



**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
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Pathumthani 12000 Thailand

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อ.หนองเสือ จ.ปทุมธานี 20230
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Minute of Extraordinary General Meeting No.1/2023

C.I. Group Public Company Limited

Friday 10th, March 2023

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 Friday 10th, March, 2023 at 14.00 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 Company Secretary, Ms. Wanphen Khaosuwat, 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: 1 vote).

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. Once the approval votes are complied with Articles of Association and the Public Companies Limited's Act of Votes, would be accounted as approve or certify on such Agenda. The shareholders must raise their hands in case of disapproval or abstention. In such cases, all shareholders must fill 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 the related agenda.

Prior to vote on each agenda, the Chairman would give the shareholders opportunities to ask questions. In case a shareholder or a proxy wishes to express his/ her opinion or ask question he/ she should raise his/ her hand and stated a name of a shareholder or a proxy to the meeting before providing opinions or asking questions. 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 12 Directors of the Company (100% of all directors), 2 Executive Managements of the Company 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 |
| 2. | Mr. Aree Poomsanoh | Vice Chairman and Chairman of the Executive Committee |
| 3. | Mr. Cherdpong Siriwit | Chairman of Audit Committee |
| 4. | Mr. Taweesak Wangkorkiat | Director and Executive Director |
| 5. | Mr. Theera Poomsanoh | Director and Executive Director |
| 6. | Mrs. Chankapaw Dissakul | Director and Executive Director |
| 7. | Mr. Sawai Chatchairungruang | Director, Executive Director and Chief Financial Officer |
| 8. | Mr. Banjoed Jareyanukija | Director |
| 9. | Mr. Sudkhet Kulsaraputit | Independent Director and Audit Committee |
| 10. | Mr. Thibdee Mangkalee | Independent Director and Audit Committee |
| 11. | Mr. Bannat Nakaphan | Director and Managing Director |
| 12. | Mr. Pat Lapanan | Director |

The directors who absence from the meeting is:

-None-

The top management who attended the meeting are:

- | | | |
|----|----------------------------|--------------------------|
| 1. | Ms. Rattanakamol Poomsanoh | Deputy Managing Director |
| 2. | Mr. Chiradul Pitaktham | Engineering Director |

The director of the sub-committee who attended the meeting is:

The company has no other sub-committee as yet.

In order to generate transparency of the Extraordinary General Meeting to be complied with law and the Company's regulation, the Company did assign Mrs. Laddawan Kajornwit, a shareholder, as an auditor for votes counting of the shareholders or proxies who attend the meeting.

The meeting was commenced at 14.00 hours.

Pol. Gen. Prung Boonpadung, Chairman of the meeting, expressed his gratitude to the shareholders for attending the meeting and informed that 34 shareholders presented in person and by proxy, altogether hold 343,120,342 shares or equivalent to 39.68 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 Extraordinary General Meeting No.1/2023 and proposed the meeting to consider the matters on the following agenda.



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Agenda 1 To Certify the Minutes of the Extraordinary General Meeting of Shareholders No.2/2022 on September 16th, 2022

The Chairman requested the meeting to certify the minute of the Extraordinary General Meeting of Shareholders No.2/2022, 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.

There is no further question, the Chairman asked the meeting to certify the minutes of the Extraordinary General Meeting of Shareholders No.2/2022 on September 16th, 2022.

Resolution: After due consideration, the meeting, with the majority number of votes as follows, certified the minutes of the Extraordinary General Meeting of Shareholders No.2/2022 on September 16th, 2022.

Approved	343,120,342	votes	equivalent to	100.00000%
Disapproved	0	votes	equivalent to	-
Abstained	0	votes	equivalent to	-
Void	0	votes	equivalent to	-

Agenda 2 To Consider and Approve the Change in Terms and Conditions of Convertible Debentures No. 1/2023 of C.I. Group Public Company Limited Issued and Offered to Existing Shareholders in Proportion to Their Respective Shareholdings.

Ms. Wanphen Khaosuwana, the Company Secretary, informed the shareholders that the Board of Directors resolved due to the terms and conditions for the issuance and offering of convertible debentures to existing shareholders in proportion to their shareholding, according to the resolution of the Extraordinary General Meeting of Shareholders No.2/2022 held on September 16, 2022 in respect of the essence of the conversion date, the conversion right can be commenced 2 years from the date of issuance of convertible debentures or on the expiration date of convertible debentures (5 years from the date of issuance of convertible debentures). The terms of the right to convert may result in The company's convertible debentures are not attractive due to the waiting period that is too long before shareholders or investors can exercise their rights to convert. Therefore the Company's convertible debentures to be issued and offered will attract more attention from shareholders and investors. This will benefit the company and its shareholders. It was therefore proposed that the meeting consider and approve the change in the terms and conditions for the issuance and offering of convertible debentures in part of the essence of the conversion date are as follows:

"Can exercise the right to convert every day (only on business days between 9:00 a.m. to 4:00 p.m.) from the maturity date of 3 months from the issuance date of the convertible debentures until 15 days prior to the redemption date of the convertible debentures. The Company will register the shares received from the conversion with the Securities Depository Center (TSD) within 7 business days after the bondholder exercises the conversion right."



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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 approve the change in terms and conditions of convertible debentures No. 1/2023 of C.I. Group Public Company Limited issued and offered to existing shareholders in proportion to their respective shareholdings.

Resolution: The meeting resolved to approve the change in terms and conditions of convertible debentures No. 1/2023 of C.I. Group Public Company Limited issued and offered to existing shareholders in proportion to their respective shareholdings. Can exercise the right to convert every day from the maturity date of 3 months from the issuance date of the convertible debentures until 15 days prior to the redemption date of the convertible debentures. Other details are as proposed in all respects by votes as follows:

Approved	347,120,342	votes	equivalent to	100.00000%
Disapproved	0	votes	equivalent to	-
Abstained	0	votes	equivalent to	-
Void	0	votes	equivalent to	-

Remark: In this agenda, there was 1 additional shareholder with 4,000,000 shares attended the Meeting.

Agenda 3 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.

The meeting adjourned at 14.30 hrs.

Pol.Gen.


(Prung Boonpadung)

Chairman



(MS. Wanphen Khaosuwan)

Company Secretary