Invitation to the 2018 Annual General Meeting of Shareholders

PTT Public Company Limited

Thursday April 12, 2018 at 14.00 hrs.

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

Registration starts at 12.00 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 2018 AGM of the Company. However, the Company will still provide a set of snack and lunch box to the shareholders or their proxies who attend the Meeting (one set per one person)

(Unofficial Translation)
Re : Invitation to the 2018 Annual General Meeting of Shareholders

To : Shareholders of PTT Public Company Limited

2. A 2017 Corporate Sustainability Report CD
3. Brief personal profiles of nominated candidates for Agenda Item No.10
4. Definition of Independent Director and functional description of Specific Committees
5. A registration form (must be presented at the meeting)
6. Proxy forms - Type A, B (recommended) and C
7. Registration conditions and procedure and necessary documents to be presented at the meeting
8. Profiles of the Independent Directors
9. A summary of the PTT Articles of Association relevant to the meeting
10. Request Form of Annual Report, Financial Statement and Corporate Sustainability Report for 2017
11. A map of the meeting venue

PTT Public Company Limited (hereinafter referred to as "PTT") would like to invite you to attend the 2018 Annual General Meeting of Shareholders (hereinafter referred to as "AGM") on Thursday April 12, 2018 at 14.00 hrs. at Bangkok Convention Center, 5th Floor, Central Plaza Ladprao (Plaza Zone), 1695 Phaholyothin Road, Chatuchak, Bangkok, Thailand. The 2018 AGM has 11 agenda items as follows:

Item 1: To certify the 2017 performance statement and to approve the 2017 financial statement ended on December 31, 2017

Abstract: The shareholders should certify the 2017 performance statement and the proposed corporate strategy plan and approve the financial statement ended on December 31, 2017 audited by the external auditor. The details are enclosed in the 2017 Annual Report, 2017 Financial Statement (Attachment 1), and in the 2017 Corporate Sustainability Report (Attachment 2). A summary is as follows:
<table>
<thead>
<tr>
<th>Items</th>
<th>2017</th>
<th>2016</th>
</tr>
</thead>
<tbody>
<tr>
<td>Total Assets (Million Baht)</td>
<td>2,232,314.16</td>
<td>2,232,331.08</td>
</tr>
<tr>
<td>Total Liabilities (Million Baht)</td>
<td>983,758.42</td>
<td>1,060,734.07</td>
</tr>
<tr>
<td>Total Shareholders’ Equity (Million Baht)</td>
<td>1,248,555.74</td>
<td>1,171,597.01</td>
</tr>
<tr>
<td>Total Paid-up Capital (Million Baht)</td>
<td>28,563.00</td>
<td>28,563.00</td>
</tr>
<tr>
<td>Sales and Service Income (Million Baht)</td>
<td>1,995,722.07</td>
<td>1,718,846.04</td>
</tr>
<tr>
<td>Net Income (Million Baht)</td>
<td>135,179.60</td>
<td>94,609.08</td>
</tr>
<tr>
<td>Earnings per Share (Baht / Share)</td>
<td>46.74</td>
<td>32.68</td>
</tr>
</tbody>
</table>

The Board’s opinion: The Board recommends shareholders to certify the 2017 performance statement, to acknowledge the proposed corporate strategy plan and to approve the 2017 financial statement ended on December 31, 2017 which has been audited by the external auditor, reviewed by the Audit Committee and endorsed by the Board.

Item 2: To approve 2017 net profit allocation and dividend payment

Abstract: PTT establishes dividend payment policy of 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 statements and financial statements indicate that PTT made Baht 135,180 million for the 2017 net income. Therefore, PTT considers paying an annual 2017 dividend of Baht 20.00 per share or 42.8% of the net income in accordance with the Company’s dividend policy. Comparison of recent dividend payments is as follows:
The Board’s opinion: The Board recommends shareholders to approve the 2017 net profit allocation and 2017 dividend payment. We propose to pay 2017 dividend of Baht 20.00 per share in total as follow.

- Interim dividend for the first half performance of 2017 was paid Baht 8.00 per share from the unappropriated retained earnings derived from Board of Investment promoted activities (BOI) during the period of being income tax exemption 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. Such interim dividend was paid on September 15, 2017.

- Dividend for the second half performance of 2017 will be paid at Baht 12.00 per share from the unappropriated retained earnings derived from the Board of Investment promoted activities (BOI) during the period of being income tax exemption where individual shareholders shall not include the dividend as their taxable income and not entitled to a Dividend Tax Credit of tax under section 47 bis of the Revenue Code. PTT will determine the name of the shareholders who are entitled to receive the dividend on March 7, 2018 (Record Date). The dividend for the second half of 2017 will be paid on April 27, 2018 subject to the shareholders’ approval to be obtained from the 2018 AGM.
Item 3: To appoint an auditor for the year 2018

Abstract: The Office of the Auditor General of Thailand (the OAG) has been PTT’s auditor since the Company was established. The OAG 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 OAG as PTT’s 2018 auditor with no auditing fee. The fee of 2017 are as follows:

<table>
<thead>
<tr>
<th>Auditing and reviewing of PTT and Subsidiaries’ Financial Statements</th>
<th>2018 (Baht)</th>
<th>2017 (Baht)</th>
<th>Decrease (Baht)</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. Quarterly-Ended on March 31, June 30 &amp; September 30 (Baht 760,000 for 2017 quarterly statement)</td>
<td>-</td>
<td>2,280,000</td>
<td>(2,280,000)</td>
</tr>
<tr>
<td>2. Year-Ended on December 31</td>
<td>-</td>
<td>2,420,000</td>
<td>(2,420,000)</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td>-</td>
<td><strong>4,700,000</strong></td>
<td><strong>(4,700,000)</strong></td>
</tr>
</tbody>
</table>

PTT and its subsidiaries have disclosed the 2017 auditing fee in the 2017 Annual Report.

The Board’s opinion: The Board recommends shareholders to appoint the Office of the Auditor General of Thailand as PTT’s 2018 auditor. The proposal had been appropriately recommended by the Audit Committee and endorsed by the Board.

Item 4: To approve the reduction of PTT’s registered capital by cancelling authorized but unissued shares and the amendment to clause 4 of PTT’s Memorandum of Association so as to reflect such capital reduction.

Abstract: Objectives and Details

PTT has 946,100 authorized but unissued shares that have not been reserved for any conversion of convertible debentures or the exercise of warrants. PTT requires shareholders’ approval on the reduction of PTT’s registered capital by cancelling authorized but unissued shares of 946,100 shares, so that the amount of the registered capital and the paid-up capital are identical. Such capital reduction will not affect the shareholders since it is the reduction of authorized
but unissued shares, and there is no payment from such capital reduction to the shareholders. The details of which are as follows:

<table>
<thead>
<tr>
<th></th>
<th>Prior to the Reduction of Registered Capital</th>
<th>Increase/(Decrease)</th>
<th>After the Reduction of Registered Capital</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Ordinary Shares</strong></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>- Registered Shares</td>
<td>2,857,245,725 shares</td>
<td>(946,100) shares</td>
<td>2,856,299,625 shares</td>
</tr>
<tr>
<td>- Paid-up Shares</td>
<td>2,856,299,625 shares</td>
<td>-</td>
<td>2,856,299,625 shares</td>
</tr>
<tr>
<td><strong>Capital</strong></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>- Registered Capital</td>
<td>28,572,457,250 Baht</td>
<td>(9,461,000) Baht</td>
<td>28,562,996,250 Baht</td>
</tr>
<tr>
<td>- Paid-up Capital</td>
<td>28,562,996,250 Baht</td>
<td>-</td>
<td>28,562,996,250 Baht</td>
</tr>
</tbody>
</table>

In addition, to reflect such capital reduction, PTT requires shareholders’ approval on the amendment to clause 4 of PTT’s Memorandum of Association to be as follows:

“Clause 4. Registered Capital of 28,562,996,250 Baht (Twenty-eight billion, five hundred sixty-two million, nine hundred ninety-six thousand, two hundred and fifty Baht) Divided into 2,856,299,625 shares (Two billion, eight hundred fifty-six million, two hundred ninety-nine thousand, six hundred and twenty-five shares) At the Par Value of 10 Baht per share (Ten Baht per share) Classified as

Ordinary Shares of 2,856,299,625 shares (Two billion, eight hundred fifty-six million, two hundred ninety-nine thousand, six hundred and twenty-five shares) Preference Shares of - shares (-)"

The Board’s opinion: The Board recommends the shareholders to approve the reduction of PTT’s registered capital by cancelling authorized but unissued shares of 946,100 shares and the amendment to clause 4 of PTT’s Memorandum of Association to reflect such capital reduction. This process is deemed appropriate and does not affect the company and its shareholders.
Item 5  
To approve the change in the par value of PTT’s shares and the amendment to clause 4 of PTT’s Memorandum of Association so as to reflect such change in the par value.

Abstract:  
To enhance liquidity of PTT’s shares, PTT requires shareholders’ approval on the change in the par value of PTT’s shares from 10 Baht per share to 1 Baht per share. Such change in the par value will not affect PTT’s registered capital. Furthermore, the change in par value does not impact the company’s fundamental value and does not impose any diluted effect to the shareholders. The details of which are as follows:

<table>
<thead>
<tr>
<th></th>
<th>Prior to the Change in Par Value</th>
<th>After the Change in Par Value</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. Registered Capital*</td>
<td>28,562,996,250 Baht</td>
<td>28,562,996,250 Baht</td>
</tr>
<tr>
<td>2. Paid-up Capital</td>
<td>28,562,996,250 Baht</td>
<td>28,562,996,250 Baht</td>
</tr>
<tr>
<td>3. Par Value</td>
<td>10 Baht per share</td>
<td>1 Baht per share</td>
</tr>
<tr>
<td>4. Number of Shares</td>
<td>2,856,299,625 shares</td>
<td>28,562,996,250 shares</td>
</tr>
</tbody>
</table>

Remark *Registered Capital after the reduction of PTT’s registered capital by cancelling authorized but unissued shares of 946,100 shares.

In addition, to reflect the change in the par value of PTT, PTT requires shareholders’ approval on the amendment to clause 4 of PTT’s Memorandum of Association to be as follows:

“Clause 4. Registered Capital of 28,562,996,250 Baht (Twenty-eight billion, five hundred sixty-two million, nine hundred ninety-six thousand, two hundred and fifty Baht) Divided into 28,562,996,250 shares (Twenty-eight billion, five hundred sixty-two million, nine hundred ninety-six thousand, two hundred and fifty shares) At the Par Value of 1 Baht per share (One Baht per share) Classified as Ordinary Shares of 28,562,996,250 shares (Twenty-eight billion, five hundred sixty-two million, nine hundred ninety-six thousand, two hundred and fifty shares) Preference Shares of - shares (-)”
The Board’s opinion: The Board recommends the shareholders to approve the change in the par value of PTT’s shares from 10 Baht per share to 1 Baht per share and the amendment to clause 4 of PTT’s Memorandum of Association so as to reflect such change in the par value.

Item 6: To approve PTT’s 5-year external fund raising plan (for 2018-2022).

Abstract: According to PTT’s 5-year investment plan (2018-2022), PTT still has sufficient cash and liquidity and has no need of external fund raising. To support PTT’s future investment opportunities and financial management flexibility under money and capital markets volatility as well as economic conditions, the board of director approved PTT’s 5-year external fund raising plan, which includes portion of funds to be raised by PTT Treasury Center Company Limited (PTT TCC) for the purpose of providing fund to PTT, and will be guaranteed by PTT. The part of fund raising will be bond issuance in the amount equivalent to Baht 150,000 million for a period over 5 years (2018-2022), to be issued at the time suitable for market situation. The purpose for this fund raising will be used for investment, working capital and/or refinancing. The board of director further approved that the 5-year plan for external fund raising shall be proposed to the 2018 AGM for approval.

The Board’s opinion: The shareholders should approve the 5-year plan for external fund raising.

Item 7: To approve the amendment of PTT Public Company Limited’s Articles of Association.

Abstract: In order to be in line with the Order of the Head of the National Council for Peace and Order No.21/2560 dated 4th April 2017 Re: the Legal Amendment to Facilitate the Business Operation, and the current human resource management of PTT, PTT considers appropriate to amend Article 19, 32 and 50 of the PTT’s Articles of Association to be read as follows:

<table>
<thead>
<tr>
<th>Existing Provision</th>
<th>Proposed Amendment</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Article 19.</strong> Any shareholders holding the aggregate amount of up to one-fifth (1/5) of all issued shares or at least twenty-five (25) shareholders holding the aggregate amount of up to one-tenth (1/10) of all issued shares, may request in writing to the Board of Directors for the holding of an Extraordinary General Meeting. The</td>
<td><strong>Article 19.</strong> 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 extraordinary 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</td>
</tr>
<tr>
<td><strong>Existing Provision</strong></td>
<td><strong>Proposed Amendment</strong></td>
</tr>
<tr>
<td>-----------------------</td>
<td>------------------------</td>
</tr>
<tr>
<td>request shall clearly specify the reason for summoning the meeting. The Board of Directors shall call a meeting to take place within one (1) month from the date of receipt of the request.</td>
<td>shareholders within forty-five days from the date of receipt of the notice.</td>
</tr>
</tbody>
</table>

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 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 32.** The Company shall have a Board of Directors which consists of at least five (5) persons but not more than fifteen (15) persons elected by the general meeting of shareholders of the Company. The Board of Directors shall comprise at least three (3) independent directors, provided that at least half (1/2) of the directors shall reside within the Kingdom of Thailand. The directors shall have qualifications as specified by law and by

**Article 32.** The Company shall have a Board of Directors which consists of at least five (5) persons but not more than fifteen (15) persons elected by the general meeting of shareholders of the Company. The Board of Directors shall comprise at least three (3) independent directors, provided that at least half (1/2) of the directors shall reside within the Kingdom of Thailand. The directors shall have qualifications as specified by law and by
<table>
<thead>
<tr>
<th>Existing Provision</th>
<th>Proposed Amendment</th>
</tr>
</thead>
<tbody>
<tr>
<td>these Articles. At least one (1) of the directors shall be an expert in the area of accounting and finance.</td>
<td>least one (1) of the directors shall be an expert in the area of accounting and finance.</td>
</tr>
<tr>
<td>The Board of Directors has the power and duty to manage the Company in compliance with laws, the Company's objectives, these Articles, and the resolutions of the shareholders' meetings with loyalty, morals, and good corporate governance. The Board of Directors shall also carefully preserve the interests of the Company and shareholders.</td>
<td>The Board of Directors has the power and duty to manage the Company in compliance with laws, the Company's objectives, these Articles, and the resolutions of the shareholders' meetings with loyalty, morals, and good corporate governance. The Board of Directors shall also carefully preserve the interests of the Company and shareholders.</td>
</tr>
<tr>
<td>The Board of Directors shall elect a director to be a chairman and may assign one (1) or more directors to be a vice president and assign one (1) director to be managing director and secretary to the Board of Directors.</td>
<td>The Board of Directors shall elect a director to be a chairman and may assign one (1) or more directors to be a vice president.</td>
</tr>
</tbody>
</table>

**Article 50.** The Managing Director shall have the full powers and authorities to administer the Company's business strictly in accordance with the Company's plan or budget approved by the Board of Directors in good faith with the utmost care to preserve the interests of the Company and shareholders. The Managing Director has the powers and authorities in these following businesses:

1. manage and/or operate day-to-day business of the Company;

2. hire, appoint, remove, transfer, promote, demote, reduce salary or wages of, take disciplinary action against,
<table>
<thead>
<tr>
<th><strong>Existing Provision</strong></th>
<th><strong>Proposed Amendment</strong></th>
</tr>
</thead>
<tbody>
<tr>
<td>against, and dismiss any officers and employees as specified by the Board of Directors, except that the dismissal of any department heads or other higher positions shall require the prior approval of the Board of Directors; (3) prepare and submit the Company's annual business plan, policy and budget to the Board of Directors for its approval, and report the progress of the approved plan and budget to the Board of Directors every three (3) months. (4) manage and/or operate the business according to the approved policy, plan, and budget.</td>
<td>and dismiss any officers and employees as specified by the Board of Directors. (3) prepare and submit the Company's annual business plan, policy and budget to the Board of Directors for its approval, and report the progress of the approved plan and budget to the Board of Directors every three (3) months. (4) manage and/or operate the business according to the approved policy, plan, and budget.</td>
</tr>
</tbody>
</table>

The Board’s opinion: The Board recommends shareholders to approve the amendment to PTT’s Articles of Association as detailed above.

**Item 8:** To approve the 2018 directors’ remuneration

Abstract: PTT requires shareholders’ approval on the directors' remuneration for the 2018. The Remuneration Committee had considered the matter and recommended the 2018 remuneration for directors and members of specific committees. The Committee applied the previous practice by considering 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 2018 remuneration package for the Board and specific committee members to be the same as the 2017 package; however the attendance fee (for those in attendance only) will be paid only once a month, as recommended by the Remuneration Committee. Details are as follows:
-12-

**Monthly fee and attendance fee**

<table>
<thead>
<tr>
<th>Board of Directors</th>
<th>Monthly Fee (Baht)</th>
<th>Per Attendance Fee (Baht) (for those in attendance only) paid only once a month</th>
</tr>
</thead>
<tbody>
<tr>
<td>Directors (unchanged)</td>
<td>30,000</td>
<td>50,000</td>
</tr>
<tr>
<td></td>
<td></td>
<td>The payments are limited up to only once a month. (changed from limited up to 15 meetings annually)</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>The specific committee members’ fees (unchanged)</th>
<th>Monthly Fee (Baht)</th>
<th>Per Attendance Fee (Baht) (for those in attendance only) paid only once a month</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. Audit Committee</td>
<td>15,000</td>
<td>15,000</td>
</tr>
<tr>
<td>2. Nominating Committee</td>
<td>-</td>
<td>24,000</td>
</tr>
<tr>
<td>3. Remuneration Committee</td>
<td>-</td>
<td>24,000</td>
</tr>
<tr>
<td>4. Corporate Governance Committee</td>
<td>-</td>
<td>24,000</td>
</tr>
<tr>
<td>5. Enterprise Risk Management Committee</td>
<td>-</td>
<td>24,000</td>
</tr>
<tr>
<td>6. The other committees which may be appointed by the Board of Directors if deemed necessary</td>
<td>-</td>
<td>24,000</td>
</tr>
</tbody>
</table>

The Chairman of the Board and the Chairman of each specific committee shall receive monthly fee and attendance fees at a higher rate than that paid to other directors by 25%. The secretary of the Audit Committee shall receive a monthly fee of Baht 7,500.

**Other Remunerations**

<table>
<thead>
<tr>
<th>Board of Directors’ Bonus</th>
</tr>
</thead>
<tbody>
<tr>
<td>The board of directors’ bonus for the 2018 fiscal year will depend on PTT’s performance or net profit. <strong>The directors will be entitled to receive bonus at the rate of 0.05% of PTT’s 2018 net profit. The bonus will be paid by pro rata but not exceeding Baht 3,000,000 per person and the Chairman of the Board is entitled to receive a bonus at a higher rate than that paid to other directors by 25%. (unchanged)</strong></td>
</tr>
</tbody>
</table>
The details of the remuneration of each director for 2017 are presented in the 2017 Annual Report (Attachment 1).

The Board’s opinion: The Board recommends shareholders to approve the 2018 directors’ and the specific committee members’ remuneration package to be the same as the 2017 package, but the attendance fee (for those in attendance only) will be paid only once a month as recommended by the Remuneration Committee and endorsed by the Board.

Item 9: To acknowledge the progress of the Restructuring of PTT and the plan for the initial public offering (the IPO) of ordinary shares of PTT Oil and Retail Business Company Limited (PTTOR) and the listing of PTTOR on the Stock Exchange of Thailand

Abstract: The 2017 Annual General Meeting of Shareholders of PTT (the “Meeting”) on 28 April 2017 resolved to approve the restructuring of PTT consisting of a transfer of the oil business unit, the assets and liabilities of such business unit, and the shares of companies related to the oil business unit from PTT to PTT Oil and Retail Business Company Limited (“PTTOR”) (the “Restructuring of PTT”). The business transfer would occur only after PTT had obtained the approval and/or consent necessary for the Restructuring of PTT from any relevant governmental authorities and/or agencies according to the related rules and regulations and approve the authorization of the Board of Directors of PTT or their delegated person to enter into negotiation and specify the criteria, conditions, and other details with respect to the Restructuring of PTT; to execute the business transfer agreement, other agreements, and supporting documents; and to undertake any act necessary for and relevant to the said business for the purposes of the Restructuring of PTT. The Meeting also acknowledged the possibility of the plan for the initial public offering of ordinary shares of PTTOR (IPO), including the offering of PTTOR’s ordinary shares to PTT’s existing shareholders who have the right to subscribe for such allocated shares. However, PTTOR would not offer such shares to the shareholders who would cause PTTOR to be subject to the rules and regulations of foreign countries ( Preferential Share Offering); and the listing of PTTOR on the Stock Exchange of Thailand (the “SET”) in the future (the “IPO Transaction”). PTT would take any comments from the Securities and Exchange Commission (the “SEC”) in relation to the listing of PTTOR on the SET into consideration and would obtain the approval from the SEC prior to further action.
From such resolution of the Meeting, the Board of Directors of PTT at the meeting No.1/2018 held on 19 January 2018 resolved to approve the proceeding in connection with the Restructuring of PTT which PTT will design a new combined trademark comprising of PTT’s flame as the integral part, and such new combined trademark will be sold to PTTOR. This trademark change is intended to enable PTTOR to have full and complete ownership in its new trademark. Consequently, PTTOR will be able to plan its marketing, brand utilization, and brand image and perception towards its customers in the oil marketing and retail business with greater clarity.

According to the current plan, PTT expects that the business transfer will be completed within the third quarter of year 2018 and PTTOR will then commence the preparation for the initial public offering (the IPO) of ordinary shares of PTTOR and the listing of PTTOR on the SET. PTT would take any comments from the SEC and the SET into consideration, and will comply with the relevant laws, regulations, notification and rules and would obtain the approval from the SEC and the SET prior to further action. In this regard, PTTOR was registered for the conversion from a private company limited to a public company limited on 9 March 2018 in order to support such aforementioned proceedings.

The Board’s opinion: The Board of Directors deemed it appropriate that the shareholders’ meeting of PTT acknowledges the progress of the Restructuring of PTT consisting of a transfer of the oil business unit, the assets and liabilities of such business unit, and the shares of companies related to the oil business unit from PTT to PTT Oil and Retail Business Company Limited (“PTTOR”). In this regard, PTT will design a new combined trademark which comprises of PTT’s flame as the integral part, and will be sold to PTTOR. This trademark change is intended to enable PTTOR to have full and complete ownership in its new trademark. Consequently, PTTOR will be able to plan its marketing, brand utilization, and brand image and perception towards its customers in the oil marketing and retail business with greater clarity. According to the current plan, it is expected that the business transfer will be completed within the third quarter of year 2018 and PTTOR will then commence the preparation for the initial public offering (the IPO) of ordinary shares of PTTOR and the listing of PTTOR on the SET.
Item 10: To elect directors to replace those who are retired by rotation

Abstract: There are 5 directors retired by rotation at the 2018 AGM (one third of the total number of directors) as follows:

1. Mrs. Nuntawan Sakuntanaga  
   An independent director / a Member of the Audit Committee
2. Mr. Thon Thamrongnawasawat  
   An independent director / a Member of the Nominating Committee / a Member of the Corporate Governance Committee
3. Mr. Somkit Lertpaithoon  
   An independent director / a Member of the Enterprise Risk Management Committee
4. Mr. Chanvit Amatamatucharti  
   An independent director / a Chairman of the Remuneration Committee / a Member of the Nominating Committee
5. Mr. Tevin Vongvanich  
   A director and Secretary to the Board

PTT announced a shareholders’ invitation to nominate qualified candidates for a directorship and propose agenda items for the AGM. 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 3 retiring directors to be PTT’s directors for another term and propose other 2 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 3. The candidates are as follows:

1. Mrs. Nuntawan Sakuntanaga  
   An independent director (re-election)
2. Mr. Thon Thamrongnawasawat  
   An independent director (re-election)
3. Mr. Surapon Nitikraipot  
   An independent director (in replacement of Mr. Somkit Lertpaithoon)
(4) Mr. Danucha Pichayanan  
An independent director  
(in replacement of Mr. Chanvit Amatamatucharti)

(5) Mr. Tevin Vongvanich  
A director  
(re-election)

Candidates in (1), (2), (3) and (4) are proposed to be independent directors since their qualifications are qualified to be the independent directors according to the Stock Exchange of Thailand’s 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 4.

The Board’s opinion: The Board recommends shareholders to elect the following 3 persons to be PTT’s directors for another term and propose other 2 qualified candidates to be appointed as PTT’s directors as follows:

(1) Mrs. Nuntawan Sakuntanaga  
(2) Mr. Thon Thamrongnawasawat  
(3) Mr. Surapon Nitikraipot  
(4) Mr. Danucha Pichayanan, and  
(5) Mr. Tevin Vongvanich.

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), (2), (3) and (4) 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 11: Other matters (if any)
Shareholders who wish to receive printed copies of the 2017 Annual Report, 2017 Financial Statement and 2017 Corporate Sustainability Report, please do not hesitate to contact us at Office of President and Corporate Secretary, 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 10) and fax the form to number +66(0)2537-3887 or email: corporatesecretary@pttple.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 6.

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 8.

Shareholders and proxies must submit documents in Attachment 5 and 6 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 7. PTT will conduct the meeting in compliance with its Articles of Association set out in Attachment 9.

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@pttple.com or fax at +66(0)2537 3887

Therefore, we would like to invite our shareholders to 2018 AGM on Thursday April 12, 2018 at 14.00 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 12.00 hrs.

Yours Sincerely,

Tevin Vongvanich
President & CEO

Office of President and Corporate Secretary
Telephone: 0-2537-3855
Fax: 0-2537-3887
Attachment 1

A 2017 Annual Report and 2017 Financial Statement CD
Attachment 2

A 2017 Corporate Sustainability Report CD
**Candidate’s Profile**

<table>
<thead>
<tr>
<th>Name</th>
<th>Mrs. Nuntawan Sakuntanaga</th>
</tr>
</thead>
<tbody>
<tr>
<td>Age</td>
<td>59</td>
</tr>
<tr>
<td>Proposed Position</td>
<td>Independent Director</td>
</tr>
<tr>
<td>Education</td>
<td>Bachelor of Accounting, in Finance and Banking, Chulalongkorn University, Thailand</td>
</tr>
<tr>
<td></td>
<td>M.B.A., in Marketing and International Business, University of Wisconsin at Madison (Wisconsin, USA)</td>
</tr>
<tr>
<td>Expertise</td>
<td>Accounting / Financial / Marketing / Management and Governance Skill for State Enterprise listed on Stock Exchange of Thailand (SET) / International Business</td>
</tr>
<tr>
<td>Certificate</td>
<td>Management Development Program, Mt. Eliza, Melbourne, Australia (1989)</td>
</tr>
<tr>
<td></td>
<td>Certificate, The Civil Service Executive Program for Senior Civil Servants (Class 38/2003), Office of the Civil Service Commission</td>
</tr>
<tr>
<td></td>
<td>Diploma, The National Defence Course (Class of 49th) (2006-2007), National Defence College</td>
</tr>
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<td></td>
<td>Leaders in Development Program-Managing Political &amp; Economic Reform, Kennedy School of Government, Harvard University, Boston, USA, 2008</td>
</tr>
<tr>
<td></td>
<td>Top Executive Program in Commerce and Trade (TEPCoT) (Class of 2nd), Commerce Academy</td>
</tr>
<tr>
<td></td>
<td>Top Executive Program (Class 14/2012), Capital Market Academy (CMA)</td>
</tr>
<tr>
<td></td>
<td>Corporate Governance Program for Directors and Executives of State Enterprises and Public Organization (Class 12/2013), Public Director Institute (PDI)</td>
</tr>
<tr>
<td></td>
<td>Certificate in Top Executives in the Energy Education Program (Class 5/2014), Thailand Energy Academy (TEA)</td>
</tr>
<tr>
<td>Director’s Certificate</td>
<td>Director Certification Program (DCP 166/2012), Audit Committee Program (ACP 43/2013), Financial Statements for Directors (FSD 31/2016)</td>
</tr>
<tr>
<td></td>
<td>Seminar “Briefing on International Anti-Corruption... International cases and practices”, “Global Financial Market Outlook 2016”, IOD (November 17, 2015)</td>
</tr>
<tr>
<td></td>
<td>Thai Institute of Directors Association (IOD)</td>
</tr>
<tr>
<td>Work Experiences (last 5 years)</td>
<td>September 2012 Director General, Department of International Trade Promotion, Ministry of Commerce</td>
</tr>
<tr>
<td></td>
<td>October 2012 Deputy Permanent Secretary, Ministry of Commerce</td>
</tr>
<tr>
<td></td>
<td>October 2013 Director General, Department of International Trade Promotion, Ministry of Commerce</td>
</tr>
<tr>
<td></td>
<td>October 2015 Director General, Department of Intellectual Property, Ministry of Commerce</td>
</tr>
<tr>
<td></td>
<td>October 2016 Director General, Department of Internal Trade, Ministry of Commerce</td>
</tr>
<tr>
<td></td>
<td>October 2017 Permanent Secretary, Ministry of Commerce</td>
</tr>
</tbody>
</table>
PTT Directorship:
- Independent Director First Term: 1 July 2014 – 9 April 2015 (9 Months)
  Second Term: 9 April 2015 – Present (3 Years)
- Member of the Audit Committee: 5 July 2014 – Present

Meeting attendance in 2017:
- PTT Board of Directors: 10/13 (76.92%)
- Audit Committee: 15/17 (88.23%)

Possession of PTT shares:
- None (0% of total issued shares)

Proposed Candidate

<table>
<thead>
<tr>
<th>Proposed Candidate</th>
<th>Other Listed Companies</th>
<th>Other Important Organizations (non-listed companies)</th>
<th>Position in other organization that compete with/related to the Company</th>
</tr>
</thead>
</table>
2. Commissioner, The Insurance Commission (SEC) Board | 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 2017
1. Contributed to the formulation of PTT’s Policy, Vision, Mission and Strategic Plan as well as monitored and ensured PTT’s performance achievements.
2. Presented useful guidance to the management to enhance PTT’s business development in creating value added and competency for PTT’s sustainable growth.
3. Promoted PTT’s business operation base on Good Corporate Governance, with equitable and justifiable treatment of all stakeholders; and advocated the systematic improvement of the Internal Audit as well as Anti-Corruption guidelines and principles to be transparent organization.
4. Upgraded the quality of PTT Group’s Internal Audit as well as provided recommendations and monitored the corrective and preventive action of Anti-Corruption, Internal Control, and whistleblowing system.
5. Pushed forward the Three Lines of Defense system as a part of corporate culture, human resource development, corporation, and management.
6. As a Member of the Audit Committee, efficiently and effectively reviewed internal control system, risk management system, financial statements and auditor as well as ensured PTT’s conformance to regulations or relevant laws, together with commented on the structural development of the Office of Corporate Audit to engage in proactive audit to accommodate important risks.

* - 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: Mr. Thon Thamrongnawasawat

Age: 51

Proposed Position: Independent Director

Education:
- Bachelor of Science, Marine Science, Chulalongkorn University
- Master of Science, Marine Science, Chulalongkorn University
- Ph.D, Marine Biology and Ecology, Jamescook University, Australia

Expertise:

Certificate:
- Certificate in Top Executives in the Energy Education Program (Class of 9th), Thailand Energy Academy (TEA)

Director’s Certificate:
- Anti-Corruption : the Practical Guide, Direct Accreditation Program, Thai Institute of Directors Association (IOD) (in training)

Work Experiences (last 5 years):
- 6 October 2012 - 6 September 2013: Member of the National Reform Council
- October 2012 - September 2013: Member of the Committee on Environment and Natural Resources
- October 2012 - September 2013: Member of Energy Reform and Internal Affair of the National Reform Council
- July 5, 2016 - Present: Honorary Board Member, Marine and Coastal Resources Policy
- July 2016 - Present: Deputy Dean of the Fisheries faculty, Kasetsart University

PTT Directorship:
- Independent Director First Term: 18 November 2016 – Present (1 Year 5 Months)
- Member of the Nominating Committee: 18 November 2016 - Present
- Member of the Corporate Governance Committee: 18 November 2016 - Present

Meeting attendance in 2017:
- PTT Board of Directors: 12/13 (92.31%)
- Nominating Committee: 3/3 (100%)
- Corporate Governance Committee: 5/5 (100%)

Possession of PTT shares: None (0% of total issued shares)
<table>
<thead>
<tr>
<th>Proposed Candidate</th>
<th>Other Listed Companies</th>
<th>Other Important Organizations (non-listed companies)</th>
<th>Position in other organization that compete with/related to the Company</th>
</tr>
</thead>
<tbody>
<tr>
<td>Mr. Thon Thamrongna wasawat</td>
<td>-</td>
<td>2</td>
<td>None</td>
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<td></td>
<td>Number</td>
<td>Position</td>
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</table>
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 2017

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. 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.
6. Promoted the company’s activities regarding civil society and community enterprise, conservation and development of natural resources and environment as well as sustainability.
7. 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.
8. 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
Candidate’s Profile

Name: Mr. Surapon Nitikraipot
Age: 57
Proposed Position: Independent Director
Education:
- Bachelor of Laws (Second Class Honors), Thammasat University
- Diplôme d’études approfondies (D.E.A.) de droit Public, Strasbourg III, France
- Doctorat en droit (mention très honorable), l’Université Robert Schuman de Strasbourg, France
- Honorary Doctoral, Soka University, Japan
- Business Management / Financial / Law / Management and Governance Skill for State Enterprise listed on Stock Exchange of Thailand (SET) / Economics / Science, Technology, and Innovation relating to Energy, Petrochemical, Biotechnology, Digital, Automation, Artificial Intelligence, and Robotics / Political Science / Civil Society, Community Enterprise, Natural Resources and Environment , and Sustainability / Listed in the Director’s Pool of Ministry of Finance
Expertise:
Certificate:
- Barrister at Law, Class of 35th, Institute of Thai Bar Association of Thailand
- Certificate, La Décentralisation et l’ Administration Locale, Institut International d’Administration Publique (IIAP), Paris, France
- Capital Market Academy Leadership Program, Class 4, Capital Market Academy
- Certificate, Executive Program on Energy Literacy for a Sustainable Future (TEA), Class 7, Thailand Energy Academy
Director’s Certificate:
- Director Certification Program (DCP 102/2008), Role of the Chairman Program
  (RCP 25/2011) Thai Institute of Directors Association (IOD)
Work Experiences (last 5 years):
- 2004 - 2010 Rector of Thammasat University
- 2009 - 2011 Chairman, MCOT Public Company Limited
- 2010 - 2012 Independent Director / Member of Corporate Governance Committee, PTT Public Company Limited
- 2009 - 2013 Honorary Board Member and Chairman of Audit Committee, Mahidol Wittayanusorn School
- 2014 - 2016 Chairman, The Krungthep Thanakom Company Limited (Community Enterprise of Bangkok)
- Present Professor of Public Laws, Faculty of Law, Thammasat University
PTT Directorship: - None -
Meeting attendance in 2017: - None -
Possession of PTT shares: - None - (0% of total issued shares)
<table>
<thead>
<tr>
<th>Proposed Candidate</th>
<th>Other Listed Companies</th>
<th>Other Important Organizations (non-listed companies)</th>
<th>Position in other organization that compete with/related to the Company</th>
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<tbody>
<tr>
<td>Mr. Surapon Nitikraipot</td>
<td>Number</td>
<td>Position</td>
<td>Number</td>
</tr>
<tr>
<td>1</td>
<td>1. Independent Director / Chairman of Corporate Governance Committee / Member of Nomination and Remuneration Committee, PTT Global Chemical Public Company Limited</td>
<td>5</td>
<td>1. Member of Council of State, Office of the Council of State</td>
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</table>
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: Mr. Danucha Pichayanan

Age: 47

Proposed Position: Independent Director

Education: Bachelor of Engineering, Chulalongkorn University

: M.S. Engineering Management, George Washington University, USA

Expertise: Economic / Business Management / Strategic planning and development / Listed in the Director’s Pool of Ministry of Finance

Certificate: Certificate in Top Executives in the Energy Education Program (Class of 10th), Thailand Energy Academy (TEA)

Director’s Certificate: Director Certification Program (DCP 11/2015)

Thai Institute of Directors Association (IOD)

Work Experiences (last 5 years):

26 May 2010 Director Infrastructure Project Office (IPO) (Policy and Strategic Analyst 9), Office of the National Economic and Social Development Board (NESDB)

1 October 2013 Acting, Senior Advisor in Policy and Plan (Plan and Policy Analyst, Advisory Level), Office of the National Economic and Social Development Board (NESDB)

16 December 2013 Senior Advisor in Policy and Plan (Plan and Policy Analyst, Advisory Level), Office of the National Economic and Social Development Board (NESDB)

1 October 2016- Present Deputy Secretary-General National Economic and Social Development Board, Office of the National Economic and Social Development Board (NESDB)

PTT Directorship: - None -

Meeting attendance in 2017: - None -

Possession of PTT shares: - None - (0% of total issued shares)
<table>
<thead>
<tr>
<th>Proposed Candidate</th>
<th>Other Listed Companies</th>
<th>Other Important Organizations (non-listed companies)</th>
<th>Position in other organization that compete with/ related to the Company</th>
</tr>
</thead>
</table>
| Mr. Danucha Pichayanan | - | Number 8 | 1. Director, Provincial Electricity Authority  
2. Managing Director, National Electronics and Computer Technology Center (NECTEC)  
3. Managing Director, Broadcasting and Telecommunications Research and Development Fund for the Public Interest (BTFP)  
4. Sub-Committee of the Project Evaluation and Research Fund, Broadcasting and Telecommunications Research and Development Fund for the Public Interest (BTFP)  
5. Sub-Committee of the Research Fund Policy and Strategic, Broadcasting and Telecommunications Research and Development Fund for the Public Interest (BTFP)  
6. Member of Enterprise Performance Committee  
7. Member of the Intergovernmental Transfers of Public Service Committee  
8. Sub-Committee of the Energy and Service Regulatory | - 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 the organization with sustainable growth that ensure the benefit of shareholders and stakeholders as one of
the company’s important mission.

2. Advocate strategic planning subtended to the change of business and economic as well as disruptive technology that have
significant impact to PTT.

3. Promote the Good Corporate Governance, Anti-Corruption, and transparent.

* - 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: Mr. Tevin Vongvanich
Age: 59

Proposed Position: Director

Education:
- B.Eng. (Chemical Engineering) (Hons.), Chulalongkorn University, Thailand
- M.Sc. (Chemical Engineering), Rice University, USA
- M.Sc. (Petroleum Engineering), University of Houston, USA
- Honorary Doctorate of Philosophy, Civil Engineering Department, Faculty of Industry and Technology, Rajamangala University of Technology Isan

Expertise:

Certificate:
- Program for Global Leadership (PGL), Harvard Business School, USA
- Democratic Politics and Governance for High-Level Administrators Program, (Class of 10th), King Prajadhipok’s Institute
- Senior Executive Program (SEP) (Class of 7th), Sasin Graduate Institute of Business Administration, Chulalongkorn University
- Top Executives Program (Class of 6th), Capital Market Academy
- Diploma, The Joint State-Private Sector Course (Class of 22nd), National Defence College
- Senior Executives on Justice Administration Batch (Class of 16th), National Justice Academy
- Certificate in Top Executives in the Energy Education Program (Class 3/2013), Thailand Energy Academy (TEA)
- Corporate Governance for Directors and Senior Executives of State Enterprises and Public Organizations (Class of 7th), Public Director Institute (PDI), King Prajadhipok’s Institute
- CG Forum 4/2015- Thailand CG Forum “Governance as a Driving Force for Business Sustainability”, SET SEC and IOD
- Seminar Strengthen Good Governance of Directors of Public Enterprises, State Enterprise Policy Office
Seminar Anti-Corruption: Leadership Role of the Board in Driven the Organization toward the Draft of the Development of Corporate Governance and Enterprise Management Act …and Good Corporate Governance (17 October 2016)

**Director’s Certificate**

Directors Certification Program (DCP 21/2002), Financial Statements for Directors (FSD 6/2009), Finance for Non-Finance Director (FN), Role of the compensation Committee (RCC 13/2011), Anti-Corruption for Executive Program (ACEP 15/2015), Ethical Leadership Program (ELP 7/2017)


Thai Institute of Directors Association (IOD)

**Work Experiences (last 5 years)**

2008 - 2009 Senior Executive Vice President of Strategy and Development, PTT Public Company Limited (PTT)

July 2009 - December 2009 Chief Financial Officer Acting Senior Executive Vice President of Strategy and Development, PTT

January 2010 - April 2012 Chief Financial Officer, PTT Public Company Limited

2012 – 9 September 2015 Senior Executive Vice President, PTT, working on a secondment as President and Chief Executive Officer, PTT Exploration and Production Public Company Limited

10 September 2015 – Present President and Chief Executive Officer, PTT Public Company Limited

**PTT Directorship**

- Director First Term : 10 September 2015 – Present (2 Years 6 Months)

**Meeting attendance in 2017**

- PTT Board of Directors : 13/13 (100%)

**Possession of PTT shares**

Own 25,000 ; Spouse 0 (0.000875% % of total issued shares)
<table>
<thead>
<tr>
<th>Proposed Candidate</th>
<th>Other Listed Companies</th>
<th>Other Important Organizations (non-listed companies)</th>
<th>Position in other organization that compete with/ related to the Company</th>
</tr>
</thead>
</table>
| Mr. Tevin Vongvanich | Number: 2  
1. Director, PTT Exploration and Production Public Company Limited  
2. Director / Chairman, IRPC Public Company Limited | Number: 12  
1. Chairman, Information and Public Communication Management Sub-committee, National Committee on Competitive Advantage (NCC)  
2. Honorary Board Member, National Committee on Competitive Advantage (NCC)  
3. Director, Power of Innovation Foundation and Power of Learning Foundation  
4. Chairman, TMA Center for Competitiveness, Thailand Management Association  
5. Board of Trustees, Thailand Management Association  
6. Honorary Board Member, National Science and Technology Development Agency  
7. Director, Thailand - United States Educational Foundation (TUSEF/Fulbright Thailand) and Ruamchit- | None |
<table>
<thead>
<tr>
<th>Normklao under Royal Patronage</th>
</tr>
</thead>
<tbody>
<tr>
<td>8. Honorary Board Member (Business Management), Office of the Public Sector Development Commission</td>
</tr>
<tr>
<td>9. Chairman of Sub-Committee, The Office of the Public Sector Development Commission focusing on Financial and Fiscal</td>
</tr>
<tr>
<td>10. Honorary Advisor, the 84th Queen Birthday Anniversary Project</td>
</tr>
<tr>
<td>11. Director, Member of the Economic Reform Commission</td>
</tr>
<tr>
<td>12. Vice President, Thai Listed Companies Association (2017-2019)</td>
</tr>
</tbody>
</table>
Qualification of Directors

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

Performance in 2017

1. Contributed to the formulation of PTT’s Policy, Vision, Mission and Strategic Plan to ensure PTT’s performance achievements.

2. Contributed to the formulation of PTT’s Policy and Strategic Plan in order to create the long term value added and capabilities of the company, including productivity improvement that considered as one of the company strengthen, organization restructuring that could lead more efficiency and capability to the long term management.

3. Contributed the company’s vision to achieve business’s sustainable growth and energy security including:
   - Strengthen the value chain of the upstream business;
   - Promoted the downstream business to globalize, namely gas stations, Café Amazon, and lubricant products;
   - Expanded the connection of west and east trading;
   - Enlarged the investment and value added to the Petrochemicals and Refining;
   - Upheld the relationship among strategic partners to improve the infrastructure; namely MOU between PTT and Royal Thai Navy to develop U-Tapao area, MoA between PTT and National Science and Technology Development Agency (NSTDA) to improve EECi; and
   - Developed the New S-Curve business as well as analyzed the direction of future business to enhance the company capabilities and competencies.

4. Determined policy and proceeded the inclusive business with equitable and justifiable treatment to all stakeholders as well as upheld the business transparency and social enterprise.

* - 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
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 is either worth from THB 20 million or more or worth from 3% of net tangible assets or more. The transaction 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 Sub-Committee, taking into account the compositions of committees in question, suitability, qualifications, knowledge, and competencies. Then, purpose 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.

**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 Sub-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 appraisement 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 Nomination 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 (to be enforced 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 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 Corporate Governance Task Force.
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 RMCC 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 the long-term commitments along with a potential of businesses complication and risk of PTT and Stakeholder before proposing such agendas to the Board of Directors.

9. The Enterprise Risk Management Committee should meet at least once a quarter.

10. To perform other Board-assigned tasks.
Registration Form of PTT Public Company Limited

I/We, ______________

Nationality

Address

Shareholder Registration No.

I/We are a shareholder(s) of PTT Public Company Limited

holding the total registered amount of shares

Ordinary share of shares

I, (name) am either a shareholder or a proxy of

PTT Public Company Limited. My identification number (or passport number) is

I hereby attend the mentioned meeting above.

Signature

Name of the meeting attendant

(____________________

Please present this document and attendant’s identification card

or passport for non-Thai attendant) to the meeting registrars.

* 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.
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)  
------------------------------------------  
Made at ________________________________
Date ....... Month .............. Year ..........  

(1) I/We ________________________________, nationality ____________,
residing/located at No. ______________________, Road, Tambol/Kwaeng ______________________,
Amphur/Khet ____________________, Province ____________________, Postal Code ________________

(2) being a shareholder of PTT Public Company Limited, holding ____________ shares in total which are entitled to cast ________ votes as follows:
   ordinary shares: ____________ shares in total which are entitled to cast ________ votes; and
   preferred shares: ____________ shares in total which are entitled to cast ________ votes,

(3) I/We wish to appoint
(1) ________________________________, age ______ years, residing/located at No. ________,
    ________________________________, Road, Tambol/Kwaeng ______________________,
    Amphur/Khet ____________________, Province ____________________, Postal Code ________________
    or
(2) ________________________________, age ______ years, residing/located at No. ________,
    ________________________________, Road, Tambol/Kwaeng ______________________,
    Amphur/Khet ____________________, Province ____________________, Postal Code ________________
    or
(3) ________________________________, age ______ years, residing/located at No. ________,
    ________________________________, Road, Tambol/Kwaeng ______________________,
    Amphur/Khet ____________________, Province ____________________, Postal Code ________________
any one of them as my/our proxy to attend and vote on my/our behalf at the 2018 Annual General Meeting of Shareholders (AGM) to be held on Thursday 12th April 2018 at 14.00 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.

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

Signed ________________________________ Grantor
(______________________________)  
Signed ________________________________ Grantee
(______________________________)  
Signed ________________________________ Grantee
(______________________________)  
Signed ________________________________ Grantee
(______________________________)  

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.
Form of Proxy, Form B.

(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)

------------------------------------------
Made at ______________________________________
Date _____ Month ____________________ Year _________

(1) I/We ______________________________________, nationality ______________,
residing/located at No. ____________________________, Road, Tambol/Kwaeng _________________,
Amphur/Khet ____________________________, Province ____________________________, Postal Code ________________________

(2) being a shareholder of PTT Public Company Limited, holding __________________ shares in total which are entitled to cast __________ votes; and
ordinary shares: ____________ shares in total which are entitled to cast __________ votes;
preferred shares: ____________ shares in total which are entitled to cast __________ votes,

(3) I/We wish to appoint
(1) ______________________________________, age ______ years,
residing/located at No. ____________________________, Road, Tambol/Kwaeng _________________,
Amphur/Khet ____________________________, Province ____________________________, Postal Code ________________________, or
(2) ______________________________________, age ______ years,
residing/located at No. ____________________________, Road, Tambol/Kwaeng _________________,
Amphur/Khet ____________________________, Province ____________________________, Postal Code ________________________, or
(3) ______________________________________, age ______ years,
residing/located at No. ____________________________, Road, Tambol/Kwaeng _________________,
Amphur/Khet ____________________________, Province ____________________________, Postal Code ________________________, any one of them as my/our proxy to attend and vote on my/our behalf at the 2018 Annual General Meeting of Shareholders (AGM) to be held on Thursday 12th April 2018 at 14.00 hrs. at Bangkok Convention Center, 5th Floor, Central Plaza Ladprao (Plaza Zone), 1695 Phaholyothin Road, Chatuchak, Bangkok 10900

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

☐ Item 1 re: To certify the 2017 performance statement and to approve the 2017 financial statement ended on December 31, 2017

☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
☐ (b) The proxy must cast the votes in accordance with the following instructions:
☐ Approve ☐ Disapprove ☐ Abstain
Item 2 re: To approve 2017 net profit allocation and dividend payment
  (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
  (b) The proxy must cast the votes in accordance with the following instructions:
      ☐ Approve ☐ Disapprove ☐ Abstain

Item 3 re: To appoint an auditor for the year 2018
  (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
  (b) The proxy must cast the votes in accordance with the following instructions:
      ☐ Approve ☐ Disapprove ☐ Abstain

Item 4 re: To approve the reduction of PTT’s registered capital by cancelling authorized but unissued shares and the amendment to clause 4 of PTT’s Memorandum of Association so as to reflect such capital reduction.
  (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
  (b) The proxy must cast the votes in accordance with the following instructions:
      ☐ Approve ☐ Disapprove ☐ Abstain

Item 5 re: To approve the change in the par value of PTT’s shares and the amendment to clause 4 of PTT’s Memorandum of Association so as to reflect such change in the par value.
  (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
  (b) The proxy must cast the votes in accordance with the following instructions:
      ☐ Approve ☐ Disapprove ☐ Abstain

Item 6 re: To approve PTT’s 5-year external fund raising plan (for 2018-2022)
  (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
  (b) The proxy must cast the votes in accordance with the following instructions:
      ☐ Approve ☐ Disapprove ☐ Abstain

Item 7 re: To approve the amendment of PTT Public Company Limited’s Articles of Association
  (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
  (b) The proxy must cast the votes in accordance with the following instructions:
      ☐ Approve ☐ Disapprove ☐ Abstain

Item 8 re: To approve the 2018 directors’ remuneration
  (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
  (b) The proxy must cast the votes in accordance with the following instructions:
      ☐ Approve ☐ Disapprove ☐ Abstain

Item 9 re: To acknowledge the progress of the Restructuring of PTT and the plan for the initial public offering (the IPO) of ordinary shares of PTT Oil and Retail Business Company Limited (PTTOR) and the listing of PTTOR on the Stock Exchange of Thailand
  - Acknowledge -
Item 10 re: To elect directors to replace those who are retired by rotation

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
(b) The proxy must cast the votes in accordance with the following instructions:

- Appointment of the entire board
- Name of Director: Mrs. Nuntawan Sakuntanaga
  - Approve
  - Disapprove
  - Abstain

- Appointment of any director(s)
- Name of Director: Mr. Thon Thamrongnawasawat
  - Approve
  - Disapprove
  - Abstain

- Name of Director: Mr. Surapon Nitikraipot
  - Approve
  - Disapprove
  - Abstain

- Name of Director: Mr. Danucha Pichayanan
  - Approve
  - Disapprove
  - Abstain

- Name of Director: Mr. Tevin Vongvanich
  - Approve
  - Disapprove
  - Abstain

Item 11 re: Other matters (If any)

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
(b) The proxy must cast the votes in accordance with the following instructions:

- Approve
- Disapprove
- Abstain

(5) 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) 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.

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.

Signed ___________________________ Grantor
(_______________________________)

Signed ___________________________ Grantee
(_______________________________)

Signed ___________________________ Grantee
(_______________________________)

Signed ___________________________ Grantee
(_______________________________)

Remarks
1. 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. As regards the agenda to appoint directors, the meeting may consider appointing the entire board or any director(s).
3. 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.
Attachment to Proxy Form B.

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

For the **2018 Annual General Meeting of Shareholders (AGM)** to be held on **Thursday 12th April 2018** at 14.00 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.

-------------------------------------------------

☐ Agenda Item ………… re: .................................................................................................................................
☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
☐ (b) The proxy must cast the votes in accordance with the following instructions:
☐ Approve ☐ Disapprove ☐ Abstain

☐ Agenda Item ………… re: .................................................................................................................................
☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
☐ (b) The proxy must cast the votes in accordance with the following instructions:
☐ Approve ☐ Disapprove ☐ Abstain

☐ Agenda Item ………… re: .................................................................................................................................
☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
☐ (b) The proxy must cast the votes in accordance with the following instructions:
☐ Approve ☐ Disapprove ☐ Abstain

☐ Agenda Item ………… re: **To elect directors to replace those who are retired by rotation**
☐ Name of Director .................................................................................................................................
☐ Approve ☐ Disapprove ☐ Abstain
☐ Name of Director .................................................................................................................................
☐ Approve ☐ Disapprove ☐ Abstain
☐ Name of Director .................................................................................................................................
☐ Approve ☐ Disapprove ☐ Abstain
☐ Name of Director .................................................................................................................................
☐ Approve ☐ Disapprove ☐ Abstain
☐ Name of Director .................................................................................................................................
☐ Approve ☐ Disapprove ☐ Abstain
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☐ Approve ☐ Disapprove ☐ Abstain
☐ Name of Director .................................................................................................................................
☐ Approve ☐ Disapprove ☐ Abstain
☐ Name of Director .................................................................................................................................
☐ Approve ☐ Disapprove ☐ Abstain
☐ Name of Director .................................................................................................................................
☐ Approve ☐ Disapprove ☐ Abstain

Page 4 of 4...
Form of Proxy, Form C.

(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)

Made at ____________________________
Date _______ Month ____________ Year ____________

(1) We ______________________________, located at No. __________________________, Road, Tambol/Kwaeng ___________________,
Amphur/Khet ________________________, Province __________________, Postal Code _____________, in our capacity as the custodian for _______________________________, being a shareholder of PTT Public Company Limited, holding __________ shares in total which are entitled to cast _______ votes as follows:

ordinary shares: __________ shares in total which are entitled to cast _______ votes; and
preferred shares: __________ shares in total which are entitled to cast _______ votes,

(2) We wish to appoint

(1) ______________________________, age _______ years, residing/located at No. __________________________, Road, Tambol/Kwaeng ___________________,
Amphur/Khet ________________________, Province __________________, Postal Code _____________, or

(2) ______________________________, age _______ years, residing/located at No. __________________________, Road, Tambol/Kwaeng ___________________,
Amphur/Khet ________________________, Province __________________, Postal Code _____________, or

(3) ______________________________, age _______ years, residing/located at No. __________________________, Road, Tambol/Kwaeng ___________________,
Amphur/Khet ________________________, Province __________________, Postal Code _____________,
any one of them as my/our proxy to attend and vote on my/our behalf at the 2018 Annual General Meeting of Shareholders (AGM) to be held on Thursday 12th April 2018 at 14.00 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) We authorise our proxy to attend the meeting and cast the votes on our behalf in the following manner:

☐ The voting right in all the voting shares held by us is granted to the proxy.
☐ The voting right in part of the voting shares held by us is granted to the proxy as follows:
  ☐ Ordinary shares: _______ shares in total, which are entitled to cast _______ votes; and
  ☐ Preferred shares: _______ shares in total, which are entitled to cast _______ votes,
Total: _______ votes

(4) We authorise our proxy to cast the votes on our behalf at the above meeting in the following manner:
Item 1 re: To certify the 2017 performance statement and to approve the 2017 financial statement ended on December 31, 2017

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

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

- Approve with ........................................ votes
- Disapprove with .................................... votes
- Abstain with ........................................ votes

Item 2 re: To approve 2017 net profit allocation and dividend payment

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

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

- Approve with ........................................ votes
- Disapprove with .................................... votes
- Abstain with ........................................ votes

Item 3 re: To appoint an auditor for the year 2018

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

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

- Approve with ........................................ votes
- Disapprove with .................................... votes
- Abstain with ........................................ votes

Item 4 re: To approve the reduction of PTT’s registered capital by cancelling authorized but unissued shares and the amendment to clause 4 of PTT’s Memorandum of Association so as to reflect such capital reduction.

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

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

- Approve with ........................................ votes
- Disapprove with .................................... votes
- Abstain with ........................................ votes

Item 5 re: To approve the change in the par value of PTT’s shares and the amendment to clause 4 of PTT’s Memorandum of Association so as to reflect such change in the par value.

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

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

- Approve with ........................................ votes
- Disapprove with .................................... votes
- Abstain with ........................................ votes

Item 6 re: To approve PTT’s 5-year external fund raising plan (for 2018-2022)

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

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

- Approve with ........................................ votes
- Disapprove with .................................... votes
- Abstain with ........................................ votes

Item 7 re: To approve the amendment of PTT Public Company Limited’s Articles of Association

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

(b) The proxy must cast the votes in accordance with the following instructions:
Item 8 re: To approve the 2018 directors’ remuneration
(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
(b) The proxy must cast the votes in accordance with the following instructions:
- Approve with ........................................ votes
- Disapprove with ..................................... votes
- Abstain with ........................................ votes

Item 9 re: To acknowledge the progress of the Restructuring of PTT and the plan for the initial public offering (the IPO) of ordinary shares of PTT Oil and Retail Business Company Limited (PTTOR) and the listing of PTTOR on the Stock Exchange of Thailand
- Acknowledge -

Item 10 re: To elect directors to replace those who are retired by rotation
(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
(b) The proxy must cast the votes in accordance with the following instructions:
- Appoint the entire board
- Approve with ........................................ votes
- Disapprove with ..................................... votes
- Abstain with ........................................ votes
- Appoint any director(s)
- Name of Director Mrs. Nuntawan Sakuntanaga
- Approve with ........................................ votes
- Disapprove with ..................................... votes
- Abstain with ........................................ votes
- Name of Director Mr. Thon Thamrongnawasawat
- Approve with ........................................ votes
- Disapprove with ..................................... votes
- Abstain with ........................................ votes
- Name of Director Mr. Surapon Nitikrairopol
- Approve with ........................................ votes
- Disapprove with ..................................... votes
- Abstain with ........................................ votes
- Name of Director Mr. Danucha Pichayanan
- Approve with ........................................ votes
- Disapprove with ..................................... votes
- Abstain with ........................................ votes
- Name of Director Mr. Tevin Vongvanich
- Approve with ........................................ votes
- Disapprove with ..................................... votes
- Abstain with ........................................ votes
Item 11, re: Other matters (If any)

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

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

☐ Approve with ______________________ votes
☐ Disapprove with _____________________ votes
☐ Abstain with _______________________ votes

(5) 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) 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.

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.

Signed __________________________ Grantor
_______________________________

Signed __________________________ Grantee
_______________________________

Signed __________________________ Grantee
_______________________________

Signed __________________________ Grantee
_______________________________

Signed __________________________ Grantee
_______________________________
Remarks
1. 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. The necessary evidence to be enclosed with this proxy form is:
   (1) 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) a certification that the authorised signatory of the proxy form is licensed to operate the custodial business.
3. 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. As regards the agenda to appoint directors, the meeting may consider appointing the entire board or any director(s).
5. In case there is other business to be discussed in addition to those specified above, the grantor may make additional authorisation in the Attachment to Proxy Form C.
Attachment to Proxy Form C.

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

For the **2018 Annual General Meeting of Shareholders (AGM)** to be held on **Thursday 12\textsuperscript{th} April 2018** at 14.00 hrs. at Bangkok Convention Center, 5\textsuperscript{th} Floor, Central Plaza Ladprao (Plaza Zone), 1695 Phaholyothin Road, Chatuchak, Bangkok 10900 or such other date, time and place as may be adjourned.

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☐ Agenda Item re: ________________________________
☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
☐ (b) The proxy must cast the votes in accordance with the following instructions:
☐ Approve with _____ votes ☐ Disapprove with _____ votes ☐ Abstain with _____ votes

☐ Agenda Item re: ________________________________
☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
☐ (b) The proxy must cast the votes in accordance with the following instructions:
☐ Approve with _____ votes ☐ Disapprove with _____ votes ☐ Abstain with _____ votes

☐ Agenda Item re: ________________________________
☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
☐ (b) The proxy must cast the votes in accordance with the following instructions:
☐ Approve with _____ votes ☐ Disapprove with _____ votes ☐ Abstain with _____ votes

☐ Agenda Item re: **To elect directors to replace those who are retired by rotation**
☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
☐ (b) The proxy must cast the votes in accordance with the following instructions:
☐ Appointment of the entire board
☐ Approve with _____ votes ☐ Disapprove with _____ votes ☐ Abstain with _____ votes
☐ Appointment of any director(s)
Name of Director ________________________________
☐ Approve with _____ votes ☐ Disapprove with _____ votes ☐ Abstain with _____ votes
Name of Director ________________________________
☐ Approve with _____ votes ☐ Disapprove with _____ votes ☐ Abstain with _____ votes
Name of Director ________________________________
☐ Approve with _____ votes ☐ Disapprove with _____ votes ☐ Abstain with _____ votes
Name of Director ________________________________
☐ Approve with _____ votes ☐ Disapprove with _____ votes ☐ Abstain with _____ votes
Name of Director ________________________________
☐ Approve with _____ votes ☐ Disapprove with _____ votes ☐ Abstain with _____ votes
Name of Director ________________________________
☐ 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 5) 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 5) to registrars.
   
   2.2 Submit the proxy form (Attachment 6) to registrars as follows:
   
   (1) Precisely fill in and sign the proxy form (Attachment 6). 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. Piysvasti Amranand Independent Director and Chairman of the
   Board

2. AM Boonsuib Prasit Independent Director and Chairman of the
   Nominating Committee

3. Mr. Don Wasantapruek Independent Director and Member of the
   Corporate Governance Committee

2.3 For your convenience, please submit the proxy form to PTT for examination by April 3, 2018.

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

Please present the evidence to verify that change.
4. **Registration Procedure and Itinerary**

4.1 Attendances must bring the documents stated in 1., 2. and 3. above to the meeting. Please proceed to ‘documents verification’ booth for initial verification. The booth will be opened at 12.00 hrs.

4.2 Please proceed to registration booths and hand over the verified documents.

4.2.1 For shareholder and proxy by individual, please proceed to ‘Individual /Proxy’ booths for meeting registration.

4.2.2 For proxy by legal entity, please proceed to ‘Legal entity /Fund /Institution’ booths for meeting registration.

4.3 The registered attendance will receive voting ballots, an identification sticker, a coffee break voucher, a lunch box voucher and a satisfaction survey form.

4.4 Please enjoy your coffee break and lunch. The meeting room will be opened at 13.00 hrs. The meeting commencement will be at 14.00 hrs.

4.5 The chairman will proceed according to the meeting agenda. The meeting will be closed after completing 11 agenda items.

**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.

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The Independent Directors
Profiles for Proxies Appointment

1. Mr. Piyasvasti Amranand
   Independent Director and Chairman of the board
   Age : 64
   Address : PTT Public Company Limited, 555 Vibhavadi Rangsit Road, Chatuchak, Bangkok 10900
   No major conflicts.

2. AM Boonsuib Prasit
   Independent Director and Chairman of the Nominating Committee
   Age : 64
   Address : PTT Public Company Limited, 555 Vibhavadi Rangsit Road, Chatuchak, Bangkok 10900
   No major conflicts.

4. Mr. Don Wasantaprukek
   Independent Director and Member of the Corporate Governance Committee
   Age : 59
   Address : PTT Public Company Limited, 555 Vibhavadi Rangsit Road, Chatuchak, Bangkok 10900
   No major conflicts.

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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) Any shareholders holding the aggregate amount of up to one-fifth (1/5) of all issued shares or at least twenty-five (25) shareholders holding the aggregate amount of up to one-tenth (1/10) of all issued shares, may request in writing to the Board of Directors for the holding of an Extraordinary General Meeting. The request shall clearly specify the reason for summoning the meeting. The Board of Directors shall call a meeting to take place within one (1) month from the date of receipt of the request. (purpose to be revised so as to be in line with the order of NCPO 21/2560 dated 4 April 2017, as mentioned in the Agenda Item 7)

   (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 certify the 2017 performance statement and to approve the 2017 financial statement ended on December 31, 2017;
- **Agenda Item 2**: To approve 2017 net profit allocation and dividend payment;
- **Agenda Item 3**: To appoint an auditor for the year 2018; and
- **Agenda Item 10**: To elect directors to replace those who are retired by rotation.

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

In this meeting, these cases are as follows:

- **Agenda Item 4**: To approve the reduction of PTT’s registered capital by cancelling authorized but unissued shares and the amendment to clause 4 of PTT’s Memorandum of Association so as to reflect such capital reduction;
- **Agenda Item 5**: To approve the change in the par value of PTT’s shares and the amendment to clause 4 of PTT’s Memorandum of Association so as to reflect such change in the par value; and
- **Agenda Item 6**: To approve PTT’s 5-year external fund raising plan (for 2018-2022).
- **Agenda Item 7**: 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 which is Agenda Item 8 To approve the 2018 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.
Requisition Form for Annual Report, Financial Statement and Corporate Sustainability Report

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

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

เรียน เลขานุการบริษัท

Dear PTT Corporate Secretary,

ข้าพเจ้า

I, (Name) ...........................................................................................................................................

ที่อยู่

Address ..............................................................................................................................................

เมือง / จังหวัด ประเทศ

City ........................................................................................................ Country ........................................

รหัสไปรษณีย์

Postcode ..................................................................................................

มีความประสงค์ขอรับเอกสารดังต่อไปนี้ ในรูปแบบหนังสือ (กรุณาทับเครื่องหมายในช่องสี่เหลี่ยม)

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

☐ รายงานประจำปี 2560
  2017 Annual Report

☐ งบการเงินประจำปี 2560
  2017 Financial Statement

☐ รายงานความยั่งยืนของ ปตท. ประจำปี 2560
  2017 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 8,28,39,44,52,63,90,92,96,108,145
Air Bus Number 29,38,39,44,63,92,134,145,502,503,509,510,512,513,517,518,545