



**C.I. GROUP
PUBLIC COMPANY LIMITED**

บริษัท ซี.ไอ. กรุ๊ป จำกัด (มหาชน)

สำนักงานใหญ่ (HQ)
1/1 ม.7 ต.บางคูวัด อ.บางคูวัด
อ.เมืองปทุมธานี จ.ปทุมธานี 12000
1/1 M.7 Bangkoowad Road
Bangkoowad, Amphoe Muang
Pathumthani 12000 Thailand

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TAX ID #0107547000133

No. CIG 004/2022

February 28th, 2022

Re: To Inform of the BOD Meeting's Resolution No.1/2022

Dear : President

The Stock Exchange of Thailand

Attachment : F24-1

We, C.I.Group PCL, would like to inform you of the resolutions of the BOD Meeting no.1/2022 was held on Sunday, February 27th, 2022 at 11.00a.m. – 2.00p.m., at C.I.Group Tower Building, Bangkoowad Rd.,Ap.Muang, Prathumthani 12000. Details of the resolutions are as follow:

1. Certified Minutes of the BOD Meeting No.5/2021, was held on November 15th, 2021.
2. Acknowledgement of the results of business operations of CIG for the year 2021 and the audited Financial Statement for the fiscal year ended as of December 31st, 2021 and the Auditor's Opinion is approved.
3. Approval of omission of Payment of Dividend from the Performance of the 2021 Fiscal Year due to deficit of the company's performance.
4. Approval of proposing to the AGM 2022 to consider approval of the Board of Directors' remuneration for the year 2022, till December 31st, 2022, which is not exceeding Baht 8,000,000 (equal to the approved amount in 2021, the Director Meeting allowances is Baht 5,000 per person per meeting and the Audit Committee Directors Meeting allowance is Baht 5,000 per person per meeting.
5. Approval of proposing to the AGM 2022 to consider approval of a resolution on appointing 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 2022, ending December 31st, 2022, where the auditing fee will not exceed Baht 1,120,000 per year.
6. Approval of proposing to the AGM 2022 to consider approval of the re-appointment of the directors as follows:

- | | | |
|-----------------|-------------|----------|
| 1) Mr. Aree | Poomsanoh | Director |
| 2) Mr. Taweesak | Wangkorkiat | Director |
| 3) Mr. Theera | Poomsanoh | Director |



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7. Approved re-appointment of the audit committee who retired by rotation as follow:

- | | | | |
|----|---------------|------------|-----------------------------|
| 1) | Pol.Gen.Prung | Boonpadung | Chairman of Audit Committee |
| 2) | Mr. Songphol | Annanon | Audit Committee Director |
| 3) | Mr. Nadith | Rodpetch | Audit Committee Director |

8. Approval on having the AGM 2022 on Friday, April 29th, 2022, at 1.30 p.m. 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 Agenda for the meeting will be:

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

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 31st, 2021.

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

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

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

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

Agenda 7 Others (if any)

The recorded date to determine the list of shareholders will be on Tuesday, April 5th, 2022.

Please be informed accordingly,

Yours Sincerely,

(Mr.Aree Poomsanoh)

Chairman of the Executive



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ATTACHMENT

F24-1

Form to Report on Names of Members and Scope of Work of the Audit Committee

The Board of Directors meeting of C.I.Group Public Company Limited No.1/2022 held on February 27th, 2022 resolved the meeting's resolutions in the following manners:

⊗ Re- Appointment :

Chairman of the audit committee : Pol.Gen.Dato'Prung Boonpadung
Member of the audit committee : Mr.Songphol Annanon
Mr.Nadith Rodpetch

On 2 year term of designation an effect as of March 28, 2022.

The audit committee is consisted of :

1. Chairman of the audit committee	Pol.Gen.Dato' Prung Boonpadung
remaining term in office 2 year and - months	
2. Member of the audit committee	Mr.Songphol Annanon
remaining term in office 2 year and - months	
3. Member of the audit committee	Mr.Nadith Rodpetch
remaining term in office 2 year and – months	
Secretary of the audit committee	Ms.Wanphen Khaosuan

Enclosed hereto is 3 copies of the certificate and biography of the audit committee. The audit committee number 3 has adequate expertise and experience to review creditability of the financial reports.

The audit committee of the company has the scope of duties and responsibilities to the Board of Director on the following matters:

Scope of Authority and Duty of the Board of Audit Committee

1) To ensure that the company has accurately and adequately disclosed its financial statements to public by cooperating with public auditor and directors in charge to prepare financial report quarterly and annually. The Audit Committee may suggest the auditor to examine or investigate any matters considered to be necessary and important during the auditing period.



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- 2) To ensure that there are suitable and effective internal control and auditing system in the company by co-auditing with public auditor and internal auditor.
- 3) To ensure that the company is operated in accordance with Laws concerning properties and stock exchange, stipulations of Stock Exchange Market and other laws involving company business.
- 4) To select and make suggestions regarding the appointment of company auditor together with the audition fee by taking into consideration the credibility, personnel sufficiency, work volume of auditing firm as well as experience of the personnel to be appointed as company's auditor.
- 5) To consider the disclosure of company information should there be any connected transaction or contradictory transaction to be accurate and complete.
- 6) To conduct other tasks as instructed by the Board of Directors approved by the Audit Committee, i.e. to make revisions on financial policies and risk management, make revisions on compliance with business ethics, make co-revisions with company directors on important issues which need to be disclosed to public stated by laws, for instance, report and analysis of management team.
- 7) To prepare the Audit Committee activity reports by disclosing on company's annual report. The report shall be signed by the Chairman of Audit Committee and should contain following information:
 - Comments on the preparation process and disclosure of information in company's financial statement to be accurate and reliable.
 - Comments on the sufficiency of company's internal control system.
 - Reasons to believe that the company's auditor is appropriate to be re-appointed for another term.
 - Comments on the compliance with Laws concerning properties and stock exchange, stipulations of Stock Exchanges Market and other laws involving company business.
 - Report on other matters that shareholders and investors should be concerned within a scope of duties and responsibilities appointed by the Board of Directors.

The company hereby certifies that

1. The qualifications of the aforementioned members meet all the requirements of the Stock Exchange of Thailand; and



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2. The scope of duties and responsibilities of the audit committee as stated above meet all the requirements of the Stock Exchange of Thailand

SignedDirector

(Mr. Aree Poomsanoh)

SignedDirector

(Mr. Taweesak Wangkorkiat)