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Ref. No. U.SET 005/2022

March 23, 2022

Subject: Disclosure of the Invitation to the Annual General Meeting of Shareholders for the year 2022 and Measures and Guidelines for the Annual General Meeting of Shareholders for the year 2022 Under the Pandemic Situation of Coronavirus Disease 2019 on the Company's website and submission of questions in advance

To: The President
The Stock Exchange of Thailand

Enclosure Measures and Guidelines for the Annual General Meeting of Shareholders for the year 2022 Under the Pandemic Situation of Coronavirus Disease 2019

Reference is made to the resolution of the Board of Directors' Meeting of U City Public Company Limited (the "**Company**") held on March 10, 2021, which resolved to convene the Annual General Meeting of Shareholders for the year 2022 on Monday April 25, 2022, at 2.00 p.m., the Surasak ballroom, 11th Floor, Eastin Grand Hotel Sathorn Bangkok, No. 33/1 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120.

The Company would like to inform you that the Company has published the Invitation to the Annual General Meeting of Shareholders for the year 2022 and the enclosures on the Company's website at <https://www.ucity.co.th/en/investor-relations/document/shareholder-meetings> from March 24, 2022 onwards, in order for the shareholders to have sufficient time to consider the details of the meeting agendas and the relevant information in advance.

The Annual General Meeting of Shareholders for the year 2022 will be convened under the pandemic situation of COVID-19 ("COVID-19"). The Company is deeply concerned for the health and safety of its shareholders and other participants who will attend the Annual General Meeting of Shareholders for the year 2022. The Company therefore has determined the Measures and Guidelines for the Annual General Meeting of Shareholders for the year 2022 under the Pandemic Situation of COVID-19 in compliance with the disease control measures set out by the government authorities in order to prevent and minimize the risk of transmission of COVID-19. For the shareholders and/or proxies who wish to attend the meeting in person, the Company hereby request for your kind cooperation to strictly comply with the Measures and Guidelines for the Annual General Meeting of Shareholders for the year 2022 under the Pandemic Situation of COVID-19 (of which the details are attached herewith).

Hence, shareholders and/or proxies may experience inconveniences due to the limitation on the number of participants, possible delays from the screening and registration processes, as well as other arrangements necessary for preventing and minimizing the risk of transmission of COVID-19. The Company hereby apologizes for any inconveniences.

Should there be any change in the pandemic situation of COVID-19 as well as additional announcements and policies regarding the disease control measures set out by the government authorities, the Company may adjust the Measures and Guidelines for the Annual General Meeting of Shareholders for the year 2022 in order to correspond with the pandemic situation and the announcements and policies of the government authorities at the time, which will be further notified via the Stock Exchange of Thailand's website and the Company's website at www.ucity.co.th.

Thus, in order to promote the principles of good corporate governance and allow the Annual General Meeting of Shareholders for the year 2022 to be carried out efficiently, the Company would like to encourage the shareholders to submit questions in relation to the meeting agendas in advance of the meeting date, by sending questions together with the accessible name, address, telephone number, and email address (if any), to the Company via email to CompanySecretary@ucity.co.th or via registered mail to the Company Secretary at the Company's address.

Please be informed accordingly.

Sincerely yours,

U City Public Company Limited

(Miss Soraya Satiangoset)

Director



Measures and Guidelines for the Annual General Meeting of Shareholders for the year 2022 Under the Pandemic Situation of Coronavirus Disease 2019

The Company is deeply concerned for the health and safety of the meeting participants. Therefore, it has determined the Measures and Guidelines for the Annual General Meeting of Shareholders for the year 2022 in order to prevent and minimize the risk of transmission of COVID-19 as follows:

1. Shareholders are encouraged to **appoint an independent director as proxy to attend the meeting** on their behalf in order to reduce overcrowding at the meeting area with the proxy form as determined by the Company, of which:
 - General shareholders: please use Proxy Form B (as enclosed); and
 - Foreign shareholders who have appointed a custodian in Thailand: please use Proxy Form C (can be downloaded from the Company's website).

Shareholders may submit the proxy form and the registration documents as per the details set out in the Invitation to the Annual General Meeting of Shareholders for the year 2022 to the Company **within Thursday April 21, 2022** using the reply envelope provided by the Company (no postal stamp required), or via registered mail to the Company Secretary at the Company's address as follows:

Company Secretary
U City Public Company Limited
TST Tower, 21 Soi Choei Phuang, Viphavadi-Rangsit Road
Chomphon, Chatuchak, Bangkok, Thailand 10900

2. Shareholders who are unable attend the meeting in person and appoint an independent director as their proxy may watch the meeting via live streaming on the Company's website at www.ucity.co.th. **The Shareholders can only watch the live streaming and cannot vote or submit any inquiry through this channel.** Shareholders can enter their shareholder registration number (10 digits) provided on the Notice of Meeting Form (Registration Form with QR Code) to register for the live. The Company limits 1 shareholder registration number per 1 watching right, the broadcast will be viewable at 2.00 p.m. onwards.
3. Shareholders are encouraged to **submit questions that are relevant to the meeting agenda in advance** together with the accessible name, address, telephone number, and email address (if any), to the Company Secretary via email at CompanySecretary@ucity.co.th, or at the Company's address above.
4. **In the event that shareholders and/or proxies wish to attend the meeting in person**, the Company kindly ask for cooperation to strictly comply with the following precautionary measures against COVID-19 pandemic:
 - 4.1 **Wear a face mask at all time** while present at the meeting area, clean hands frequently with alcohol based sanitizing gel, and practice physical distancing of at least 1 meter from others;

- 4.2 **Check-in and check-out at the meeting area (Thai Chana Platform)** by using the mobile phone to scan the QR Code provided or notifying the name and phone number to the Company's officers for the purposes of monitoring the number of participants and follow-up (if necessary) pursuant to the disease control measures set out by the government authorities;

The Company will allow only shareholders and/or proxies to enter the meeting area. **Other persons accompanying the shareholders and/or proxies will not be allowed to enter the meeting area;**

- 4.3 **All participants have to show proof of vaccination (at least 2 doses)** (by showing vaccination certificate or proof in Mho Prom application) **or show negative rapid antigen test (ATK) result not older than 2 days** to the Company's officer at the screening checkpoint;

- 4.4 **Complete the COVID-19 Screening Form** (as enclosed) truthfully and correctly for submission to the Company's officers at the screening checkpoint and take a body temperature check. **Please spare time for the screening process before entering the meeting area;**

If a shareholder and/or proxy has a body temperature of 37.5°C or higher, shows sign of respiratory symptoms (cough, sore throat, nasal congestion, shortness of breath or difficulty in breathing) or any other indications, or has a risk of COVID-19 infection, the Company reserves the rights to not allow such person to enter into the meeting area. Medical staff at the screening checkpoint will provide recommendations as appropriate;

- 4.5 **The Company will arrange seats to be positioned at least 1 meter apart** which will limit the number of seats in the meeting room **to accommodate participants to approximately 150 seats only. Therefore, the Company sincerely asks for your cooperation to sit at the assigned seating number.** Seats are not allowed to be changed or re-located. The Company will assign the seating number to shareholders and/or proxies who pass the screening, complete the registration, and receive the seating card on a first come, first served basis.

In the event that the seats are fully occupied, the Company reserves the rights to not allow additional shareholders and/or proxies to enter the meeting room. No seats will be added and no standing in the meeting room.

- 4.6 For those who passed the screening process, the Company kindly ask for your cooperation to always wear a face mask while attending the meeting. The shareholders and/or proxies who passed the screening process will get the screening checked sticker. The Company kindly asks for your cooperation to put on the screening checked sticker at all time while present at the meeting area.

For those who does not passed the screening process or not able to attend the meeting due to the seats in the meeting room is fully occupied, please appoint an independent director of the Company as proxy to attend the meeting. The Company will provide a stamp duty for such proxy form. **In case that you are a proxy, please be informed that you cannot appoint an independent director of the Company as your proxy.**

- 4.7 **The Company will not provide a microphone in the meeting** in order to prevent and minimize the risk of spreading of the disease through sharing of microphones. Should you have any questions during the meeting, **please write down on the paper and submit to the Company's officer in the meeting room instead of asking on microphone.**
- 4.8 **No food, coffee or any beverages will be provided and eating food or snack in the meeting area is strictly prohibited** to prevent and minimize the risk of disease spreading;
- 4.9 The Company will procure a cleaning of the meeting area before the meeting is commenced in compliance with the guidelines set out by the Ministry of Public Health, and also provide alcohol-based sanitizing gel at the meeting area.
5. The meeting will be conducted concisely and adjourned within 2 hours and questions to be responded in the meeting will be limited as appropriate, to limit exposure from staying among a large group of people for a long period.
6. **No distribution of the Invitation to Annual General Meeting of Shareholders for the year 2022 and Annual Report 2021 (Form 56-1 One Report)** in publication form at the meeting, to ensure hygiene and sanitation of all participants and reduce impact on the environment. The Shareholders can download the Invitation to the Annual General Meeting of Shareholders for the year 2022 and Annual Report 2021 (Form 56-1 One Report) via QR Code provided.

Shareholders and/or proxies may experience inconveniences due to the limitation on the number of participants, possible delays from the screening and registration processes, as well as other arrangements necessary for preventing and minimizing the risk of transmission of COVID-19. The Company hereby apologizes for any inconveniences.

Should there be any change in the pandemic situation of COVID-19 as well as additional announcements and policies regarding the disease control measures set out by the government authorities, the Company may adjust the Measures and Guidelines for the Annual General Meeting of Shareholders for the year 2022 in order to correspond with the pandemic situation and the announcements and policies of the government authorities at the time, which will be further notified via the Stock Exchange of Thailand's website and the Company's website at www.ucity.co.th.