

Invitation to Annual General Meeting of Shareholders

C.I. GROUP PUBLIC COMPANY LIMITED



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**DETAIL** 

**ATTACHMENT** 



บริษัท ซี.ไอ. กรุ๊ป จำกัด (มหาชน)

สำนักงานใหญ่ (HQ) 1/1 ม.7 ถ.บางๆจัด ถ.บางๆจัด ๑.เมืองปฤษธานี -เปๆบรานี 12000 1/1 M.7 Bangkoowad Road Bangkoowad, Amphoe Muang Pathumthani 12000 Thailand สาชาปิ้นทอง 789/75 ม.1 นิกมอุตสาหกรรมปิ้นทอง ด.หนองชาม อ.ศร์ราชา า.ชลบุร์ 20230 789/75 M.1 Pinthong Industrial Park Nongkham, Sriracha Chonburi 20230 Thailand สา**ฮาเทพารักษ์ 526/1-3 ม.3 ก.เทพารักษ์** ๑.เมื่อวสมุทธปราการ **.1ขุกรปราการ 10270** 526 /1 M. 3 Teparak Road Teparak, Amphoe Muang Samutprakan 10270 Thailand Tel +662 976 5290 Fax +662 976 5023 E-mail cigroup@coilinter.com Website www.coilinter.com TAX ID #0107547000133

March 31<sup>st</sup>, 2022

Subject: Invitation Letter for the Annual General Shareholders Meeting No.1/2022

To: Shareholders of C.I. Group Public Company Limited

Enclosed: 1. QR Code: The 2021 Annual Report and the Financial Statements for the Financial Year 2021.

(Reference for Agenda 2)

2. QR Code: Invitation Letter of Annual General Meeting 2022

The Board of Directors of C.I. Group Public Company Limited (the "Company") has resolved to set up the Annual General Meeting No.1/2022 on April 29<sup>th</sup>, 2022 at The master Meeting Room of C.I. Group Public Company Limited 1/1 M.7 Bangkoowad Road, Bangkoowad, A. Muang Pathumthani, Pathumthani 12000, Thailand. The agendas are as follows:

Agenda 1 To Certify the Minutes of the Annual General Meeting of Shareholders on April 20<sup>th</sup>, 2021.

<u>Comments from the Board of Directors</u>: The Meeting duly considered and unanimously resolved to adopt and approve the minute of the Annual General Meeting of Shareholders No.1/2021 which was held on April 20<sup>th</sup>, 2021 details are as shown in the enclosed document item 1.

Agenda 2 To Acknowledge the Result of Business Operation of CIG and to Consider and Approve the Audited Financial Statement for the Fiscal Year Ended as of December 31<sup>st</sup>, 2021.

Comments from the Board of Directors: The Meeting resolved the acknowledgement of the results of business operations of CIG for the year 2021 (see Financial Highlight: Attachment 2) and the audited Financial Statement for the fiscal year ended as of December 31<sup>st</sup>, 2021 and the Auditor's Opinion is approved details as shown in the 2021 Annual Report, "Financial Statement"

Agenda 3 To Consider and Approve Omission of Payment of Dividend from the Performance of the 2021 Fiscal Year

<u>Comments from the Board of Directors</u>: The payment of dividend from the performance of the 2021 fiscal year to the shareholders not to be paid due to deficit of the company's performance as states in The Company's Articles of Association related to dividend payment policy (Attachment 3).

Agenda 4 To Consider and Approve the Directors' Remuneration and Meeting Allowance for 2022

Comments from the Board of Directors: The Director's remuneration and meeting allowance had not been approved by the Remuneration Committee due to no such a committee as yet. However, consideration of remuneration and allowance of the directors had been done carefully by comparing with other similar industries together with considering from growth and status of the company's business as well prior to propose. The directors' remuneration for the 2022 fiscal year at the amount of not exceeding Baht 8,000,000, the attendance fee for the Board of Directors of Baht 5,000 per director per time, and the attendance fee for the audit committee of 5,000 Baht per director per time. Details of remuneration payment for each Director of the year 2021 are shown in the 2021 Annual Report, Directors' Remuneration.



บริษัท ซี.ไอ. กรุ๊ป จำกัด (มหาชน)

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Agenda 5 To Consider and Approve the Appointment of the Auditor and the Auditor's Remuneration for 2022

Comments from the Audit Committee: The Audit Committee has considered nominated auditors by qualifications in accordance with the notifications of The Securities and Exchange Commission and The Stock Exchange of Thailand. Then, propose to the Board of Directors to consider to propose shareholders to consider appointment of Mr. Ampol Chamnongwat, Miss Praphasri Leelasupha, Mr. Naris Saowalagsukul, (CPA Registration No.4663, 4664 and 5369 respectively) or other CPAs, who are in list of approved auditors by the office of SEC. of Sam Nak-Ngan A.M.C. Co.,Ltd. as CIG's Auditor for the year, ending December 31<sup>st</sup>, 2022, These auditors are independent no relationship and/or no interest with the company/management and major shareholders. Where the auditing fee will not exceed Baht 1,120,000 per year (not inclusive of other payments related to audit).

Comments from the Board of Directors: Approved the appointment of auditor for 2022 from Sam Nak-Ngan A.M.C. Co.,Ltd as per proposal of the Audit Committee that had already considered thoroughly with approval of the Board of Directors to propose to the Annual General Meeting No.1/2022 to consider Mr. Ampol Chamnongwat, Miss Praphasri Leelasupha, Mr. Naris Saowalagsukul, (CPA Registration No.4663, 4664 and 5369 respectively) or other CPAs, who are in list of approved auditors by the office of SEC. of Sam Nak-Ngan A.M.C. Co.,Ltd. as CIG's Auditor for the year, ending December 31<sup>st</sup>, 2022, These auditors are independent no relationship and/or no interest with the company/management and major shareholders which was performed as the auditor of the company last year for 4 fiscal years. Where the auditing fee will not exceed Baht 1,120,000 per year (not inclusive of other payments related to audit). Details of payment to the auditor of the year 2021 is shown in the 2021 Annual Report.

Note: Sam Nak-Ngan A.M.C Co.,Ltd. will also be the sub-company's auditors.

Agenda 6 To consider and approve elect persons to replace directors who completed their rotational terms.

On the AGM 2022, there are one-third of directors will be retired by rotations that are:

Mr. Aree Poomsanoh Director
 Mr. Taweesak Wangkorkiat Director
 Mr. Theera Poomsanoh Director

The company had been announced in the website of the company inviting investors to propose name of appropriated persons to be elected inclusive of proposing Agendas (if any) but there is no proposing at all. The Board of Directors has followed the selection process by which considering required qualification of directors to be allied with the company's strategies' that is lack in order to create the most effective to the company. During the vote the related Directors not allowed to attend. The Board then proposed to re-elect the directors who are retired by rotation to continue their position which profiles of the nominated persons to be independent director in replacement of those who are retired by rotation are shown in attachment 4 as follows.

1)	Mr. Aree	Poomsanoh	Vice President
2)	Mr. Taweesak	Wangkorkiat	Director
3)	Mr. Theera	Poomsanlh	Director



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<u>Comments from the Board of Directors</u>: Approved the appointment of Directors of the C.I.Group Public Company Limited which are Mr. Aree Poomsanoh, Mr. Taweesak Wangkorkiat and Mr. Theera Poomsanoh to replace directors who are retired by rotation after carefully deliberate.

### Agenda 7 Others (if any)

The shareholders and the Board of Directors may discuss any other issue.

# Guideline for the Shareholders for attending the 2022 Annual General Meeting of Shareholders in regards to the outbreak of the Coronavirus Disease 2019 (COVID-19)

Reference is made to the discussion between the Securities and Exchange Commission, Thailand ('SEC"), Department of Business Development, Ministry of Commerce, Ministry of Digital Economy and Society and the Stock Exchange of Thailand to seek for the solutions for holding the Shareholders Meeting of the listed company in respect of the continuous outbreak of the Coronavirus Disease 2019 (COVID-19) on 2 March 2020 at SEC.

- C.I.Group Public Company Limited (the "Company") seriously pays attention and concerns to such situations and hereby recommends the Guideline for the Shareholders to attend the 2022 Annual General Meeting of Shareholders as follows;
- 1. For the Shareholders who traveled to/from the high risk countries or have been in contact with people who traveled to/from the high risk countries within 14 days before the date of the meeting or having the conditions reasonably suspected of being infected with the Coronavirus Disease 2019 (COVID-19), please consider to appoint any person as deemed appropriate to act as your proxy or appoint the Independent Director of the Company to attend and vote on your behalf or may register in advance according to the procedures provided in the notice for the protection of rights of the Shareholders to participate and vote in the meeting.
- 2. Shareholders who are unable to attend the meeting by themselves questions relating to the meeting agenda can be sent 3 days in advance from 26 28 April 2022 from 08.00 hrs. to 18.00 hrs. via email <a href="mailto:secretary@cigpcl.com">secretary@cigpcl.com</a>
- 3. The Company shall provide the screening area in front of the meeting room to monitor, screen and prevent the potential outbreak which may arise, for the safety and health of all attendees must agree to test for COVID-19 with ATK and provide proof of vaccination 2 injections more than 14 days, or confirmation of injection from the hospital or confirmation document from application.

The shareholders who would like to appoint a proxy to attend and vote on behalf of them in this meeting, please authorize by using the Proxy Form (Attachment 8) to present to the company prior to attend the meeting.

The shareholders could authorize an Independent Director as named in the Attachment 5 to attend and vote in the meeting on behalf of the shareholders.

Shareholders or proxy please present important proof documents in order to register either before or on the date of meeting.

April 5<sup>th</sup>, 2022 is the record date set by the Company for determination of the shareholders entitled to attend the Annual General Meeting of Shareholders No.1/2022.



บริษัท ซี.ไอ. กรุ๊ป จำกัด (มหาชน)

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สาชาปั้นทอง 789/75 ม.1 นิกมถุดสาหกรรมปั้นทอง ณ.หนองสาม อ.ศรีราชา า.ชลบุรี 20230 789/75 M.1 Pinthong Industrial Park Nongkham, Sriracha Chonburi 20230 Thailand สาฮาเทพาธักษ์ 526/1-3 ม.3 ค.เทพาธักษ์ ค.เมืองสบุครปราการ - สมุทรปราการ 10270 526 /1 M. 3 Teparak Road Teparak, Amphoe Muang Samutprakan 10270 Thailand

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We would like to invite the shareholders to join the Annual General Meeting of the Shareholders No.1/2022 on April 29<sup>th</sup>, 2022 at 13.30 hours at the master Meeting Room of C.I. Group Public Company Limited 1/1 M.7 Bangkoowad Road, Bangkoowad, A. Muang Pathumthani, Pathumthani 12000, Thailand.

Yours Sincerely,

Pol. Gen.

(Prung Boonpadung)

Chairman of the Board of Directors

Company Secretary

Tel: 0-2976 5290-9

Facsimiles: 0-2598-2331-2



บริษัท ซี.ไอ. กรุ๊ป จำกัด (มหาชน)

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Minute of Annual General Meeting for the Year 2021

C.I.Group Public Company Limited

Tuesday 20th, April 2021

The Master Meeting Room of C.I. Group Public Company Limited

1/1 M.7 Bangkoowad Road, Bangkoowad, A. Muang Pathumthani, Pathumthani 12000, Thailand

### Date and Venue

The meeting was held on Tuesday 20<sup>th</sup> April, 2021 at 13.30 hours, at the master Meeting Room of C.I. Group Public Company Limited 1/1 M.7 Bangkoowad Road, Bangkoowad, A. Muang Pathumthani, Pathumthani 12000, Thailand.

Before considering the meeting agendas, the Director and Company Secretary, Mrs. Chankapaw Dissakul, explained methods of voting and vote counting on each agenda as follows.

In each agenda, the shareholders could cast their votes as "approval", "disapproval", or "abstention" in voting cards received at the registration. Voting was based on one vote per share (1 share: 1vote).

For vote counting, the Company would deduct disapproval or abstention votes from the total number of the shareholders attending the meeting. The remaining votes were regarded as approval of that agenda. The shareholders must raise their hands in case of disapproval or abstention. In such cases, all shareholders must filled-in their voting cards received at the registration for the company's officers to collect and count the votes.

For the shareholders authored proxies a specific vote on their behalf, the Company already recorded their votes i.e. approval, disapproval, or abstention in computers.

In case a shareholder or a proxy wished to leave the meeting room during vote casting and wish to vote on that agenda or remaining agendas in advance, he/ she could cast his/ her vote in a voting card and submit to an officer. Such cards would be counted in related agenda.

Prior to vote on each agenda, the Chairman would give the shareholders opportunities to ask questions. Currently, the situation on the new surge of the Coronavirus 2019 (COVID-19), the Company will not provide microphones for questioning in the meeting room. Participants who wish to ask questions will be requested to write down and stated a name of a shareholder or a proxy and send their questions to our officers. The Company will only answer the questions relevant to the agenda for voting in the meeting room. For other questions, the Company will consider as appropriate. For the questions that are not related to the specific agenda, the Chairman would provide times for such question by the end of the "Others" agenda besides.

There were 6 Directors of the Company (85.71% of all directors), 6 Executive Managements of the Company, 1 Auditors and 1 representative from the Thai Investor Association attended the meeting.



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### The directors who attended the meeting are:

1. Pol. Gen. Prung Boonpadung Chairman of the Board and Chairman of Audit Committee

2. Mr. Aree Poomsanoh Vice Chairman and Chairman of the Executive Committee

3. Mr. Taweesak Wangkorkiat Director and Executive Director

4. Mr. Theera Poomsanoh Director and Executive Director

5. Mrs. Chankapaw Dissakul Director and Executive Director

6. Mr. Songphol Annanon Independent Director and Audit Committee

### The directors who not attended the meeting are:

1. Mr. Nadith Rodpetch Independent Director and Audit Committee

Top management who attended the meeting was Mr. Warawut Arunothai, Managing Director and Chief Financial Officer. The company has no other sub-committee.

In order to generate transparency of the Annual General Meeting to be complied with law and the Company's regulation, the Company did assign Mr.Nath Yodvisitsak, a proxy, as an auditor for votes counting of the shareholders or proxies who attend the meeting.

# The meeting was commenced at 13.30 hours.

Pol. Gen. Prung Boonpadung, Chairman of the meeting, expressed his gratitude to the shareholders for attending the meeting and informed that 32 shareholders presented in person and by proxy, altogether hold 359,619,125 shares or equivalent to 41.58 percent of the total issued shares. Since a quorum of the meeting is pursuant to the Articles of Association of the Company, the Chairman then declared the Annual General Meeting for the year 2021 and proposed the meeting to consider the matters on the following agenda.

### Agenda 1 To Certify the Minutes of the Annual General Meeting of Shareholders on April 20<sup>th</sup>, 2020

The Chairman requested the meeting to certify the minute of the Annual General Meeting of the Shareholders No.1/2020 dated April 20th, 2020, as per the document enclosed with the Notice of the Meeting sent in advance and asked if there should be any amendments to the minute of the meeting.

No shareholder raised any objection or proposed an amendment on the minute. The Chairman asked the meeting to certify the minutes.

Resolution: After due consideration, the meeting, with the majority number of votes as following, certified the minutes of the Annual General Meeting of Shareholders No. 1/2020 dated April 20<sup>th</sup>,2020

# CIG

# C.I. GROUP PUBLIC COMPANY LIMITED

บริษัท ซี.ไอ. กรุ๊ป จำกัด (มหาชน)

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Approved	359,886,602	votes	equivalent to	99.99997%
Disapproved	0	votes	equivalent to	0
Abstained	123	votes	equivalent to	0.00003%
Void	0	votes	equivalent to	0

Remark: In this agenda, there was 1 additional shareholder with 267,600 shares attended the Meeting.

# Agenda 2 To Acknowledge the Result of Business Operation of CIG and to Consider and Approve the Audited Financial Statement for the Fiscal Year Ended as of December 31<sup>st</sup>, 2020 and the Auditor's Opinion.

Mrs.Chankapaw Dissakul, the Company Secretary, informed the shareholders that the company's statement of financial position and statements of comprehensive income for the year ended 31 December 2020 have been audited and approved by a certified auditor and has been certified by Audit Committee as well as company Directors. The company has included its financial results for the fiscal year 2020 in an annual report, QR Code, which were enclosed with the meeting invitation and summarized key financial results for the fiscal year 2020 for the meeting in Agenda 2.

The Board assigned Mr.Piyapoj Kaewjumlong, Finance and Accounting Director, to summarize result of the company's business operation for the fiscal year 2020 again for acknowledgement of the meeting as follows:

Financial Performance in conclusion of C.I.Group Public Company Limited

Unit: Million Baht

Comparing of Statements of Comprehensive Income of the Company and Subsidiaries						
Between the Year Ended December 31, 2020 and 2019						
2020 2019 % increase (decrease						
Current Assets	339.481	459.065	(26.049)			
Total Assets	874.755	1,021.746	(14.386)			
Current Liabilities	434.116	454.571	(4.499)			
Total Liabilities	512.348	528.611	(3.076)			
Total Shareholders' Equity	362.407	493.135	(26.510)			
Total Revenues	968.218	1,466.633	(33.984)			
Cost of sales and services	906.160	1,411.990	(35.824)			
Gross Profit	62.058	54.644	13.568			
Selling Expenses	65.218	69.499	(6.160)			
Administrative Expenses	81.194	104.701	(22.452)			
Profit (Loss) for the years	(129.999)	(198.573)	34.533			
Basic Earnings (Loss) Per Share (0.1503) (0.2296) 34.538						



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The Board assigned Ms.Rattanakamol Poomsanoh, Deputy Managing Director, to inform the meeting regarding business operation as followed:

Recently, the company has 2 business units which are heating, ventilation, air conditioning and refrigeration (HVACR) and construction business.

HVACR business is consisted of:

- 1.) HVACR Manufacturing
- 2.) Mechanical and electrical service which inclusive of system design and installation of air-conditioning, air-handling unit (AHU) and chiller system.
- 3.) High Performance Building Material Solutions. By which being a sole agent of Kingspan's panel, roof, insulated sheet together with other product's such as façade.

Last year, the company was effected from 2019 Corona Virus pandemic which makes number of local sales of HVACR decline due to postpone of projects. On the other hand, since the company's product are heat exchanger which could be used in several type of things rather than air-condition or refrigeration for building but also for transportation, which one of our main abroad customer was in, still have high requirement, so our export volume was growth 60% last year. For this year, overall seem to be better both for local and export market. Moreover, the projects that was postponed last year start placing order.

The company has been developing and adopting new products since last year to serve requirement of new normal life such as air purifier with not smaller than 2.5 micron dust filter capability. Moreover, concentrate on product design with solution, energy saving and low maintenance costs. Not only adopt and develop products but also improve management, ERP and other working system to be more efficient.

. Chairman informed to the meeting regarding progress of Anti-Corruption project which the company was certified for joining the Thai Private Sector Collective Action Coalition Against Corruption (CAC) from the Committee on the Collective Action Coalition on May 17, 2018 for a period of 3 years, which will be expired in May 2021. The company has already requested to renew the membership. Currently, it is in the process of self-assessment from the Committee on the Coalition of Action. The certification results will be announced on June 30, 2021.

Chairman proposed to the meeting to consider acknowledge business performance of the year 2020 and then proposed to approve the financial statement of the financial year ended December 31<sup>st</sup>, 2020. Prior to vote, the chairman asked if shareholders have questions.

The shareholder has question as follow:

• Ms.Dueanpen Kumtrongjai, a proxy, asked how does the company plan to resolve the loss?

Mr. Warawut Arunothai, Managing Director and Chief Financial Officer, answered to the question that in the past year, the company acknowledge loss from the construction business on the



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Suvarnabhumi Construction Project, which has been delivered successfully since July 2020, causing the company to realize loss already since last year. The ongoing COVID-19 pandemic has affected the hotel business, so the Company managed reducing all expenses and unnecessary costs as much. For the Company's main business, coil and refrigeration production, we did improve costs structure, mange and control production costs, improve machine efficiency to reduce defect, reduce other costs and etc. which would drive gross profit margin to increase. In addition, in 2021 any company is developing new products that are expected to increase sales and be profitable.

There is no further question, the Chairman concluded that the meeting acknowledges the result of business operation of the company for the fiscal year 2020 and then proposed to approve the financial statement of the financial year ended December 31<sup>st</sup>, 2020.

Resolution: After due consideration, the meeting, acknowledges the result of business operation of the company for the fiscal year 2020 as is and resolved that the financial statement of the financial year ended December 31<sup>st</sup>, 2020 be approved.

Approved	359,886,602	votes	equivalent to	99.99997%
Disapproved	0	votes	equivalent to	0
Abstained	123	votes	equivalent to	0.00003%
Void	0	votes	equivalent to	0

Agenda 3 To Consider and Approve Omission of Payment of Dividend from the Performance of the 2020 Fiscal Year.

Mrs.Chankapaw Dissakul, the Company Secretary, informed the shareholders that the Board of Directors resolved that the payment of dividend from the performance of the 2020 fiscal year to the shareholders not to be paid due to deficit of the company's performance as states in The Company's Articles of Association related to dividend payment policy.

The Chairman informed the meeting that as the company posted a net loss for the year 2020, the Chairman then proposed to consider and approve not paying dividend for the operation of the year 2020.

The Chairman gave the shareholders and proxies the opportunity to ask questions or express opinions on this agenda.

There is no question; the Chairman then proposed the meeting to approve on not paying dividend for the operation of the year 2020.

Resolution: After due consideration, the meeting, with the majority number of votes, resolved to approve omission of payment of dividend for the operation of the year 2020 as per the following number of votes:



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equivalent to	100.0000%
equivalent to	0
equivalent to	0
equivalent to	0
	equivalent to

# Agenda 4 To Consider and Approve the Directors' Remuneration and Meeting Allowance for the Year 2021.

Mrs.Chankapaw Dissakul, the Company Secretary, informed the shareholders that the Board of Directors resolved that the approve the annual remuneration and meeting allowance of the Directors and the Audit Committee for the year 2021 at the amount of not exceeding Baht 8,000,000 a year (the same as last year) the attendance fee for the Board of Directors of Baht 5,000 per director per time, and the attendance fee for the audit committee of 5,000 Baht per director per time, exclusive of the remuneration and welfare which Directors received as Company's employee or staff of the company. Though the remuneration did not be considered by the Remuneration Committee as there is no referred committee, the remuneration has been carefully considered in the Board of Director Committee by comparing with others in the same industry and together with business expansion and profit growth rate prior to propose the annual remuneration as is.

In the year 2020, the company paid compensation to the Board of Directors, and the audit committee that attended each meeting and monthly compensation according to position in total amount of 2,825,000 baht, details as follows

Directors' Remuneration for 2020					
	Gratuity Meeting Allowance Amount				
	(Baht) (Baht) (Baht)				
1. Directors	2,160,000.00	130,000.00	2,290,000.00		
2. Audit Committee	480,000.00	55,000.00	535,000.00		
Total	2,640,000.00	185,000.00	2,825,000.00		

The Chairman gave the shareholders and proxies the opportunity to ask questions or express opinions on this agenda.

There is no question; the Chairman then proposed the meeting to approve the annual remuneration and meeting allowance of the Directors for the year 2021.

Resolution: The meeting resolved to approve the annual remuneration and meeting allowance of the Directors and the Audit Committee for the year 2021 not exceeding 8 Million Baht a year, the same as last year. The amount excluded the remuneration and welfare which Directors receive as company's employee or staff of the company which should be proposed to the Board of Directors for approval.

# CIG

# C.I. GROUP PUBLIC COMPANY LIMITED

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The meeting approved with the majority number of vote detail is as following:

Approved	359,886,725	votes	equivalent to	100.0000%
Disapproved	0	votes	equivalent to	0
Abstained	0	votes	equivalent to	0
Void	0	votes	equivalent to	0

# Agenda 5 To Consider and Approve Appointment of Auditor and the Auditor's Remuneration for 2021.

The Chairman informed the meeting that the Board assigned the Audit Committee to choose and then proposed to appoint the selected external auditors and the auditing fee of the company for the year 2021 to the shareholders for approval in this meeting. The detail is as follows:

- 1. Appointment of auditors from Sam Nak-Ngan A.M.C. Co.,Ltd. namely, Mr. Ampol Chamnongwat, Miss Praphasri Leelasupha, Mr. Naris Saowalagsukul, (CPA Registration No.4663, 4664 and 5369 respectively) or other CPAs, who are in list of approved auditors by the office of SEC. of Sam Nak-Ngan A.M.C. Co.,Ltd. as the auditors of the Company for the financial year 2021. The referred auditors have accepted performance with match qualification with the Company's Articles of Association and neither of them had any relationship or transaction with the Company that may create a conflict of interest.
  - Note: This auditors also will audit the company's subsidiary.
- 2. Setting the auditing fee for the year 2021 at the total amount of Baht 1,120,000 (exclusive of other service fees). The details of payments for auditor's fees in the year 2020 are as follows.

Auditing Fee	Amount (Baht)
1.) Fee for checking financial statements for the year	440,000
2.) Fees for reviewing interim financial statements	600,000
3.) Fees for reviewing financial statements in English	80,000
Total	1,120,000

The Chairman gave the shareholders and proxies the opportunity to ask questions or express opinions on this agenda.

There is no question, the Chairman then proposed to the meeting to approve the appointment of such auditors and auditing fees for the financial year 2021.

Resolution: The meeting resolved to approve the appointment of such auditors and auditing fees for the financial year 2021. The detail is as followed:



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- Appointment of auditors from Sam Nak-Ngan A.M.C. Co., Ltd. namely, Mr. Ampol Chamnongwat, Miss Praphasri Leelasupha, Mr. Naris Saowalagsukul, (CPA Registration No.4663, 4664 and 5369 respectively) or other CPAs, who are in list of approved auditors by the office of SEC. of Sam Nak-Ngan A.M.C. Co., Ltd. as the auditors of the Company for the financial year 2021.
- Setting the auditing fee for the year 2021 at the total amount of Baht 1,120,000 (exclusive of other service fees).

The meeting approved with the majority number of vote detail is as following:

Approved	359,886,725	votes	equivalent to	100.0000%
Disapproved	0	votes	equivalent to	0
Abstained	0	votes	equivalent to	0
Void	0	votes	equivalent to	0

### Agenda 6 To consider and approve elect persons to replace directors who completed their rotational terms.

Mrs.Chankapaw Dissakul, the Company Secretary, informed the shareholders that the Board of Directors resolved that the approve the appointment the Board of Directors of 2 persons, namely Pol.Gen.Prung Boonpadung and Mrs.Chankapaw Dissakul to replace directors who are retired by rotation after carefully deliberate. By which, Pol.Gen.Prung Boonpadung, Independent Director, has been in the position for 10 years with his expertise and experience the board agreed to appoint in the position for 3 years more or 13 years in the roll, which considering required qualification of directors to be allied with the company's strategies' that is lack in order to create the most effective to the company and also independence no business relationship with the company, subsidiary company, associated company, major shareholder or the controlling person and is not a shareholder of the company.

The Board of Directors did consider thoroughly on suitability which necessary to the company management inclusive with qualification knowledge capability and skill as required for Directors position. Moreover, the Board of Directors had arranged a process to nominate candidate to be replaced in the position of the retired directors from the rotation as follows:

- Announce in company website, Allow the minority shareholders to nominate persons qualified for the Director position. No minority shareholders have nominated any qualified person.
- 2. Informing retired Directors to request for repetitive term if they intend to continue to be the company's Directors for another period.

The Chairman proposed to the meeting election of Independent Directors in replacement of those who retired by rotation namely:

1) Pol.Gen.Prung Boonpadung Independent Director

2) Mrs.Chankapaw Dissakul Director

# CIG

# C.I. GROUP PUBLIC COMPANY LIMITED

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The Chairman gave the shareholders and proxies the opportunity to ask questions or express opinions on this agenda.

There is no other question, the Chairman then proposed to the meeting to elect Directors in replacement of who retired by rotation in this year 2021 person by person.

Resolution: After due consideration, the meeting resolved to elected the Directors to replace those who will be retired by rotation in 2021, 2 persons as nominated by the Board of Directors namely Pol.Gen.Prung Boonpadung and Mrs.Chankapaw Dissakul.

Such resolutions were passed with the number of majority votes as per the following details:

1. Pol.Gen.Prung Boonpadung Chairman of the Board / Chairman of the Audit Committee

Approved	359,886,402	votes	equivalent to	99.99991%
Disapproved	200	votes	equivalent to	0.00006%
Abstained	123	votes	equivalent to	0.00003%
Void	0	votes	equivalent to	0

2. Mrs. Chankapaw Dissakul Director

Approved	359,886,602	votes	equivalent to	99.99997%
Disapproved	0	votes	equivalent to	0
Abstained	123	votes	equivalent to	0.00003%
Void	0	votes	equivalent to	0

Agenda 7 To approve reduction of the company registered capital from THB 648,590,086.50 to THB 432,394,341 and approve the amendment of Clause 4 of Company's Memorandum of Association regarding to the reduction of registered capital

The Company Secretary reports the comments of the Board of Directors, as the CIG-W8 was expired, details as shown in the following table, The Board of Directors propose shareholders to approve the capital reduction from THB 648,590,086.50 to THB 432,394,341 to accommodate with the company paid-up capital.

Capital Reduction	Share Type	Remain Amount (Shares)	Par Value (THB per Share)	Total (THB)
CIG-W8	Ordinary Share	432,391,491	0.50	216,195,745.50



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And approve to amend the Memorandum of Association of the Company No. 4 to comply with the decrease of the registered capital as follows:

No.4 Registered Capital 432,394,341 Baht (Four Hundred and Thirty Two Million Three Hundred Ninety

Four Thousand and Three Hundred Forty one Baht)

Divided to 864,788,682 shares (Eight Hundred and Sixty Four Million Seven Hundred

Eighty Eight and Six Hundred Eighty Two shares)

Par Value 0.50 Baht (Point Fifty Baht)

Preferred Shares None

The Chairman gave the shareholders and proxies the opportunity to ask questions or express opinions on this agenda.

There is no other question, the Chairman then proposed to the meeting to approved reduction of the Company's registered capital from THB 648,590,086.50 to THB 432,394,341 and approve to amend the Memorandum of Association of the Company No. 4 to comply with the decrease of the registered capital to accommodate with the company paid-up capital.

Resolution: The meeting resolved to approve reduction of the company registered capital from THB 648,590,086.50 to THB 432,394,341 by eliminate 432,391,491 unissued ordinary shares with a par value of 0.50 baht per share to accommodate with the company paid-up capital and resolved to approve amendment of Clause 4 of Company's Memorandum of Association regarding to the reduction of registered capital by votes as follows:

Approved	359,886,602	votes	equivalent to	99.99997%
Disapproved	0	votes	equivalent to	0
Abstained	123	votes	equivalent to	0.00003%
Void	0	votes	equivalent to	0

# Agenda 8 To Consider Other Matters (if any).

The Chairman provided times for open discussion.

There is no other question, the Chairman expressed his gratitude to the shareholders for attending the meeting and for their views and suggestions which the Board would take into consideration, and then declared the meeting is closed.



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ATTACHMENT 1

The meeting adjourned at 15.00 hrs.

Pol.Gen

Chairman

(Prung Boonpadung)

Day Brongweley

Company Secretary

(Mrs.Chankapaw Dissakul)

# Financial Highlight

# C.I. Group Public Company Limited and Subsidiaries

Unit: Million Baht

	<u>2021</u>
Revenue from operation	
- Revenue from sales	989.53
- Revenue from services	109.18
Total	1,098.71
Cost of Good Sold	(970.70)
Gross Profit Margin	128.01
Other Revenue	8.74
Profit on bargain purchase	0.60
Operating Expenses	(193.09)
Expected credit loss	(44.10)
Finance costs	(26.32)
Share of loss on investment in associate	(0.23)
Loss from equity of the investment in joint venture	(20.34)
Income Taxes revenues	4.38
Loss for the year	(142.13)

# The Company's Articles of Association Relating to the Dividend Payment Policy

# **Dividend Payment Policy of the Company**

- 44. Not to pay dividend from other type of cash except profit. In case the company still have accumulated deficit, the company must not pay dividend.
- 45. The Board of Director may announce to pay interim dividend to the shareholders occasionally if the board considered that the company has got enough profit to do as is. When the board decides to pay interim dividend to the shareholders, the board must report to the shareholders meeting in the upcoming meeting.
  - 46. When the company or the Board of Directors decide to pay dividend, the company must do as follow:
    - a) Pay dividend as per number of shares equally within one month from the shareholders meeting date or approval date from the board.
    - b) Send a notice to the shareholders and
    - c) Announce the dividend payment through a newspaper at least once.

The shares that are belong to the company, the company has no right to get dividend.

# Profiles of the Retiring Director Proposed for Re-Election Profiles of the retiring Director proposed for re-election. (Mr. Aree Poomsanoh)

Name – last name	Mr. Aree Poomsanoh
Type of director to be proposed for appointment	Directors
Age	66 years old
Nationality	Thai
Education	- B.B.A. (Administration), Sukhothai Thammathirat
	Open University
Training courses for directors	Thai Institute of Directors (IOD) :
5	- Director Accreditation Program (DAP) Class 27/2004
	- Role of the Chairman Program (RCP) Class 14/2006
	- Role of the Compensation Committee (RCC) Class 8/2009
Date of the appointment as director	- February 16 <sup>th</sup> , 2004
No. years on the board	- 18 years
Experience	- Chairman of the Board, C.I.Group Public Company Limited
·	- Managing Director, C.I.Group Public Company Limited
	- Director, Sirakorn Co., Ltd.
	- Director, AC Square Energy Co., Ltd.
	- Director, A.S.A. Property Co., Ltd.
	- Director, A.S.A. Real Estate Co., Ltd.
	- Director, A.S.A. Karnchang Co., Ltd.
Positions in other listed companies	- None
Positions in non-listed companies	- Chairman of the Board, CIG Development Co., Ltd.
	- Director, CIG (Thailand) Co., Ltd.
	- Director, V&A High Tech Co., Ltd.
	- Director, Siam Railway Development Co.,Ltd.
	- Director, Pathapi Resources Co., Ltd.
	- Director, Illustro Co., Ltd.
	- Director, Golden Ax Thai Waterworks Co., Ltd.
	- Director, Wellwise Care Co., Ltd.
	- Director, CIRP Co., Ltd.
	- Director, CIG Waterworks Co., Ltd.
	- Director, CIG Operation Co., Ltd.
	- Director, Go Social Co., Ltd.
Positions in rival companies / company-related cor	- None

CIG shareholding (as of December 31 <sup>st</sup> , 2021)	- 109,287,800 Ordinary Shares (Include share of spouse)
% of total shares with voting rights	- 12.64% Ordinary Shares
Legal dispute in criminal cases(other than criminal cases	- None
with petty offences)	
Meeting attendance in 2021	- 5 Out of 5 Board Meetings
Performance during tenure	- Setting policy and business plan. Control and monitor the
	overall performance of the company toward the company's
	goals.
Rule of Director Recruitment	- The Company has considered agrees that
	Mr. Aree Poomsanoh qualifies to be a director in
	accordance with related laws, the Company's Articles of
	Association.

# Profiles of the retiring Director proposed for re-election.

# (Mr. Taweesak Wangkorkiat)

Name – last name	Mr. Taweesak Wangkorkiat
Type of director to be proposed for appointment	Directors
Age	69 years old
Nationality	Thai
Education	- B.S. , Faculty of Industrial Technology and Management,
	King Mongkut's University of Technology North Bangkok
Training courses for directors	- Director Accreditation Program (DAP) Class 27/2004,
	Thai Institute of Directors (IOD)
Date of the appointment as director	- February 16 <sup>th</sup> , 2004
No. years on the board	- 18 years
Experience	- Director of Executive Committee, De Lamai Co.,Ltd.
Positions in other listed companies	- None
Positions in non-listed companies	- Director, CIG Development Co., Ltd.
	- Director, CIG Blusolutions Co., Ltd.
	- Director, Golden Ax Thai Waterworks Co., Ltd.
	- Director, CIRP Co., Ltd.
Positions in rival companies / company-related companies	- None
CIG shareholding (as of December 31st, 2021)	- 30,500,000 Ordinary Shares (Include share of spouse)
% of total shares with voting rights	- 3.53% Ordinary Shares
Legal dispute in criminal cases(other than criminal cases	- None
with petty offences)	
Meeting attendance in 2021	- 5 Out of 5 Board Meetings
Performance during tenure	- Setting policy and business plan. Control and monitor the
	overall performance of the company toward the
	company's goals.
Rule of Director Recruitment	- The Company has considered agrees that
	Mr. Taweesak Wangkorkiat qualifies to be a director in
	accordance with related laws, the Company's Articles of
	Association.
	Association.

# <u>Profiles of the retiring Director proposed for re-election</u> (Mr. Theera Poomsanoh)

Name – last name	Mr. Theera Poomsanoh
Type of director to be proposed for appointment	Directors
Age	64 years old
Nationality	Thai
Education	- M.B.A. (Marketing), National Institute of Development
	Administration
Training courses for directors	- Director Accreditation Program (DAP) Class 27/2004,
	Thai Institute of Directors (IOD)
Date of the appointment as director	- February 16 <sup>th</sup> , 2004
No. years on the board	- 18 years
Experience	- Managing Directors, C.I.Group Public Company Limited
	- Director, AVV Co., Ltd.
	- Director, AC Square Energy Co., Ltd.
	- Director, North East Consultant Ltd.
Positions in other listed companies	- None
Positions in non-listed companies	- Director and Member of the Executive Committee,
	CIG Development Co., Ltd.
	- Director, MDICP Holding Co.,Ltd.
	- Director & Secretary, Air-Conditioning & Refigeration
	Group, The Federation of Thai Industries
	- Director, CIG (Thailand) Co., Ltd.
	- Director, Greeneric Co., Ltd.
	- Director, Siam Railway Development Co., Ltd.
	- Honorary Director (Management), The Golden Jubilee
	Museum of Agriculture Office
Positions in rival companies / company-related companies	- None
CIG shareholding (as of December 31st, 2021)	- 12,000,000 Ordinary Shares (Include share of spouse)
% of total shares with voting rights	- 1.39% Ordinary Shares
Legal dispute in criminal cases(other than criminal cases	- None
with petty offences)	
Meeting attendance in 2021	- 5 Out of 5 Board Meetings
L	I .

Performance during tenure	- Setting policy and business plan. Control and monitor the
	overall performance of the company toward the
	company's goals.
Rule of Director Recruitment	- The Company has considered agrees that
	Mr. Theera Poomsanoh qualifies to be a director in
	accordance with related laws, the Company's Articles of
	Association.

# <u>Profile Data of Independent Directors and Audit Committee that Company Nominated the Name as the Authorized Person from Shareholders</u>

### 1. Pol.Gen. Prung Boonpadung

Type of Director: Independent Director/

Chairman of the Audit Committee

Age : 73 years old

Nationality : Thai

Address: 1/1 Moo 7 Bangkoowad rd., T.Bangkoowad, A.Muang Prathumtani 12000 ,Thailand

Education: Doctor of Philosophy (Development Administration) (Ph.D.) Suan Sunandha Rajabhat University

No. years on the board : 10 years 11 months

CIG shareholding (as of 31 December 2021) : None

Conflict of interest in this meeting : None.

### Type of relationship of Independent Director

1. Relationship with management/major shareholder of the company/subsidiary company : None

2. Nature of relationship with the company/subsidiary or juristic entity which may give rise to conflict of interest, at present or in the past 2 years.

(1) Involved in personnel management or serve(d) as advisor and received(d) monthly salary. : None

(2) Provide(d) professional service : None

(3) Had significant business relationship : None

# 2. Mr. Songphol Annanon

Type of Director: Independent Director / Audit Committee

Age : 50 years old

Nationality : Thai



Address: 1/1 Moo 7 Bangkoowad rd., T.Bangkoowad, A.Muang Prathumtani 12000 ,Thailand

Education: Master of Science in Administration Concentration in International Business, Central Michigan, United States

No. years on the board : 11 years 1 month

CIG shareholding (as of 31 December 2021) : None

Conflict of interest in this meeting : None.

# Type of relationship of Independent Director

1. Relationship with management/major shareholder of the company/subsidiary company : None

2. Nature of relationship with the company/subsidiary or juristic entity which may give rise to conflict of interest, at present or in the past 2 years.

(1) Involved in personnel management or serve(d) as advisor and received(d) monthly salary. : None

(2) Provide(d) professional service : None

(3) Had significant business relationship : None

## The Company's Articles of Association Relating to the Shareholders' Meeting

### **Shareholders Meeting**

- 31. Board of Directors must set the Annual General Meeting of Shareholders within 4 months from year ended accounting period of the company.
- 32. Any other meetings besides of the Annual General Meeting shall be called extraordinary meetings.
- 33. An extraordinary meeting could be held by:
  - (a) Board of Directors who could call for an extraordinary meeting at any times. or
  - (b) Shareholders who hold the company' shares all together not less than one fifth of all paid-up shares or not less than 25 shareholders who hold the company' shares all together not less than 1 to 10 of all paid-up shares sending a request with clear reasons to the Board of Directors to call for an extraordinary meeting at any time which the Board of Directors must set up the meeting as per the shareholders request within 1 month from the date received.
- 34. In order to call for a shareholders meeting, the Board of Directors should:
  - (a) Prepare Invitation Letter which clearly states meeting places, date, time, rules, agenda, something to propose to the meeting with appropriate details that clearly states which is for acknowledgement, approve or consideration together with the Board of Directors' opinion in each agenda and
  - (b) Sending the Invitation to Annual General Meeting to shareholders not less than 7 days prior to the meeting and
  - (c) Advertise the invitation above in newspaper 3 days long not less than 3 days prior to the meeting.
- 35. The Annual General Meeting of Shareholders must have not less than 25 shareholders and proxies (if any) or not less than a half of total number of shareholders which must hold not less than one third of paid up shares to attend, then the meeting shall be constituted quorum. Whereas the shares are held by the company will not be counted as quorum of the meeting.

In case that the number of the shareholders attending the meeting does not reach the amount state as in the paragraph above at an hour past the appointment time:

- (a) If the meeting was called due to shareholders requirement, the meeting, then, shall be restrained.
- (b) If the meeting was called not by shareholders requirement, the Board of Directors shall call for a meeting again by sending invitation to shareholders not less than 7 days prior to the meeting without advertising in newspaper. In the latter case, it is not necessary that the amount of the shareholders be as stated in the first paragraph to make the quorum of the meeting.
- 37. The resolution of the shareholders meeting shall comprise the following votes:
  - (a) All ordinary resolution shall require a simple majority of the total of votes cast by the majority shareholders and proxies (if any) presenting at the meeting and have rights to exercise their votes. In case the votes are tied, the Chairman of the meeting shall have a casting vote.

- (b) For the following case, the resolution shall be passed by the majority of not less than three-fourths of the total votes of shareholders and proxies (if any) presenting at the meeting and having the voting right. By which one share is equal to one vote.
- (1) Sell or transfer in whole or in substantial parts of the business of the company to other person.
- (2) Purchase or accept the transfer of the business of other company or private company.
- (3) Execute, amend or terminate the agreement relating to lease out in whole or in substantial parts of the business of the company.
- (4) Assign the other person to manage the business of the company.
- (5) Joint venture with others with the objective of sharing profit and loss
- (6) Amendment of Memorandum of Association or the company's regulations
- (7) The company capital's increase or decrease
- (8) Issuance and proposal of debentures stipulated by law in accordance with Article 145 of the Public Limited Company Acts, B.E. 2535 (1992).
- (9) Merging the company stipulated by law in accordance with Article 146 of the Public Limited Company Acts, B.E. 2535 (1992).
- (10) Abrogating the company stipulated by law in accordance with Article 154 of the Public Limited Company Acts, B.E. 2535 (1992).
- (11) The issuance of new shares for payment of debts and the debt-to-equity conversion plan in accordance with the Article 54/1 of the Public Limited Company Acts (II), B.E.2544 (2001).

The company' shares which are held by the company itself shall have no right to vote and not be counted as resolution vote of the shareholders meeting.

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# Documents or Evidence Identifying of the Shareholder or a Representative of the Shareholder

The Policy of the Board of The Stock Exchange of Thailand, dated 19<sup>th</sup> February 1999, relating to good practices for holding of a shareholders' meeting, aims to establish for listed companies to follow. This will create confidence to shareholders, investors and all relevant parties. Accordingly, the Company believed that an inspection of documents or evidence showing an identity of the shareholder of a representative of the shareholders entitled to attend the meeting which should be observed by the shareholders, would cause transparency fair and benefits to the shareholders, However, the Company reserves the right to waive any of these requirements for some of the shareholders on a case by basis, at the Company's sole discretion.

### 1. Natural person

## 1.1 Thai nationality

- a) Identification card of the shareholder (personal I.D. or identification card of government officer or identification card of state enterprise officer)
- b) In case of proxy, a copy of the shareholder's Identification Card and identification card or passport (in case of a foreigner) of the proxy.

### 1.2 Non-Thai nationality

- a) Passport of the shareholder
- b) In case of proxy, a copy of the shareholder's passport and identification card or passport (in case of a foreigner) of the proxy.

## 2. Juristic person

# 2.1 Juristic person registered in Thailand

- a) Corporate affidavit, issued within 30 days by Commercial Registration Department, Ministry of Commerce
- b) A copy of Identification Card or passport (in case of a foreigner) of the authorized director(s) who sign(s) the proxy form including Identification Card or passport (in case of a foreigner) of the proxy.

# 2.2 Juristic person registered outside of Thailand

- a) Corporate affidavit; and
- b) A copy of Identification Card or passport (in case of a foreigner) of the authorized director(s) who sign(s) the proxy form together with Identification Card or passport (in case of a foreigner) of the proxy.

A copy of the documents must be certified true copy. In case of and documents or evidence produced or executed outside of Thailand such documents or evidence should be notarized by a Notary Public.

A shareholder or a proxy may register and submit the required documents or evidence for inspection at the meeting from 12.30 pm.

# PROXY FORM (Form B)

Shareholders Registration No.			Written at			
				Date	Month	Year
	(1) I/We		Na	ationality	Age	years
Address		Road		Tambol/Kwaeng	5	
Ampur/Kl	het	Province		Postal	Code	
(	(2) As a share	eholder of <b>C.I.Group Public</b>	Company Limited holding	ng the total amount of		shares
		Ordinary share	shares and have t	the right to vote equal	to	votes
(	(3) I/We here	by appoint				
		1. Pol.Gen. Prung Boonpadu	ing, Independent Director	/ Chairman of the Auc	lit Committee, age 73	years,
		at 1/1 Moo 7, Bangkoowa	ad Road, Tambol Bangkoo	owad, Ampur Muang,	Pathumtani 12000	or
		Special interests are differ	ent from other directors or	n the agenda. : - None	-	
		2. Mr. Songphol Annanon, I	ndependent Director /Aud	lit Committee, age 50 y	years,	
		at 1/1 Moo 7, Bangkoowa	ad Road, Tambol Bangkoo	owad, Ampur Muang,	Pathumtani 12000	or
		Special interests are differ	ent from other directors or	n the agenda. : - None	-	
		3. Mr./Mrs./Ms			Age	years
		Address	Road	Tambol/Kwa	neng	
		Ampur/Khet	Province	Postal Cod	le	
(	Only one of the	nem as my/our proxy to atter	nd and vote in the Annual	General Meeting No.	1/2022 on April 29 <sup>th</sup> ,	2022, 13.30 hours at Th
1	master Meetii	ng Room of C.I. Group Pul	blic Company Limited 1	/1 M.7 Bangkoowad	Road, Bangkoowad,	A. Muang Pathumthan
]	Pathumthani 1	2000, Thailand. or at any ad	journment thereof to any	other date, time, and ve	enue.	
	(4) I/We autl	norize the Proxy to vote on m	y/our behalf at the Meetin	g as follows:		
		(a) The Proxy is entitled to c	onsider and vote on my/or	ur behalf as deem appr	opriated.	
		(b) The Proxy shall vote in	accordance with my intent	tion as follows:		
A	Agenda 1	To certify the Minutes of	f the Annual General Mc	eeting of Shareholder	s on April 20 <sup>th</sup> , 2021	
		Approve	Disapprove	☐ Abstain	•	
,	Agenda 2	To acknowledge the res	sult of business operati	on of CIG and to c	onsider and approx	e the audited Financi
-	g	Statement for the fiscal y	_			
		Approve	Disapprove	Abstain	sopmon	
		Approve	i Disapprove	L Austain		

1/3

Agei	nda 3	To consider and appro	ove Omission of Dividend fro	m the performance of the 2021 fiscal year.
		☐ Approve	Disapprove	Abstain
Age	nda 4	To consider and appr	ove the Directors' remunerat	ion and meeting allowance for 2022
		☐ Approve	Disapprove	☐ Abstain
Ager	nda 5	To consider and appre	ove the appointment of the a	uditor and the auditor's remuneration for 2022
		☐ Approve	Disapprove	Abstain
Ager	nda 6	To consider and appr	ove elect persons to replace d	irectors who completed their rotational terms.
		6.1 Mr. Aree Poomsa	noh	
		☐ Approve	Disapprove	Abstain
		6.2 Mr. Taweesak Wa	angkorkiat	
		☐ Approve	Disapprove	Abstain
		6.3 Mr. Theera Poom	sanoh	
		☐ Approve	Disapprove	Abstain
Ager	nda 7	Others (if any)		
		☐ Approve	Disapprove	Abstain
(5)	If the Pro	yy s voting at any agend	as does not comply with the de	tails specified in this proxy form, it shall be not correct and not be
(3)		oting as the shareholder.	as does not comply with the de	and specified in any proxy torin, it shall be not correct and not be
(6)	-	_	ntention on voting at any agen	das or specify but not clearly, or in case the meeting considers o
(-)				e, including in case there is any amendment or addition of any fact
	-	•	-	alf as he/she may deem appropriately in all respects.
	5	J	•	

For any act performed by the Proxy at the Meeting, it shall be deemed as such acts had been done by me/us in all respects

Signature	Shareholde
(	)
Signature	Proxy
(	)

# **Remark:** 1. The Proxy Form be stamped with the duty stamp Baht 20.-

- 2. The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of shares to many proxies for splitting votes.
- 3. In case there are many other agendas to consider, excluding the above specified agendas, the shareholder can specify it in the attached supplemental proxy form.
- 4. Please submit the copy of identification card of the shareholder or the corporate registration certificate with authorized signatures of the directors, together with this proxy form.

# THE CONTINUED LIST OF PROXY

The proxy on behalf of the shareholder of C.I. GROUP PUBLIC COMPANY LIMITED

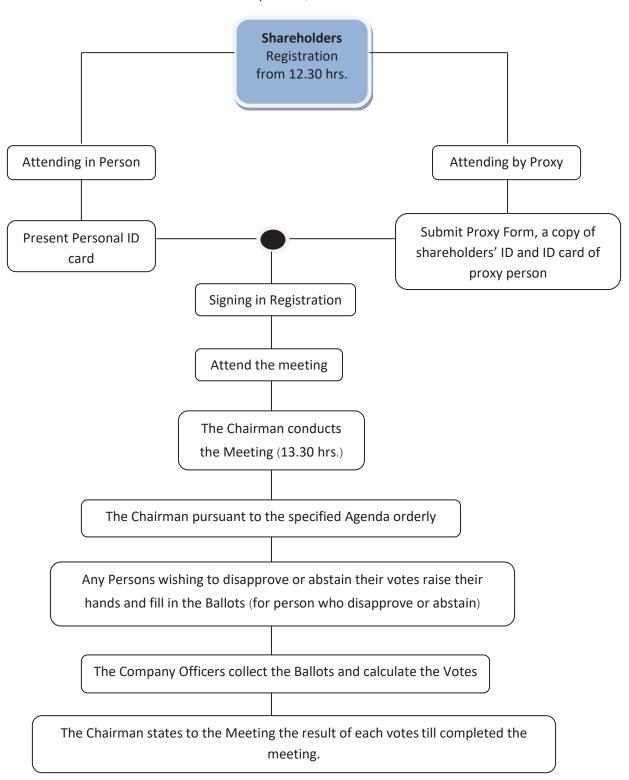
Agenda			
Agree	votes Disagree	votes	votes
Agenda			
☐ Agree	votes Disagree	votes  Abstained	votes
Agenda			
Agree	votes Disagree	votes  Abstained	votes
Agenda			
Agree	votes Disagree	votes	votes

(.....)
Date.....

# Steps for Attending the Annual General Meeting of the Shareholders No.1/2022

The C.I. Group Public Company Limited

April 29<sup>th</sup>, 2022



### Privacy Notice for the Annual General Meeting of Shareholders No. 1/2022

C.I. Group Public Company Limited ("the Company") greatly aware of the personal data protection in accordance to the Privacy Data Protection Act B.E. 2562.

### 1. The Collection of Personal Data

It is necessary for the Company to collect your personal data that submit to the Company i.e. name, surname, address, telephone number, photo, identification number, shareholders' registration and information related to electronic systems access and usage such as Email, IP Address (in case of online access to the meeting).

The Company will record and broadcast images and sounds of the meeting for its legitimate interests and the interests of shareholders

In the case of granting a proxy, it is necessary for the Company to collect the copy of shareholder's personal identification card which may contain religion information that is considered as Sensitive Data. The Company has no intention to collect such Sensitive Data. Accordingly, you can redact such data.

### 2. The Collection of Personal Data

In the direct collection of your Personal Data, the Company shall use the Personal Data only as necessary and only in accordance with the specified purposes. However, the Company may collect your Personal Data from any other sources, which mean securities registrar or Thailand Securities Depository Co., Ltd. (TSD), but only in necessity and in accordance with measures required by law.

### 3. Purposes for the collection, use and disclosure of Personal Data

The Company collects, uses, and discloses your Personal Data for the purposes to call the Annual General Meeting of Shareholders No. 1/2022 and to convene the Annual General Meeting of Shareholders as required by law. Therefore, the Company will collect, use, and disclose your Personal Data and the referred person without your consent as authorized by the Personal Data Protection Act, B.E. 2562 (2019): for legitimate interests of the Company or any other persons or juristic persons or for compliance with law to which the Company is subjected.

# 4. The Personal Data retention period

The Company will retain your Personal Data only for the necessary duration, and will collect, use and disclose your Personal Data, as defined in this Privacy Notice

If it is not possible to specify the Personal Data retention period, the Company will retain the Personal Data as may be expected per data retention standards (such as the longest legal prescription of 10 years).

### 5. Your Rights as a Data Subject

As the owner of Personal Data ("Data Subject"), you have the rights as stipulated in the Privacy Protection Act B.E 2562, which include the right to withdraw the consent, the right to access and obtain a copy of your Personal Data, the right to correct, delete or destroy your Personal Data, the right to request suspension of the processing of your Personal Data, the right to transfer your Personal Data according to the measures stipulated by law, the right of complaint and the right to dissent to the processing or disclosing of your Personal Data.

# 6. The Disclosure of Personal Data to a Third Party

The Company may be required to disclose Personal Data to other persons or juristic persons or regulatory authorities, who works in cooperation with the Company for the compliance of the purposes as mentioned in this notice such as technology's service provider, regulators or government agencies or by the order of regulatory officials

### 7. Contact channels

Enquires or questions on the Personal Data Protection can be addressed to the following channels: C.I.Group Public Company Limited, The Corporate Secretary, 1/1 Moo.7 Bangkoowad Road, Bangkoowad, Muang Pathumthani 12000, e-mail: secretary@cigpcl.com

# ANNUAL GENERAL MEETING VENUE

