecommunications in allowing Attendees to access and use for Meeting through Electronic Media either in an audio meeting or both audio and video meeting.

“Electronic Media” means any storage medium of data or information using electronic methods by means of electron, electrical, electromagnetic waves, or any other similar manners and shall include the application of optical methods, magnetic method, or an equipment related to the application of such methods.

2. Notwithstanding, all Meeting through Electronic Media shall comply with the standards for maintaining security of meeting through electronic media as prescribed by the Ministry of Digital Economy and Society.
3. Unless the law provided otherwise, an invitation for a meeting and its supporting documents can be sent by electronic mail. In this regard, the Person Responsible for Organizing the Meeting shall keep the copy of the invitation letter and supporting documents for the meeting as evidence, and could be stored in the form of electronic data either.
4. When a meeting is scheduled through electronic media the Person Responsible for Organizing the Meeting shall manage to use the Meeting Control System in writing before the meeting arrangement. There shall be a System Controller who can manage the system to check the operation and solve problems for Attendees for enable remote access the system. The Meeting Control System shall be ready before conducting the meeting.
5. In the Meeting through Electronic Media, the Person Responsible for Organizing the Meeting or the secretary at the meeting shall:
 - (1) have Attendees present themselves to the meeting through electronic media before attending the meeting. This may be done by: (a) having each Attendee present himself or (b) having the secretary of the meeting call their names.
 - (2) allow Attendees to vote both open voting and secret voting.
 - (3) prepare the minutes of the meeting in writing.
 - (4) provide a recording of audio or both audio and video, as the case may be, of all Attendees throughout the meeting in electronic form, unless it is a secret meeting.
 - (5) Keep electronic traffic data of all Attendees evidence as a database under (4) and (5) as part of the minutes of the meeting.
6. To secure the recording of the Attendees' audio or both audio and video, the following criteria must be met:
 - (1) Provide technology or measures to prevent alteration or alteration resulting from such information, except for presentation or remarks or additional changes that may occur under normal circumstances of communication, storage or display that do not affect the meaning of such information to be able to verify that a reliable method is used to maintain data integrity from creation to completion, and then can display that information later, such as encryption, etc.
 - (2) In the case of audio recording or both video and audio with a Meeting Control System that is reliable to identify those involved in the Meeting Control System, to verify that recorded data is only performed by persons having right to access, the system shall at least cover the following:

- (A) Identification
- (B) Authentication
- (C) Authorization
- (D) Accountability

7. Chairman of the Meeting and/or the System Operator shall be able to cut off the audio or video signal or both the audio and video signal, or stop sending data to any of the delegate's devices or communication devices within the system immediately if there is any need or emergency, by which the Chairman of the Meeting may assign a vice president, Chief Executive Officer, secretary at the meeting and/or Attendees to act on his behalf.
8. During the meeting all Attendees must be able to view meeting information being presented at the meeting via their device or communication device throughout the duration of the meeting, except in the case of audio or video signals or both audio and video signals are cut off or stop sending information to the delegate's device or communication device in the event of necessity or an emergency under Section 7.
9. The Chairman of the Meeting shall have the power to interpret and determine the problem resulting from compliance with this regulation. In addition, these rules and procedures for the Meeting through Electronic Media may be amended or changed in accordance with the regulations of the relevant government agencies or a system of electronic media that can be used.

-Signed-

Dr. Prasarn Trairatworakul

Chairman

Central Retail Corporation Public Company Limited