



INVITATION TO EXTRAORDINARY GENERAL MEETING No.2/2023
C.I. GROUP PUBLIC COMPANY LIMITED

Monday, October 9th, 2023, at 13.00 hours
the Master Meeting Room
C.I. Group Public Company Limited

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

บริษัท ซี.ไอ. กรุ๊ป จำกัด (มหาชน)

สำนักงานใหญ่ (HQ)
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September 20th, 2023

Subject: Invitation Letter for the Extraordinary General Meeting No.2/2023
To: Shareholders of C.I. Group Public Company Limited
Enclosed: 1. QR Code: Invitation Letter of Extraordinary General Meeting No.2/ 2023

The Board of Directors of C.I. Group Public Company Limited (the "Company") has resolved to set up the Extraordinary General Meeting No.2/2023 on Monday, October 9th, 2023 at 1.00 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 agendas are as follows:

Agenda 1 To Consider and Certify the Minutes of the 2023 Annual General Meeting of Shareholders, held on April 24th, 2023.

Comments from the Board of Directors: The Minute of the meeting were recorded correctly and completely. (Details in the enclosed document item 1.), The Meeting duly considered and unanimously resolved to adopt and approve the Minute of the 2023 Annual General Meeting of Shareholders, which was held on April 24th, 2023.

Agenda 2 To Consider and Approve the Cancellation of the Resolution of the Extraordinary General Meeting of Shareholders No. 2/2022 held on 16 September 2022, Re: the Issuance and Offer of the Convertible Debenture to the Existing Shareholders in Proportion to Their Shareholding (Right Offering) and Cancellation of the Resolution of the 2023 Annual General Meeting of Shareholders, Held on 24 April 2023 for the Certain Matter, Re: the Allocation of the Issued Ordinary Shares to Accommodate the Issuance and Offer of the Convertible Debenture to the Existing Shareholders in Proportion to Their Shareholding (Right Offering).

Comments from the Board of Directors: It was deemed appropriate to approve the cancellation of the issuance and offering of convertible bonds to the Company's existing shareholders in proportion to their shareholding, in an amount not exceeding 864,788 units, to the Company's existing shareholders who are entitled to receive allocations in proportion to their shareholding according to the resolution of the Extraordinary General Meeting of Shareholders No. 2/2022, held on September 16th, 2022, as the convertible debentures have not yet been issued and offered for sale and expire on September 16th, 2023, and cancellation of the allocation of the issued ordinary shares to accommodate the issuance and offer of the convertible debenture to the existing shareholders in proportion to their shareholding.

Agenda 3 To Consider and Approve the Decrease of the Company's Registered Capital by Canceling the Unissued Ordinary Shares of the Company and the Amendment of Clause 4 of the Company's Memorandum of Association to Reflect the Reduction of the Company's Registered Capital.

Clause 4.	Registered Capital	1,292,092,231	Baht	(One Billion Two Hundred Ninety-Two Million Ninety-Two Thousand Two Hundred and Thirty-One Baht)
	Divided to	2,584,184,462	Shares	(Two Billion Five Hundred Eighty-Four Million One Hundred Eighty-Four Thousand Four Hundred and Sixty-Two Shares)
	Par Value	0.50	Baht	(Fifty Satang)



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Dividend into

Ordinary share 2,584,184,462 Shares (Two Billion Five Hundred Eighty-Four Million One Hundred Eighty-Four Thousand Four Hundred and Sixty-Two Shares)

Preferred share -None-

Comments from the Board of Directors: Due to that the Company has unissued ordinary shares as follows: (1) Ordinary shares to increase capital to existing shareholders in proportion to their shareholding (Right Offering) which has expired. (2) Accommodate the exercise of the warrant to purchase newly issued ordinary shares of the Company No. 9 (CIG-W9) and No. 10 (CIG-W10) remaining from the offering to shareholders who have received rights. (3) The Convertible Debentures offered 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 16th, 2022. To be consistent with the company's current the company paid-up capital, It was deemed appropriate to approve the decrease of the Company's registered capital at the amount of 657,713,208.50 baht from the registered capital of 1,949,805,439.50 baht to the new registered capital of 1,292,092,231 baht by cancelling 1,315,426,417 unsold ordinary shares with par value of 0.50 baht per share and approve to amend the Memorandum of Association of the Company Clause 4 to be in line with the reduction of registered capital.

Agenda 4 To Consider and Approve the Issuance and Offering of Newly Issued Convertible Debentures to Specific Investors.

Comments from the Board of Directors: It was deemed appropriate to approve the issuance and offering of newly issued convertible debentures of the Company ("Convertible Debentures") by determining the total offered value of, not exceeding, 400,000,000 baht by private placement to Sycamore Capital SPC, acting for and on behalf of and for the account of Sycamore Equity Fund SP (subscriber), which are not connected persons of the Company. However, the conversion price of the Convertible Debentures must not be lower than 90% of the market price whereas the market price is calculated based on the weighted average price of the Company's shares trading on the Market for Alternative Investment (mai) for not less than 7 consecutive business days, but not more than 15 consecutive business days prior to the day the debenture holders exercise their conversion rights. The company will use the money received from the issuance and offering of convertible bonds as reserve funds for repayment of loans and as working capital for the business, including the business expansion of the Company and its subsidiaries in the future. As the details appear, summary of the terms and conditions of the Convertible Debentures (Attachment 2). In this regard, the shareholders' meeting would like to authorize the Board of Directors, executives and/or persons assigned by the Board of Directors to have the authority to take any action relating to the allocation of the newly issued convertible debentures to such specific investors.

Agenda 5 To Consider and Approve the Increase of the Company's Registered Capital and the Amendment of Clause 4 of the Company's Memorandum of Association to Reflect the Increase of the Company's Registered Capital.

As follows:

Clause 4. Registered Capital 1,561,278,440.50 Baht (One Billion Five Hundred Sixty-One Million Two Hundred Seventy-Eight Thousand Four Hundred Fourty Baht Fifty Satang)



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Dividend to	3,122,556,881	Shares	(Three Billion One Hundred Twenty-Two Million Five Hundred Fifty-Six Thousand Eight Hundred Eighty-One shares)
Par Value	0.50	Baht	(Fifty Satang)
Dividend into			
Ordinary share	3,122,556,881	Shares	(Three Billion One Hundred Twenty-Two Million Five Hundred Fifty-Six Thousand Eight Hundred Eighty-One shares)
Preferred share	-None-		

Comments from the Board of Directors: It was deemed appropriate to approve to propose to the Meeting of Shareholders to consider and approve the increase of the Company's registered capital by 269,186,209.50 baht from the existing registered capital of 1,292,092,231 baht to the new registered capital of 1,561,278,440.50 baht by issuing, not exceeding, 538,372,419 newly issued ordinary shares at the par value of 0.50 baht per share, to accommodate the conversion rights of the Convertible Debentures issued and offered for sale to specific investors, as detailed in the Capital Increase Report Form (F53-4) (Attachment 3), and it was deemed appropriate to approve the amendment of Clause 4 of the Company's Memorandum of Association to reflect the increase of the Company's registered capital.

Agenda 6 To Consider and Approve the Allocation of Newly Issued Ordinary Shares to Accommodate the Exercise of the Convertible Debentures that Issued and Offered to Specific Investors.

Comments from the Board of Directors: It was deemed appropriate to approve the issuance and allocation of the newly issued ordinary shares, whether once or several times, not exceeding 538,372,419 shares with the par value of 0.50 baht per share to accommodate the conversion rights of the Convertible Debentures issued and offered to Sycamore Capital SPC, acting for and on behalf of and for the account of Sycamore Equity Fund SP (subscriber), which are not connected persons of the Company in accordance to the Connected Transaction Notifications

Agenda 7 To Consider and Approve the Issuance and Offering of Debentures in the Amount of 6,000 Million Baht (Six Billion Baht) (or Equivalent Value in Other Currencies) to the Approval of the Amount for Create Debts to Support Projects and/or Working Capital and/or to Generate All Forms of Income. Including a Guarantee for a Credit Line for Subsidiaries and/or Associates and/or Project Customers in the Amount of 6,000 Million Baht (Six Billion Baht) (or the Equivalent Value in Other Currencies) to Support Projects that Generate Income for the Company and/or Its Subsidiaries and/or Associated Companies and/or Project Customers.

Comments from the Board of Directors: It was deemed appropriate to approve the issuance and offering of debentures in the amount 6,000 million baht (six billion baht) (or equivalent value in other currencies) of the resolution of the Extraordinary General Meeting of Shareholders No. 2/2022 held on 16 September 2022, to the approval of the amount for create debts to support projects and/or working capital and/or to generate all forms of income. Including a guarantee for a credit line for subsidiaries and/or associates and/or project customers in the amount of 6,000 million baht (six billion baht) (or the equivalent value in other currencies) to support projects that generate income for the Company and/or its subsidiaries and/or associated companies and/or project customers.



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In addition to consider and authorize the Board of Directors and/or other persons who are entrusted by the Board of Directors to be entitled to consider and determine details and other conditions in relation to the provision of debt limits, to support projects and/or working capital and/or to create all forms of income. Including guarantees of credit lines for subsidiaries and/or associated companies and/or project customers.

This includes but is not limited to in the case of issuing debt instruments, such as name of debt instrument, type of offering of debt instrument, the amount of the debt instruments to be issued and offered for sell in each series, type of debt instrument, collateral, offering price per unit, term of maturity, redemption period, early redemption conditions, interest rate, principal and interest payment method, allocation method and details of the offering, etc.

This includes the registration of such debt instruments with the Thai Bond Market Association or other secondary market, having the power to apply for approval from the relevant agency and appointing the advisors or relevant parties for the issuance and offering of debt instruments as well as negotiation, agreement and execution of related documents and contracts as well as taking any action necessary and relating to the issuance and offering of debt instruments.

Agenda 8 To Consider other Matters (if any)

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

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 7) to present to the company prior to attend the meeting.

The shareholders could authorize an Independent Director as named in the Attachment 4 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.

September 13th, 2023 is the record date set by the Company for determination of the shareholders entitled to attend the Extraordinary General Meeting No.2/2023.

We would like to invite the shareholders to join the Extraordinary General Meeting No.2/2023 on Monday, October 9th, 2023 at 13.00 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.

Yours Sincerely,

Pol. Gen.

(Prung Boonpadung)

Chairman of the Board of Directors

Company Secretary

Tel: 0-2976 5290-9

Facsimiles: 0-2598-2331-2



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Minute of Annual General Meeting for the Year 2023

C.I. Group Public Company Limited

Monday 24th, April 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 Monday 24th, April, 2023 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 Company Secretary, Ms. Wanphen Khaosuwana, 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 8 Directors of the Company (100% of all directors), 1 Executive Management of the Company, 1 Auditor, 1 Legal Advisor 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 | Independent Director and Chairman of Audit Committee |
| 4. | Mr. Taweesak Wangkorkiat | Director and Executive Director |
| 5. | Mr. Theera Poomsanoh | Director and Executive Director |
| 6. | Mr. Banjoed Jareyanukija | Director (Online) |
| 7. | Mr. Bannat Nakaphan | Director, Managing Director and Chief Financial Officer |
| 8. | 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 |
|----|----------------------------|--------------------------|

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 Mr. Nattapat Wangkorkiat, a shareholder, as an auditor for votes counting of the shareholders or proxies who attend the meeting.

The meeting was recorded by video media at all times.

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 26 shareholders presented in person and by proxy, altogether hold 619,397,302 shares or equivalent to 35.72 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 2023 and proposed the meeting to consider the matters on the following agenda.

Agenda 1 To Consider and Adopt the Minutes of the Extraordinary General Meeting of Shareholders No.1/2023, Which was Held on March 10, 2023.

The Chairman requested the meeting to certify the minute of the Extraordinary General Meeting of Shareholders No.1/2023, 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.1/2023 on March 10th, 2023.

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.1/2023 on March 10th, 2023.

Approved	1,067,947,703	votes	equivalent to	100.00000%
Disapproved	0	votes	equivalent to	0.00000%
Abstained	0	votes	equivalent to	-
Void	0	votes	equivalent to	-

Remark: In this agenda, there was 6 additional shareholder with 448,550,401 shares attended the Meeting.

Agenda 2 To Consider and Acknowledge the Company's Operation Results for the Year 2022.

The Board assigned Mr. Bannat Nakaphan, Managing Director, to summarize the results of the company's business operation for the fiscal year 2022 for acknowledgement of the meeting as follows:

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

Unit: Million Baht

Comparing Statements of Comprehensive Income of the Company and Subsidiaries Between the Year Ended December 31, 2022 and 2021			
	2022	2021	% Increase (decrease)
Current Assets	379.930	362.254	4.879
Total Assets	778.526	864.324	(9.927)
Current Liabilities	605.771	559.728	8.226
Total Liabilities	667.701	624.555	6.908
Total Shareholders' Equity	110.825	239.770	(53.779)
Total Revenues	1,027.174	1,098.709	(6.511)
Cost of sales and services	885.844	970.398	(8.713)
Gross Profit	141.330	128.311	10.146
Selling Expenses	66.980	69.990	(4.301)
Administrative Expenses	162.714	123.401	31.858
Profit (Loss) for the years	(124.567)	(142.133)	12.359
Basic Earnings (Loss) Per Share	(0.1417)	(0.1641)	13.650



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Chairman informed to the meeting regarding progress of Anti-Corruption project which the company has been certified as a member of the Private Sector Collective Action Coalition against Corruption (CAC) since 2018. The company has consistently complied with the anti-corruption policy. In 2022, The Company has not been complained about the policy.

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

There is no question; the Chairman proposed to the meeting to consider and acknowledge the Company's operation results for the year 2022 without any resolution.

Resolution: After due consideration, the meeting acknowledges the result of business operation of the company for the fiscal year 2022.

Agenda 3 To Consider and Approve the Financial Statement (Balance Sheet) and Comprehensive Income Statement (Profit and Loss Account) Ended December 31, 2022.

Ms. Wanphen Khaosuwan, 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 2022 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 2022 in the Form 56-1 One Report (page 119), QR Code, which were enclosed with the meeting invitation.

Chairman proposed to the meeting to approve the financial statement of the financial year ended December 31st, 2022. Prior to vote, the chairman asked if shareholders have questions.

There is no further question, the Chairman concluded that the meeting to approve the financial statement of the financial year ended December 31st, 2022.

Resolution: After due consideration, the meeting resolved that the financial statement of the financial year ended December 31st, 2022 be approved.

Approved	1,067,947,903	votes	equivalent to	100.00000%
Disapproved	0	votes	equivalent to	0.00000%
Abstained	0	votes	equivalent to	-
Void	0	votes	equivalent to	-

Remark: In this agenda, there was 1 additional shareholder with 200 shares attended the Meeting.



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Agenda 4 To Consider and Approve the Suspension of Dividend Payment for the Year 2022.

Ms. Wanphen Khaosuwan, the Company Secretary, informed the shareholders that the Board of Directors resolved that the payment of dividend from the performance of the 2022 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 2022, the Chairman then proposed to consider and approve not paying dividend for the operation of the year 2022.

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 2022.

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 2022 as per the following number of votes:

Approved	1,067,947,903	votes	equivalent to	100.000000%
Disapproved	0	votes	equivalent to	0.000000%
Abstained	0	votes	equivalent to	-
Void	0	votes	equivalent to	-

Agenda 5 To Consider and Approve the Remuneration of Directors and Meeting Allowance for the Year 2023.

Ms. Wanphen Khaosuwan, 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 2023 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, without any benefit other than monetary compensation, 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 2022, 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 3,625,000 baht, details as follows

Directors' Remuneration for 2022			
	Gratuity (Baht)	Meeting Allowance (Baht)	Amount (Baht)
1. Directors	2,625,000.00	440,000.00	3,065,000.00
2. Audit Committee	485,000.00	75,000.00	560,000.00
Total	3,110,000.00	515,000.00	3,625,000.00

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 2023.

Resolution: The meeting resolved to approve the annual remuneration and meeting allowance of the Directors and the Audit Committee for the year 2023 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 employees or staff of the company which should be proposed to the Board of Directors for approval.

The meeting approved with the majority number of votes detailed is as follows:

Approved	1,067,949,123	votes	equivalent to	100.0000%
Disapproved	0	votes	equivalent to	0.0000%
Abstained	0	votes	equivalent to	0.0000%
Void	0	votes	equivalent to	0.0000%

Remark: In this agenda, there was 2 additional shareholder with 1,220 shares attended the Meeting.

Agenda 6 To Consider and Approve the Appointment of an Auditor and Determine the Audit Fee for the Year 2023.

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 2023 to the shareholders for approval in this meeting. The details are 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, Miss Kanyanan Punyawiwat, Mr. Burin Prasongsamrit, (CPA Registration No.4663, 4664, 5369, 12733 and 12879 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 2023. 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 auditor will also audit the company's subsidiary.

- Setting the auditing fee for the year 2023 at the total amount of Baht 1,000,000 (exclusive of other service fees). The details of payments for auditor's fees in the year 2022 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.

The shareholder has question as follow:

- Mr. Hangchai Akkhawatsakul, a shareholder: How has the audit fee of the company increased or decreased compared to the previous year? In the opinion, the audit fee should be reduced because nowadays there is a computer processing system (AI) to help in auditing shorten the inspection time. The Company should state comparison of the audit fees of the previous year and the current year in the invitation letter clearly.

Ms. Wanphen Khaosuwana, the Company Secretary, answered to the question that the audit fee for the year 2022 was 1,120,000 baht and for the year 2023 will be in the amount of 1,000,000 baht, with a decrease of 10.71 percent. Due to suggestion, the company will clearly show the comparison of the audit fee in the Invitation Letter next year.

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 2023.

Resolution: The meeting resolved to approve the appointment of such auditors and auditing fees for the financial year 2023. The details are as follows:

- Appointment of auditors from Sam Nak-Ngan A.M.C. Co.,Ltd. namely, Mr. Ampol Chamnongwat, Miss Praphasri Leelasupha, Mr. Naris Saowalagsukul, Miss Kanyanan Punyawiwat, Mr. Burin Prasongsamrit, (CPA Registration No.4663, 4664, 5369, 12733 and 12879 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 2023.

- Setting the auditing fee for the year 2023 at the total amount of Baht 1,000,000 (exclusive of other service fees).

The meeting approved with the majority number of votes detailed is as follows:

Approved	1,067,949,123	votes	equivalent to	100.0000%
Disapproved	0	votes	equivalent to	0.0000%
Abstained	0	votes	equivalent to	-
Void	0	votes	equivalent to	-

Agenda 7 To Consider and Approve the Election of New Director.

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 Ms. Yaowarote Klinboon and Ms. Pimonyupa Suvarnajata, The company has been preparing for adjustment of the management strategy which will invest in a variety of businesses which are more complex in term of management and business itself.

The Board of Directors considered thoroughly on suitability which necessary to the company management inclusive with qualification knowledge capability and skill as required for Director's position.

The Chairman proposed to the meeting election of Independent Directors namely:

- Ms. Yaowarote Klinboon Director / Independent Director
- Ms. Pimonyupa Suvarnajata Director / Independent Director

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 person by person.

Resolution: After due consideration, the meeting resolved to elected the Directors, 2 persons as nominated by the Board of Directors namely Ms. Yaowarote Klinboon and Ms. Pimonyupa Suvarnajata.

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



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1. Ms. Yaowarote Klinboon Director / Independent Director

Approved	1,067,949,123	votes	equivalent to	100.00000%
Disapproved	0	votes	equivalent to	0.00000%
Abstained	0	votes	equivalent to	-
Void	0	votes	equivalent to	-

2. Ms. Pimonyupa Suvarnajata Director / Independent Director

Approved	1,067,949,579	votes	equivalent to	100.00000%
Disapproved	0	votes	equivalent to	0.00000%
Abstained	0	votes	equivalent to	-
Void	0	votes	equivalent to	-

Remark: In this agenda, there was 1 additional shareholder with 456 shares attended the Meeting.

Agenda 8 To Consider and Approve the Issuance and Offering for Sale of 289,030,750 Units of Warrants Representing the Right to Purchase Ordinary Shares of C.I. Group PCL. No. 9 (CIG-W9) ("Warrants W9"), to the Existing Shareholders According to Their Shareholding Proportions.

The Company Secretary, informed the shareholders that the Board of Directors resolved which will give the Company flexibility and financial readiness for the business operations of the Company and its subsidiaries in the future. The Board of Directors resolved to propose to the meeting to approve the issuance and offering of CIG-W9 of the Company in the amount 289,030,750 units, to the existing shareholders according to their shareholding proportions at the allocation ratio of 6 existing ordinary shares to 1 unit of the warrants (if there is a fraction, it will be discarded).

The number of shares issued for the exercise of CIG-W9 will not exceed 50 percent of the paid up capital, the Board of Directors and/or the Executive Committee and/or the person assigned by the Board of Directors and/or Executive Committee is Authorized Directors to have the power to consider and adjust any conditions and details of CIG-W9. The details are shown in Details of CIG-W9 offering (Attachment 6). The record date for eligible shareholders who have the right to receive CIG-W9 is on March 27, 2023. The issuance and offering of CIG-W9 will be effective after the approval of the Annual General Meeting of Shareholders' 2023.

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

The shareholder has question as follow:



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- Mr. Hangchai Akkhawatsakul, a shareholder, asks that since in the past the Company had issued warrants several times, let's share whether if there is any warrant that has not expired or not?

Ms. Wanphen Khaosuwan, the Company Secretary, answered to the question that all of the warrants to purchase ordinary shares of the Company has expired and the company has already registered the capital reduction for all unexercised rights.

There is no other question, the Chairman then proposed to the meeting to approve issuance and offering of CIG-W9 to existing shareholders of the Company at THB 0 (Zero Baht) in the amount 289,030,750 units and authorize the Board of Directors and/or the Executive Committee and/or persons assigned by the Board of Directors and/or Executive Committee to have the power to determine and amend conditions and other details necessary and appropriate in relation to the issuance and offering of CIG-W9 Warrants

Resolution: After due consideration, the meeting resolved to approve issuance and offering of CIG-W9 to existing shareholders of the Company at THB 0 (Zero Baht) in the amount 289,030,750 units at the ratio of 6 existing ordinary share: 1 unit of CIG-W9 at THB 0 (Zero Baht) (delete any fraction). CIG-W9 is 5 years from the issuance date. The exercise ratio is 1 (one) units of CIG-W9: 1 (one) new shares at 0.50 Baht per share with details as per proposed everything and authorize the Board of Directors and/or the Executive Committee and/or persons assigned by the Board of Directors and/or Executive Committee to have the power to determine and amend conditions and other details necessary and appropriate in relation to the issuance and offering of CIG-W9 Warrants by votes as follows:

Approved	1,107,979,579	votes	equivalent to	100.00000%
Disapproved	0	votes	equivalent to	0.00000%
Abstained	0	votes	equivalent to	-
Void	0	votes	equivalent to	-

Remark: In this agenda, there was 2 additional shareholder with 40,030,000 shares attended the Meeting.

Agenda 9 To Consider and Approve the Issuance and Offering for Sale of 144,515,375 Units of Warrants Representing the Right to Purchase Ordinary Shares of C.I. Group PCL. No. 10 (CIG-W10) ("Warrants W10"), to the Existing Shareholders Who Subscribe for and Receive Allocations of Newly-Issue Ordinary Shares According to Their Shareholding Proportions.

The Company Secretary, informed the shareholders that the Board of Directors resolved which will give the Company flexibility and financial readiness for the business operations of the Company and its subsidiaries in the future. The Board of Directors resolved to propose to the meeting to approve the issuance and offering of CIG-W10 of the Company in the amount 144,515,375 units, to the existing shareholders who subscribe for and receive allocations of newly-issue ordinary shares according to their shareholding proportions at the allocation ratio of 6 existing ordinary shares to 1 unit of the warrants (if there is a fraction, it will be discarded).



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The number of shares issued for the exercise of CIG-W10 will not exceed 50 percent of the paid up capital, the Board of Directors and/or the Executive Committee and/or the person assigned by the Board of Directors and/or Executive Committee is Authorized Directors to have the power to consider and adjust any conditions and details of CIG-W10. The details are shown in Details of CIG-W10 offering (Attachment 7). The record date for eligible shareholders who have the right to receive CIG-W10 is on May 2, 2023. The issuance and offering of CIG-W10 will be effective after the approval of the Annual General Meeting of Shareholders' 2023.

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 issuance and offering of CIG-W10 to the existing shareholders who subscribe for and receive allocations of newly-issue ordinary shares according to their shareholding proportions at THB 0 (Zero Baht) in the amount 144,515,375 units and authorize the Board of Directors and/or the Executive Committee and/or persons assigned by the Board of Directors and/or Executive Committee to have the power to determine and amend conditions and other details necessary and appropriate in relation to the issuance and offering of CIG-W10 Warrants

Resolution: After due consideration, the meeting resolved to approve issuance and offering of CIG-W10 to the existing shareholders who subscribe for and receive allocations of newly-issue ordinary shares according to their shareholding proportions at THB 0 (Zero Baht) in the amount 144,515,375 units at the ratio of 6 existing ordinary share: 1 unit of CIG-W10 at THB 0 (Zero Baht) (delete any fraction). CIG-W10 is 5 years from the issuance date. The exercise ratio is 1 (one) units of CIG-W10: 1 (one) new shares at 0.50 Baht per share with details as per proposed everything and authorize the Board of Directors and/or the Executive Committee and/or persons assigned by the Board of Directors and/or Executive Committee to have the power to determine and amend conditions and other details necessary and appropriate in relation to the issuance and offering of CIG-W10 Warrants by votes as follows:

Approved	1,107,979,579	votes	equivalent to	100.00000%
Disapproved	0	votes	equivalent to	0.00000%
Abstained	0	votes	equivalent to	-
Void	0	votes	equivalent to	-

Agenda 10 To Consider and Approve a Decrease in the Company's Registered Capital in the Amount of THB 862,484,771.50, From THB 1,729,577,023 to THB 867,092,251.50, by Way of Deducting 1,724,969,543 Unpaid and Unissued Ordinary Shares, at the Par Value of THB 0.50 Per Share, and the Amendments to Clause 4 of the Memorandum of Association of the Company, to Make It Consistent With the Company's Increased Registered Capital.

The Company Secretary, informed the shareholders that the Board of Directors resolved the Company currently has 1,724,969,543 authorized but unissued shares as follows:



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

บริษัท ซี.ไอ. กรุ๊ป จำกัด (มหาชน)

ATTACHMENT 1

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Reduce the Registered Capital	Share	Number of share (share)	Par value (Baht : Share)	Registered capital (Baht)	Remarks
reserved to accommodate the offering to the existing shareholders proportionate to their respective shareholdings	Ordinary shares	860,181,543	0.50	430,090,771.50	the resolutions of the Extraordinary General Meeting of Shareholders No. 2/2023 held on 16 September 2022
the convertible bonds	Ordinary shares	864,788,000	0.50	432,394,000.00	the resolutions of the Extraordinary General Meeting of Shareholders No. 2/2023 held on 16 September 2022
Total		1,724,969,543		862,484,771.50	

The Board of Directors resolved that the approve a decrease in the Company's registered capital from THB 1,729,577,023 to THB 867,092,251.50, by way of deducting 1,724,969,543 unpaid and unissued ordinary shares, at the par value of THB 0.50 per share, and the amendments to clause 4 of the Memorandum of Association of the Company, to make it consistent with the Company's decreased registered capital as follow:

Clause 4.	Registered capital	867,092,251.50 Baht	(Eight hundred and sixty-seven million ninety-two thousand two hundred and fifty-one baht and fifty satang)
	Divided into	1,734,184,503 Shares	(One billion seven hundred and thirty-four million one hundred and eighty-four thousand five hundred and three shares)
	Par value	0.50 Baht	(Fifty satang)
	Divided into		
	Ordinary shares	1,734,184,503 Shares	(One billion seven hundred and thirty-four million one hundred and eighty-four thousand five hundred and three shares)
	Preference shares	None	None



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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 a decrease in the Company's registered capital from THB 1,729,577,023 to THB 867,092,251.50 and the amendments to clause 4 of the Memorandum of Association of the Company

Resolution: After due consideration, the meeting resolved to approve a decrease in the Company's registered capital from THB 1,729,577,023 to THB 867,092,251.50, by way of deducting 1,724,969,543 unpaid and unissued ordinary shares, at the par value of THB 0.50 per share, and the amendments to clause 4 of the Memorandum of Association of the Company, to make it consistent with the Company's decreased registered capital by votes as follows:

Approved	1,107,979,579	votes	equivalent to	100.00000%
Disapproved	0	votes	equivalent to	0.00000%
Abstained	0	votes	equivalent to	0.00000%
Void	0	votes	equivalent to	0.00000%

Agenda 11 To Consider and Approve an Increase in the Company's Registered Capital in the Amount of THB 1,082,713,188, From THB 867,092,251.50 to THB 1,949,805,439.50, by Way of Issuing 2,165,426,376 Newly-Issued Ordinary Shares, at the Par Value of THB 0.50 Per Share, and the Amendments to Clause 4 of the Memorandum of Association of the Company, to Make It Consistent With the Company's Increased Registered Capital.

The Company Secretary, informed the shareholders that the Board of Directors resolved to reserve for the issuance and offering of warrants CIG-W9 in the amount of 289,030,750 shares, for the issuance and offering of warrants CIG-W10 in the amount of 144,515,375 shares, to allocation of ordinary shares to the existing shareholders proportionate to their respective shareholding in the amount of 867,092,251 shares and to reserve for the convertible debentures in the amount of 864,788,000 shares (according to the resolution of the Extraordinary General Meeting of Shareholders No. 2/2022 held on September 16, 2022) with a par value of THB 0.50 per share

The Board of Directors resolved that the approve an increase in the Company's registered capital in the amount of THB1,082,713,188 from THB867,092,251.50 to THB1,949,805,439.50, by way of issuing 2,165,426,376 newly issued ordinary shares, at the par value of THB 0.50 per share, representing an increase in registered capital of THB1,082,713,188 and the amendments to clause 4 of the Memorandum of Association of the Company, to make it consistent with the Company's increase registered capital as follow:



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Clause 4.	Registered capital	1,949,805,439.50	Baht	(One billion nine hundred and forty-nine million eight hundred and five thousand four hundred and thirty-nine baht and fifty satang)
	Divided into	3,899,610,879	Shares	(Three billion eight hundred and ninety-nine million six hundred and ten thousand eight hundred and seventy-nine shares)
	Par value	0.50	Baht	(Fifty satang)
	Divided into			
	Ordinary shares	3,899,610,879	Shares	(Three billion eight hundred and ninety-nine million six hundred and ten thousand eight hundred and seventy-nine shares)
	Preference shares	None	None	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 approve an increase in the Company's registered capital from THB 867,092,251.50 to THB 1,949,805,439.50 and the amendments to clause 4 of the Memorandum of Association of the Company

Resolution: After due consideration, the meeting resolved to approve an increase in the Company's registered capital from THB 867,092,251.50 to THB 1,949,805,439.50, by way of issuing 2,165,426,376 newly issued ordinary shares, at the par value of THB 0.50 per share, and the amendments to clause 4 of the Memorandum of Association of the Company, to make it consistent with the Company's increased registered capital by votes as follows:

Approved	1,107,979,579	votes	equivalent to	100.00000%
Disapproved	0	votes	equivalent to	0.00000%
Abstained	0	votes	equivalent to	0.00000%
Void	0	votes	equivalent to	0.00000%

Agenda 12 To Consider and Approve the Allocation of the Company's Newly-Issued Ordinary Shares.

The Company Secretary, informed the shareholders that the Board of Directors resolved to approve the allocate 2,165,426,376 newly issued ordinary shares, with a par value of THB 0.50 per share, as follow:



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(1) To allocate 289,030,750 newly issued ordinary shares, with a par value of THB 0.50 per share, to accommodate the exercise of 289,030,750 units of the Warrants W9 to be allocated to the existing shareholders proportionate to their respective shareholdings at no cost and at the allocation ratio of six existing issued ordinary shares to one unit of the warrants (any fraction of the warrants from the calculation of the warrants allocation ratio shall be disregarded), where the Board of Directors and/or the Executive Committee and/or any person authorized by the Board of Directors and/or the Executive Committee shall be authorized to undertake actions in connection with the allocation of the newly issued ordinary shares to accommodate the exercise of the Warrants W9, including, but not limited, to: (a) signing applications, documents, and evidence that are necessary for and relevant to such allocation of the newly issued ordinary shares, including contacting and filing such applications and supporting documents and evidence with governmental agencies or relevant bodies in connection with such allocation of the newly issued ordinary shares, as well as listing such newly issued ordinary shares on the SET; and (b) take any other actions that are necessary and appropriate in connection with such allocation of the newly issued ordinary shares

(2) To allocate 867,092,251 newly issued ordinary shares, with a par value of THB 0.50 per share, to the existing shareholders proportionate to their respective shareholdings at the allocation ratio of two existing ordinary shares to one newly issued ordinary share. In addition, the Company has determined the offering price of the newly issued ordinary shares to the existing shareholders proportionate to their respective shareholdings at THB 0.50 per share, where the date for determining of the names of shareholders entitled to be allocated the newly issued ordinary shares was scheduled on 2 May 2023 and the dates for the subscription of newly issued ordinary shares were scheduled during 24 May 2023 and 7 June 2023 (totaling ten business days), and where the Board of Directors and/or the Executive Committee and/or any person authorized by the Board of Directors and/or the Executive Committee shall be authorized to undertake actions in connection with the allocation of the newly issued ordinary shares, including, but not limited, to: (a) determining and amending the details with respect to the allocation of the newly issued ordinary shares, e.g., method for the allocation of the newly issued ordinary shares whether in single or sequential allocations, offering period, offering price, payment conditions, and any other conditions and details in connection with the allocation of the newly issued ordinary shares; (b) entering into negotiations and agreements, executing the relevant documents and agreements, executing applications, waivers, and any other documents and evidence necessary for and relevant to said allocation of the newly issued ordinary shares, including providing information and submitting documents and evidence to the Office of the Securities and Exchange Commission, the SET, Thailand Securities Depository Company Limited, the Ministry of Commerce, or other relevant agencies, and listing the newly issued ordinary shares on the SET; and (c) undertaking any other actions necessary for and relevant to said allocation of the newly issued ordinary shares, including the appointment of attorneys-in-fact to undertake actions in (b) to (c)



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(3) To allocate 144,515,375 newly issued ordinary shares, with a par value of THB 0.50 per share, to accommodate the exercise of 144,515,375 units of the Warrants W10 to be allocated to the existing shareholders who have subscribed for and been allocated the newly issued ordinary shares proportionate to their respective shareholdings at no cost and at the allocation ratio of six existing ordinary shares to one unit of the warrants (any fraction of the warrants from the calculation of the warrants allocation ratio shall be disregarded), where the Board of Directors and/or the Executive Committee and/or any person authorized by the Board of Directors and/or the Executive Committee shall be authorized to undertake actions in connection with the allocation of the newly issued ordinary shares to accommodate the exercise of the Warrants W10, including, but not limited, to: (a) signing applications, documents, and evidence that are necessary for and relevant to such allocation of the newly issued ordinary shares, including contacting and filing such applications and supporting documents and evidence with governmental agencies or relevant bodies in connection with such allocation of the newly issued ordinary shares, as well as listing such newly issued ordinary shares on the SET; and (b) take any other actions that are necessary and appropriate in connection with such allocation of the newly issued ordinary shares

(4) To allocate 864,788,000 newly issued ordinary shares, with a par value of THB 0.50 per share, to accommodate up to 864,788 units of the convertible bonds in accordance with the resolutions of the Extraordinary General Meeting of Shareholders No. 2/2022 held on 16 September 2022, at the offering price of THB 1,000 per one unit of the convertible bonds and at the total offering price of up to THB 864,788,000, offered to the existing shareholders proportionate to their respective shareholdings, at the conversion ratio of one unit of the convertible bonds to 1,000 ordinary shares and at the conversion price of THB 1 per share, where the Board of Directors and/or the Executive Committee and/or any person authorized by the Board of Directors and/or the Executive Committee shall be authorized to undertake any actions in connection with the allocation of the convertible bonds and the newly issued ordinary shares to accommodate the convertible bonds, including, but not limited, to determining the details with respect to the allocation of the convertible bonds and the newly issued ordinary shares to accommodate the convertible bonds, e.g., method for the allocation of the convertible bonds and the newly issued ordinary shares to accommodate the convertible bonds whether in single or sequential allocations, offering period, offering price, payment conditions, and any other conditions and details in connection with such allocation.

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

The shareholder has question as follow:

- Mr. Hangchai Akkhawatsakul, a shareholder, asked the following question:

- 1.) How does the warrants to purchase ordinary shares of the Company No. 10 (CIG-W10) be subscribed? How is it different from CIG-W9?



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Mr. Karinvich Olivero, legal advisor, answered to the question that the CIG-W9 is a warrant allocated to existing shareholders of the Company in proportion to their shareholding with free of charge whereas the date for determining the names of shareholders entitled to be allocated the Warrants W9 (Record Date) was on 27 March 2023. CIG-W10 are warrants allocated to existing shareholders who subscribe and are allocated newly issued ordinary shares in proportion to their shareholding with free of charge while the date for determining the names of shareholders entitled to be allocated the Warrants W10 (Record Date) will be on 2 May 2023.

- 2.) Why has the list of shareholders who are entitled to be allocated W9 Warrants (Record Date) on March 27, 2023, which has not yet been approved by the shareholders' meeting? By that may cause the rights of shareholders to be unequal. Therefore, it should be approved by the shareholders' meeting first which will make determination of any rights for shareholders after approval in the meeting much clearer. In addition, at the shareholders' meeting, it is still uncertain whether it will be approved. Therefore, in order to maintain the rights of minority shareholders and practice correctly according to good governance principles the company should consider determining any rights after get approval from the shareholders' meeting.

Ms. Yaowarote Klinboon answered to the question that the SET and the SEC have given listed companies an opportunity to set the record date of any entitlement prior to approval from the shareholders' meeting. But there must be a statement clearly stating that "The Record Date will be effective upon approval from the shareholders' meeting only." The Company has an objective to set the Record Date of CIG-W9 to be March 27, 2023 prior to get approved by the meeting. In order to give the right to the existing shareholders of the company who are not the new shareholders to exercise the rights of the newly issued ordinary shares (RO) and if in the future the company will designate the rights to the shareholders again. It will be done after it has been approved by the shareholders' meeting.

There is no other question, the Chairman then proposed to the meeting to approve an increase in the Company's registered capital from THB 867,092,251.50 to THB 1,949,805,439.50 and the amendments to clause 4 of the Memorandum of Association of the Company

Resolution: After due consideration, the meeting resolved to approve the allocation of the Company's newly-issued ordinary shares not exceed 2,165,426,376 shares, with a par value of THB 0.50 per share, to accommodate the exercise of the rights under the Warrants W9 to the existing shareholders proportionate to their respective shareholdings, to the existing shareholders proportionate to their respective shareholdings, to accommodate the exercise of the rights under the Warrants W10 to the existing shareholders who have subscribed for and been allocated the newly issued ordinary shares proportionate to their respective shareholdings and to accommodate the convertible bonds in accordance with the resolutions of the Extraordinary General Meeting of



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Shareholders No. 2/2022 held on 16 September 2022, and the authorization of the Board of Directors and/or the Executive Committee and/or any person authorized by the Board of Directors and/or the Executive Committee to undertake actions in connection with the allocation of the newly issued ordinary shares of the Company by votes as follows:

Approved	1,107,979,579	votes	equivalent to	100.00000%
Disapproved	0	votes	equivalent to	0.00000%
Abstained	0	votes	equivalent to	-
Void	0	votes	equivalent to	-

Agenda 13 To Consider Other Matters (if any).

The Chairman provided times for open discussion.

- 1) Mr. Hangchai Akkhawatsakul, a shareholder, had additional recommendations regarding the agenda for the approval of the minutes, most listed companies do not have an agenda for certifying the minutes of the meeting, which is only an acknowledgment agenda and the SET, SEC considered the minutes of the meeting notified to shareholders through the information system of the Stock Exchange of Thailand within 14 days after the shareholders' meeting. If there is no objection, the report will be considered certified. The listed company therefore does not have to certify the minutes of the meeting at the shareholders' meeting again. However, on behalf of the Thai Shareholders Association still focusing on and requesting cooperation for listed companies to certify the minutes of the meeting at the shareholders' meeting and encouraged the organization of onsite meetings in order to preserve the rights of minority shareholders.
- 2) Mr. Kraiwan Katavanich, a shareholder, had additional recommendations suggestions for recording meeting minutes, that the company should record the minutes of the meeting completely In case of disputes at the meeting. The attendees offered their opinions on various matters until they could be concluded as a resolution in the meeting.

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.



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

ATTACHMENT 1

สำนักงานใหญ่ (HQ)
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The meeting adjourned at 15.00 hrs.

Pol.Gen.


(Prung Boonpadung)

Chairman



(MS. Wanphen Khaosuwan)

Company Secretary

**Summary of the Important Terms and Conditions of the Convertible Debentures
of C.I. Group Public Company Limited**

Heading	Details
Convertible Debentures Issuer	C.I. Group Public Company Limited (the “ Company ”)
Type of Convertible Debentures	Senior Unsecured Convertible Debentures with the conversion right to convert into the Company’s ordinary shares (“ Convertible Debentures ”).
Currency	Baht
Total amount of principal of the Convertible Debentures	Not exceeding 400,000,000 Baht divided into 2 tranches, as follows: (1) Convertible Debentures Tranche 1 has the value of not more than 200 million Baht divided into 40 sets, 5 million Baht per set. (2) Convertible Debentures Tranche 2 has the value of not more than 200 million Baht divided into 40 sets, 5 million Baht per set.
Conditions of the Issuance of Convertible Debentures	The Company will gradually issue the Convertible Debentures by tranche, each tranche, respectively. In each issuance of the tranche of Convertible Debentures, the Company will gradually issue each set in each tranche according to the agreement between Company and the Investors. The issuance of convertible debentures is subject to the completion of the conditions precedent which are: Permission from the Securities and Exchange Commission and other relevant agencies, including the terms and conditions of the Convertible Debentures.
Interest Rate	0% ¹
Term	3 years after the issuance date of the first Tranche
Payback Condition	Repay in lump sum after the maturity date of each Tranche according to the terms and conditions of each Convertible Debenture. In such, for each Tranche the term is 3 years after issuance of the first tranche. However, the outstanding CDs shall be converted on Maturity Date.
Early Redemption of Convertible Debentures	The Convertible Debentures holders may or may not have rights to redeem the Convertible Debentures before its maturity date and/or the Convertible Debentures issuer may or may not have rights to redeem the Convertible Debentures before its maturity date too. The redemption has to be followed by the terms and conditions of each Convertible Debentures in accordance with the rules, regulations, laws, and/or permissions from related authorized governmental agencies.

¹ As a result of Sycamore Capital SPC (“the Fund” or the “Investor”), the main investment objective is to purchase debentures to convert them into the Company’s common shares. At a price that is 10 percent discount from the market price, therefore, the benefits that the fund expected to receive is profit from stock prices (Capital Gain). As a result, income from interest on debentures is not significant for the fund’s investment. Therefore, the fund sets the interest rate on convertible debentures at 0 percent.

Heading	Details
Conversion Ratio	Principle amount of the Convertible Debentures divided by the conversion price.
Conversion price (origin and appropriateness of pricing or conversion rates)	<p>Not lower than 90% of the market price, therefore it is not considered an offer for sale of newly issued shares at a price lower than the market price as prescribed in the Notification of the Securities and Exchange Commission No. SorJor. 16/2565 Re: Application for and Approval of the Offering for Sale of Newly Issued Debt Instruments to a Private Placement and Offering of Convertible Debentures to Specific Person ("Notification No. Tor Jor. 16/2565")</p> <p>"Market Price" is calculated based on the weighted average price of the Company's shares trading on the Market for Alternative Investment (mai) for not less than 7 consecutive business days, but not more than 15 consecutive business days prior to the day the debenture holders exercise their conversion rights, in accordance with the criteria set forth in the Notification No. TorJor. 16/2565 and the Notification No. SorChor. 46/2565 Re: Calculation of Offering Price of Securities and Determination of Market Price for Consideration of an Offer for Sale of Newly Issued Shares at a Low Price ("Announcement No. SorChor. 46/2565")</p> <p>In addition, since the Company has accumulated losses shown in the statements of financial position and income for the year ended June 30, 2023, the Company may determine the conversion price of convertible debentures lower than the par value of the Company, but not less than 0.01 Baht per share. The Company must comply with Section 52 of the Public Limited Company Act (Section 52 of the Public Company Act stipulates that a company that has been in operation for not less than one year, if there is a loss, shares may be offered for sale at a price lower than the par value, but must be approved by the shareholders' meeting and with a definite discount rate)</p> <p>Market price will be calculated by specifying 2 decimal places. If the 3rd decimal place is 5 or more, it will be rounded up.</p> <p>The conversion price of the convertible debentures will be calculated by specifying 3 decimal places. If the 4th decimal place is 5 or more, it will be rounded up.</p> <p>Remarks:</p> <ul style="list-style-type: none"> ○ In the case that the accommodating shares are insufficient, the Company will follow the guideline in the topic "The event that the Company has to issue new shares to accommodate the change in the exercise of conversion rights".
Conversion Period	The Convertible Debentures holders may exercise their conversion rights of the Convertible Debentures every day until the close of business hours 1 week prior to the Convertible Debenture maturity date.
Number of ordinary shares accommodated for conversion	538,372,419 shares to accommodate the exercise of the conversion rights of the aforementioned convertible debentures, representing 24.31% of the paid-up capital of the Company as of the Board of Directors' Meeting No. 15/2023 on August 29 th , 2023

Heading	Details
	When combined with the number of shares allocated to accommodate (1) The exercise of warrants to purchase ordinary shares of the Company No. 9 (CIG-W9) and (2) The exercise of warrants to purchase ordinary shares of the Company No. 10 (CIG-W10), totaling 907,540,028 shares, representing 40.97%, which is not exceeding 50% of the paid-up capital of the Company as of that date.
Secondary market for ordinary shares as a result of the conversion	The Company shall arrange to list the ordinary shares issued as a result of the conversion on the Market for Alternative Investment (mai) or any exchange that the Company's securities are listed on.
Restrictions on transfer of the Convertible Debentures	As this issuance and offering of the Convertible Debentures is considered as an offering to no more than 10 specific investors within 4-month period as specified in the Notification of the Capital Market Supervisory Board No. TorChor. 16/2565 Re: Application for and Approval of the Offering for Sale of Newly Issued Debt Instruments through a private placement and the offering of convertible debentures to persons with specific characteristics (" Notification No. Tor Jor. 16/2565 ") Therefore, the transfer of the Convertible Debentures to any person at any time throughout its tenure shall not cause the number of the holders to exceed 10 specific investors within 4 month period, provided that the number of the holders shall be calculated from investors holding the Convertible Debentures on private placement basis (whether such investors hold the newly issued convertible debentures or receive the convertible debenture from the transfer by any existing Convertible Debentures holders) and actual debenture holders, except by way of inheritance.
Allocation Method	Allocated by private placement, once or several times, to Sycamore Capital SPC, acting for and on behalf of and for the account of Sycamore Equity Fund SP, which is an institutional investor pursuant to Clause 5 (10) of the Notification of the Securities and Exchange Commission No. KorJor. 39/2564 Re: Determination of Definitions of Institutional Investor, Ultra-High Net Worth Investor and High Net Worth Investor and this private placement of convertible debentures is in accordance with the Notification No. Tor Jor. 16/2565.
The event that the Company has to issue new shares to accommodate the change in the exercise of conversion rights	The Company may register the increase in capital to accommodate the conversion by the resolution of shareholders' meeting or compensate in cash to the Convertible Debentures holder in regards with the terms and conditions of the Convertible Debentures.

Heading	Details
Impact on Shareholders	<p>In consideration of the impacts on the Company's shareholders, it will be taken into consideration the impact of the Convertible Debentures in case the Company issued and offered Convertible Debentures to investors. In this regard, two aspects of the impacts on the shareholders of the Company will be taken into consideration, which are, impact to the market price of shares (Price Dilution) and impact to the voting rights of existing shareholders (Control Dilution), with details as follows:</p> <p><u>In the event that the CIG-W9 and CIG-W10 warrants are not exercised</u></p> <p>(1) Price Dilution can be calculated from the following formula:</p> $\text{Price Dilution} = (\text{Po} - \text{PE}) / \text{Po}$ <p>Whereas;</p> <p>Po = The existing share price, which is 0.1985 Baht per share, is based on the weighted average price of the Company's shares listed on the Market for Alternative Investment (mai) for the past 15 consecutive business days prior to the date on which the Board of Directors resolved to propose the agenda to the meeting of shareholder to consider and approve the issuance of newly issued ordinary shares to accommodate the conversion of convertible debentures to a private placement, which is between August 7, 2023 and August 28, 2023.</p> <p>Pe = The conversion price of convertible debentures at 90% of the market price assuming equal to Po, which is 0.1786 Baht per share.</p> <p>PE = share price after the offering of convertible debentures, where;</p> $\text{PE} = ((\text{Po} \times \text{Qo}) + (\text{Pe} \times \text{Qe})) / (\text{Qo} + \text{Qe})$ <p>Qo = Existing shares, which equal to 2,215,016,853 shares (excluding shares reserved for the exercise of warrants)</p> <p>Qe = Number of shares arising from the conversion of convertible debentures which number of shares allocated to accommodate the conversion amounts to 538,372,419 shares.</p> <p>Therefore</p> $\text{PE} = (0.1985 \times 2,215,016,853) + (0.1886 \times 538,372,419) / (2,215,016,853 + 538,372,419)$ <p>PE = 0.1946 Baht per shares</p> $\text{Price Dilution} = (\text{Po} - \text{PE}) / \text{Po} = (0.1985 - 0.1946) / 0.1985 = 1.96\%$ <p>In the event that the convertible debentures are fully exercised into ordinary shares of the Company, will affect the stock's market price by 1.96%, which is the case when the Company issued and offered the most convertible debentures at the conversion price equal to 90% of the Po.</p> <p>(2) Control Dilution can be calculated from the following formula:</p> $\text{Control Dilution} = \text{Qe} / (\text{Qo} + \text{Qe})$ <p>Whereas;</p>

Heading	Details
	<p>Qo = Existing shares, which equal to 2,215,016,853 shares (excluding shares reserved for the exercise of warrants)</p> <p>Qe = Number of shares arising from the conversion of convertible debentures which number of shares allocated to accommodate the conversion amounts to 538,372,419 shares.</p> <p>Control Dilution = $(538,372,419 / (2,215,016,853 + 538,372,419))$</p> <p>= 19.55%</p> <p>In the event that the convertible debentures are fully exercised into ordinary shares of the Company, the control dilution of the shareholders will be 19.55%.</p> <p><u>In the event that the CIG-W9 and CIG-W10 warrants are exercised</u></p> <p>(1) Price Dilution can be calculated from the following formula:</p> <p>Price Dilution = $(Po - PE) / Po$</p> <p>Whereas;</p> <p>Po = The existing share price, which is 0.1985 Baht per share, is based on the weighted average price of the Company's shares listed on the Market for Alternative Investment (mai) for the past 15 consecutive business days prior to the date on which the Board of Directors resolved to propose the agenda to the meeting of shareholder to consider and approve the issuance of newly issued ordinary shares to accommodate the conversion of convertible debentures to a private placement, which is between August 7, 2023 and August 28, 2023.</p> <p>Pe = The conversion price of convertible debentures at 90% of the market price assuming equal to Po, which is 0.1786 Baht per share.</p> <p>PE = share price after the offering of convertible debentures, where;</p> <p>$PE = ((Po \times Qo) + (Pe \times Qe)) / (Qo + Qe)$</p> <p>Qo = Existing shares, which equal to 2,584,187,609 shares (excluding shares reserved for the exercise of warrants)</p> <p>Qe = Number of shares arising from the conversion of convertible debentures which number of shares allocated to accommodate the conversion amounts to 538,372,419 shares.</p> <p>Therefore</p> <p>$PE = (0.1985 \times 2,584,187,609) + (0.1786 \times 538,372,419) / (2,584,187,609 + 538,372,419)$</p> <p>PE = 0.1951 Baht per shares</p> <p>Price Dilution = $(Po - PE) / Po = (0.1985 - 0.1951) / 0.1985 = 1.72\%$</p> <p>In the event that the convertible debentures are fully exercised into ordinary shares of the Company, will affect the stock's market price by 1.72%, which is the case when the Company issued and offered the</p>

Heading	Details
	<p>most convertible debentures at the conversion price equal to 90% of the Po.</p> <p>(2) Control Dilution can be calculated from the following formula:</p> $\text{Control Dilution} = Q_e / (Q_o + Q_e)$ <p>Whereas;</p> <p>Q_o = Existing shares, which equal to 2,584,187,609 shares (excluding shares reserved for the exercise of warrants)</p> <p>Q_e = Number of shares arising from the conversion of convertible debentures which number of shares allocated to accommodate the conversion amounts to 538,372,419 shares.</p> $\text{Control Dilution} = (538,372,419 / (2,584,187,609 + 538,372,419))$ $= 17.24\%$ <p>In the event that the convertible debentures are fully exercised into ordinary shares of the Company, the control dilution of the shareholders will be 17.24%.</p>
Other Information	The details described above are the summary of the terms and conditions of the Convertible Debentures and are still subject to change. Further relevant details will be stipulated in the terms and conditions of the Convertible Debentures.
Objectives of issuing convertible debentures and plans for utilizing proceeds	Please consider the objectives of issuing convertible debentures and plans for utilizing proceeds as detailed in the Capital Increase Report Form (F53-4) (<u>Attachment 3</u>)
Board of Directors' Opinions	
Reason, necessity, and suitability for the issuance of convertible debentures, including analyzing the Company's ability to repay shareholders who do not exercise their conversion rights at maturity date.	<p>The Board of Directors is of the opinion that fundraising by issuing and offering convertible debentures is a good choice to increase the Company's capital, to increase liquidity, and for fast fundraising to adapt to the rapidly changing stock market and environment conditions. This will benefit the Company's business operations in order to increase its financial liquidity and to expand investments when the Company has a need in a timely manner. It also helps to reduce the financial cost of the Company in the event that the capital increase is used to pay off debts, including increasing the stability and sustainability of the financial position of the Company, which will undoubtedly strengthen and stabilize the Company's financial position. It also restructures the appropriateness of the Company's capital structure. The Company can use the money to generate income from investments and business development of the Company and/or invest in new businesses that are related to or supports the business that is currently operating. This will generate returns for the company and shareholders in the future. In addition, this fundraising will also benefit the company and shareholders, as detailed in the Capital Increase Report Form (F53-4) (<u>Attachment 3</u>). However, in the event that the Company has issued convertible debentures and the convertible debenture holders do not exercise</p>

Heading	Details
	their convertible rights at maturity date, the Company expects that its future cash flow should be sufficient for business operations. In addition, if necessary, the Company may issue and offer newly issued ordinary shares to shareholders or private placement, which is another solution. However, the Company will consider the appropriateness during that particular time to decide again.
Possibility of the plan for utilizing funds	The Company expects to proceed with the issuance and offering of convertible debenture to investors as well as to receive money from the sale of such convertible debenture within 1 year from the date that the shareholders' meeting approved to offer for sale the convertible debenture. However, if the Company does not receive money from this capital increase, the Company may lose the opportunity to expand its business according to the Company's business plan in the future.
Expected impacts on the Company's business operations, including its financial position and operating results due to the capital increase	Increasing the Company's registered capital by issuing convertible debentures will strengthen both its financial structure and increase its financial flexibility to invest in future projects. Therefore, such capital increase will not adversely affect the business operation, financial position, and performance of the Company.
Directors' Testimonials	In the case that the directors of the Company fails to perform their duties with honesty and diligence to protect the interest of the Company with regards to this capital increase, if such failure to perform duties causes damage, shareholders can sue for damages from the said director on behalf of the Company in accordance with Section 85 of the Public Company Act B.E. 2535 and if the performance of such duties causes the Board of Directors or any person involved to wrongful gains, shareholders can use the right to sue to recover benefits from that director instead, in accordance with Section 89/18 of the Securities and Exchange Act B.E. 2535 (as amended).

(F53-4)

Capital Increase Report Form
C.I. Group Public Company Limited
August 29th, 2023

C.I. Group Public Company Limited (“**Company**”) hereby inform the resolutions of the Board of Directors Meeting No. 15/2023, held on August 29th, 2023, regarding the capital decrease, capital increase, and allocation of newly issued shares as follows:

1. Capital Decrease and Capital Increase

1.1 Capital Decrease

The Board of Directors' Meeting approved to propose to the Meeting of Shareholders to consider and approve the decrease of the Company's registered capital at the amount of 657,713,208.50 Baht from the registered capital of 1,949,805,439.50 Baht to the new registered capital of 1,292,092,231 Baht by cancelling 1,315,426,417 unsold ordinary shares with par value of 0.50 Baht per share, which are remaining shares allocated to accommodate (1) The allocation of newly issued ordinary shares to existing shareholders in proportion to their shareholding (Right Offering) in the amount of 386,259,901 shares (2) accommodate the exercise of the warrant to purchase newly issued ordinary shares of the Company No. 9 (CIG-W9), in accordance to the Annual General Meeting of Shareholders of 2023 held on April 24th, 2023, in the amount of 1,862 shares (3) accommodate the exercise of the warrant to purchase newly issued ordinary shares of the Company No. 10 (CIG-W10), in accordance to the Annual General Meeting of Shareholders of 2023 held on April 24th, 2023, in the amount of 64,376,654 shares and (4) accommodate the exercise of convertible debentures offered 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 16th, 2022 in the amount of 864,788,000 shares.

1.2 Capital Increase

The Board of Directors' Meeting approved to propose to the Meeting of Shareholders to consider and approve the increase of the Company's registered capital by 269,186,209.50 Baht from the existing registered capital of 1,292,092,231 Baht to the new registered capital of 1,561,278,440.50 Baht by issuing, not exceeding, 538,372,419 newly issued ordinary shares at the par value of 0.50 Baht per share, to accommodate the conversion rights of the Convertible Debentures issued and offered for sale to specific investors, details are as follows:

Capital Increase	Type of securities	Number of shares (shares)	Par value (Baht per share)	Total (Baht)
<input checked="" type="checkbox"/> Specifying the purpose of utilizing funds	Ordinary Preferred	538,372,419 -	0.50 -	269,186,209.50 -
<input type="checkbox"/> General Mandate	Ordinary Preferred	- -	- -	- -

- Specifying the purpose of utilizing the capital: please fill in all of the following items except item No. 2.2
- General Mandate: please fill in only items No.2.2, No.3, and No.4

2. Allocation of Newly Issued Shares

2.1 Specifying the purpose of utilizing funds

Allocated To	Number of Shares	Ratio (Old: New)	Selling Price (Baht Per Share)	Subscription and payment period	Remark
To accommodate to exercise of conversion rights for the Convertible Debentures offered to Sycamore Capital SPC, acting for and on behalf of and for the account of Sycamore Equity Fund SP (subscriber) (Please consider remark no. 1)	Not exceeding 538,372,419 shares	Conversion ratio is equal to the principal amount of the convertible debenture to be converted divided by the conversion price	Not less than 90% of the market price (conversion price)	The Company will specify later, please consider the remarks below	Please consider the remarks below, no. 2 - 5, and the Summary of Important Terms and Conditions of the Convertible Debentures, Attachment 2

¹Pricing criteria = The offering price of shares is not lower than 90% of the market price of the Company's ordinary shares. The market price of the Company's ordinary shares is equal to the weighted average price of the Company's shares in the Market for Alternative Investment (mai) for the past period of not less than 7 consecutive business days but not more than 15 consecutive business days prior the date on which the convertible debenture holders will be able to exercise their rights to convert the debentures.

Remark:

1. The Subscriber is an exempted company incorporated on 5 July 2019 and registered as a segregated portfolio company in the Cayman Islands, acting on behalf of and for the account of Sycamore Equity Fund SP (a segregated portfolio set up under Sycamore Capital SPC). As at the date of this Agreement, the Subscriber has appointed Lucerne Asset Management Pte. Ltd., a capital markets services license holder granted by the Monetary Authority of Singapore to serve as the discretionary investment manager of all the investments of the Subscriber. The Subscriber is desirous of subscribing the RCPS (Redeemable Convertible Preference Shares)¹ issued by the Company for investment purposes only which is in line with the investment objective of the Subscriber to achieve medium to long-term capital appreciation through investments in primarily quoted shares and options (but with the ability to also invest in warrants, rights issue, preference shares, notes, convertible instruments and derivatives from time to time) to assist small and medium capitalisation, publicly listed companies with a continued stable source of longer-term funding. Sycamore Capital SPC, acting for and on behalf of and for the account of Sycamore Equity Fund SP is an Institutional Investor pursuant to the Clause 5 (10) of the Notification of the Securities and Exchange Commission No. KorJor. 39/2564 Re: Determination of the Definitions of Institutional Investor, Ultra-high Net Worth Investor and High Net Worth Investor.

¹ Redeemable Convertible Preference Shares means convertible debentures that can be refunded. Under the main objective of the Fund is to purchase debentures to convert into ordinary shares of the Company that can be traded on the stock exchange at a conversion price with a 10 percent discount from the market price.

2. The Board of Directors' Meeting approved to propose to the Meeting of Shareholders to consider and approve the cancellation of the resolution of the Extraordinary General Meeting of Shareholders no. 2/2022 held on 16 September 2022 re: the issuance and offer of the convertible debenture to the existing shareholders in proportion to their shareholding (Right Offering) and cancellation of the resolution of the Annual General Meeting of Shareholders for the year 2023 held on 24 April 2023 for the certain matter re: the allocation of the issued ordinary shares to accommodate the issuance and offer of the convertible debenture to the existing shareholders in proportion to their shareholding (Right Offering)
3. The Board of Directors' Meeting approved to propose to the Meeting of Shareholders to consider and approve the decrease of the Company's registered capital at the amount of 657,713,208.50 Baht from the registered capital of 1,949,805,439.50 Baht to the new registered capital of 1,292,092,231 Baht by cancelling 1,315,426,417 unsold ordinary shares with par value of 0.50 Baht per share, which are remaining shares allocated to accommodate (1) The allocation of newly issued ordinary shares to existing shareholders in proportion to their shareholding (Right Offering) in the amount of 386,259,901 shares (2) accommodate the exercise of the warrant to purchase newly issued ordinary shares of the Company No. 9 (CIG-W9), in accordance to the Annual General Meeting of Shareholders of 2023 held on April 24th, 2023, in the amount of 1,862 shares (3) accommodate the exercise of the warrant to purchase newly issued ordinary shares of the Company No. 10 (CIG-W10), in accordance to the Annual General Meeting of Shareholders of 2023 held on April 24th, 2023, in the amount of 64,376,654 shares and (4) accommodate the exercise of convertible debentures offered 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 16th, 2022 in the amount of 864,788,000 shares.
4. The Board of Directors' Meeting approved to propose to the Meeting of Shareholders to consider and approve the issuance and offering of newly issued convertible debenture of the Company ("**Convertible Debentures**") the total offered value of, not exceeding, 400,000,000 Baht by private placement to Sycamore Capital SPC, acting for and on behalf of and for the account of Sycamore Equity Fund SP (subscriber), which are not connected persons of the Company in accordance with the Notification of the Capital Market Supervisory Board No. TorJor. 21/2551 Re: Rules on Connected Transactions (and its amendments) and Notification of the Board of Directors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning Connected Transactions B.E. 2546 (Collectively refer to as "**Connected Transaction Notification**"). However, the conversion price of the Convertible Debentures must not be lower than 90% of the market price whereas the market price is calculated based on the weighted average price of the Company's shares trading on the Market for Alternative Investment (mai) for not less than 7 consecutive business days, but not more than 15 consecutive business days prior to the day the debenture holders exercise their conversion rights, in accordance with the Notification of the Capital Market Supervisory Board No. TorJor. 16/2565 Re: Application for and Approval of the Offering for Sale of Newly Issued Debt Instruments to a Private Placement and Offering of Convertible Debentures to Specific Person ("**Notification No. Tor Jor. 16/2565**") and the Notification of the Office of the Securities and Exchange Commission No. SorChor. 46/2565 Re: Calculation of Offering Price of Securities and Determination of Market Price for Consideration of an Offer for Sale of Newly Issued Shares at a Low Price ("**Announcement No. SorChor. 46/2565**") and The Notification of the Capital Market Supervisory Board No. TorJor. 28/2565 Re: Approval for Listed Companies to Offer Newly Issued Shares through Private Placement, Dated December 28th, 2022 (and its amendments) ("**Notification No. Tor Jor. 28/2565**"). In addition, since the Company has accumulated losses shown in the statements of financial position and income for the year ended June 30th, 2023, the Company may determine the conversion price of convertible debentures lower than the par value of the Company, but not less than 0.01 Baht per share. The Company must comply with Section 52 of the Public Limited Company Act (Section 52 of the Public Company Act stipulates that a company that has been in operation for not less than one year, if there is a loss, shares may be offered for sale at a price lower than the par value, but must be approved by the shareholders' meeting and with a definite discount rate). Details are shown in the Summary of the Important Terms and Conditions of the Convertible Debentures of C.I. Group Public Company Limited (**Attachment 2**)

Remarks: Market price will be calculated by specifying 2 decimal places. If the 3rd decimal place is 5 or more, it will be rounded up. The conversion price of the convertible debentures will be calculated by specifying 3 decimal places. If the 4th decimal place is 5 or more, it will be rounded up.

5. The Board of Directors' Meeting approved to propose to the Meeting of Shareholders to consider and approve the increase of the Company's registered capital by 269,186,209.50 Baht from the existing registered capital of 1,292,092,231 Baht to the new registered capital of 1,561,278,440.50 Baht by issuing, not exceeding, 538,372,419 newly issued ordinary shares at the par value of 0.50 Baht per share, to accommodate the conversion rights of the Convertible Debentures issued and offered for sale to specific investors.
6. The Board of Directors' Meeting approved to propose to the Meeting of Shareholders to consider and approve the issuance and allocation of the newly issued ordinary shares, whether once or several times, not exceeding 538,372,419 shares with the par value of 0.50 Baht per share to accommodate the conversion rights of the Convertible Debentures issued and offered to Sycamore Capital SPC, acting for and on behalf of and for the account of Sycamore Equity Fund SP (subscriber), which are not connected persons of the Company in accordance to the Connected Transaction Notifications. However, the conversion price of the Convertible Debentures must not be lower than 90% of the market price whereas the market price is calculated based on the weighted average price of the Company's shares trading on the Market for Alternative Investment (mai) for not less than 7 consecutive business days, but not more than 15 consecutive business days prior to the day the debenture holders exercise their conversion rights, in accordance with the Notification of the Capital Market Supervisory Board No. TorJor. 16/2565, the Notification of the Office of the Securities and Exchange Commission No. SorChor. 46/2565 and the Notification No. Tor Jor. 28/2565. In addition, since the Company has accumulated losses shown in the statements of financial position and income for the year ended June 30th, 2023, the Company may determine the conversion price of convertible debentures lower than the par value of the Company, but not less than 0.01 Baht per share. The Company must comply with Section 52 of the Public Limited Company Act (Section 52 of the Public Company Act stipulates that a company that has been in operation for not less than one year, if there is a loss, shares may be offered for sale at a price lower than the par value, but must be approved by the shareholders' meeting and with a definite discount rate). Details are shown in the Summary of the Important Terms and Conditions of the Convertible Debentures of C.I. Group Public Company Limited (**Attachment 2**)

Remarks: Market price will be calculated by specifying 2 decimal places. If the 3rd decimal place is 5 or more, it will be rounded up. The conversion price of the convertible debentures will be calculated by specifying 3 decimal places. If the 4th decimal place is 5 or more, it will be rounded up.

In this regard, the allocation of newly issued ordinary shares to support the exercise of the conversion rights of the aforementioned convertible debentures, representing 24.31% of the paid-up capital of the Company as of the Board of Directors' Meeting No. 15/2023 on August 29th, 2023, when combined with the number of shares allocated to accommodate (1) The exercise of warrants to purchase ordinary shares of the Company No. 9 (CIG-W9) and (2) The exercise of warrants to purchase ordinary shares of the Company No. 10 (CIG-W10), totaling 907,540,028 shares, representing 40.97%, which is not exceeding 50% of the paid-up capital of the Company as of that date.

2.1.1 Company Procedures in the case of fractional shares

In the case of fractional shares as a result of converting the Convertible Debentures into ordinary shares, disregard such fractions.

2.2 General Mandate

Allocated to	Type of Securities	Number of shares	Percentage of paid-up capital ^{1/}	Remarks
Existing Shareholders	Ordinary	-	-	-
	Preferred	-	-	-
To accommodate the conversion/exercise of the transferable warrants	Ordinary	-	-	-
	Preferred	-	-	-
Public Offering	Ordinary	-	-	-
	Preferred	-	-	-
Private Placement	Ordinary	-	-	-
	Preferred	-	-	-

^{1/} The percentage of the paid-up capital as of the date of the Board of Directors' Meeting resolved to increase the Company's capital increase by way of General Mandate.

3. Schedule for the Shareholders' Meeting to Approve the Capital Increase/Allocation of Issued Shares

Schedule the Extraordinary General Meeting of Shareholders No.2/2023 to convene on Monday, October 9th, 2023 at 1.00 p.m. and to hold such meeting at Head Office of C.I. Group Public Company Limited, 1/1 Moo 7, Bangkuwat Road, Bangkuwat Subdistrict, Mueang Pathum Thani District, Pathum Thani Province 12000

- ☒ The record date to determine the list of shareholders entitled to attend the shareholders' meeting shall be on Wednesday, September 13th, 2023
- ☐ The share register shall be closed to suspend any share transfer for the right to attend the Extraordinary Shareholders' Meeting from.....until the shareholders' meeting is adjourned.

4. Approval for capital increase/share allocation from relevant governmental agencies and conditions of such approval

- 4.1 Approved by the shareholders' meeting to proceed with the decrease and increase of registered capital, including other related matters
- 4.2 The Company shall register the decrease and increase of registered capital, as well as the amendment to the Memorandum of Association with the Department of Business Development, Ministry of Commerce within 14 days from the date on which the Extraordinary General Meeting of the Shareholders No. 2/2023 resolved to approve the capital increase, and the amendment of the Company's Memorandum and of Association;
- 4.3 The Company shall register the transfer restriction of the issued and offered Convertible Debentures, which limits the transfer of the Convertible Debentures to no more than 10 specific investors within a 4-month period with the Securities and Exchange Commission;

4.4 The Company shall apply for approval from the Stock Exchange of Thailand for the listing of the newly issued ordinary shares as listed securities on the Stock Exchange of Thailand in accordance to the rules and regulations related to the Stock Exchange of Thailand after the Convertible Debentures holder has converted the Convertible Debentures into the Company's ordinary shares (in the case of such exercise).

5. Objectives of capital increase and plans for utilizing proceeds received from the capital increase

The Company raise funds by issuing and offering convertible debentures issued to Sycamore Capital SPC, acting for and on behalf of and for the account of Sycamore Equity Fund SP (subscriber), the objective of such fund raising is stated below, in which the estimated amount of funds to be used does not exceed 269,186,209 Baht within the period of 12 months from the date of receipt of funding:

Objective of utilizing proceeds	Estimated amount used (Baht)	Period of utilization
1. To be used as working capital in the Company and/or subsidiary, and to enhance liquidity in the Company's business operations. To increase the strength and stability of the Company's financial position.	134,593,105 Baht	within the period of 12 months from the date of receipt of funding
2. To increase business competitiveness and prepare to support future business opportunities that may occur of the Company and Subsidiaries, to continue in the main business and/or other businesses and/or similar to the main business that the Company operates. The investment conditions are in accordance with the Company's investment policy framework at that time, which the company is in the process of studying such business opportunities	107,674,484 Baht	
3. To repay the Company's loan debt and/or subsidiary	26,918,620 Baht	

Remark: amount of such funds calculated from the weighted average price of the Company's shares in the Market for Alternative Investment (mai) for not less than 7 consecutive business days but not more than 15 consecutive business days prior the date of the Board of Directors' resolution. However, the amount of capital may be changed according to the market price on the offering date.

However, the amount of funds and period of allocation can be adjusted in accordance to the circumstances of the business and suitability.

6. Benefits that the Company will receive from the capital increase/share allocation

- 6.1 The Company will have more liquidity as the capital increase will be used as working capital. This will help strengthen its financial position and stabilize the Company's business, by having enough money to operate and expand the Company's business in the future.
- 6.2 Prepare the Company to for business operations, by increasing the flexibility of the Company's capital structure and to have enough money to operate businesses now and in the future,

including the expansion of the Company's business. This will enable the Company to create a stable and sustainable income base in both the short and long term.

- 6.3 The Company will be able to enhance its financial position and stability for normal operations in its core businesses, related business, and the improvement of the Company's business as a whole.
- 6.4 Helps the Company maintain its ability to meet financial obligations, such as the payment of various debts, including interest, arising from normal business operations which enhances the ability expand the Company's investment portfolio, which will affect the Company's potential to grow in the future.

7. Benefits that the Shareholders will receive from the capital increase/share allocation

- 7.1 Funds from this capital increase will strengthen the Company's financial structure, as well as to invest, which will enhance the Company's income and profits in the future. If the Company's operational results are better, the shareholders will receive benefits through receiving the Company's dividends according to the Company's dividend payment policy.
- 7.2 The convertible debenture holder who exercise his/her right to convert into the Company's ordinary shares will be entitled to receive dividends from their operations, right to attend the shareholders' meeting, or other rights as the shareholders of the Company, starting from when there is an exercise of right to convert the convertible debentures of the Company to the Company's ordinary shares and his/her name is in the Company's shareholders' register that have been registered with the Ministry of Commerce.

7.3 Company's Dividend Payment Policy

The Company has a policy to pay dividends each year at the rate of not less than 50% of net profit after legal reserves as stated in the Company's Articles of Association. However, the dividend payment may change from time to time depending on the cash flow, investment plan of the Company and affiliated companies as the Board of Directors deems appropriate.

7.4 Shareholders' Rights

Convertible debenture holders who have exercised their rights to convert into ordinary shares of the Company and those who subscribe for the capital increase shares will be a shareholder of the Company only when the Company has registered the name of the subscriber in the Company's share book and the Company has already registered the amendment of paid-up capital to the Department of Business Development. This includes the right to attend shareholders' meetings and the right to receive dividends.

8. Other details necessary for shareholders' decision making in the approval of the capital increase/share allocation

For other details necessary for the shareholders' decision in regards to the capital increase/allocation, please consider the details in the Summary of the Important Terms and Conditions of the Convertible Debentures of C.I. Group Public Company Limited (**Attachment 2**)

9. Time schedule of action in case the Board of Directors passes a resolution with the approval of the capital increase/share allocation

No.	Procedures of the Capital Increase	Date/Month/Year
1	Board of Directors' Meeting No. 15/2566	August 29 th , 2023
2	Date to determine the list of shareholders entitled to attend the Extraordinary General Meeting of Shareholders No.2/2023 (Record Date)	September 13 th , 2023
3	the Extraordinary General Meeting of Shareholders No.2/2023	October 9 th , 2023
4	Registration of the decrease and increase of registered capital and amendment of the Memorandum of Association with the Department of Business Development, Ministry of Commerce	Within 14 days from the date of the Extraordinary General Meeting of Shareholders No.2/2023 approve to decrease and increase or registered capital
5	Issuing and offering convertible debentures by private placement	Determined after obtaining approval from the Extraordinary General Meeting of Shareholders No.2/2023
6	Registration of the amendment of paid-up capital with the Department of Business Development. Ministry of Commerce and the listing of newly issued shares as a listed securities on the Stock Exchange of Thailand	After the exercise of conversion rights on Convertible Debentures of the Company

The Company hereby certify that the information contained in this report form is correct and complete in all respects.

C.I. Group Public Company Limited

-Company's Seal-



(Mr. Aree Poomsanoh)




(Mr. Theera Poomsanoh)

Authorized Director

Profile Data of Independent Directors and Audit Committee that Company Nominated the Name as the Authorized Person from Shareholders

1. Pol.Gen. Prung Boonpadung

Type of Director : Chairman of the Board / Independent Director Age : 74 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 : 12 years 4 months (as of 20 September 2023) CIG shareholding (as of 20 September 2023) : 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. Cherdpong Siriwit

Type of Director : Independent Director / Audit Committee Age : 77 years old Nationality : Thai	
Address : 1/1 Moo 7 Bangkoowad rd., T.Bangkoowad, A.Muang Prathumtani 12000 ,Thailand Education : Master's degree M.A. Economics, Georgetown University, USA. No. years on the board : 1 year 0 months (as of 20 September 2023) CIG shareholding (as of 20 September 2023) : 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.

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 19th 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 or 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 12.00 pm.

PROXY FORM (Form B)

Shareholders' Registration No.

Written at.....

Date.....Month.....Year.....

(1) I/WeNationality.....Age.....years

Address.....Road.....Tambol/Kwaeng.....

Ampur/Khet.....Province.....Postal Code.....

(2) As a shareholder of **C.I.Group Public Company Limited** holding the total amount ofshares☐ Ordinary share.....shares and have the right to vote equal to.....votes

(3) I/We hereby appoint

☐ 1. Pol.Gen. Prung Boonpadung, Chairman of the Board / Independent Director, age 74 years,
at 1/1 Moo 7, Bangkoowad Road, Tambol Bangkoowad, Ampur Muang, Pathumtani 12000 or
Special interests are different from other directors on the agenda : - None -

☐ 2. Mr. Cherdpong Siriwit, Independent Director / Audit Committee, age 77 years,
at 1/1 Moo 7, Bangkoowad Road, Tambol Bangkoowad, Ampur Muang, Pathumtani 12000 or
Special interests are different from other directors on the agenda : - None -

☐ 3. Mr./Mrs./Ms..... Age.....years
Address.....Road.....Tambol/Kwaeng.....
Ampur/Khet.....Province.....Postal Code.....

Only one of them as my/our proxy to attend and vote in the Extraordinary General Meeting No.2/2023 on Monday, October 9th, 2023, 13.00 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. or at any adjournment thereof to any other date, time, and venue.

(4) I/We authorize the Proxy to vote on my/our behalf at the Meeting as follows:

☐ (a) The Proxy is entitled to consider and vote on my/our behalf as deem appropriated.☐ (b) The Proxy shall vote in accordance with my intention as follows:

Agenda 1 To consider and Certify the Minutes of the 2023 Annual General Meeting of Shareholders, Held on April 24th, 2023.

☐ Approve☐ Disapprove☐ Abstain

Agenda 2 To Consider and Approve the Cancellation of the Resolution of the Extraordinary General Meeting of Shareholders No. 2/2022, Held on 16 September 2022, Re: the Issuance and Offer of the Convertible Debenture to the Existing Shareholders in Proportion to Their Shareholding (Right Offering) and Cancellation of the Resolution of the 2023 Annual General Meeting of Shareholders, Held on 24 April 2023 for the Certain Matter, Re: the Allocation of the Issued Ordinary Shares to Accommodate the Issuance and Offer of the Convertible Debenture to the Existing Shareholders in Proportion to Their Shareholding (Right Offering)

☐ Approve

☐ Disapprove

☐ Abstain

Agenda 3 To Consider and Approve the Decrease of the Company's Registered Capital by Canceling the Unissued Ordinary Shares of the Company and the Amendment of Clause 4 of the Company's Memorandum of Association to Reflect the Reduction of the Company's Registered Capital.

☐ Approve

☐ Disapprove

☐ Abstain

Agenda 4 To Consider and Approve the Issuance and Offering of Newly Issued Convertible Debentures to Specific Investors.

☐ Approve

☐ Disapprove

☐ Abstain

Agenda 5 To Consider and Approve the Increase of the Company's Registered Capital and the Amendment of Clause 4 of the Company's Memorandum of Association to Reflect the Increase of the Company's Registered Capital.

☐ Approve

☐ Disapprove

☐ Abstain

Agenda 6 To Consider and Approve the Allocation of Newly Issued Ordinary Shares to Accommodate the Exercise of the Convertible Debentures that Issued and Offered to Specific Investors.

☐ Approve

☐ Disapprove

☐ Abstain

Agenda 7 To Consider and Approve the Issuance and Offering of Debentures in the Amount of 6,000 Million Baht (Six Billion Baht) (or Equivalent Value in Other Currencies) to the Approval of the Amount for Create Debts to Support Projects and/or Working Capital and/or to Generate All Forms of Income. Including a Guarantee for a Credit Line for Subsidiaries and/or Associates and/or Project Customers in the Amount of 6,000 Million Baht (Six Billion Baht) (or the Equivalent Value in Other Currencies) to Support Projects that Generate Income for the Company and/or Its Subsidiaries and/or Associated Companies and/or Project Customers.

☐ Approve

☐ Disapprove

☐ Abstain

Agenda 8 To Consider other Matters (if any).☐ Approve☐ Disapprove☐ Abstain

(5) If the Proxy's voting at any agendas does not comply with the details specified in this proxy form, it shall be not correct and not be my/our voting as the shareholder.

(6) In case I/We do not specify the intention on voting at any agendas or specify but not clearly, or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the Proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriately in all respects.

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.....Shareholder

(.....)

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

At the Meeting of the Extraordinary General Meeting (EGM) No.2/2023 on Monday, October 9th, 2023 at 13.00 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 or on the date and at the place as may be postponed or changed.

☐ Agenda

☐ Agree votes ☐ Disagree votes ☐ Abstained votes

☐ Agenda

☐ Agree votes ☐ Disagree votes ☐ Abstained votes

☐ Agenda

☐ Agree votes ☐ Disagree votes ☐ Abstained votes

☐ Agenda

☐ Agree votes ☐ Disagree votes ☐ Abstained votes

I/we hereby certify that the above details in the continued list of the proxy are true and correct.

Signed.....Proxy Grantor

(.....)

Date.....

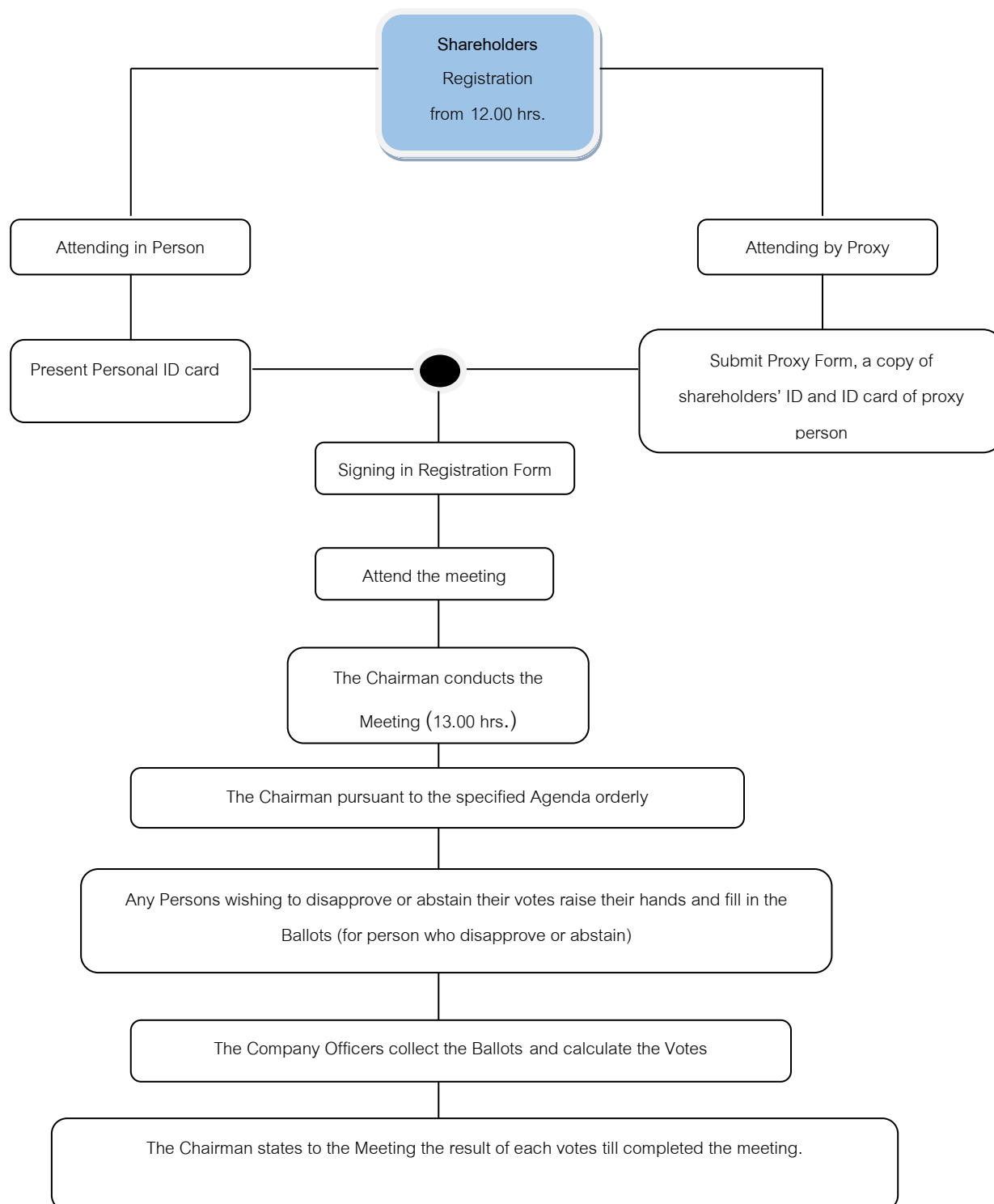
Signed.....Proxy Holder

(.....)

Date.....

Steps for Attending the Extraordinary General Meeting No.2/2023

The C.I. Group Public Company Limited

October 9th, 2023

Privacy Notice for the Extraordinary General Meeting No. 2/2023

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 Extraordinary General Meeting No. 2/2023. 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

THE EXTRAORDINARY GENERAL MEETING NO. 2/2023 VENUE

