

Practice 2: Equitable Treatment of Shareholders

Board of Directors has pay attention to enhancing quality of Annual General Meeting of Shareholders (AGM) which organized by Securities and Exchange Commission and Thai Investor Association as evaluation of the 2018 Annual General Meeting of Shareholders. The company has participate in assessment of AGM and resulted in “Superb”

The company has treat shareholders equally and fairly without benefit one group of stakeholders and shareholders to ensure that their rights will be protected and treated well consistently. Voting rights, and can be used as part of an employer fully below.

1. Application of right in the shareholders meeting

(1) Foreign Shareholders: Any information related to The Annual General Meeting of Shareholders and Invitation Letter were send to them in English Version to facilitate foreign shareholders including the minute of meeting were translated into English in company website.

(2) Scheduled to vote according to numbers of shares hold by shareholders by one share equal to one vote (company's shares are ordinary share)

(3) In year 2018, the company has 1 time of shareholders meetings held on Thursday, April 26, 2018, with 9 directors attending the meeting and assigned to Thailand Securities Depository (company's registrar) to deliver invitation letter to shareholders 22 days before meeting started and disclose in company's website www.rwi.co.th under the title of Investor Relation -> Shareholder information -> Shareholders' meeting for 30 days in advance for shareholders to acknowledge information before meeting started.

(4) For shareholders to be more convenience, shareholder whom may not attend the meeting shall give proxy to Audit Committee, Independent Director or any person to attend the meeting especially Proxy Form B (Specific Details Form) or using Proxy Form A or C (Proxy Form C is only for foreign shareholders or appointed custodian as depository and take care of shares) and download those mentioned 3 form of proxies at www.rwi.co.th

The company has provides stamp duty for a proxy without any charges.

At the Annual General Meeting of Shareholders 2018 held on Thursday, April 26, 2018 there are proxies given to Independent Director and Audit Committee as follow:

Details	Amount of people	Amount of Shares	%
Shareholders under registrar	3,003	606,034,439	100.00
Shareholders attend the meeting	42	445,695,639	73.543
• Attend by themselves	26	5,969,459	0.985
• Proxies	16	439,726,180	72.558
Proxies to Independent Director and Audit Committee	9	2,279,380	0.376
Proxies to others	7	437,446,800	72.182

(5) The Company has preceded agendas respectively and no addition agenda in the meeting or changes importance information without notice to shareholders.

(6) Voting is done openly; ballots for voting of each agenda are distributed to shareholders in order for effective and fast voting method. The company is only count disagreed and/or sustained and deducted with total votes attended meeting, the remaining vote seems as agreed. Therefore, if any agenda there are some shareholders vote as disagreed or sustained then this shareholder signed in ballot and lift up the ballot in order for staffs to collect it together with keeping ballot for voting for evidence.

Except agenda of appointment of Directors (individually) ballot will be collected from all shareholders attend the meeting with signed.

In year 2018 company has ballots in all agendas which include agenda of election directors by giving opportunity to shareholders to elect director individually and company will collect ballots at the office for transparency and can be examine after the meeting

(7) Duty Stamps are available for any shareholders who donated / granted

(8) Company has prepared report of 2018 The Annual General Meeting of Shareholders and disclosed report of this and images through company's website within 14 days after meeting held.

2. Maintenances of internal information

The company has measure care of using inside information as defined by ethical need to treat company and its shareholders and set out in the code of conduct to Directors, Executives and staffs to process their duties with integrity, have responsibility and good attitude toward public and themselves, do not abuse their position to seek benefits among themselves and/or others, protect company's interests and property by not bring inside information and property for benefit themselves and/or others, do not act as support person to do business to competition with company and its subsidiaries. By this, the company has establishes penalties for violations in company's regulations in case of bring inside information to use as personal gain as penalties range from verbal warning to termination of employment.

Apart from regulation of company related to company's work was to determine these matters by chapter on disciplinary action which directors, executives and staffs have determined to follow

Year 2018, directors, executives and staffs have determined in accordance with company's regulation strictly as not appear to have used inside information for interests

3. Determination of the securities of company

The company does prohibit directors, executives and staff which currently in that department acknowledge inside information related to trading on securities during the past 1 month before disclosure of financial statement to publicize. Apart from this, set director and executives (includes spouse and Child (immature)) to report on shareholding if publicly trade company's shares to Securities and Exchange Commission within 3 business day which counting from changes date and send copy to corporate secretary thus it is a duty to act and perform as required. Moreover, includes directors and executives when first re-instated needs to report shareholding of company to Securities and Exchange Commission.

Corporate Secretary has preparing meeting date of Board of Directors (whole year) and send it to directors in advance to acknowledge when should refrain from trading.

The company has practice policies with Directors and senior management in case there are determinations of company's securities- need to acknowledge Directors and/or Corporate Secretary 1 day before trading securities

Year 2018, directors, executives and staffs have determined in accordance with policies and shown that no trading securities during those time.

4. Operation with conflicts of interest

1. The company has a clear shareholding structure and transparently so it does not cause conflicts of interest in either side thus disclosing shareholding structure with details including completed shareholding of Directors and Executives

2. Related transaction are done carefully and reasonably by concerned on highest return of Company thus pricing are set which based on market price and fair trading conditions as virtual items with external parties by deployed operation system in such matter with fairness and follows rules of The Stock Exchange of Thailand by defines as one of policy on good corporate governance and disclosure to ensure equality in the information.

3. The company has disclosed information in order for equal right of receives information such as Related Transaction, the company has follows announcement from Securities and Exchange Commission RE: Disclosure of information and other acts of listed companies concerning the connected transaction. In case connected transaction which required to be disclose or approve from shareholders, the company has follows provision of Stock Exchange of Thailand and Securities and Exchange Commission. Moreover, before the transaction company has disclosed details and reason of doing this transaction to shareholders all times.

4. Directors who seem as connected person will not attend the meeting and have no right to vote in the meeting to Board of Directors whom is not entering connected transaction may have fully comments and vote independently. The company secretary will announce the person who entering connected transaction need to leave the room. After the meeting adjourned disclose name, relationship of who entering connected transaction, price set, transaction value and any opinion differ (if any) to The Stock Exchange of Thailand by schedule of time and disclose in company website which can be check.

In year 2018, transaction related financial assistant to subsidiary company thus the company has policies on controlling this related transaction and limited financial assistance to other companies which is not oppose rules from Stock Exchange of Thailand and Securities and Exchange Commission also follows normal trading of year 2018 moreover, as mentioned conditions are disclosed in annual report and 56-1 Form in the title of "Related Transaction"

The company has no cross shareholding

5. Supervision of Securities Trading

The company has supervise of securities trading in accordance with announcement from Capital Market Supervisory Board RE: Acquisition of Assets thus by doing mentioned transaction any director whom seem as stakeholder will not counted into making the decision in order to be fair and transparently.

In year 2018 company and its subsidiaries have transaction on acquisition of assets in totaling of 5 transactions with external entity in accordance to announcement from Securities and Exchange Commission, SETSMART and company's website