**Date** : 23<sup>rd</sup> September 2022

**Subject**: Invitation to the Joint Shareholders Meeting No. 1 between the shareholders

of True Corporation Public Company Limited and the shareholders of Total Access

Communication Public Company Limited

**Attention:** All Shareholders of True Corporation Public Company Limited

**Enclosures:** 1. Proxy Forms and details of Independent Directors (Proxy for Shareholders)

2. Documents for registration, Self-identification procedures, Manual for registration and meeting through the application IR PLUS AGM, and voting method

- 3. Report of the key progress and procedures of the Amalgamation
- 4. Content of the Company's Articles of Association regarding the shareholders meeting

The Board of Directors Meeting of True Corporation Public Company Limited (the "Company" or "True") resolved to convene the Joint Shareholders Meeting No. 1 between the shareholders of the Company and the shareholders of Total Access Communication Public Company Limited ("the Joint Shareholders Meeting No. 1") on 3<sup>rd</sup> October 2022 at 2.00 p.m. which will be held through electronics means (E-Meeting), according to the Emergency Decree on Electronic Meetings B.E. 2563 (2020). The Company has announced the schedule and agenda of the Joint Shareholders Meeting No. 1 on the websites of the Company (www.truecorp.co.th) and the Stock Exchange of Thailand (www.set.or.th) since 26<sup>th</sup> August 2022.

In this connection, the Company posted the Notice and Enclosures of the Joint Shareholders Meeting No. 1 in advance on its website since 23<sup>rd</sup> September 2022 in order to provide sufficient time for shareholders to consider the meeting materials before a hard copy is sent to shareholders. The Board of Directors sets forth the agenda as follows:

## Agenda Item 1

To consider the extension of the period for holding the Joint Shareholders Meeting between the shareholders of True Corporation Public Company Limited and the shareholders of Total Access Communication Public Company Limited to consider the matters relating to the Amalgamation

# **Background Information**

Following the 2022 Annual General Meeting of the Shareholders of True and the Extraordinary General Meeting of Shareholders No. 1/2022 of Total Access Communication Public Company Limited ("dtac") held on 4<sup>th</sup> April 2022 which resolved to approve the amalgamation between True and dtac pursuant to the Public Limited Company Act B.E. 2535 (as amended) ("PLCA") (the "Amalgamation"), True and dtac have proceeded with various matters relating or necessary to the Amalgamation, including the registration of reduction of the registered capital and the amendment of the Memorandum of Association to reflect such registered capital reduction, the notification of creditors of the shareholders meetings' resolution approving

the Amalgamation and allowed a period of 2 months for the creditors to object to the Amalgamation and the request of relevant consents and/or waivers from relevant third parties to the extent required for the Amalgamation. True and dtac also submitted the merger report to the Secretary General of the National Broadcasting and Telecommunication Commission (the "NBTC") since 25<sup>th</sup> January 2022.

Due to the ongoing process with the NBTC, True and dtac may not be able to convene the Joint Shareholders Meeting to consider the matters in relation to the Amalgamation within 6 months from the date on which the 2022 Annual General Meeting of the Shareholders of True and the Extraordinary General Meeting of Shareholders No. 1/2022 of dtac approved the Amalgamation. Therefore, it is necessary for True and dtac to hold the Joint Shareholders Meeting No. 1 to consider the extension of the period for holding the Joint Shareholders Meeting to consider the matters in relation to the Amalgamation as prescribed under Section 148 of the PLCA to the maximum extent permitted under Section 148 of the PLCA.

In this regard, the Amalgamation between True and dtac is still ongoing as planned.

The shareholders can consider further details on report of the key progress and procedures of the Amalgamation (Enclosure No. 3).

#### **Opinion of the Board**

The Board of Directors deemed appropriate to propose to the Joint Shareholders Meeting No. 1 to consider and approve the extension of the period for holding the Joint Shareholders Meeting between the shareholders of True and the shareholders of dtac to consider the matters in relation to the Amalgamation as prescribed under Section 148 of the PLCA to the maximum extent permitted under Section 148 of the PLCA.

# Required Vote

This matter requires affirmative resolution of a majority vote of the total number of votes of shareholders of True and dtac attending the meeting.

The date on which the recorded shareholders have the right to attend the Joint Shareholders Meeting No. 1 between the shareholders of True and the shareholders of dtac (Record Date) is 9<sup>th</sup> September 2022.

If the Shareholders wish to attend the meeting through the electronic means (E-Meeting) by yourself or appoint a person to attend and vote on your behalf, please study the Manual for registration and meeting through the application IR PLUS AGM (Enclosure No. 2).

In order to prepare the readiness in advance of attending the Meeting, the Company will activate the E-Meeting system to allow the Shareholders or their proxies to verify their identity as from 23<sup>rd</sup> September 2022, at 9:00 a.m. until 3<sup>rd</sup> October 2022, at 12:00 p.m. The Shareholders or their proxies may log-in IR PLUS AGM Application to attend the Meeting on 3<sup>rd</sup> October 2022 as from 12:00 p.m. onwards.

Furthermore, in case of the Shareholders may not attend the Meeting and wish to appoint the Company's Independent Directors to vote on your behalf, <u>please complete and duly execute</u> the proxy to assign Mrs. Preeprame Seriwongse, Mr. Joti Bhokavanij or Prof. Dr. Kittipong Kittayarak as a proxy holder. The completed and executed proxy should be submitted together with the required documents or evidence to True Corporation Public Company Limited, Company Secretary & Securities Department, 15<sup>th</sup> Floor, No. 18 True Tower, Ratchadapisek Road, Huai Khwang, Bangkok 10310, Thailand. We would appreciate your kind cooperation to have your proxy and required documents delivered to us before <u>1<sup>st</sup> October 2022</u>.

Should you have questions about the meeting in general, please contact the Company Secretary & Securities Department via Tel: 0-2858-2660 or 0-2858-2702 during the office hours.

In case of you have any questions or problems about registration or Log-in, please contact Call Center via Tel: 0-2022-6200 ext. 2, 06-1072-6233, or 06-1072-6296 on Monday – Friday, 9:00 a.m. – 5:30 p.m., during 23<sup>rd</sup> September – 3<sup>rd</sup> October 2022.

Yours sincerely,

Mrs. Rangsinee Sujaritsunchai Company Secretary As assigned by the resolution of the Board of Directors

# Remark:

Should you have any questions regarding the Agenda of the meeting or any other information related to the Company, you may send questions to the Company in advance of the meeting date via the following channels:

- email: ir\_office@truecorp.co.th

  (Your kind cooperation to send question 5 days prior to the meeting date would be most appreciated)
- registered post to

"Investor Relations Department,

True Corporation Public Company Limited,

20th Floor, True Tower, No. 18 Ratchadapisek Road,

Huai Khwang Sub-District, Huai Khwang District, Bangkok 10310"

(Your kind cooperation to send question 5 days prior to the meeting date would be most appreciated) Kindly provide your name, address and telephone number for the Company to contact you.