

Invitation to the 2019 Annual General Meeting of Shareholders

PTT Public Company Limited

Thursday April 11, 2019 at 13.30 hrs.

Bangkok Convention Center, 5th Floor, Central Plaza Ladprao (Plaza Zone),
1695 Phaholyothin Road, Chatuchak, Bangkok 10900, Thailand

Registration starts at 11.30 hrs.

Please bring the registration form with barcode to the meeting

No Tokens To Be Given: In order to comply with the policy on transparency and the guideline for good corporate governance campaigned by the supervising authorities in relation to the decrease or cancellation of token giving at the annual general meeting of shareholders, there will be no token given to the shareholders at the 2019 AGM of the Company. However, the Company will still provide a lunch box to the shareholders or their proxies who attend the Meeting (one set per one person)

(Unofficial Translation)



บริษัท ปตท. จำกัด (มหาชน)
555 ถนนวิภาวดีรังสิต แขวงจตุจักร
เขตจตุจักร กรุงเทพฯ 10900
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-Translation-

No. 80000001/275

March 11, 2019

Re : Invitation to the 2019 Annual General Meeting of Shareholders

To : Shareholders of PTT Public Company Limited

- Attachments:
1. QR Code for scanning and downloading 2018 Annual Report, 2018 Financial Statement, 2018 Corporate Sustainability Report
 2. Brief personal profiles of nominated candidates for Agenda Item No.6
 3. Definition of Independent Director and functional description of Specific Committees
 4. **A registration form (must be presented at the meeting)**
 5. Proxy forms - Type A, B (recommended) and C
 6. Registration conditions and procedure and necessary documents to be presented at the meeting
 7. Profiles of the Independent Directors for proxies appointment
 8. A summary of the PTT Articles of Association relevant to the meeting
 9. Request Form of printed Annual Report, Financial Statement and Corporate Sustainability Report for 2018
 10. A map of the meeting venue

PTT Public Company Limited (hereinafter referred to as "PTT") would like to invite you to attend the 2019 Annual General Meeting of Shareholders (hereinafter referred to as "AGM") on Thursday April 11, 2019 at 13.30 hrs. at Bangkok Convention Center, 5th Floor, Central Plaza Ladprao (Plaza Zone), 1695 Phaholyothin Road, Chatuchak, Bangkok, Thailand. The 2019 AGM has 7 agenda items as follows:

Item 1: To acknowledge the 2018 performance statement and to approve the 2018 financial statement ended on December 31, 2018

Objectives and Details: The shareholders should acknowledge the 2018 performance statement and the proposed corporate strategy plan and approve the financial statement ended on December 31, 2018 audited by the external auditor. The details are enclosed in the 2018 Annual Report, the 2018 Financial Statement and the 2018 Corporate Sustainability Report (Attachment 1). A summary is as follows:

Items	2018	2017
Total Assets (Million Baht)	2,355,483.87	2,232,314.16
Total Liabilities (Million Baht)	1,036,989.52	983,758.42
Total Shareholders' Equity (Million Baht)	1,318,494.35	1,248,555.74
Total Paid-up Capital (Million Baht)	28,563.00	28,563.00
Sales and Service Income (Million Baht)	2,336,154.92	1,995,722.07
Net Income (Million Baht)	119,683.94	135,179.60
Earnings per Share (Baht / Share)	4.15	4.67

The Board's opinion: The Board recommends shareholders to acknowledge the 2018 performance statement, to acknowledge the proposed corporate strategy plan and to approve the 2018 financial statement ended on December 31, 2018 which has been audited by the external auditor, reviewed by the Audit Committee and endorsed by the Board.

Item 2: To approve the 2018 net profit allocation and dividend payment

Objectives and Details: PTT establishes dividend payment policy at least 25 percent of net income after corporate reserves. The dividend payment may vary in each year depending on the investment plan, necessity and other appropriate prospects. After the Board resolves to pay the annual dividend, the dividend payment requires shareholders' approval. For an interim dividend, the Board may resolve to pay the interim dividend without shareholders' approval but must inform the shareholders of the same at the next meeting.

The overall performance and financial statements indicate that PTT made Baht 119,684 million for the 2018 net income. PTT appropriates net income to reserve for self-insurance fund Baht 23 million. Therefore, PTT considers paying an annual 2018 dividend of Baht 2.00 per share or 48.2% of the net income in accordance with the Company's dividend policy. Comparison of recent dividend payments is as follows:

2017-2018 Dividend Payment Comparison

	2018	2017
1. Net income (Million Baht)	119,684	135,180
2. Number of shares (Million shares)*	28,563	2,856
3. Earnings per share (Baht per share)	4.15	46.74
4. Dividend per share (Baht per share)	2.00	20.00
- First half interim dividend (Baht per share)	0.80	8.00
- Second half dividend (Baht per share)	1.20	12.00
5. Total dividend payment (Million Baht)	57,126	57,126
6. Payout ratio (as a percentage)	48.2	42.8

Remark: *Company changed the par value of shares from Baht 10 per share to Baht 1 per share; therefore, the number of shares was increased from 2,856 Million shares to 28,563 Million shares since April 2018.

The Board's opinion:

We recommend the shareholders to approve the 2018 net profit allocation and the dividend payment for the year. We propose to pay 2018 dividend of Baht 2.00 per share, divided into;

- Interim Dividend for the first half performance of 2018 was paid at Baht 0.80 per share; the dividend payment of Baht 0.45 per share was paid from the unappropriated retained earnings derived from the BOI promoted activities during the tax exemption period where individual shareholders shall not include the dividend as their taxable income and not entitled to a Dividend Tax Credit under Section 47 bis of the Revenue Code, and the dividend payment of Baht 0.35 per share was paid from dividend received from PTT Exploration and Production Public Company Limited (PTTEP) which is subjected to 50% petroleum income tax wherein individual shareholders shall not be entitled to a Dividend Tax Credit under Section 47 bis of the Revenue Code. Such interim dividend was paid on October 26, 2018;
- Dividend for the second half performance of 2018 will be paid at Baht 1.20 per share; the dividend payment of Baht 0.70 and 0.50 per share will be paid from the unappropriated retained earnings which subjected to 23% and 20% corporate income tax respectively wherein individual shareholders shall be entitled to a Dividend Tax Credit under Section 47 bis of the Revenue Code. PTT will pay the dividend for the second half of 2018 to the shareholders whose names appear in the share register book on March 7, 2019 (Record Date). The dividend for the second half

of 2018 will be paid on April 30, 2019 subject to the shareholders' approval to be obtained from the 2019 AGM.

Item 3: To appoint an auditor for 2019 and to approve the 2018 and 2019 audit fees

Objectives and Details: The State Audit Office of the Kingdom of Thailand (the SAO) has been PTT's auditor since the Company was established. The SAO does not have any relationship with, and is independent from the Company, its subsidiaries, managements, major shareholders, or their related parties. Even some of the Company's subsidiaries are audited by other auditors, the Company's Board of Director is responsible for ensuring that the financial statements of those subsidiaries are completed within the schedules.

The Board concurred with the Audit Committee recommendation to appoint the SAO as PTT's auditor for the year 2019 and approve the 2018 and 2019 audit fees of Baht 4,700,000 and Baht 4,000,000, respectively, as follows:

Auditing and reviewing of Separate and Consolidated Financial Statements	2019 * (Baht)	2018 ** (Baht)	Decrease (Baht)
1. Quarterly-Ended on March 31, June 30 & September 30 - Baht 760,000 for 2018 quarterly statement - Baht 650,000 for 2019 quarterly statement	1,950,000	2,280,000	(330,000)
2. Year-Ended on December 31	2,050,000	2,420,000	(370,000)
Total	4,000,000	4,700,000	(700,000)

* Decrease in 2019 audit fee due to transfer OIL BU to PTTOR

** 2018 audit fee is the same amount as 2017 audit fee

In addition, the Company has paid non-audit service fee for BOI Report, Tariff Commodity Charge Report, and the report on natural gas and fuel sales volume to the SAO amounting Baht 544,000 and Baht 494,000 for year 2018 and 2017 respectively.

The Board's opinion: The Board recommends shareholders to appoint the State Audit Office of the Kingdom of Thailand as PTT's auditor for the year 2019 and approve the 2018 and 2019 audit fees of Baht 4,700,000 and Baht 4,000,000, respectively. The proposal had been appropriately recommended by the Audit Committee and endorsed by the Board.

Item 4: To approve the amendment of PTT Public Company Limited's Articles of Association.

Objectives and Details: To be in line with the Announcement of the National Council for Peace and Order No. 74/ 2557 Re: Electronic Conferencing, together with the Announcement of Ministry of Information and Communication Technology Re: Standards for Electronic Conferencing Security B. E. 2557, and the Explanatory Statement of Department of Business Development, Ministry of Commerce Re: Electronic Conferencing of Limited Partnership, Limited Company, Public Limited Company, Trade Association, and Chamber of Commerce, so that PTT can organize and hold its board of directors' meeting through electronic media, PTT considers appropriate to amend Articles 43 and 44 of the PTT's Articles of Association to be as follows:

Existing Provision	Proposed Amendment
<p>Article 43. The Board of Directors shall meet at least once a month at the location specified by itself. A meeting of the Board of Directors shall be called by the Chairman or his/her designated person. If at least two (2) directors request to have a meeting called, the Chairman or his/her designated person shall fix a meeting date within fourteen (14) days from the date of receipt of such request.</p>	<p>Article 43. The Board of Directors shall meet at least once a month at the location specified by itself. A meeting of the Board of Directors shall be called by the Chairman or his/ her designated person. If at least two (2) directors request to have a meeting called, the Chairman or his/ her designated person shall fix a meeting date within fourteen (14) days from the date of receipt of such request.</p> <p>The Chairman or his/her designated person, or the presiding Chairman may determine that the Board of Directors' meeting be organized and held through electronic media. In such event, the Board of Directors ' meeting shall be proceeded in accordance with the criteria, methods, and the information security standards, specified by law.</p>
<p>Article 44. The Chairman or his/her designated person shall send a notice of the Board of Directors' meeting to all Directors by registered post or in person or by messenger, as the Chairman or his/her designated may think fit, at least seven (7) days prior to the Board of Directors' meeting, except in an emergency (such as to preserve the rights and benefits of the</p>	<p>Article 44. The Chairman or his/her designated person shall send a notice of the Board of Directors' meeting to all Directors by registered post or in person or by messenger, as the Chairman or his/her designated may think fit, at least seven (7) days prior to the Board of Directors' meeting, except in an emergency (such as to preserve the rights and benefits of the Company) when the meeting may be</p>

Existing Provision	Proposed Amendment
Company) when the meeting may be called by other methods and the meeting date may be fixed sooner than the period of time specified above.	<p>called by other methods and the meeting date may be fixed sooner than the period of time specified above.</p> <p>In delivering a notice of the Board of Directors' meeting and related documents, the Chairman or his/her designated person may send such notice and documents by an electronic mail. In this regard, the person who is in charge with the arrangement for the meeting must keep a copy of such notice and related documents as evidence, which may be kept in electronic data format.</p>

The board's opinion: The Board recommends shareholders to approve the amendment to PTTs Articles of Association as detailed above.

Item 5: To approve the 2019 directors' remuneration

Objectives and Details: PTT requires shareholders' approval on the directors' remuneration for the 2019. The Remuneration Committee had considered the matter and recommended the 2019 remuneration for directors and members of specific committee. In compliance with the previous practice, the committee considers competitiveness of remuneration among listed companies in the same industry, local and international leading companies, good corporate governance practice, performance statements, business size and PTT Directors' accountability. The Committee also took economic development and inflation rate into account.

The Board proposes the 2019 remuneration package for the Board and specific committee members to align with current remuneration trend in leading listed companies and listed state-owned enterprises practice as follows:

- Monthly fee and attendance fee

Remuneration	2019 (Current Proposal)	Compared with year 2018
1. Board of Directors		
Monthly fee (By pro rata) <ul style="list-style-type: none"> - Chairman ⁽¹⁾ - Director 	60,000 Baht/Month 30,000 Baht/Month	37,500 Baht/Month 30,000 Baht/Month

<p>Per Attendance Fee ⁽²⁾ (for those in attendance only)</p> <ul style="list-style-type: none"> - Chairman ⁽³⁾ - Director 	<p>75,000 Baht/Month</p> <p>60,000 Baht/Month</p>	<p>62,500 Baht/Month</p> <p>50,000 Baht/Month</p>
<p>2. Specific Committees</p>		
<p>2.1 Audit Committee ⁽⁴⁾</p> <p>Monthly fee (By pro rata)</p> <ul style="list-style-type: none"> - Chairman ⁽⁵⁾ - Member 	<p>15,000 Baht/Month</p> <p>15,000 Baht/Month</p>	<p>18,750 Baht/Month</p> <p>15,000 Baht/Month</p>
<p>Per Attendance Fee ⁽⁶⁾ (for those in attendance only)</p> <ul style="list-style-type: none"> - Chairman ⁽³⁾ - Member 	<p>56,250 Baht/Month</p> <p>45,000 Baht/Month</p>	<p>18,750 Baht/Month</p> <p>15,000 Baht/Month</p>
<p>2.2 Nominating Committee, Remuneration Committee, Corporate Governance Committee, Enterprise Risk Management Committee, The other committees which may be appointed by the Board of Directors if deemed necessary</p> <p>Monthly fee (By pro rata)</p> <ul style="list-style-type: none"> - Chairman - Member 	<p>None</p>	<p>None</p>
<p>Per Attendance Fee ⁽⁷⁾ (for those in attendance only)</p> <ul style="list-style-type: none"> - Chairman ⁽³⁾ - Member 	<p>37,500 Baht/Month</p> <p>30,000 Baht/Month</p>	<p>30,000 Baht/Month</p> <p>24,000 Baht/Month</p>
<p>The Secretary of the Audit Committee shall receive a monthly fee of Baht 7,500 (unchanged)</p>		
<p>3. Other Remunerations</p>	<p>None</p>	<p>None</p>

Remark

⁽¹⁾ 2019 The Chairman of the Board shall receive monthly fee at equalling double the base fee received by the director

(2018 The Chairman of the Board shall receive monthly fee at higher rate than that paid to other directors by 25%.)

⁽²⁾ 2019 The payments are limited up to only once a month, in case of necessity or reasonable causes, the payments may be paid more than once a month but limited up to 15 meetings annually.

(2018 The payments are limited up to only once a month)

⁽³⁾ The Chairman of the Board / Specific Committee shall receive attendance fee at higher rate than that paid to other directors /committee member by 25%.

- (4) Audit Committee should not be positioned in any other specific committee
- (5) 2019 The Chairman of the Audit Committee shall receive monthly fee at equalling the base fee received by the member of committee.
(2018 The Chairman of the Audit Committee shall receive monthly fee at higher rate than that paid to other member by 25%.)
- (6) The payments are limited up to only once a month.
- (7) 2019 Each member of committee shall receive maximum 2 attendance fees of specific committee. The payment of each specific committee shall be done only once a month
(2018 The payments are limited up to only once a month.)

● Directors' bonus policy

The directors' bonus for the 2019 fiscal year will depend on PTT's performance. The directors will be entitled to receive 0.05% of PTT's 2019 net profit and the chairman of the board is entitled to receive a bonus at higher rate than that paid to other directors by 25%. The total amount of bonus payable to the board of directors shall not exceeds Baht 60,000,000 per year (changed from not exceeding Baht 3,000,000 per person.) and the bonus will be paid on a pro rata basis.

The details of the remuneration of each director for 2018 are presented in the 2018 Annual Report (Attachment 1).

The Board's opinion: The Board recommends shareholders to approve the 2019 remuneration package for the Board and specific committee members to align with current remuneration trend in leading listed companies and listed state-owned enterprises practice as recommended by the Remuneration Committee and endorsed by the Board. The responsibilities of the Board have increased dramatically from business expansions throughout the supply chain both domestically and internationally. PTT has firmly established the Thai energy security; added economic value to the Thai economy and shareholders' wealth, and developed sustainable environmental-friendly products and services and social responsibility. The remuneration policy of the Board has been unchanged since 2013 and is not competitive among leading listed companies.

Item 6: To elect directors to replace those who are retired by rotation

Objective and Details: There are 5 directors retired by rotation at the 2019 AGM (one third of the total number of directors) as follows:

- | | |
|--------------------------------|---|
| (1) Mr. Krairit Euchukanonchai | An independent director /
Chairman |
| (2) Mr. Chumpol Rimsakorn | A director /
a Member of the Remuneration
Committee |

- | | |
|-----------------------------------|--|
| (3) Gen. Chatchalerm Chalermasukh | An independent director /
Chairman of the Corporate Governance
Committee |
| (4) Mr. Supot Teachavorasinskun | An independent director /
a Member of the Nominating
Committee |
| (5) Mr. Don Wasantapruek | An independent director /
Chairman of the Nomination
Committee |

PTT announced a shareholders' invitation to nominate qualified candidates for a directorship and propose agenda items for the AGM from 1 September to 30 November 2018 through PTT website and the Stock Exchange of Thailand channel. Despite the invitation, neither candidates nor agenda items were proposed. The Nominating Committee undertook nomination procedures by considering appropriateness, utmost benefit of PTT, Board composition, qualification, wisdom, talent, experience and expertise. The Nominating Committee (excluding the interested director who abstained from voting) proposed to approve the re-appointment of 4 retiring directors to be PTT's directors for another term and propose other 1 qualified candidates to be appointed as PTT's directors. The State Enterprise Policy Committee already endorsed these proposed candidates.

The 5 candidates' profiles are enclosed in Attachment 2. The candidates are as follows:

- | | |
|---------------------------------|---|
| (1) Mr. Krairit Euchukanonchai | An independent director
(re-election) |
| (2) Mr. Chumpol Rimsakorn | A director
(re-election) |
| (3) Gen. Teerawat Boonyawat | An independent director
(in replacement of Gen. Chatchalerm
Chalermasukh) |
| (4) Mr. Supot Teachavorasinskun | An independent director
(re-election) |
| (5) Mr. Don Wasantapruek | An independent director
(re-election) |

Candidates in (1), (3), (4) and (5) are proposed to be independent directors since their qualifications are qualified to be the independent directors according to the Stock Exchange of Thailand and PTT's definition of "Independent Directors". The definition of "Independent Directors" and the Duties and Responsibilities of the Specific Committees are set out in Attachment 3.

The Board's opinion: The Board recommends shareholders to elect the following 4 persons to be PTT's directors for another term and propose other 1 qualified candidates to be appointed as PTT's directors as follows:

- | | |
|--------------------------------|--------------------------------------|
| (1) Mr. Krairit Euchukanonchai | (2) Mr. Chumpol Rimsakorn |
| (3) Gen. Teerawat Boonyawat | (4) Mr. Supot Teachavorasinskun, and |
| (5) Mr. Don Wasantapruek | |

These proposed candidates have been through the nomination procedure of the Nominating Committee and the Board as their qualifications, wisdom, talent and experiences are valuable for PTT. The candidates in (1), (3), (4) and (5) are proposed to be independent directors since their qualifications are suitably qualified to be the independent directors according to the Stock Exchange of Thailand's and PTT's definition of "Independent Directors" who are able to independently raise their opinions and in compliance with the relevant rules and regulations. Nevertheless, the directors who have conflict of interest did not cast the vote for this proposal.

Item 7: Other matters (if any)

Shareholders who wish to receive printed copies of the 2018 Annual Report, 2018 Financial Statement and 2018 Corporate Sustainability Report, please do not hesitate to contact us at Office of President, 24th floor, PTT Building, 555 Vibhavadi Rangsit Rd., Chatuchak, Bangkok 10900, Thailand or call at +66(0)2537-3855. Shareholders may fill in the Request Form (Attachment 9) and fax the form to number +66(0)2537-3887 or email: corporatesecretary@pttplc.com for a copy.

For shareholders who wish to appoint a proxy to attend the meeting and vote on behalf of the shareholders, please choose and fill in either the proxy form A or B and submit it to PTT before the meeting. For foreign shareholders who deposit PTT shares in safeguard of custodian banks in Thailand, please choose and fill in either the proxy form A, B or C in Attachment 5.

Any shareholder may appoint a PTT Independent Director as his or her proxy to attend the meeting and vote on his or her behalf. Brief Independent Director Profiles are available in Attachment 7.

Shareholders and proxies must submit documents in Attachment 4 and 5 for registration prior to or on the meeting day. Please read the registration terms, conditions and procedures and relevant documents to be presented and delivered on the meeting day in Attachment 6. PTT will conduct the meeting in compliance with its Articles of Association set out in Attachment 8.

For your benefit and to fully protect your rights, please send us your inquiries regarding the meeting and agenda items prior to the meeting date at corporatesecretary@pttplc.com or fax at +66(0)2537 3887. For more information regarding PTT code of conduct, performance and activities, Please visit our website at <http://www.pttplc.com/TH/IR/Pages/index.aspx>

Therefore, we would like to invite our shareholders to 2019 AGM on Thursday April 11, 2019 at 13.30 hrs. The meeting will be held at Bangkok Convention Center, 5th Floor, Central Plaza Ladprao (Plaza Zone), 1695 Phaholyothin Road, Chatuchak, Bangkok 10900, Thailand. The registration will be opened on 11.30 hrs.

Yours Sincerely,



Chansin Treenuchagron
President & CEO

Office of President

Telephone: 0-2537-3855

Fax: 0-2537-3887

Remark

The 2019 AGM will be conducted as a Sustainable Meeting in compliance with the criteria of Sustainable Event Guidelines endorsed by Thailand Convention and Exhibition Bureau (TCEB).

A sustainable event is an event designed, organized and implemented in a way that minimizes potential negative impacts and leaves a beneficial legacy for host community and all involved.

In order to minimize environmental impact, which may cause from 2019 AGM, PTT would encourage the shareholder to;

- *Use public transportation to access to the venue e.g. MRT*
- *Dress comfortably as the venue temperature is no less than 25°C.*
- *Dispose waste in the separate bins provided at the venue. Waste in recycle bin such as nametag or plastic bag will be converted to Refuse Derived Fuel (RDF).*
- *Return an unwanted print document or brochure to "document return area"*

Attachment 1

**QR Code for scanning and downloading 2018 Annual
Report, 2018 Financial Statement, 2018 Corporate
Sustainability Report**



Candidate's Profile

Name	: Mr. Krairit Euchukanonchai	
Age	: 63	
Proposed Position	: Independent Director	
Education	: Bachelor of Science, Chulalongkorn University, Thailand : Master of Business Administration (Finance and Banking), North Texas State University, Texas, USA	
Expertise	: Accounting / Financial / Law/ Information Technology / Engineering, Energy, Petroleum Business/ Marketing/ Management and Governance Skill for State Enterprise listed on Stock Exchange of Thailand (SET)/ International Trading/ Economics/ Sciences and Innovation, Digital, Automation, Artificial Intelligence, Robotics / Social Enterprise /Natural Resources and Environment /Sustainable development/ Listed in the Director's Pool of Ministry of Finance	
Certificate	: Certificate in Top Executives in Energy Literacy for a Sustainable Future Program (Class 12/2018), Thailand Energy Academy (TEA) : Citibank's Banking Professional Training Programmes	
Director's Certificate	: Director Accreditation Program (DAP 59/2005), Role of the Chairman Program (RCP 16/2007), Thai Institute of Directors Association (IOD)	
Work Experiences (last 5 years)	: 1998 - Present : Chairman, V.Group Honda Cars Co.,Ltd. and its Subsidiaries : 2014 - Present : Independent Director, Chairman of the Audit Committee and Member of Nomination and Corporate Governance Committee, Advanced Info Service Public Company Limited : 2015 - Present : Vice Chairman, Chairman of the Board of Executive Directors and Chairman of the Risk Management Committee, Krungthai Bank Public Company Limited : 2017 - Present : Chairman, Mass Rapid Transit Authority of Thailand : 2018 - Present : Independent Director / Chairman, PTT Public Company Limited	
PTT Directorship	: • Independent Director First Term : 11 July 2018 – Present (9 Months) (Chairman since September 7, 2018)	
Meeting attendance in 2018	: • PTT Board of Directors : 7/7 (100%)	
Possession of PTT shares	: -None- (0% of total issued shares)	

Proposed Candidate	Other Listed Companies		Other Important Organizations (non-listed companies)		Position in other organization that compete with/ related to the Company
	Number	Position	Number	Position	
Mr. Krairit Euchukanonchai	2	1. Independent Director, Chairman of the Audit Committee and Member of Nomination and Corporate Governance Committee, Advanced Info Service Public Company Limited 2. Vice Chairman, Chairman of the Board of Executive Directors and Chairman of the Risk Management Committee, Krungthai Bank Public Company Limited	2	1. Chairman, Mass Rapid Transit Authority of Thailand 2. Chairman, V.Group Honda Cars Co.,Ltd. and its Subsidiaries	-None-

Additional Qualification for independent director

(Having the following relationship with PTT, parent company, subsidiary company, associated company or any juristic persons who might have a conflict of interest at present or during the past 2 years)

Type of relationship

- Not taking part in the management and/or being an employee, staff member, advisor who receives a regular salary as stipulated in PTT Independent Director Qualification.
- Not being professional services provider, e.g., auditor, legal advisor.
- Not having significant business relation that could obstruct independent judgement.
- Not having kin relationship among Members of the Board of Director.

Qualification of Directors

- Having qualifications required by the applicable laws and regulations as set out below*

*- Standard Qualifications of Directors and State Enterprise Officers Act B.E. 2518, section 5 and section 17

- Public Limited Companies Act, B.E. 2535, section 68

- The Securities and Exchange Act B.E.2535, section 89/3 and the Notification of the Securities and Exchange Commission No. KorJor. 8/2553 and KorJor. 3/2559 regarding the Lack of Trustworthiness of Directors and Managing Directors

- The Cabinet Resolution on 24 January 2011 regarding the accreditation of the high-level government officials or persons as directors in many State Enterprises, and/or legal entities which its shares held by the State Enterprises.

- PTT Articles of Association and the Corporate Governance Principles as disclosed in the PTT Annual Report and 56-1 Form

Performance in 2018

1. Contributed to the formulation of PTT's Policy, Vision, Mission and Strategic Plan.
2. Reviewed, monitored and ensured PTT's performance achievements
3. Presented useful guidance to the management in order to enhance PTT's business development in creating value added and competency for PTT's sustainable growth.
4. Promoted PTT's business operation base on Good Corporate Governance with equitable and justifiable treatment of all stakeholders.
5. Encouraged managements and employees to be company's representative and respond to needs/expectations of stakeholders.

Candidate's Profile

Name	: Mr. Chumpol Rimsakorn	
Age	: 58	
Proposed Position	: Director	
Education	: Bachelor of Laws, Ramkhamhaeng University, Thailand : Master of Public and Private Management Program, National Institute of Development Administration (NIDA)	
Expertise	: Finance /Law / Management and Governance Skill for State Enterprise listed on Stock Exchange of Thailand (SET) / Economics / Listed in the Director's Pool of Ministry of Finance	
Certificate	: Senior Executive Program (Class of 60th), Office of the Civil Service Commission : National Defence College, The Joint State - Private Sector Course : Senior Executive Program Certificate (Class of 19th), Capital Market Academy (CMA) : Energy Literacy for a Sustainable Future Program (Class 7/2016), Thailand Energy Academy (TEA) : Inspector General Program, The Prime Minister's Office : Good Governance for Directors and Executives of State Enterprises and Public Organization (Class of 10th), King Prajadhipok's Institute : Advanced Master of Management Program (AMM) Class 1/2018, Graduate School of Public Administration, National Institute of Development Administration	
Director's Certificate	: Director Certification Program (DCP 221/2016), Financial Statement for Directors (FSD 30/2016), Role of the Chairman Program (RCP 39/2016), Advanced Audit Committee Program (AACP 24/2016) and IT Governance and Cyber Resilience Program (ITG 9/2018), Thai Institute of Directors Association	
Work Experiences (last 5 years)	: 2011 - 2013 Deputy Director-General, The Excise Department : 2013 - 2014 Principal Advisor on Tax Development Administration, the Excise Department : 2014 - 2015 Inspector General, Office of the Permanent Secretary, Ministry of Finance : 2015 - Present Deputy Permanent Secretary, Ministry of Finance	
PTT Directorship	: • Director First Term : 21 December 2018 – Present (3.7 Months) • Member of the Remuneration Committee : 23 December 2018 – Present	
Meeting attendance in 2018	: • PTT Board of Directors : 1/1 (100%) • Remuneration Committee : 0/0 (100%)	
Possession of PTT shares	: - None- (0% of total issued shares)	

Proposed Candidate	Other Listed Companies		Other Important Organizations (non-listed companies)		Position in other organization that compete with/ related to the Company
	Number	Position	Number	Position	
Mr. Chumpol Rimsakorn	1	1. Director, Chairman of the Credit Committee, Member of the Board of Executive Directors, Member of the Nomination, Remuneration and Corporate Governance Committee, TMB Bank Public Company Limited	1	1. Director, Don Muang Tollway Public Company Limited	-None-

Qualification of Directors

- Having qualifications required by the applicable laws and regulations as set out below*

Performance in 2018

1. Presented useful guidance to the management to enhance PTT's business development in creating value added and competency for PTT's sustainable growth
2. Promoted PTT's business operation base on Good Corporate Governance, with equitable and justifiable treatment of all stakeholders

*- Standard Qualifications of Directors and State Enterprise Officers Act B.E. 2518, section 5 and section 17

- Public Limited Companies Act, B.E. 2535, section 68

- The Securities and Exchange Act B.E.2535, section 89/3 and the Notification of the Securities and Exchange Commission No. KorJor. 8/2553 and KorJor. 3/2559 regarding the Lack of Trustworthiness of Directors and Managing Directors

- The Cabinet Resolution on 24 January 2011 regarding the accreditation of the high-level government officials or persons as directors in many State Enterprises, and/or legal entities which its shares held by the State Enterprises.

- PTT Articles of Association and the Corporate Governance Principles as disclosed in the PTT Annual Report and 56-1 Form

Candidate's Profile

Name	:	GEN Teerawat Boonyawat	
Age	:	58	
Proposed Position	:	Independent Director	
Education	:	Bachelor of Science Program, Chulachomkiao Royal Military Academy , Thailand	
	:	Master of Business Administration, Kasetsart University	
Expertise	:	Management and Governance Skill / Political Science, National Security, Risk Management	
Certificate	:	Diploma, The National Defence Course (Class of 58 th), National Defence College	
	:	Joint War College (Class of 41 st)	
Director's Certificate	:	-	
Work Experiences (last 5 years)	:	2012	Deputy Director of Joint Operations, Directorate of Joint Operations
	:	2012 - Present	Royal Guard
	:	2014	Director of the Operation Office, Directorate of Joint Operations
	:	2015	Director of Civil Affairs
	:	2017	Deputy Chief of Staff, Royal Thai Army
	:	2018 - Present	Chief of Staff, Royal Thai Army
PTT Directorship	:	- None -	
Meeting attendance in 2018	:	- None -	
Possession of PTT shares	:	- None - (0% of total issued shares)	

Proposed Candidate	Other Listed Companies		Other Important Organizations (non-listed companies)		Position in other organization that compete with/ related to the Company
	Number	Position	Number	Position	
GEN Teerawat Boonyawat	-	-None-	-	-None-	-None-

Additional Qualification for Independent Director

(Having the following relationship with PTT, parent company, subsidiary company, associated company or any juristic persons who might have a conflict of interest at present or during the past 2 years)

Type of relationship

- Not taking part in the management and/or being an employee, staff member, advisor who receives a regular salary as stipulated in PTT Independent Director Qualification.
- Not being professional services provider, e.g., auditor, legal advisor.
- Not having significant business relation that could obstruct independent judgement.
- Not having kin relationship among Members of the Board of Director.

Qualification of Directors

- Having qualifications required by the applicable laws and regulations as set out below *

Vision

1. Encourage PTT to be Thai premier multinational energy company with sustainable growth and be able to compete among other standardization companies in an international market; and ensure the benefit of shareholders, stakeholders, and public, especially energy security and business expansion as well as expansion of Disruptive Technology
2. Advocate the Good Corporate Governance to be in line with the related laws, rules, and regulations by considering advantages and benefits of shareholders and all stakeholders as utmost importance.

*- Standard Qualifications of Directors and State Enterprise Officers Act B.E. 2518, section 5 and section 17

- Public Limited Companies Act, B.E. 2535, section 68

- The Securities and Exchange Act B.E.2535, section 89/3 and the Notification of the Securities and Exchange Commission No. KorJor. 8/2553 and KorJor. 3/2559 regarding the Lack of Trustworthiness of Directors and Managing Directors

- The Cabinet Resolution on 24 January 2011 regarding the accreditation of the high-level government officials or persons as directors in many State Enterprises, and/or legal entities which its shares held by the State Enterprises.

- PTT Articles of Association and the Corporate Governance Principles as disclosed in the PTT Annual Report and 56-1 Form

Candidate's Profile

- Name** : Assoc. Prof. Supot Teachavorasinskun
- Age** : 53
- Proposed Position** : Independent Director
- Education** : Bachelor of Engineering (Civil Engineering), Chulalongkorn University, Thailand
: Master of Engineering (Civil Engineering), University of Tokyo, Japan
: Doctor of Engineering (Civil Engineering), University of Tokyo, Japan
- Expertise** : Engineering, Energy, Petroleum Business/ Management and Governance Skill for State Enterprise listed on Stock Exchange of Thailand (SET)/ Sciences and Innovation, Digital, Automation, Artificial Intelligence, Robotics
- Certificate** : Certificate in Top Executives in Energy Literacy for a Sustainable Future Program (Class of 10th), Thailand Energy Academy (TEA)
- Director's Certificate** : Director Certification Program (DCP 269/2019) , Thai Institute of Directors Association (in training)
- Work Experiences (last 5 years)** : 2003 Associate Professor, Department of Civil Engineering, Faculty of Engineering, Chulalongkorn University
: 2016 - Present Dean, Faculty of Engineering, Chulalongkorn University
: 2017 - Present Board Member, Thailand Institute of Scientific and Technological Research
- PTT Directorship** : • Independent Director First Term : 18 January 2018 - Present (1 Year 3 Months)
• Member of the Nomination Committee : 25 April 2018 – Present
- Meeting attendance in 2018** : • PTT Board of Directors : 15/16 (93.75%)
• Nominating Committee : 2/3 (66.67%)
- Possession of PTT shares** : - None - (0% of total issued shares)

Proposed Candidate	Other Listed Companies		Other Important Organizations (non-listed companies)		Position in other organization that compete with/ related to the Company
	Number	Position	Number	Position	
Mr. Supot Teachavorasinskun	-	-None-	1	1. Board Member, Thailand Institute of Scientific and Technological Research	- None -

Additional Qualification for independent director

(Having the following relationship with PTT, parent company, subsidiary company, associated company or any juristic persons who might have a conflict of interest at present or during the past 2 years)

Type of relationship

- Not taking part in the management and/or being an employee, staff member, advisor who receives a regular salary as stipulated in PTT Independent Director Qualification.
- Not being professional services provider, e.g., auditor, legal advisor.
- Not having significant business relation that could obstruct independent judgement.
- Not having kin relationship among Members of the Board of Director.

Qualification of Directors

- Having qualifications required by the applicable laws and regulations as set out below*

Vision

1. Contributed to the formulation of PTT's Policy, Vision, Mission, and Strategic Plan.
2. Presented useful guidance to the management in order to enhance PTT's business development in creating value added and competency for PTT's sustainable growth.
3. As a member of the Nomination Committee, amended the Board Skill Matrix that conform with PTT's Corporate Governance Principles, added up-to-date and necessary skills as well as expertise for nominated directors, and proposed names of qualified candidates whose qualification meet with PTT's vision and business strategies.

*- Standard Qualifications of Directors and State Enterprise Officers Act B.E. 2518, section 5 and section 17

- Public Limited Companies Act, B.E. 2535, section 68

- The Securities and Exchange Act B.E.2535, section 89/3 and the Notification of the Securities and Exchange Commission No. KorJor. 8/2553 and KorJor. 3/2559 regarding the Lack of Trustworthiness of Directors and Managing Directors

- The Cabinet Resolution on 24 January 2011 regarding the accreditation of the high-level government officials or persons as directors in many State Enterprises, and/or legal entities which its shares held by the State Enterprises.

- PTT Articles of Association and the Corporate Governance Principles as disclosed in the PTT Annual Report and 56-1 Form

Proposed Candidate	Other Listed Companies		Other Important Organizations (non-listed companies)		Position in other organization that compete with/ related to the Company
	Number	Position	Number	Position	
Mr. Don Wasantapruek	1	1. Independent Director, Member of the Nomination & Remuneration Committee, PTT Global Chemical Public Company Limited	-	-None-	-None-

Additional Qualification for independent director

(Having the following relationship with PTT, parent company, subsidiary company, associated company or any juristic persons who might have a conflict of interest at present or during the past 2 years)

Type of relationship

- Not taking part in the management and/or being an employee, staff member, advisor who receives a regular salary as stipulated in PTT Independent Director Qualification.
- Not being professional services provider, e.g., auditor, legal advisor.
- Not having significant business relation that could obstruct independent judgement.
- Not having kin relationship among Members of the Board of Director.

Qualification of Directors

- Having qualifications required by the applicable laws and regulations as set out below*

Performance in 2018

1. Contributed to the formulation of PTT's Policy, Vision, Mission, and Strategic Plan.
2. Reviewed and ensured PTT's performance achievements
3. Presented useful guidance to the management in order to enhance PTT's business development in creating value added and competency for PTT's sustainable growth.
4. As a member of the Corporate Governance Committee, supervised and ensured PTT to abide by its Good Corporate Governance Policy and Business Code of Conduct, as well as developed and upgraded PTT's Good Corporate Governance system to international standards, and proposed Good Corporate Governance guidelines to the Board.

*- Standard Qualifications of Directors and State Enterprise Officers Act B.E. 2518, section 5 and section 17

- Public Limited Companies Act, B.E. 2535, section 68

- The Securities and Exchange Act B.E.2535, section 89/3 and the Notification of the Securities and Exchange Commission No. Kor.Jor. 8/2553 and Kor.Jor. 3/2559 regarding the Lack of Trustworthiness of Directors and Managing Directors

- The Cabinet Resolution on 24 January 2011 regarding the accreditation of the high-level government officials or persons as directors in many State Enterprises, and/or legal entities which its shares held by the State Enterprises.

- PTT Articles of Association and the Corporate Governance Principles as disclosed in the PTT Annual Report and 56-1 Form



PTT Independent Director Qualification

(More restrictions than the Stock Exchange Commission and Stock Exchange's minimum requirements)

PTT independent director must;

1. Hold shares in their own name or in the name of a related person (as defined by Section 258 of the Securities and Stock Exchange Act) not more than 0.5% of the total voting share of PTT, subsidiary, affiliate of potential conflicted legal entity.
2. Not participate in management and not be an employee, a staff, an advisor who regularly earn monthly salary or controlling party of PTT, parent company, subsidiary, affiliate company, associate company or potential conflicted legal entity. (Either currently or 2 years prior to the appointment.)
3. Not be a relative both by bloodline and legal registration; i.e. parents, spouse, sibling, child and child's spouse; with any executive, major shareholder, controlling party or currently nominated executives or controlling parties of PTT subsidiary.
4. Not have substantial business relationship with PTT
 - a. Relationships :
 - Professional relationship
 - Type of relationship: i.e. external auditor and other professions such as legal consultant, financial consultants and appraisals.
 - Transactional indicator for independency
 - External auditor is prohibited.
 - Annual transaction with PTT is more than THB 2 million per annum.
 - Business and commercial relationship
 - Type of relationship: any other business relationship i.e. ordinary transactions, immovability assets rental transactions, assets related and services transaction, providing and receiving financial support, etc.
 - Transactional indicator for independency
 - The transaction value from THB 20 million or 3% of PTT's net tangible assets upward (whichever is lower). The total value shall be cumulative of the last 6 months prior to the transaction date.
 - b. Positions: Major shareholders, directors (except independent and audit committee member) , executives and partners deem dependent in any relationship described in a. with legal entities.
 - c. Cooling period: Directors deem dependent if they currently or in the past 2 years have relationships and position described in a. and b.
 - d. Exemption: In a rarely and discontinuously appropriate case and if necessity, independent director and Audit Committee member may be exempted the qualification described above. The Board of Directors must consider such circumstance and unanimously approve the appointment of such independent directors. PTT must disclose such relationship in annual report (56-1 and

56-2 form). If PTT nominate such independent director for reelection, PTT must disclose such relationships in notice of Annual General Meeting of Shareholder Meeting in director nomination item.

5. Not be appointed as representatives of PTT's directors, major shareholders or shareholders who are related parties to the major shareholders.
6. Not have other circumstance that may conflict with the independency.
7. Be delegated by the Board of Directors to make a collective decision for activities in PTT, parent company, subsidiary, affiliate or potential conflicted legal entity.

In addition, independent directors serve in this position in PTT, its subsidiaries, associated companies, or sister companies, PTT must also disclose information about such service and the total remuneration of such directors in Form 56-1 and Form 56-2.

Roles and Responsibility of PTT's Independent Directors

1. Recommend essential and beneficial matters to PTT and all its shareholders to the Board or the President & CEO, or both.
2. Advocate roles and responsibility of the Board and provide views commonly expected of independent directors for the benefit of PTT and all its shareholders.
3. Review matters to ensure PTT's compliance with the law dealing with independent directors, and revise the definition of independent directors for suitability and legal completeness.
4. Take other Board- assigned actions provided that these actions do not compromise their independence.
5. An independent director's term begins once he or she fulfills all the requirements under the definition for PTT's corporate governance; it ends when he or she lacks qualifications or completes the PTT term.
6. The independent directors must hold their own meeting at least once a year.

Duties and Responsibilities of the Audit Committee

1. Review and reassess the adequacy of the Audit Committee Charter annually in accordance with PTT strategic objectives. Final approval of the charter resides with PTT Board of Directors.
2. Review the effectiveness and efficiency of governance, risk management and control processes.
3. Review and ensure that PTT financial statement is appropriate and in accordance with the accounting standards.
4. Review and ensure that PTT business processes are in accordance with the Securities Law, the Stock Exchange's regulations, policy, rules, ordinances, the Articles, the Cabinet Resolutions and the relevant laws.

5. Review and ensure that PTT internal audit system is appropriate including the sufficiency of internal audit budget, resource, and the organizational independence of the internal audit activity.
6. Consider any connected or Conflict of Interest transaction or fraud occurrence that may affect PTT business in accordance with the Stock Exchange's regulations and rules.
7. Recommend to PTT Board of Directors, the Chief Audit Executive appointment, removal and performance.
8. Recommend to PTT Board of Directors, the external auditor nomination, appointment or termination including its fee.
9. Coordinate with the external auditor and may purpose to review or assess any significant accounting and reporting issues.
10. Report to PTT Board of Directors, the Audit Committee performance at least one time quarterly. For the fourth quarter, the Audit Committee Annual Report must be prepared and submitted to Responsible Ministry of Government agencies and the Ministry of Finance.
11. Report to PTT Board of Directors, the Audit Committee performance on internal audit activity assessment at least one time annually.
12. Disclose the Audit Committee Annual Report and the external auditor annual fee in the PTT annual report.
13. Either the Chairman or a member of the Audit Committee must attend the PTT annual general shareholder meeting.
14. Ensure that the management has established Whistle Blowing System including its monitoring process.
15. If competent advice or assistance is needed to perform internal audit activity or other the Audit Committee tasks, the Audit Committee can purpose PTT Board of Directors to appoint any independent consultant or expert. The costs and expenses of such services or invitations shall be on PTT's account.
16. Inform the CEO, any breach of the Securities Law, the Stock Exchange's regulations, policy, rules, ordinances, the Articles, the Cabinet Resolutions and the relevant laws to resolve the issue.
17. Meet at least one time quarterly and must hold private meeting with the external auditor at least one time annually.
18. Officially meet with the managements at least one time annually.
19. Perform any designated tasks by the laws or PTT Board of Directors under the Audit Committee duties and responsibilities.

Duties and Responsibilities of the Nominating Committee

1. To determine procedures and criteria for nomination of PTT's directors so as to ensure transparency.
2. To select director nominees to fill vacancies (due to resignation or term completion) for the Board's or the shareholders' meeting's consideration and appointment with due regard for the composition of the Board, expertise, competencies, and experience that would be useful

to PTT in compliance with PTT's Board Skill Matrix and the Director's Pool of Ministry of Finance and IOD. Equally important, nominees must have no conflicts of interest with PTT. The qualifications of desirable directors must prove compatible with PTT's business strategies.

3. To appoint the suitably qualified directors to perform duty as Specific Committee, taking into account the compositions of committees in question, suitability, qualifications, knowledge, and competencies. Then, propose the list to the Board for approval, except for the Nominating Committee which is being appointed directly by the Board.
4. To possess direct responsibility to the Board through their specific areas. The Board is ultimately responsible for PTT's business matters to all its stakeholders.
5. Appraisal performance of the Nominating Committee and report to the Board of Directors in order to disclose in the Annual Report.
6. To report the outcome of the performance of the Nominating Committee in the Annual Report
7. Hold at least two meetings a year.
8. To perform other Board-assigned tasks.

The procedures and criteria for nomination of directors are as follow;

1. The Committee determines the qualifications of the new directors to ensure that they meet the criteria and qualifications as stipulated in the related laws/regulations. The Committee also establishes the procedures for nominating qualified candidates.
2. The Committee summarizes the results of the nomination process and presents a shortlist of qualified candidates for directorship along with supporting reasons to the board.
3. The Board selects the candidates with appropriate qualifications from the list prepared by the Committee and submits the names of the selected candidate(s) to the shareholders' meeting for approval. The list of candidate (s) shall be endorsed by The State Enterprise Policy Committee.

Duties and Responsibilities of the Remuneration Committee

1. To determine guidelines and methods for paying remuneration and propose fair and reasonable remuneration of Directors and Specific Committees to the Board and Shareholder Meeting for approval.
2. To propose the approach for evaluation and remuneration of Chief Executive Officer (CEO) to PTT Board for approval.
3. To acknowledge and recommend the re-structuring of the Company and its departments, including appraisal and remuneration of Chief Operation Officers.
4. To possess direct responsibility to the Board through their specific areas. The Board is ultimately responsible for PTT's business matters to all its stakeholders.
5. To evaluate the performance of the Remuneration Committee and report to the Board of so as to be disclosed in the Annual Report
6. To report the outcome of the Remuneration Committee operation in the annual report
7. Hold at least two meetings a year (enforcement in 2017.)

8. To perform other Board-assigned tasks.

Duties and Responsibilities of the Corporate Governance Committee

1. To propose principles and guidelines of the corporate governance (CG) to the Board.
2. To advise the Board on the corporate governance (CG) matters.
3. To ensure that the duties and responsibilities of directors as well as the management are in line with CG principles.
4. To annually review and revise the corporate governance (CG) principles and guidelines of PTT by comparing with international practice and present to the Board.
5. To delegate corporate governance policies to the Governance Risk and Compliance Management Committee.
6. To delegate sustainable management (SM) policy and guidelines together with corporate social responsibility (CSR).
7. To set up the criteria to authorize the minority shareholders to propose the agenda and the qualified candidates for appointment as director prior the AGM meeting.
8. To monitor the implementation of SM and report its findings to the Board.
9. To define guidelines for PTT's oversight of anti-corruption.
10. Hold at least one meeting each quarter

Duties and Responsibilities of the Enterprise Risk Management Committee

1. To define and review the Company's risk management policy, framework, and the Company's Stakeholder Management framework.
2. To regulate and support risk management process and Stakeholder Management process to be in line with strategy and business goal, including the changing circumstance.
3. To provide recommendations, monitor, and evaluate risk management process and Stakeholder Management process to the Corporate Plan and Risk Management Committee (CPRC) (management level) for further implementation.
4. To review the Risk Management's report and provide suggestions on the potential risks, including specification on control measure or mitigation plan as well as development of risk management system to CPRC in order to ensure efficient continuity.
5. To review Stakeholder Management's Report and provide recommendation for the Operational Plan with regards to carry out positive results or minimize/ compensate the effects on Stakeholder including improving of Stakeholder Management System for CPRC in order to ensure efficient continuity.
6. To support Chief Risk Officer (CRO) and Chief Stakeholder Officer (CSO) to achieve the goals of Company's Risk Management and Stakeholder Management.
7. To report the results of risk management and Stakeholder Management to the Board of Directors. In case where there are factors or events that might have significant impact on the Company or Stakeholder, the Board of Directors shall be immediately notified.

8. To consider and provide comments on agendas regarding the commitments by along with a potential of business complication and risk of PTT and Stakeholder significantly which have to approved by the PTT Board of Directors as the PTT Management Committee approve.
9. To consider and provide comments on investment project agendas as follows:
 - 9.1 Investment projects of PTT and a wholly owned subsidiary of PTT and the investment values more than 5,000 million baht and have to be approved by the PTT Board of Directors.
 - 9.2 Investment projects of non-listed Companies which PTT hold less than 100% and the investment values more than 5,000 million Baht and have to be approved by the PTT Board of Directors before PTT representatives vote in Shareholders meeting or Board meeting.
 - 9.3 Investments involving risk which may materially impact PTT or PTT's stakeholders as approved by PTT Management Committee.
10. The Enterprise Risk Management Committee should meet at least once a quarter.
11. To perform other Board-assigned tasks.

Nevertheless, The Audit committee and the Office of Corporate Audit are responsible for The Enterprise Risk Management System assessment.



หนังสือเชิญประชุม
บริษัท ปตท. จำกัด (มหาชน)
PTT PUBLIC COMPANY LIMITED

วันที่ 11 มีนาคม 2562

เรื่อง การประชุมสามัญผู้ถือหุ้น
Subject Annual General Meeting of Shareholders

สัญชาติ
Nationality

เรียน
To

เลขทะเบียนผู้ถือหลักทรัพย์
Shareholder's Registration No.

บ้านเลขที่
Address

สิ่งที่ส่งมาด้วย รายงานประจำปี และเอกสารประกอบการประชุม ฯลฯ
Attachment Annual report and the details of meeting document

โดยผู้ถือหลักทรัพย์จำนวนทั้งสิ้นรวม
Holding the total amount of

หุ้น/หน่วย
shares/units

ข้อมูลบริษัท / หลักทรัพย์

หุ้นสามัญ
Ordinary share

หุ้น/หน่วย
shares/units

หุ้นบริวารสิทธิ
Preferred share

หุ้น/หน่วย
shares/units



<https://www.set.or.th/set/tsd/meetingdocument.do?symbol=PTT&date=190411>

วันที่ประชุม : วันพฤหัสบดีที่ 11 เมษายน 2562 เวลา 13:30 น.
Meeting Date : Thursday, April 11, 2019 at 13:30 hrs.

สถานที่ประชุม : ห้องบางกอกคอนเวนชันเซ็นเตอร์ ชั้น 5 ศูนย์การค้าเซ็นทรัลพลาซาลาดพร้าว เลขที่ 1695 ถนนพหลโยธิน แขวงจตุจักร
Meeting Venue : Bangkok Convention Center, 5th Floor, Central Plaza Ladprao (Plaza Zone), 1695 Phaholyothin Road, Chatuchak,

ข้าพเจ้า.....เป็น [] ผู้ถือหลักทรัพย์ [] หรือผู้รับมอบฉันทะ
I/We am/are shareholder or proxy of a shareholder

ของ บริษัท ปตท. จำกัด (มหาชน)
of PTT PUBLIC COMPANY LIMITED

หมายเลขบัตรประจำตัวประชาชน.....ได้มาเข้าร่วมการประชุมดังกล่าวข้างต้น
which the identification (ID) number attend the above mentioned meeting.

ลงชื่อ.....ผู้เข้าประชุม
Sign Meeting Attendee

(.....)

* ผู้เข้าประชุมโปรดนำเอกสารฉบับนี้ พร้อมบัตรประชาชนของผู้เข้าประชุม (หรือหนังสือเดินทางสำหรับชาวต่างชาติ) มาแสดงเพื่อลงทะเบียนเข้าร่วมประชุม* บริษัทขอสงวนสิทธิ์ไม่รับลงทะเบียนกรณีเอกสารหรือหลักฐานไม่ครบถ้วนหรือไม่ถูกต้องหรือไม่เป็นไปตามเงื่อนไข

* Please present this document and attendant's identification card (or passport for non-Thai attendant) to the meeting registrars.* PTT will reserve the right not to register if uncompleted documents, uncorrected document, or unqualified documents appear.

ท่านสามารถค้นหารายละเอียดระเบียบวาระการประชุม พร้อมความเห็นกรรมการในเรื่องดังกล่าว รวมทั้งสิ่งที่จะเสนอต่อที่ประชุมพร้อมรายละเอียดและเอกสารประกอบ การประชุมอื่นๆ ผ่าน QR Code หรือ URL <https://www.set.or.th/set/tsd/meetingdocument.do?symbol=PTT&date=190411> หรือ

ติดต่อขอรับเอกสารประกอบการประชุมได้ที่บริษัทผู้ออกหลักทรัพย์

เว็บไซต์: www.pttplc.com / โทร 025373855 ต่อ -

หรือ SET Contact Center เว็บไซต์ : www.set.or.th/contactcenter / โทร 02 009 9999

The details of Meeting document is available online by scanning QR Code on this form or at URL www.set.or.th/tsd/investorportal/dfp.

You can also contact the issuer for the annual report

Website : www.pttplc.com /Tel. +66 025373855 Ext. -

or SET Contact Center Website : www.set.or.th/contactcenter /Tel. +662 009 9999



แบบหนังสือมอบฉันทะ แบบ ก.
(แบบทั่วไปซึ่งเป็นแบบที่ง่ายไม่ซับซ้อน)
ท้ายประกาศกรมพัฒนาธุรกิจการค้า เรื่อง กำหนดแบบหนังสือมอบฉันทะ (ฉบับที่ 5) พ.ศ. 2550

Form of Proxy, Form A.
(General Form)

Annexed to Notice of Department of Business Development Re: Form of Proxy (No. 5) B.E. 2550 (2007)

เขียนที่

Made at

วันที่ เดือน พ.ศ.

Date Month Year

(1) ข้าพเจ้า สัญชาติ

I/We Nationality

อยู่บ้านเลขที่ ถนน ตำบล/แขวง

Residing/located at No. Road Tambol/Kwaeng

อำเภอ/เขต จังหวัด รหัสไปรษณีย์

Amphur/Khet Province Postal Code

(2) เป็นผู้ถือหุ้นของ **บริษัท ปตท. จำกัด (มหาชน)**
Being a shareholder of **PTT Public Company Limited**
โดยถือหุ้นจำนวนทั้งสิ้นรวม หุ้น และออกเสียงลงคะแนนได้เท่ากับ เสียง ดังนี้

Holding shares in total which are entitled to cast votes as follows:

หุ้นสามัญ หุ้น ออกเสียงลงคะแนนได้เท่ากับ เสียง

Ordinary shares shares in total which are entitled to cast votes

หุ้นบุริมสิทธิ หุ้น ออกเสียงลงคะแนนได้เท่ากับ เสียง

Preferred shares shares in total which are entitled to cast votes

(3) ขอมอบฉันทะให้

I/We wish to appoint

(1) นาย / นาง / นางสาว อายุ ปี

Mr. / Mrs. / Ms. Age Years

อยู่บ้านเลขที่ ถนน ตำบล/แขวง

Residing/located at No. Road Tambol/Kwaeng

อำเภอ/เขต จังหวัด รหัสไปรษณีย์ หรือ

Amphur/Khet Province Postal Code or

(2) นาย / นาง / นางสาว อายุ ปี

Mr. / Mrs. / Ms. Age Years

อยู่บ้านเลขที่ ถนน ตำบล/แขวง

Residing/located at No. Road Tambol/Kwaeng

อำเภอ/เขต จังหวัด รหัสไปรษณีย์ หรือ

Amphur/Khet Province Postal Code or

(3) นาย / นาง / นางสาว อายุ ปี

Mr. / Mrs. / Ms. Age Years

อยู่บ้านเลขที่ ถนน ตำบล/แขวง

Residing/located at No. Road Tambol/Kwaeng

อำเภอ/เขต จังหวัด รหัสไปรษณีย์

Amphur/Khet Province Postal Code

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2562 วันพฤหัสบดีที่ 11 เมษายน 2562 เวลา 13.30 น. ณ ห้องบางกอกคอนเวนชันเซ็นเตอร์ ชั้น 5 ศูนย์การค้าเซ็นทรัลพลาซ่าลาดพร้าว เลขที่ 1695 ถนนพหลโยธิน แขวงจตุจักร กรุงเทพมหานคร 10900 หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

any one of them as my/our proxy to attend and vote on my/our behalf at **the 2019 Annual General Meeting of Shareholders (AGM) to be held on Thursday 11th April 2019 at 13.30 hrs. at Bangkok Convention Center, 5th Floor, Central Plaza Ladprao (Plaza Zone), 1695 Phaholyothin Road, Chatuchak, Bangkok 10900** or such other date, time and place as may be adjourned.

กิจการใดที่ผู้รับมอบฉันทะกระทำไปในการประชุมนั้น ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts or performance caused by the proxy at the above meeting shall be deemed as my/our acts and performance in all respects.

ลงชื่อ / Signed ผู้มอบฉันทะ / Grantor
(.....)

ลงชื่อ / Signed ผู้รับมอบฉันทะ / Grantee
(.....)

ลงชื่อ / Signed ผู้รับมอบฉันทะ / Grantee
(.....)

ลงชื่อ / Signed ผู้รับมอบฉันทะ / Grantee
(.....)

หมายเหตุ : ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

Remarks A shareholder may grant a proxy to only one person. The number of shares held by a shareholder may not be divided into several portions and granted to more than one proxy in order to divide the votes.



**แบบหนังสือมอบฉันทะ แบบ ข.
Form of Proxy, Form B.**

(แบบที่กำหนดรายการต่าง ๆ ที่จะมอบฉันทะที่ละเอียดชัดเจนตายตัว)

ท้ายประกาศกรมพัฒนาธุรกิจการค้า เรื่อง กำหนดแบบหนังสือมอบฉันทะ (ฉบับที่ 5) พ.ศ. 2550

(Form Specifying Various Particulars for Authorisation Containing Clear and Concise Details)

Annexed to Notice of Department of Business Development Re: Form of Proxy (No. 5) B.E. 2550 (2007)

เขียนที่
Made at
วันที่ เดือน พ.ศ.
Date Month Year

(1) ข้าพเจ้า สัญชาติ
I/We Nationality
อยู่บ้านเลขที่ ถนน ตำบล/แขวง
Residing/located at No. Road Tambol/Kwaeng
อำเภอ/เขต จังหวัด รหัสไปรษณีย์
Amphur/Khet Province Postal Code

(2) เป็นผู้ถือหุ้นของ **บริษัท ปตท. จำกัด (มหาชน)**
Being a shareholder of **PTT Public Company Limited**
โดยถือหุ้นจำนวนทั้งสิ้นรวม หุ้น และออกเสียงลงคะแนนได้เท่ากับ เสียง ดังนี้
Holding shares in total which are entitled to cast votes as follows:
หุ้นสามัญ หุ้น ออกเสียงลงคะแนนได้เท่ากับ เสียง
Ordinary shares shares in total which are entitled to cast votes
หุ้นบุริมสิทธิ หุ้น ออกเสียงลงคะแนนได้เท่ากับ เสียง
Preferred shares shares in total which are entitled to cast votes

(3) ขอมอบฉันทะให้
I/We wish to appoint

(1) อายุ ปี
Age Years
อยู่บ้านเลขที่ ถนน ตำบล/แขวง
Residing/located at No. Road Tambol/Kwaeng
อำเภอ/เขต จังหวัด รหัสไปรษณีย์ หรือ
Amphur/Khet Province Postal Code Postal Code or

(2) อายุ ปี
Age Years
อยู่บ้านเลขที่ ถนน ตำบล/แขวง
Residing/located at No. Road Tambol/Kwaeng
อำเภอ/เขต จังหวัด รหัสไปรษณีย์ หรือ
Amphur/Khet Province Postal Code Postal Code or

(3) อายุ ปี
Age Years
อยู่บ้านเลขที่ ถนน ตำบล/แขวง
Residing/located at No. Road Tambol/Kwaeng
อำเภอ/เขต จังหวัด รหัสไปรษณีย์
Amphur/Khet Province Postal Code Postal Code

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2562 วันพฤหัสบดีที่ 11 เมษายน 2562 เวลา 13.30 น. ณ ห้องบางกอกคอนเวนชันเซ็นเตอร์ ชั้น 5 ศูนย์การค้าเซ็นทรัลพลาซาลาดพร้าว เลขที่ 1695 ถนนพหลโยธิน แขวงจตุจักร กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย any one of them as my/our proxy to attend and vote on my/our behalf at **the 2019 Annual General Meeting of Shareholders (AGM) to be held on Thursday 11th April 2019 at 13.30 hrs. at Bangkok Convention Center, 5th Floor, Central Plaza Ladprao (Plaza Zone), 1695 Phaholyothin Road, Chatuchak, Bangkok 10900** or such other date, time and place as may be adjourned.

- (4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I/We authorise my/our proxy to cast the votes on my/our behalf at the above meeting in the following manners:

- วาระที่ 1 เรื่อง** **รับทราบรายงานผลการดำเนินงานในรอบปี 2561 และพิจารณาอนุมัติงบการเงินประจำปีสิ้นสุด ณ วันที่ 31 ธันวาคม 2561**

Item 1 re : To acknowledge the 2018 performance statement and to approve the 2018 financial statement ended on December 31, 2018

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy must cast the votes in accordance with the following instructions:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- วาระที่ 2 เรื่อง** **พิจารณาอนุมัติการจัดสรรเงินกำไรสุทธิประจำปี 2561 และการจ่ายเงินปันผล**

Item 2 re : To approve 2018 net profit allocation and dividend payment

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy must cast the votes in accordance with the following instructions:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- วาระที่ 3 เรื่อง** **พิจารณาแต่งตั้งผู้สอบบัญชี ประจำปี 2562 และกำหนดค่าธรรมเนียมการปฏิบัติงานสอบบัญชี ประจำปี 2561 และ 2562**

Item 3 re : To appoint an auditor for 2019 and to approve the 2018 and 2019 audit fees

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy must cast the votes in accordance with the following instructions:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- วาระที่ 4 เรื่อง** **พิจารณาอนุมัติการแก้ไขเพิ่มเติมข้อบังคับของบริษัท ปตท. จำกัด (มหาชน)**

Item 4 re : To approve the amendment of PTT Public Company Limited's Articles of Association

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy must cast the votes in accordance with the following instructions:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- วาระที่ 5 เรื่อง** **พิจารณากำหนดค่าตอบแทนคณะกรรมการ ปตท. ประจำปี 2562**

Item 5 re : To approve the 2019 directors' remuneration

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy must cast the votes in accordance with the following instructions:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ 6 เรื่อง พิจารณาเลือกตั้งกรรมการแทนกรรมการที่ออกจากตำแหน่งตามวาระ

Item 6 re : To elect directors to replace those who are retired by rotation

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy must cast the votes in accordance with the following instructions:

การแต่งตั้งกรรมการทั้งหมด

Appointment of the entire board

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

การแต่งตั้งกรรมการเป็นรายบุคคล

Appointment of any director(s)

ชื่อกรรมการ นายไกรฤทธิ อุษากานนท์ชัย

Name of Director Mr. Krairit Euchukanonchai

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

ชื่อกรรมการ นายชุมพล ริมสาคร

Name of Director Mr. Chumpol Rimsakorn

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

ชื่อกรรมการ พลเอกธีรวัฒน์ บุญยะวัฒน์

Name of Director Gen. Teerawat Boonyawat

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

ชื่อกรรมการ นายสุพจน์ เทชวรสินสกุล

Name of Director Mr. Supot Teachavorasinskun

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

ชื่อกรรมการ นายดอน วสันตพฤษ์

Name of Director Mr. Don Wasantapruek

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

วาระที่ 7 เรื่อง พิจารณาเรื่องอื่น ๆ (ถ้ามี)

Item 7 re : Other matters (If any)

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy must cast the votes in accordance with the following instructions:

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้น ไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

If the votes which the proxy casts on any agenda conflict with my/our specified instruction in this proxy form, those votes are invalid and will be regarded as having not been cast by me/us in my/our capacity as the shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

If my/our instruction on voting is not expressly or clearly indicated on any agenda, the meeting considers or resolves on any matter other than those stated above, or there is any change or addition to the relevant facts, then the proxy will be entitled to cast the votes on my/our behalf at his/her own discretion.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts or performance caused by the proxy at the above meeting, except voting in contravention of my/our instruction, shall be deemed as my/our acts and performance in all respects.

ลงชื่อ / Signed ผู้มอบฉันทะ / Grantor
(.....)

ลงชื่อ / Signed ผู้รับมอบฉันทะ / Grantee
(.....)

ลงชื่อ / Signed ผู้รับมอบฉันทะ / Grantee
(.....)

ลงชื่อ / Signed ผู้รับมอบฉันทะ / Grantee
(.....)

หมายเหตุ

Remarks

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนนไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
A shareholder may grant a proxy to only one person. The number of shares held by a shareholder may not be divided into several portions and granted to more than one proxy in order to divide the votes.
2. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล
As regards the agenda to appoint directors, the meeting may consider appointing the entire board or any director(s).
3. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ
In case there are more agendas to be discussed than those specified above, the grantor may make additional authorisation in the Attachment to Proxy Form B.



ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.
Attachment to Proxy Form B.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท ปตท. จำกัด (มหาชน)

A proxy is granted by a shareholder of **PTT Public Company Limited.**

ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2562 วันพฤหัสบดีที่ 11 เมษายน 2562 เวลา 13.30 น. ณ ห้องบางกอกคอนเวนชันเซ็นเตอร์ ชั้น 5 ศูนย์การค้าเซ็นทรัลพลาซาลาดพร้าว เลขที่ 1695 ถนนพหลโยธิน แขวงจตุจักร กรุงเทพมหานคร หรือที่แจ้งเดินทางไปในวัน เวลา และสถานที่อื่นด้วย

For **the 2019 Annual General Meeting of Shareholders (AGM)** to be held on **Thursday 11th April 2019 at 13.30 hrs. at Bangkok Convention Center, 5th Floor, Central Plaza Ladprao (Plaza Zone), 1695 Phaholyothin Road, Chatuchak, Bangkok 10900** or such other date, time and place as may be adjourned.

วาระที่ เรื่อง

Agenda Item re :

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy must cast the votes in accordance with the following instructions:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ เรื่อง

Agenda Item re :

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy must cast the votes in accordance with the following instructions:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ เรื่อง

Agenda Item re :

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy must cast the votes in accordance with the following instructions:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ เรื่อง **พิจารณาเลือกตั้งกรรมการแทนกรรมการที่ออกจากตำแหน่งตามวาระ (ต่อ)**

Item re : **To elect directors to replace those who are retired by rotation**

ชื่อกรรมการ

Name of Director

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

ชื่อกรรมการ

Name of Director

- | | | |
|--|--|--|
| <input type="checkbox"/> เห็นด้วย
Approve | <input type="checkbox"/> ไม่เห็นด้วย
Disapprove | <input type="checkbox"/> งดออกเสียง
Abstain |
|--|--|--|

ชื่อกรรมการ

Name of Director

- | | | |
|--|--|--|
| <input type="checkbox"/> เห็นด้วย
Approve | <input type="checkbox"/> ไม่เห็นด้วย
Disapprove | <input type="checkbox"/> งดออกเสียง
Abstain |
|--|--|--|

ชื่อกรรมการ

Name of Director

- | | | |
|--|--|--|
| <input type="checkbox"/> เห็นด้วย
Approve | <input type="checkbox"/> ไม่เห็นด้วย
Disapprove | <input type="checkbox"/> งดออกเสียง
Abstain |
|--|--|--|

ชื่อกรรมการ

Name of Director

- | | | |
|--|--|--|
| <input type="checkbox"/> เห็นด้วย
Approve | <input type="checkbox"/> ไม่เห็นด้วย
Disapprove | <input type="checkbox"/> งดออกเสียง
Abstain |
|--|--|--|



แบบหนังสือมอบฉันทะ แบบ ค.

Form of Proxy, Form C.

(แบบที่ใช้เฉพาะกรณีผู้ถือหุ้นเป็นผู้ลงทุนต่างประเทศและ
แต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้น)
ท้ายประกาศกรมพัฒนาธุรกิจการค้า เรื่อง กำหนดแบบหนังสือมอบฉันทะ (ฉบับที่ 5) พ.ศ. 2550

(This form is used only if the shareholder is an offshore investor
who appoints a local custodian in Thailand to keep his/her shares in the custody.)

Annexed to Notice of Department of Business Development

Re: Form of Proxy (No. 5) B.E. 2550 (2007)

เขียนที่
Made at
วันที่ เดือน พ.ศ.
Date Month Year

(1) ข้าพเจ้า

We

สำนักงานตั้งอยู่เลขที่ ถนน ตำบล/แขวง
Residing/located at No. Road Tambol/Kwaeng
อำเภอ/เขต จังหวัด รหัสไปรษณีย์
Amphur/Khet Province Postal Code

ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ

In our capacity as the custodian for

ซึ่งเป็นผู้ถือหุ้นของบริษัท **ปตท. จำกัด (มหาชน)** โดยถือหุ้นจำนวนทั้งสิ้นรวม หุ้น และ

Being a shareholder of **PTT Public Company Limited**, holding shares in total

ออกเสียงลงคะแนนได้เท่ากับ เสียง ดังนี้

Which are entitled to cast

votes as follows:

หุ้นสามัญ	หุ้น ออกเสียงลงคะแนนได้เท่ากับ	เสียง
Ordinary shares	shares in total which are entitled to cast	votes
หุ้นบุริมสิทธิ	หุ้น ออกเสียงลงคะแนนได้เท่ากับ	เสียง
Preferred shares	shares in total which are entitled to cast	votes

(2) ขอมอบฉันทะให้

We wish to appoint

(1) อายุ ปี
Age Years

อยู่บ้านเลขที่ ถนน ตำบล/แขวง
Residing/located at No. Road Tambol/Kwaeng
อำเภอ/เขต จังหวัด รหัสไปรษณีย์ หรือ
Amphur/Khet Province Postal Code .or

(2) อายุ ปี
Age Years

อยู่บ้านเลขที่ ถนน ตำบล/แขวง
Residing/located at No. Road Tambol/Kwaeng
อำเภอ/เขต จังหวัด รหัสไปรษณีย์ หรือ
Amphur/Khet Province Postal Code .or

(3) อายุ ปี
Age Years

อยู่บ้านเลขที่ ถนน ตำบล/แขวง
Residing/located at No. Road Tambol/Kwaeng
อำเภอ/เขต จังหวัด รหัสไปรษณีย์
Amphur/Khet Province Postal Code

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2562 วันพฤหัสบดีที่ 11 เมษายน 2562 เวลา 13.30 น. ณ ห้องบางกอกคอนเวนชันเซ็นเตอร์ ชั้น 5 อาคารศูนย์การค้าเซ็นทรัลพลาซาลาดพร้าว เลขที่ 1695 ถนนพหลโยธิน แขวงจตุจักร กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย Any one of them as my/our proxy to attend and vote on my/our behalf at the 2019 Annual General Meeting of Shareholders (AGM) to be held on **Thursday 11th April 2019 at 13.30 hrs. at Bangkok Convention Center, 5th Floor, Central Plaza Ladprao (Plaza Zone), 1695 Phaholyothin Road, Chatuchak, Bangkok 10900** or such other date, time and place as may be adjourned.

(3) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี้ ดังนี้

We authorise our proxy to attend the meeting and cast the votes on our behalf in the following manner:

มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนได้

The voting right in all the voting shares held by us is granted to the proxy.

มอบฉันทะบางส่วน คือ

The voting right in part of the voting shares held by us is granted to the proxy as follows:

หุ้นสามัญ หุ้น และมีสิทธิออกเสียงลงคะแนนได้ เสียง
 Ordinary shares shares in total, which are entitled to cast votes; and

หุ้นบุริมสิทธิ หุ้น และมีสิทธิออกเสียงลงคะแนนได้ เสียง
 Preferred shares: shares in total, which are entitled to cast votes,

รวมสิทธิออกเสียงลงคะแนนได้ทั้งหมด เสียง

Total: votes

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

We authorise our proxy to cast the votes on our behalf at the above meeting in the following manner:

วาระที่ 1 เรื่อง รับทราบรายงานผลการดำเนินงานในรอบปี 2561 และพิจารณาอนุมัติงบการเงินประจำปี
สิ้นสุด ณ วันที่ 31 ธันวาคม 2561

Item 1 re : To acknowledge the 2018 performance statement and to approve the 2018 financial statement ended on December 31, 2018

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy must cast the votes in accordance with the following instructions:

เห็นด้วย เสียง
 Approve with votes

ไม่เห็นด้วย เสียง
 Disapprove with votes

งดออกเสียง เสียง
 Abstain with votes

วาระที่ 2 เรื่อง พิจารณาอนุมัติการจัดสรรเงินกำไรสุทธิประจำปี 2561 และการจ่ายเงินปันผล

Item 2 re : To approve 2018 net profit allocation and dividend payment

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy must cast the votes in accordance with the following instructions:

เห็นด้วย เสียง
 Approve with votes

ไม่เห็นด้วย เสียง
 Disapprove with votes

งดออกเสียง เสียง
 Abstain with votes

- วาระที่ 3 เรื่อง พิจารณาแต่งตั้งผู้สอบบัญชี ประจำปี 2562 และกำหนดค่าธรรมเนียมการปฏิบัติงานสอบบัญชี ประจำปี 2561 และ 2562**

Item 3 re : To appoint an auditor for the year 2019 and to approve the 2018 and 2019 auditing fees

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy must cast the votes in accordance with the following instructions:
- | | |
|--|-------|
| <input type="checkbox"/> เห็นด้วย | เสียง |
| Approve with | votes |
| <input type="checkbox"/> ไม่เห็นด้วย | เสียง |
| Disapprove with | votes |
| <input type="checkbox"/> จดออกเสียง | เสียง |
| Abstain with | votes |

- วาระที่ 4 เรื่อง พิจารณาอนุมัติการแก้ไขเพิ่มเติมข้อบังคับของบริษัท ปตท. จำกัด (มหาชน)**

Item 4 re : To approve the amendment of PTT Public Company Limited's Articles of Association

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy must cast the votes in accordance with the following instructions:
- | | |
|--|-------|
| <input type="checkbox"/> เห็นด้วย | เสียง |
| Approve with | votes |
| <input type="checkbox"/> ไม่เห็นด้วย | เสียง |
| Disapprove with | votes |
| <input type="checkbox"/> จดออกเสียง | เสียง |
| Abstain with | votes |

- วาระที่ 5 เรื่อง พิจารณากำหนดค่าตอบแทนคณะกรรมการ ปตท. ประจำปี 2562**

Item 5 re : To approve the 2019 directors' remuneration

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy must cast the votes in accordance with the following instructions:
- | | |
|--|-------|
| <input type="checkbox"/> เห็นด้วย | เสียง |
| Approve with | votes |
| <input type="checkbox"/> ไม่เห็นด้วย | เสียง |
| Disapprove with | votes |
| <input type="checkbox"/> จดออกเสียง | เสียง |
| Abstain with | votes |

วาระที่ 6 เรื่อง **พิจารณาเลือกตั้งกรรมการแทนกรรมการที่ออกจากตำแหน่งตามวาระ**

Item 6 re : To elect directors to replace those who are retired by rotation

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy must cast the votes in accordance with the following instructions:

การแต่งตั้งกรรมการทั้งชุด

Appointment of the entire board

เห็นด้วย เสียง
 Approve with votes

ไม่เห็นด้วย เสียง
 Disapprove with votes

งดออกเสียง เสียง
 Abstain with votes

การแต่งตั้งกรรมการเป็นรายบุคคล

Appointment of any director(s)

ชื่อกรรมการ **นายไกรฤทธิ อุชุกานนท์ชัย**

Name of Director **Mr. Krairit Euchukanonchai**

เห็นด้วย เสียง
 Approve with votes

ไม่เห็นด้วย เสียง
 Disapprove with votes

งดออกเสียง เสียง
 Abstain with votes

ชื่อกรรมการ **นายจุมพล ริมสาคร**

Name of Director **Mr.Chumpol Rimsakorn**

เห็นด้วย เสียง
 Approve with votes

ไม่เห็นด้วย เสียง
 Disapprove with votes

งดออกเสียง เสียง
 Abstain with votes

ชื่อกรรมการ **พลเอกธีรวัฒน์ บุญยะวัฒน์**

Name of Director **Gen. Teerawat Boonyawat**

เห็นด้วย เสียง
 Approve with votes

ไม่เห็นด้วย เสียง
 Disapprove with votes

งดออกเสียง เสียง
 Abstain with votes

ชื่อกรรมการ **นายสุพจน์ เตชวรสินสกุล**

Name of Director **Mr. Supot Teachavorasinskun**

เห็นด้วย เสียง
 Approve with votes

ไม่เห็นด้วย เสียง
 Disapprove with votes

งดออกเสียง เสียง
 Abstain with votes

ชื่อกรรมการ นายดอน วสันตพฤษ์
 Name of Director Mr. Don Wasantapruek

เห็นด้วย เสียง
 Approve with votes

ไม่เห็นด้วย เสียง
 Disapprove with votes

งออกเสียง เสียง
 Abstain with votes

วาระที่ 7 เรื่อง พิจารณาเรื่องอื่น ๆ (ถ้ามี)

Item 7 re : Other matters (If any)

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
 (b) The proxy must cast the votes in accordance with the following instructions:
- เห็นด้วย เสียง
 Approve with votes
- ไม่เห็นด้วย เสียง
 Disapprove with votes
- งออกเสียง เสียง
 Abstain with votes

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ถือเป็นการลงคะแนนเสียงของผู้ถือหุ้น

If the votes which the proxy casts on any agenda conflict with my/our specified instruction in this proxy form, those votes are invalid and will be regarded as having not been cast by me/us in my/our capacity as the shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

If my/our instruction on voting is not expressly or clearly indicated on any agenda, the meeting considers or resolves on any matter other than those stated above, or there is any change or addition to the relevant facts, then the proxy will be entitled to cast the votes on my/our behalf at his/her own discretion.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts or performance caused by the proxy at the above meeting, except voting in contravention of my/our instruction, shall be deemed as my/our acts and performance in all respects.

ลงชื่อ / Signed ผู้มอบฉันทะ / Grantor
 (.....)

ลงชื่อ / Signed ผู้รับมอบฉันทะ / Grantee
 (.....)

ลงชื่อ / Signed ผู้รับมอบฉันทะ / Grantee
 (.....)

ลงชื่อ / Signed ผู้รับมอบฉันทะ / Grantee
 (.....)

หมายเหตุ

Remarks

1. หนังสือมอบฉันทะแบบ ค. นี้ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น

This Form C. is used only if the shareholder whose name is in the shareholders' register is an offshore investor who appoints a local custodian in Thailand to keep his/her shares in the custody.

2. หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะ คือ

The necessary evidence to be enclosed with this proxy form is:

- (1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน

the power-of-attorney granted by the shareholder to the custodian by which the custodian is appointed to sign the proxy form on the shareholder's behalf; and

- (2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจ คัสโตเดียน (Custodian)

a certification that the authorised signatory of the proxy form is licensed to operate the custodial business.

3. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนนไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

A shareholder may grant a proxy to only one person. The number of shares held by a shareholder may not be divided into several portions and granted to more than one proxy in order to divide the votes.

4. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งหมดหรือเลือกตั้งกรรมการเป็นรายบุคคล

As regards the agenda to appoint directors, the meeting may consider appointing the entire board or any director(s).

5. ในกรณีที่มีวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค. ตามแนบ

In case there are more agendas to be discussed than those specified above, the grantor may make additional authorisation in the Attachment to Proxy Form C.



ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค.
Attachment to Proxy Form C.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท ปตท. จำกัด (มหาชน)

A proxy is granted by a shareholder of **PTT Public Company Limited**.

ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2562 วันพฤหัสบดีที่ 11 เมษายน 2562 เวลา 13.30 น. ณ ห้องบางกอกคอนเวนชันเซ็นเตอร์ ชั้น 5 ศูนย์การค้าเซ็นทรัลพลาซาลาดพร้าว เลขที่ 1695 ถนนพหลโยธิน แขวงจตุจักร กรุงเทพมหานคร 10900 หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

For **the 2019 Annual General Meeting of Shareholders (AGM)** to be held on **Thursday 11th April 2019** at **13.30 hrs. at Bangkok Convention Center, 5th Floor, Central Plaza Ladprao (Plaza Zone), 1695 Phaholyothin Road, Chatuchak, Bangkok 10900** or such other date, time and place as may be adjourned.

วาระที่ เรื่อง

Agenda Item re :

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy must cast the votes in accordance with the following instructions:

เห็นด้วย เสียง ไม่เห็นด้วย เสียง งดออกเสียง เสียง

Approve with votes Disapprove with votes Abstain with votes

วาระที่ เรื่อง

Agenda Item re :

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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Approve with votes Disapprove with votes Abstain with votes

วาระที่ เรื่อง

Agenda Item re :

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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Approve with votes Disapprove with votes Abstain with votes

วาระที่ เรื่อง **พิจารณาเลือกตั้งกรรมการแทนกรรมการที่ออกจากตำแหน่งตามวาระ (ต่อ)**

Agenda Item re : **To elect directors to replace those who are retired by rotation**

ชื่อกรรมการ

Name of Director

เห็นด้วย เสียง ไม่เห็นด้วย เสียง งดออกเสียง เสียง

Approve with votes Disapprove with votes Abstain with votes

ชื่อกรรมการ

Name of Director

เห็นด้วย เสียง ไม่เห็นด้วย เสียง งดออกเสียง เสียง
 Approve with votes Disapprove with votes Abstain with votes

ชื่อกรรมการ

Name of Director

เห็นด้วย เสียง ไม่เห็นด้วย เสียง งดออกเสียง เสียง
 Approve with votes Disapprove with votes Abstain with votes

ชื่อกรรมการ

Name of Director

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 Approve with votes Disapprove with votes Abstain with votes

ชื่อกรรมการ

Name of Director

เห็นด้วย เสียง ไม่เห็นด้วย เสียง งดออกเสียง เสียง
 Approve with votes Disapprove with votes Abstain with votes

ชื่อกรรมการ

Name of Director

เห็นด้วย เสียง ไม่เห็นด้วย เสียง งดออกเสียง เสียง
 Approve with votes Disapprove with votes Abstain with votes



Registration Conditions, Procedure and Necessary Documents

1. Shareholders must

- 1.1 Sign and submit the Registration Form (Attachment 4) to registrars.
- 1.2 Present Identification Card, Government Official Identification Card or passport (for non-Thais) to registrars. In case of any changes of name and/or surname, evidence of such changes, certified as true and correct copy, shall be presented.

2. Proxy must

- 2.1 Sign and submit the Registration Form (Attachment 4) to registrars.
- 2.2 Submit the proxy form (Attachment 5) to registrars as follows:
 - (1) Precisely fill in and sign the proxy form (Attachment 5). PTT recommends to use Proxy Form B and specify your vote(s) for each item. PTT will be responsible for the Duty Stamp of Baht 20 to be affixed to the proxy form.
 - (1.1) If the appointing shareholder is an ordinary person,**
 - (a) Please enclose a copy of the Identification Card or passport (for non-Thais), certified as true and correct copy by the grantor.
 - (b) Please enclose a copy of the Identification Card or passport (for non-Thais), Certified as true and correct copy by the proxy.

Remarks: The proxy holder must be person who is sui juris only./ In case of a minor shareholder: Their parent or legal guardian attending the meeting in person or appointing a proxy to attend the meeting on his/her behalf must present a copy of Identification Card or house registration (in case of not having Identification Card) of the minor shareholder.

(1.2) If the appointing shareholder is a juristic person or a custodian:

- (a) The proxy form shall be signed by the authorized person(s), according to its Affidavit with the seal of the juristic person being affixed (if any), and by the proxy.
- (b) Juristic Persons Incorporated in Thailand, please enclose the documents as follows:
 - A copy of the latest version of the Affidavit of the juristic person, issued by the Ministry of Commerce or the relevant government authority (not older than 60 days prior to the meeting date). Such document must be certified as true and correct copy by the authorized person(s), with the juristic person's seal being affixed. (if any);
 - A copy of Identification Card or passport (for non-Thais), certified as true and correct copy, of the authorized person(s) who signs the proxy form; and
 - A copy of the Identification Card or passport (for non-Thais), certified as true and correct copy, of the proxy.
- (c) Foreign Juristic Persons, please enclose the documents as follows:
 - A copy of the latest version of the Affidavit of the juristic person, issued by the relevant government authority of the country where the juristic person is incorporated which has been notarized by a notary public or competent government authority. The date of issue shall not exceed 6 months from the date of the meeting;
 - A copy of Identification Card or passport (for non-Thais), certified as true and correct copy, of the authorized person(s) who signs the proxy form;
 - A copy of the Identification Card or passport (for non-Thais), certified as true and correct copy, of the proxy;

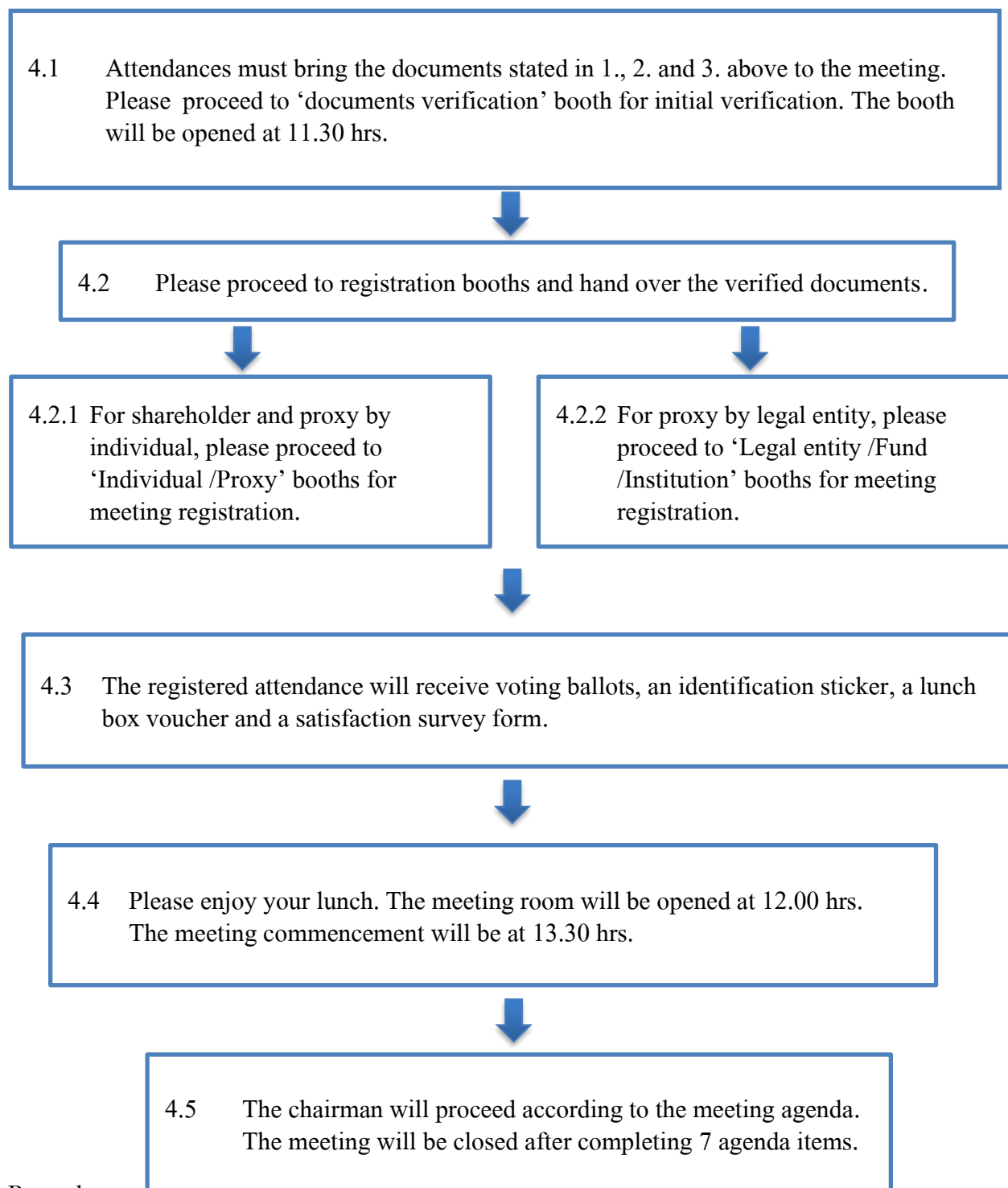
- If the copy of the latest version of Affidavit that has been notarized by the notary public or the competent government authority is presented, such document must be certified as true and correct copy by the authorized person(s) of that juristic person, together with its seal being affixed. (if any)
- (d) For foreign juristic persons, unless the document is in English language, the English translation certified as true and correct translation by the authorized director(s) must also be presented.
- (f) If the grantor is a custodian, please enclose the power of attorney appointing the custodian and the evidences of the person who has appointed the custodian in accordance with (1.1) or (1.2) (as the case may be) and a copy of the confirmation letter or license showing that it can act as the custodian.
- (2) Each copy of the document must be certified as true and correct copy.
- (3) If a shareholder prefers to appoint PTT's independent directors to be his or her proxy, please appoints any of the following persons:
1. Mr. Vichai Assarasakorn Independent Director, Member of the Audit Committee and Chairman of the Remuneration Committee
 2. Mrs. Nuntawan Sakuntanaga Independent Director and Member of the Audit Committee
 3. Professor Dr. Surapon Nitikraipot Independent Director, Member of the Nominating Committee and Member of the Corporate Governance Committee

2.3 For your convenience, please submit the proxy form to PTT for examination by April 4, 2019.

3. Change of Title/Name/Surname of a Meeting Attendee

Please present the evidence to verify that change.

4. Registration Procedure and Itinerary



Remarks

- If the attendances leave the meeting before the closing, please cast your vote and complete the satisfaction form. Please hand the voting ballots and the form to our staff for evidence collections.
- PTT reserves the rights to register uncompleted documents or after the meeting is adjourned.

The Independent Directors
Profiles for Proxies Appointment



1. Mr. Vichai Assarasakorn

Independent Director, Member of the Audit Committee and Chairman of the Remuneration Committee

Age : 58

Address : PTT Public Company Limited, 555 Vibhavadi Rangsit Road, Chatuchak, Bangkok 10900

No major conflicts.



2. Mrs. Nuntawan Sakuntanaga

Independent Director and Member of the Audit Committee

Age : 60

Address : PTT Public Company Limited, 555 Vibhavadi Rangsit Road, Chatuchak, Bangkok 10900

No major conflicts.



3. Professor Dr. Surapon Nitikraipot

Independent Director, Member of the Nominating Committee and Member of the Corporate Governance Committee

Age : 58

Address : PTT Public Company Limited, 555 Vibhavadi Rangsit Road, Chatuchak, Bangkok 10900

No major conflicts.



- Translation -

Company's Articles of Association concerning the Shareholders Meeting and Vote Casting

1. Closing of Share Registration Book

(Article 16) During the period of twenty-one (21) days prior to each shareholders meeting, the Company may cease to accept registration of share transfer by notifying the shareholders in advance at the Company's head office and every branch office (if any) at least fourteen (14) days prior to the commencement date of cessation of the registration of share transfers.

2. Calling of the Shareholders Meeting

(Article 18) The Board shall arrange for an annual general meeting of shareholders to be held within four (4) months after the end of the accounting year of the Company. This meeting shall be called "General Meeting". Any other shareholders' meetings shall be called "Extraordinary General Meeting". The Board of Directors may call an Extraordinary General Meeting whenever it is appropriate.

(Article 19) One or more shareholder(s) holding not less than ten (10) percent of the total issued shares may request in writing to the Board of Directors to hold an extra-ordinary meeting of shareholders at any time but they shall clearly specify reasons for such request in the notice. In such case, the Board of Directors must hold a meeting of shareholders within forty-five (45) days from the date of receipt of the notice.

In the case that the Board of Directors does not hold such meeting within the period specified in the first paragraph, the shareholders who have submitted the request or other shareholders holding the aggregate number of shares as prescribed in this Article may hold the meeting by themselves within forty-five (45) days from the lapse of the period referred in the first paragraph. In this case, it shall be deemed that such shareholder's meeting is the meeting called by the Board of Directors. The Company shall be responsible for all necessary expenses incurring from the holding of the meeting and reasonable facilitation.

In the case that the quorum of the meeting convened as requested by the shareholders according to the second paragraph cannot be formed as required by this Articles of Association, the shareholders under the second paragraph shall be jointly responsible for any expenses incurring from the convening of such meeting.

(Article 20) In calling a shareholder meeting, The Board of Directors shall prepare a written notice of the meeting. The said notice shall be delivered to the shareholders and the Registrar under the public limited companies law for their information at least seven (7) days prior to the date of the meeting. The notice shall state the place, date, time, agenda of the meeting and the matters to be proposed to the meeting with reasonable details by indicating clearly whether it is the matter proposed for information, for approval or for consideration, as the case may be, including the related opinions of the board of directors. The notice of meeting shall be also published in a newspaper for three (3) consecutive days at least three (3) days prior to the meeting date.

3. The quorum

(Article 23) In a shareholders' meeting, a quorum shall be constituted by at least twenty-five (25) shareholders present in person or by proxy (if any) or half (1/2) of all shareholders representing up to, one-third (1/3) of all issued shares.

If within one (1) hour from the time fixed for the shareholders' meeting the required quorum is, not constituted, the meeting, if called by a request of shareholders according to Article 19, shall be dissolved. If such meeting is not called by the shareholders' request according to Article 19, another meeting shall be convened and a notice of the meeting shall be sent to the shareholders not less than seven (7) days and not more than fourteen (14) days prior to the meeting date. At such meeting, no quorum shall be required.

(Article 24) The Chairman of the Board of Directors shall preside over the shareholders' meeting. In the event that the Chairman is unavailable or unable to perform his/her duties, the Vice-chairman shall act as the presiding Chairman. If the Vice-chairman is unavailable or unable to perform his/her duties, the shareholders present at the meeting shall elect one of their members to be the presiding Chairman.

4. Voting

In casting votes, each shareholder shall have votes equal to the number of shares held. The resolution of the shareholders meeting shall comprise the following votes :

(1) **(Article 26)** All general cases: Resolutions shall require a majority of the total of votes cast by shareholders present and vote at the meeting. In case the votes are tied, the Chairman of the meeting shall have a casting vote.

In this meeting, these cases are as follows:

- Agenda Item 1 : To acknowledge the 2018 performance statement and to approve the 2018 financial statement ended on December 31, 2018;
- Agenda Item 2 : To approve 2018 net profit allocation and dividend payment;
- Agenda Item 3 : To appoint an auditor for the year 2019 and to approve the 2018 and 2019 audit fees ; and
- Agenda Item 6 : To elect directors to replace those who are retired by rotation.

(2) **(Article 27)** Amendment of the Article of Association: Resolutions shall require a vote of three-quarter (3/4) of all shareholders present and eligible to vote.

In this meeting, this case is:

- Agenda Item 4 : To approve the amendment of PTT Public Company Limited's Articles of Association.

(3) **(Article 29)** Fixing of directors' remuneration: Resolutions shall require not less than two-thirds of the total number of votes cast by the shareholders present and entitled to vote.

In this meeting, this case is:

- Agenda Item 5 : To approve the 2019 directors' remuneration.

(4) **(Article 37)** Election of director will be complied with the following rules and methods

1) Each shareholder may exercise all the votes he has to elect one or several persons as directors, but may not allot his votes to any person at any number.

2) The persons who received highest votes in their respective order of the votes shall be elected as directors until all of director positions that the Company may have or that are to be elected at such meeting are filled. Where the votes cast for candidates in descending order are tied, which would

otherwise cause the number of directors to be exceeded, the Chairman of the meeting shall have a casting vote.

5. Shareholder who has a special interest

(Article 28) A shareholder who has any special interest in a resolution, shall not be entitled to vote on such agenda except for voting on the election of directors.

แบบฟอร์มขอรับรายงานประจำปี และ/หรืองบการเงิน และ/หรือรายงานความยั่งยืนของ ปตท.**Requisition Form for Annual Report, Financial Statement and Corporate Sustainability Report**

(กรุณากรอกรายละเอียดด้านล่าง แล้วส่งโทรสารไปที่หมายเลข 0-2537-3887 หรือemail: corporatesecretary@pttplc.com)

(Please fill in the form and fax to 0-2537-3887 or email: corporatesecretary@pttplc.com)

เรียน เลขาฯการบริษัท

Dear PTT Corporate Secretary,

ข้าพเจ้า

I, (name)

ที่อยู่

Address

เมือง / จังหวัด

ประเทศ

City Country

รหัสไปรษณีย์

Postcode

มีความประสงค์ขอรับเอกสารดังต่อไปนี้ ในรูปแบบหนังสือ (กรุณาทำเครื่องหมายในช่องสี่เหลี่ยม)
wish to receive a printed copy of the following reports. (Please mark)

รายงานประจำปี 2561
2018 Annual Report

งบการเงินประจำปี 2561
2018 Financial Statement

รายงานความยั่งยืนของ ปตท. ประจำปี 2561
2018 Corporate Sustainability Report

A map of the meeting venue

Bangkok Convention Center, 5th Floor, Central Plaza Ladprao (Plaza Zone), 1695 Phaholyothin Road, Chatuchak, Bangkok 10900, Thailand



Transportation

MRT : Phaholyothin Station (Exit 3)

BTS : Mochit Station (Exit 3) transfer to MRT/Bus

Bus:

Bus Number 8,28,38,39,44,52,63,90,92,96,108,145

Air Bus Number 29,38,39,44,63,92,134,145,502,503,509,510,512,513,517,518,545