



**C.I. GROUP
PUBLIC COMPANY LIMITED**
บริษัท ซี.ไอ. กรุ๊ป จำกัด (มหาชน)

สำนักงานใหญ่ (HQ)
1/1 ม.7 ต.บางพลีใหญ่ อ.บางพลี
อ.เมืองสมุทรปราการ 10270
1/1 M.7 Bangkooowad Road
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Pathumthani 12000 Thailand

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อ.หนองสาหร่าย อ.สีคิ้ว 30230
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C.I.Group Public Company Limited

Criteria for Shareholders to Propose Agenda for the 2023's Annual General Meeting

C.I.Group Public Company Limited (CIG) has been managed base upon the Good Corporate Governance basis while the company is always given priority to shareholders. Therefore, to ensure of the Shareholders' right would be treated equally, GIG provides to propose any issue that is important and significant to be filled as an agenda of the Annual General Meeting and any qualified person to be candidate for the Company's Director.

Criteria and Guidelines in Proposing AGM 2023's Agenda

1. Qualification of Shareholders

The Shareholders who could propose the agenda must be the Company' Shareholder, could be both single or group, who has hold together more than 5% of sold and paid up shares and must have hold the company' shares continuously for more than 12 months till the proposed date.

2. Conditions in Proposing Annual General Meeting's Agenda

2.1 The shareholders have to submit the proposing AGM agenda signed by the shareholder by using the form available on the Company's website. If it is a group of shareholders who want to propose an agenda, every shareholder has to fill out and sign the form. Then collect and send the signed forms together as one set.

2.2 The shareholders who propose an AGM agenda have to identify their name, last name, address, contact number and the number of shares held as at the proposed date together with complete all other required details.

3. Process for Proposing an Agenda

3.1 General Agenda

- Indicate the heading of the agenda together with details and reasons.
- For an efficient AGM, the Company reserves its right not to include the following matters as the meeting agenda;
 - 1.) Matter relating to normal business of the Company
 - 2.) Matter not benefit to the Company
 - 3.) Matter that is beyond authority of the Company



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- 4.) Matter lying under management authority of the Company, except the ones causing major impacts to overall shareholders.
- 5.) Matter already undertaken by the Company
- 6.) Matter showing evidence submitted by shareholders is incomplete or untrue or ambiguous.
- 7.) Matter proposing by shareholders who are not qualified, provide incomplete or in suffice information or evidence or not able to propose in time set forth.
- 8.) Matter violate the laws, rules, regulations of the government agencies or other regulatory bodies or is not complied with the objectives or Articles of Association of the Company
- 9.) Matter of the proposed agenda has already been proposed in shareholder meetings within the past 12 months and was supported by less than 10% of total voting shares which the facts of the matters have not yet been changed significantly

3.2 Agenda for proposing a candidate to be considered for the position of the Company's Director

- Indicate details of the candidate as required in the Form (available on the Company's website)
- The candidate must have all required qualifications and does not have any forbidding qualifications as per rules and regulations stipulated by Public Company Act B.E. 2535, the Securities and Exchange Act No.4 B.E. 2551, Securities and Exchange Commission, Thailand, The Stock Exchange of Thailand and the Company's Articles of Association.

4. Period of Proposing Agenda

Within December 29th, 2022

5. The documents required for proposing the AGM 2023's agenda

5.1 Shareholders have to submit the original AGM's agenda proposal form signed by shareholders and all required documents as states below for consideration :

- Evidence of shareholding of every shareholders, which are certified by the Securities Companies, the Thailand Security Depository Co., Ltd., the Stock Exchange of Thailand or custodian showing number of shares held, or copy of share certificate, certified by such shareholders.
- Shareholders identification :
 - a. Individuals: Copy of valid Identification Card / Passport (in case of non-residents), certified true copy.



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- b. Juristic persons : Copy of the Company's Affidavit issued within one month by Department of Business Development, Ministry of Commerce or other related agencies, and copies of valid Identification Card or Passport (in case of non-residents) of authorized signatories, certified true copies by such authorized signatories.
- A Letter of Consent Form from such candidate and relevant documents including evidence of education, training, work experience, and certified documents for the company's shareholding.

5.2. The shareholders have to submit all the required documents states in 5.1 via registered mail within December 29th, 2022 to the following address:

Corporate Secretary
C.I.Group Public Company Limited
3rd Floor, No. 1/1 Moo 7, Bangkoowad Road
Bangkoowad, A.Muang
Pathumtani 12000
Email address: secretary@cigpcl.com

6. Consideration of the Proposed Agenda as an AGM's Agenda

6.1 General Agenda :

The Company Secretary will gather all the proposing agenda from the shareholders and forward the matter to the Board of Director for consideration.

6.2 For Proposing a Candidate for the Position of Company's Director Agenda

The Board of Directors will be the one who consider the qualification of the candidates.

In case the Board of Directors has the resolution not to include such proposal as an AGM 2023's agenda, the Board must have adequate reasons and notify the shareholders who proposed the agenda accordingly. On the other hand, if the proposed agenda is been considered to fill in the AGM's agenda, the agenda will be added and states in Invitation Letter to the Annual General Meeting of the year 2023 later on.

The decision of the Board of Directors on such matter is deemed final. The Company reserves the right to consider the proposals which are complete with comprehensive supporting documents, and are in accordance with the above criteria. The proposed issues must be beneficial to the Company and overall shareholders and in accordance with related rules and regulation.

Enclosed: The Agenda Proposing Form