

(Partial Statements)

Notification of the National Broadcasting and Telecommunications Commission

Re: Prescription of Prohibitions of Acts Constituting Foreign Dominance B.E.2555 (2012)

(Published in the Government Gazette, Volume 129, Special Part 117 Ngor, dated 23 July 2012)

“Prohibitions” means the Prohibitions of Acts Constituting Foreign Dominance according to the guideline specified in the List attached hereto.

“Business Dominance” means the power to control or to influence, whether directly or indirectly, by a foreign individual or entity over the determination of policies, management, operations, appointment of directors, or appointment of high-level executives that may impact the governance or telecommunications operations of a license applicant or licensee. This includes holding voting shares amounting to at least half of the total voting rights, having the authority to control the majority of votes in a shareholders' meeting, or having the power to appoint or remove at least half of the total number of directors.

Article 7 Within thirty days from the date of the annual general meeting of shareholders, the Licensee shall establish or review the prohibitions and submit them to the Board along with a certification signed by an authorized signatory of the legal entity affirming that the Licensee will not engage in any actions that violate any of the stated prohibitions in any manner in accordance with the criteria, conditions, and procedures specified in this Notification.

The prohibitions mentioned in the first paragraph must also be approved by the Licensee's general meeting of shareholders.

(List Attached to the Notification of the National Broadcasting and Telecommunications Commission)

List of Prohibitions of Acts Constituting Foreign Dominance

1) Business dominance through the shareholding by a foreigner, agent, or nominee, whether directly or indirectly, which results in avoidance of this Notification.

2) Business dominance through the shareholding by a foreigner or by a representative or agent of the foreigner, which such shares have the preferential right in voting in the shareholders' meeting more than the proportion of actual shares so held or have any more preferential rights than the shares held by Thai national.

3) Business dominance through the controlling power or influence of a foreigner, whether directly or indirectly, in the formulation of policies, management, operations or appointment of the Company's directors or high-level executives.

High-level executives means the Chairman of the Board of Directors, President, Manager, Director, Chief of Purchase Executive, Chief of Finance Executive, or any other persons who have controlling power or influence on telecommunications business management or operation in the business of the License Applicant or the Licensee.

4) Business dominance through the legal relation with a source of the investment fund and loan from a foreigner or its affiliated legal entities, such as loan guarantee, lending loan at an interest rate lower than the market price, business risk insurance, or granting credit facilities on a special basis.

5) Business dominance through execution of an intellectual property agreement, franchise agreement, or exclusive licensing agreement with a foreigner or its affiliated legal entities, and such agreement causes transfer of expenses and consideration benefits to the foreigner.

6) Business dominance through execution of a procurement agreement or management agreement with a foreigner or its affiliated legal entities or an employee or staff of the foreigner or its affiliated legal entities, and such agreement causes transfer of expenses and consideration benefits to the foreigner.

7) Business dominance through the joint venture with a foreigner or its affiliated legal entities thereby allocating or sharing operation cost in a manner which causes transfer of expenses or consideration benefits to the foreigner.

8) Business dominance through execution of a transfer pricing or price collusion transaction with a foreigner or its affiliated legal entities.

Announcement

The Practical Solution Public Company Limited

The Prohibitions of Acts Constituting Foreign Dominance

To Comply with the announcement of the Notification of the National Broadcasting and Telecommunications Commission “Prescription of Prohibitions of Acts Constituting Foreign Dominance B.E.2555 (2012)” the Board of Directors Meeting of The Practical Solution Public Company Limited No.1/2025 on February 20th, 2025, approved the review of “Prohibitions of Acts Constituting Foreign Dominance.” The details are as follows:

1. Prohibition of business dominance through the shareholding by a foreigner, agent, or nominee, whether directly or indirectly, which results in avoidance of this Notification of the National Broadcasting and Telecommunications Commission Re: The prohibitions of actions regarded as business domination by foreigners B.E. 2555.

2. Prohibition of business dominance through the shareholding by a foreigner or by a representative or agent of the foreigner, which such shares have the preferential right in voting in the shareholders’ meeting more than the proportion of actual shares so held or have any more preferential rights than the shares held by Thai national.

3. Prohibition of business dominance through the controlling power or influence of a foreigner, whether directly or indirectly, in the formulation of policies, management, operations or appointment of the Company’s directors or high-level executives.

High-level executives means the Chairman of the Board of Directors, President, Manager, Director, Chief of Purchase Executive, Chief of Finance Executive, or any other persons who have controlling power or influence on telecommunications business management or operation in the business of the License Applicant or the Licensee.

4. Prohibition of business dominance through the legal relation with a source of the investment fund and loan from a foreigner or its affiliated legal entities, such as loan guarantee, lending loan at an interest rate lower than the market price, business risk insurance, or granting credit facilities on a special basis.

5. Prohibition of business dominance through execution of an intellectual property agreement, franchise agreement, or exclusive licensing agreement with a foreigner or its affiliated legal entities, and such agreement causes transfer of expenses and consideration benefits to the foreigner.

6. Prohibition of business dominance through execution of a procurement agreement or management agreement with a foreigner or its affiliated legal entities or an employee or staff of the foreigner or its affiliated legal entities, and such agreement causes transfer of expenses and consideration benefits to the foreigner.

7. Prohibition of business dominance through the joint venture with a foreigner or its affiliated legal entities thereby allocating or sharing operation cost in a manner which causes transfer of expenses or consideration benefits to the foreigner.

8. Prohibition of business dominance through execution of a transfer pricing or price collusion transaction with a foreigner or its affiliated legal entities.