



INVITATION TO EXTRAORDINARY GENERAL MEETING OF
SHAREHOLDERS No.2/2024
C.I. GROUP PUBLIC COMPANY LIMITED

Tuesday, April 30th, 2024, at 15.30 hours
at the Master Meeting Room of C.I. Group PCL.

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

บริษัท ซี.ไอ. กรุ๊ป จำกัด (มหาชน)

สำนักงานใหญ่ (HQ)
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สาขานันทกมล
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อ.หนองปรือ จ.สุพรรณบุรี 20230
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Chonburi 20230 Thailand

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TAX ID #0107547000133

March 29th, 2024

Subject: Invitation Letter for the Extraordinary General Meeting of Shareholders No.2/2024
To: Shareholders of C.I. Group Public Company Limited
Enclosed: 1. QR Code: Invitation Letter of Extraordinary General Meeting of Shareholder No.2/2024

The Board of Directors of C.I. Group Public Company Limited (the "Company") has resolved to set up the Extraordinary General Meeting of Shareholders No.2/2024 on Tuesday, April 30th, 2024, at 15.30 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. The agendas are as follows:

Agenda 1 The Matter of the Chairman will be Informed to the Meeting.

Comments from the Board of Directors: -

Agenda 2 To Consider and Approve the Issuance and Offering of Newly Issued Ordinary Shares to Specific Investors (Private Placement).

The Company will issuance and offering of newly issued ordinary shares to specific investors (Private Placement) in the amount of 810,301,832 shares, for the Company to there is readiness and financial flexibility for the Company's operations. Therefore, it is proposed to the shareholder meeting to consider and approve the following.

(1) The issuance and offering of newly issued ordinary shares to specific investors (Private Placement), in the amount of 810,301,832 shares, allocated to 5 private placement investors with the following details (1) Mr. Komet Pechanunt amount of 400,301,832 shares (2) Mrs. Bussarakham Pohkeaw amount of 210,000,000 shares (3) Masterkool International Public Company Limited amount of 70,000,000 shares (4) Mr. Kriangkrai Siravanitchakarn amount of 65,000,000 shares and (5) Mr. Chockchai Saringkarnchayathawat amount of 65,000,000 shares. However, the offering price in the private placement shall be the best price based on the market value at the time of offering to the investor for the best interest of the Company and the shareholders, provided that the offering price shall not be the lower price under the price criteria regulation of the SEC and the SET. The Company uses the weighted average price of the Company's shares trading in the Stock Exchange for not less than 7 consecutive business days but not more than 15 consecutive business days prior to the date on which the offering price is determined, and the discount must not exceed 10 percent of such price, if unable to calculate the weighted average price or in cases where, after considering the liquidity of stock trading, there is reasonable cause to believe that the weighted average price is not suitable to be used as the market price. The company will therefore use the following prices in order (1) The price through the process of opening for the investor to present their intention to purchase the newly ordinary shares of the Company at the desired price (Book Building) (2) The fair price assessed by the financial advisor who is on the account at the office The SEC gave its approval. In the case where the price under (1) cannot be used.

(2) The authorization of the Board of Directors to be authorized to (a) determine and amend any other conditions and details that are necessary and appropriate in connection with the issuance and offering of newly issued



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ordinary shares, such as details of the offering; (b) sign applications, documents, and evidence that are necessary for and relevant to the issuance of newly issued ordinary shares, including contacting and filing such applications, documents, and evidence with any governmental agencies or relevant bodies in connection with the issuance of newly issued ordinary shares, as well as listing of newly issued ordinary shares on the Stock Exchange of Thailand (the "SET"); and (c) take any other actions that are necessary and appropriate in connection with the issuance and offering of newly issued ordinary shares.

Details of the issuance and offering of newly issued ordinary shares to specific investors (Private Placement) are provided in Attachment 1.

Comments from the Board of Directors: It was deemed appropriate to propose that the shareholders' meeting consider approving the issuance and offering of newly issued ordinary shares to specific investors (Private Placement) in the amount of 810,301,832 shares to 5 private placement investors, which such persons do not being a person related to the company according to the announcement of connected transactions, and the authorization of the Board of Directors to undertake actions in connection with the issuance and offering of newly issued ordinary shares to specific investors (Private Placement), as detailed above.

Agenda 3 To Consider and Approve the Shareholders' Meeting for Consideration and Approval, an Increase in the Company's Registered Capital in the Amount of THB 405,150,916 From THB 2,060,072,163.50 to THB 2,465,223,079.50 by Way of Issuing 810,301,832 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 wishes to the issuance and offering of newly issued ordinary shares to specific investors (Private Placement), as proposed to the shareholders' meeting for consideration and approval in Agenda 2 above, and to allocate its newly issued ordinary shares to reserve the issuance and offering of newly issued ordinary shares, as shall be proposed to the shareholders' meeting for consideration and approval in Agenda 4. Therefore, the Company is required to increase its registered capital by issuing 810,301,832 newly issued ordinary shares, with a par value of THB 0.50 per share, and amend Clause 4. of the Memorandum of Association of the Company to be in line with the increase of the registered capital of the Company as detailed below:

(1) increase the registered capital of the Company by THB 405,150,916 from the registered capital of THB 2,060,072,163.50 to THB 2,465,223,079.50 by issuing 810,301,832 newly issued ordinary shares, with a par value of THB 0.50 per share; and

(2) amend Clause 4. of the Memorandum of Association of the Company to be in line with the increase of the registered capital where the following wordings will be adopted in replacement of the existing wordings:



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Clause 4.	Registered capital	2,465,223,079.50	Baht	(Two billion four hundred and sixty-five million two hundred and twenty-three thousand seventy-nine baht and fifty satang)
	Divided into	4,930,446,159	Shares	(Four billion nine hundred and thirty million four hundred and forty-six thousand one hundred and fifty-nine shares)
	Par value	0.50	Baht	(Fifty satang)
	Divided into			
	Ordinary shares	4,930,446,159	Shares	(Four billion nine hundred and thirty million four hundred and forty-six thousand one hundred and fifty-nine shares)
	Preference shares	None	None	None

Furthermore, it is appropriate to propose the authorization of the authorized director(s) of the Company and/or any person authorized by such authorized director(s) to have the authority to file applications for registration of the increase of the registered capital and the amendment to Clause 4. of the Memorandum of Association of the Company with the Public Companies Registrar, the Department of Business Development, the Ministry of Commerce, and to revise or amend the applications or any statements therein, and to undertake any actions necessary for and relevant to the foregoing so as to comply with the applicable laws, rules, and regulations, as well as the interpretation of the relevant governmental agencies, including recommendations or orders of the registrar or officer.

Details of the increase of the registered capital of the Company are provided in Attachment 2.

Comments from the Board of Directors: It was deemed appropriate to propose the increase of the registered capital of the Company by THB 405,150,916 from the registered capital of THB 2,060,072,163.50 to THB 2,465,223,079.50 by issuing 810,301,832 newly issued ordinary shares, with a par value of THB 0.50 per share, the amendment to Clause 4. of the Memorandum of Association of the Company to be in line with the increase of the registered capital of the Company, and the authorization of the authorized director(s) of the Company and/or any person authorized by such authorized director(s) to undertake actions in connection with the increase of the registered capital of the Company and the amendment to Clause 4. of the Memorandum of Association of the Company as detailed above to the shareholders' meeting for consideration and approval.

Agenda 4 To Consider and Approve the Allocation of 810,301,832 Shares of the Newly Issued Ordinary, at the Par Value of THB 0.50, to Reserve the Issuance and Offering of Newly Issued Ordinary Shares to Specific Investors (Private Placement).

The Company wishes to the issuance and offering of newly issued ordinary shares to specific investors (Private Placement), as proposed to the shareholders' meeting for consideration and approval in Agenda 2 above, and to allocate its newly issued ordinary shares, an amount not exceeding 810,301,832 shares, with a par value of THB0.50 per share, to reserve the issuance and offering of newly issued ordinary shares, and where the Board of Directors 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



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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); and

Details of the allocation of the newly issued ordinary shares of the Company are provided in Attachment 2.

Comments from the Board of Directors: It was deemed appropriate to propose the allocation of the newly issued ordinary shares of the Company, to reserve the issuance and offering of newly issued ordinary shares to specific investors (Private Placement) and the authorization of the Board of Directors to undertake actions in connection with the allocation of the newly issued ordinary shares of the Company, as detailed above to the shareholders' meeting for consideration and approval.

Agenda 5 Any Other Matter (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 6) to present to the company prior to attend the meeting.

The shareholders could authorize an Independent Director as named in the Attachment 3 to attend and vote in the meeting on behalf of the shareholders.

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

April 3rd, 2024, is the record date set by the Company for determination of the shareholders entitled to attend the Extraordinary General Meeting of Shareholders No.2/2024.

We would like to invite the shareholders to join the Extraordinary General Meeting of Shareholders No.2/2024 on Tuesday, April 30th, 2024, at 15.30 hours at the master Meeting Room of C.I. Group Public Company Limited 1/1 M.7 Bangkoowad Road, Bangkoowad, A. Muang Pathumthani, Pathumthani 12000, Thailand.

Yours Sincerely,

Pol. Gen.

(Prung Boonpadung)

Chairman of the Board of Directors

Company Secretary

Tel: 0-2976 5290-9

Facsimiles: 0-2598-2331-2

Information Memorandum Regarding the Allotment on the Newly Issued Ordinary Shares

Through the Private Placement

C.I. Group Public Company Limited

The Board of Directors Meeting No 3/2024 held on March 20th, 2024, approved the issuance and offering of newly issued ordinary shares to specific investors (Private Placement), an amount not exceed 810,301,832 shares, at the par value of THB0.50 to specific investors (Private Placement: "PP"). Details are as follow:

1. Details of the newly issued ordinary shares to Specific Investors through the private placement

The Board of Directors meeting has resolved to approve the issuance and offering of newly issued ordinary shares to specific investors (Private Placement), an amount not exceeding 810,301,832 shares, with a par value of THB0.50 per share. Details are as follows:

- (1) Mr. Komet Pechanunt amount of 400,301,832 shares
- (2) Mrs. Bussarakham Pohkeaw amount of 210,000,000 shares
- (3) Masterkool International Public Company Limited amount of 70,000,000 shares
- (4) Mr. Kriangkrai Siravanitchakarn amount of 65,000,000 shares
- (5) Mr. Chockchai Saringkarnchayathawat amount of 65,000,000 shares

However, the offering price in the private placement shall be the best price based on the market value at the time of offering to the investor for the best interest of the Company and the shareholders, provided that the offering price shall not be the lower price under the price criteria regulation of the SEC and the SET. The Company uses the weighted average price of the Company's shares trading in the Stock Exchange for not less than 7 consecutive business days but not more than 15 consecutive business days prior to the date on which the offering price is determined, and the discount must not exceed 10 percent of such price, if unable to calculate the weighted average price or in cases where, after considering the liquidity of stock trading, there is reasonable cause to believe that the weighted average price is not suitable to be used as the market price. The company will therefore use the following prices in order (1) The price through the process of opening for the investor to present their intention to purchase the newly ordinary shares of the Company at the desired price (Book Building) (2) The fair price assessed by the financial advisor who is on the account at the office The SEC gave its approval. In the case where the price under (1) cannot be used, which was investigated by the securities company pursuant to the criteria prescribed under the Notification No. TorJor. 28/2565.

In this regard, the transaction must receive a resolution of approval from the shareholder meeting with a vote of not less than three-fourths of the total number of votes of shareholders who attend the meeting and have the right to vote, without counting the votes of shareholders who have interests as the basis for counting votes before the offering is made.

The meeting of the Board of Directors resolved to propose to the shareholder meeting to consider and approve the authorization of the Board of Directors to have the authority to take any action regarding the issuance, offering, allocation and subscription of the said additional common shares. This includes the following actions:

(1) To determine the objective, date, and time of the offering, an offering price for issuing and offering the newly ordinary shares, details, and any conditions in connection with the issuance, allocation, and subscription for the newly issued ordinary shares, including to sign any documents and any relevant agreements, including any executions which are necessary and appropriate connection to the issuing and offering of the newly issued ordinary shares in this occasion, and including to list the newly issued ordinary shares on the Market for Alternative Investment (MAI)

In this regard, the offering price by way of the private placement shall not be lower than the price as prescribed in the market price of SEC and the SET regulations including the issuance and the allocation of newly issued shares shall be by the regulation of the SEC.

(2) To consider the offering of new shares of the Company, whether for the shares to be made in a single offering or multiple offerings, and whether the shares will be offered to any person or group of people at one time, including to determine the date and time, and offering price and the details and any related conditions with the allocation of such newly issued shares.

However, this capital increase share allocation must be finished by the company's next annual general meeting of shareholders or, if earlier, by the date by which the next annual general meeting of shareholders is required by law, whichever comes first.

The Company will proceed with the PP transaction after receiving approval from the Company's Extraordinary General Meeting of Shareholders No. 2/2024, which will be held on April 30th, 2024. It is expected that the PP transaction will be completed within 2024.

2. Criteria for allotting on the newly issued ordinary shares through the private placement

2.1 Criteria and procedures for selecting the private placement investors.

The Company has considered the private placement for allotting on the newly issued ordinary shares under the following criteria.

- (1) The private placement investor must meet one of the following criteria: (A) being an institutional investor in accordance with the definition specified under the Notification of the Securities and exchange Commission No. KorJor. 17/2551 Re: The Determination of Definition of Notice regarding to Securities Issuance and Offering (And as amended) or (B) Being an investor in the category of ordinary persons or juristic persons with financial potential, a stable financial status, knowledge, experience, and/or operating a business that is able to cooperate or grow with the Company's business and / or be a business partner, or have the ability to recruit business partners, or recommend the business opportunities for the Company in order to maximize the Company's benefits as well as create financial liquidity and promote the Company to have more business opportunities in order to enhance the Company's operating performance.
- (2) The private placement investor must not be a connected person of the Company according to the Notification of the Capital Market Supervisory Board No. Thor Chor. 21/2551 regarding the regulations for connected transactions and the announcement regarding to the disclosure of information and the operations of listed companies in the connected transaction 2003. In this regard, the Company will carefully consider and review the information of the private placement investor, and will select the said person in accordance with the specified criteria.

2.2 Pricing Criteria

The Board of Directors has determined the offering price of newly issued shares to be allocated to private placement. In this regard, the offering price in the private placement shall be the best price based on the market value at the time of offering to the investor for the best interest of the Company and the shareholders, provided that the offering price shall not be the lower price under the price criteria regulation of the SEC and the SET. The Company uses the weighted average price of the Company's shares trading in the Stock Exchange for not less than 7 consecutive business days but not more than 15 consecutive business days prior to the date on which the offering price is determined, and the discount must not exceed 10 percent of such price, if unable to calculate the weighted average price or in cases where, after considering the liquidity of stock trading, there is reasonable cause to believe that the weighted average price is not suitable to be used as the market price. The company will therefore use the following prices in order (1) The price

through the process of opening for the investor to present their intention to purchase the newly ordinary shares of the Company at the desired price (Book Building) (2) The fair price assessed by the financial advisor who is on the account at the office The SEC gave its approval. In the case where the price under (1) cannot be used, which was investigated by the securities company pursuant to the criteria prescribed under the Notification No. TorJor. 28/2565.

3. Information of the private placement investors

3.1 Newly Issued Ordinary Shares Through the Private Placement

The Company has allotted the newly issued ordinary shares to the five private placement investors who have subscribed for the newly issued ordinary shares with the following details;

(1) Mr. Komet Pechanunt

Address	Nakhon Pathom Province
Occupation	Businessman
Experience	Personal business
Relationship with the Company	Mr. Komet Pechanunt will hold shares in the Company representing 9.88 percent of the Company's total issued and paid-up shares after the offering of newly issued shares through the private placement

(2) Mrs. Bussarakham Pohkeaw

Address	Chonburi Province
Occupation	Businessman
Experience	Personal business
Relationship with the Company	Does not have any kind of relationship with the Company and is not the connected party to the Company

(3) Masterkool International Public Company Limited

Type of Business	-Source, distribute and rent refrigeration products. -Financial business, lending, asset management and real estate development and corporate car rental business
Address	Bangkok
Relationship with the Company	Does not have any kind of relationship with the Company and is not the connected party to the Company

(4) Mr. Kriangkrai Siravanitchakarn

Address	Bangkok
Occupation	Businessman
Experience	Personal business, mainly in finance and real estate
Relationship with the Company	Does not have any kind of relationship with the Company and is not the connected party to the Company

(5) Mr. Chockchai Saringkarnchayathawat

Address	Bangkok
Occupation	Businessman
Experience	Personal business, real estate and investors
Relationship with the Company	Does not have any kind of relationship with the Company and is not the connected party to the Company

3.2 List of top 10 shareholders of the Company before and after the capital increase to the private placement

No.	Before the capital increase to the private placement (as of April 3 rd , 2024)*			After the capital increase to the private placement		
	Name	Number of Shares	Percentage (%)	Name	Number of Shares	Percentage (%)
1	UOB KAY HIAN PRIVATE LIMITED	434,962,720	13.42	UOB KAY HIAN PRIVATE LIMITED	434,962,720	10.74
2	Fin Leasing Company Limited	300,000,000	9.26	Mr. Komet Pechanunt	400,472,432	9.88
3	Asia Growth Opportunities (Thailand) Company Limited	200,000,000	6.17	Fin Leasing Company Limited	300,000,000	7.40
4	Mr. Chanyutt Boonyagate	161,493,200	4.98	Mrs. Bussarakham Pohkeaw	210,000,000	5.18
5	Mr. Aree Poomsanoh	109,287,800	3.37	Asia Growth Opportunities (Thailand) Company Limited	200,000,000	4.94
6	Miss Pirada Lertpaiboonwong	105,300,000	3.25	Mr. Chanyutt Boonyagate	161,493,200	3.99
7	Thai NVDR Company Limited	91,236,907	2.81	Mr. Aree Poomsanoh	109,287,800	2.70
8	Mr. Supawit Chamniandamrongkam	85,493,000	2.64	Miss Pirada Lertpaiboonwong	105,300,000	2.60
9	Mr. Chairat Kovitmongkol	52,591,300	1.62	Thai NVDR Company Limited	91,236,907	2.25
10	Mr. Worapot Chamniandamrongkam	51,000,000	1.57	Mr. Supawit Chamniandamrongkam	85,493,000	2.11

Remark *Record Date for the Extraordinary General Meeting of Shareholders No. 2/2024

After this allocation of Newly Issued Shares, It does not cause any change to the shareholders who have the highest voting rights in the company. Moreover, no representatives were sent to be Directors in the Company.

4. The objectives of the capital increase or allotment of the newly issued shares to the private placement

The Company raise funds by newly issued ordinary shares to Specific Investors through the private placement, the objective of such fund raising is stated below, in which the estimated amount of funds to be used Million 64.84 Baht within the period of 12 months from the date of receipt of funding:

Objective of utilizing proceeds	Estimated amount used (Million Baht)	Period of utilization
1. To repay debts with financial institutions	25.93	within the period of
2. To use as working capital of the Company's business	38.89	12 months from the date of receipt of funding

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, it was equal to 0.08 baht per share. 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.

5. Impact on the existing shareholders from the offering of shares though the private placement (Dilution Effect)

The impact to the shareholders after the issuance and allotment of the newly issued ordinary shares to the private placement investors in this time at the total amount of 810,301,832 shares as follows:

5.1 Impact on voting rights (Control Dilution)

$$\begin{aligned}
 \text{Control Dilution} &= \frac{\text{Number of newly issued ordinary shares offered to private placement}}{\text{(Number of newly issued ordinary shares offered to private placement + number of paid-up shares)}} \\
 &= \frac{810,301,832}{810,301,832 + 3,241,207,329} \\
 &= 20 \text{ percent}
 \end{aligned}$$

5.2 Impact on the profit sharing of shareholders (Earning per Share Dilution or EPS Dilution)

The company has a net loss from operations and therefore cannot be calculated.

5.3 Effect on share prices (Price Dilution)

$$\begin{aligned}
 \text{Price Dilution} &= \frac{\text{Market price before offering} - \text{Market price after offering}}{\text{Market price before offering}} \\
 &= \frac{0.08 - 5.00}{0.08} \\
 &= -1.63 \text{ percent}
 \end{aligned}$$

(Calculated from the weighted average price of 7 working days from 11 – 19 March 2024. Before the Board of Directors has a resolution to approve the issuance of allocation and offering of newly issued ordinary shares to the private placement)

$$\begin{aligned}
 \text{Market price after offering} &= \frac{(\text{Market price before offering} \times \text{Number of paid-up shares}) + (\text{Offering price} \times \text{Number of newly issued ordinary shares offered to private placement.})}{\text{(Number of paid-up shares + Number of newly issued ordinary shares offered to private placement)}} \\
 &= \frac{(0.08 \times 3,241,207,329) - (0.07 \times 810,301,832)}{3,241,207,329 + 810,301,832} \\
 &= 5 \text{ percent}
 \end{aligned}$$

The offering price is the assumed price of the offering price of newly issued ordinary shares at the rate of 90 percent of the market price.

In order to comply with the announcement of the Stock Exchange of Thailand regarding the criteria, conditions and methods for considering requests to accept common shares or preferred shares in the capital increase as registered securities, B.E. 2015, the company would like to present details of market prices for the past 7 consecutive business days first. The first day of the offering of additional common shares is between 11 – 19 March 2024 (information from SETSMART) as follows:

No.	Date	Trading Volume (share)	Trading Value (‘000 baht)	Average Price (Baht/Share)
1	19 Mar. 2024	8,081,221	614.48	0.08
2	18 Mar. 2024	5,927,300	472.50	0.08
3	15 Mar. 2024	4,581,719	363.51	0.08
4	14 Mar. 2024	3,151,400	252.10	0.08
5	13 Mar. 2024	6,987,676	559.02	0.08
6	12 Mar. 2024	2,264,300	177.78	0.08
7	11 Mar. 2024	4,614,900	365.54	0.08
Total 7 working days		35,608,516.00	2,804.93	0.08
Weighted average market price for 7 consecutive business days (Baht/share)				0.08
90 percent of the weighted average market price for 7 consecutive business days (baht/share)				0.07

After this capital increase, the effect on the voting rights of the existing shareholders (Control Dilution) will be equal to 20% without affecting the share of earnings per share of the existing shareholders (EPS Dilution) because the company has a net loss, it cannot be calculated and without affecting the share price (Price Dilution), However, such capital increase is worthwhile for the company, because the company uses the investment received as working capital, the company will have higher business liquidity and strengthen the company's financial position, which will result in benefit to the company and shareholders in the long run.

6. The opinion of the Board of Directors regarding the capital increase or allotment on the newly issued ordinary shares through the private placement

6.1 Reasons and necessity of the capital increase

The Board of Directors has the opinion that the allocation of additional common shares of the Company this time is intended to repay debts with financial institutions and to provide working capital in the business.

6.2 Possibility of the capital increase plan obtained from the offering of shares

The Board of Directors has the opinion that the Company will be able to use the proceeds received from this capital increase to proceed according to the Company's action plan as follows;

- (1) Use as working capital for the Company's
- (2) To repay debts with financial institutions.

6.3 Reasonableness of the capital increase and the plan for utilizing proceeds received from the share offering including the sufficiency of the source of capital

The Board of Directors has considered the conditions of the offering and allotment of the newly issued ordinary shares to the private placement reasonably, the offering price in the private placement shall be the best price based on the market value at the time of offering to the investor for the best interest of the Company and the shareholders, provided that the offering price shall not be the lower price under the price criteria regulation of the SEC and the SET. The Company uses the weighted average price of the Company's shares trading in the Stock Exchange for not less than 7 consecutive business days but not more than 15 consecutive business days prior to the date on which the offering price is determined, and the discount must not exceed 10 percent of such price, if unable to calculate the weighted average price or in cases where, after considering the liquidity of stock trading, there is reasonable cause to believe that the weighted average price is not suitable to be used as the market price. The company will therefore use the following prices in order (1) The price through the process of opening for the investor to present their intention to purchase the newly ordinary shares of the Company at the desired price (Book Building) (2) The fair price assessed by the financial advisor who is on the account at the office The SEC gave its approval. In the case where the price under (1) cannot be used, which was investigated by the securities company pursuant to the criteria prescribed under the Notification No. TorJor. 28/2565. Moreover, the objective is to use for the Company's working capital. The Board of Directors considers that support the financial structure. Although the Company cannot receive any new capital from private placement offering, the Company still able to operate as usual, and may consider finding from other source of fund. However, the Company is expected to be able to find loans in accordance with the Company's funding plan.

6.4 The expected impact on the Company's business operations, as well as the financial status and results of operations of the Company due to the capital increase and the implementation of funds or projects.

The Board of Directors have an opinion that the issuance of newly issued ordinary shares will increase liquidity of the Company and be able to raise funds within the short time, which could use as working

capital and help enhance financial liquidity and result in the company's financial structure becoming more robust.

6.5 Expected impact on the Company in the event that the inability to offer the newly issued ordinary shares to the private placement in full

In case the amount of newly issued ordinary shares is unable to be paid by the private placement, the Company would consider to use the increased capital according to the objective and necessity. The Company may consider finding other additional sources of funds such as borrowing from financial institutions, however, the Company always considers the benefits carefully

6.6 Appropriateness of the offering price of newly issued ordinary shares to private placement and the source of the price determination

The Board of Directors has considered and is of the opinion that the offering price of the newly issued Ordinary shares to the private placement, the offering price in the private placement shall be the best price based on the market value at the time of offering to the investor for the best interest of the Company and the shareholders, provided that the offering price shall not be the lower price under the price criteria regulation of the SEC and the SET. The Company uses the weighted average price of the Company's shares trading in the Stock Exchange for not less than 7 consecutive business days but not more than 15 consecutive business days prior to the date on which the offering price is determined, and the discount must not exceed 10 percent of such price, if unable to calculate the weighted average price or in cases where, after considering the liquidity of stock trading, there is reasonable cause to believe that the weighted average price is not suitable to be used as the market price. The company will therefore use the following prices in order (1) The price through the process of opening for the investor to present their intention to purchase the newly ordinary shares of the Company at the desired price (Book Building) (2) The fair price assessed by the financial advisor who is on the account at the office The SEC gave its approval. In the case where the price under (1) cannot be used, which was investigated by the securities company pursuant to the criteria prescribed under the Notification No. TorJor. 28/2565.

7. The Board of Director's certification on the capital increase

In the case that the directors of the Company do not perform their duties with honesty and carefully to protect the interests of the Company in matters relating to the capital increase. If it fails to perform the said duties causes damage to the Company, the shareholders can file a claim for damages from the said director on behalf of the Company in accordance with Section 85 of the Public Company Act 1992, and if failure to

perform that duty causes the directors or related persons to gain benefits improperly, the shareholders can exercise the right to claim benefits from that director on behalf of the Company in accordance with Section 89/18 of the Securities and Exchange Act 1992. (as amended).

8. Opinion of the Audit Committee and/or the Director which is different from the Board of Directors' Opinion

-None-

(F53-4)

Capital Increase Report Form
C.I. Group Public Company Limited
March 20th, 2024

C.I. Group Public Company Limited (“**Company**”) hereby inform the resolutions of the Board of Directors Meeting No. 3/2024, held on March 20th, 2024, regarding the capital decrease, capital increase, and allocation of newly issued shares as follows:

1. 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 405,150,916 Baht from the existing registered capital of 2,060,072,163.50 Baht to the new registered capital of 2,465,223,079.50 Baht by issuing, not exceeding, 810,301,832 newly issued ordinary shares at the par value of 0.50 Baht per share, to reserve the issuance and offering of newly issued ordinary shares to specific investors (Private Placement). 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	810,301,832 -	0.50 -	405,150,916.00 -
<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 reserve the issuance and offering of newly issued ordinary shares to specific investors (Private Placement).	Not exceeding 810,301,832 shares	-	-	-	-

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.

Remark:

The Board of Directors's meeting approved to propose to the shareholders' meeting to consider and approve the issuance of newly issued shares not more than 810,301,832 shares at the par value of THB0.50 per share to reserve the issuance and offering of newly issued ordinary shares to specific investors (Private Placement).

In this regard, the offering price in the private placement shall be the best price based on the market value at the time of offering to the investor for the best interest of the Company and the shareholders, provided that the offering price shall not be the lower price under the price criteria regulation of the SEC and the SET. The Company uses the weighted average price of the Company's shares trading in the Stock Exchange for not less than 7 consecutive business days but not more than 15 consecutive business days prior to the date on which the offering price is determined, and the discount must not exceed 10 percent of such price, if unable to calculate the weighted average price or in cases where, after considering the liquidity of stock trading, there is reasonable cause to believe that the weighted average price is not suitable to be used as the market price. The company will therefore use the following prices in order (1) The price through the process of opening for the investor to present their intention to purchase the newly ordinary shares of the Company at the desired price (Book Building) (2) The fair price assessed by the financial advisor who is on the account at the office The SEC gave its approval. In the case where the price under (1) cannot be used, which was investigated by the securities company pursuant to the criteria prescribed under the Notification No. TorJor. 28/2565.

In addition, the allocation of the shares as above must not result in any investors holding shares of the Company in the number that reaches or passes the trigger point requiring such investors to make a tender offer as required under the Notification of the Capital Market Supervisory Board TorJor. 12/2554 re: Rules, Conditions, and Procedures for the Acquisition of Securities for Business Takeovers, or in violation of the foreign shareholding restriction as specified in the Articles of Association of the Company, which allows, foreigners, to hold shares in the Company in an amount not exceeding 49 percent of the total sold shares of the Company and must not be allocated to connected persons according to the announcement of the SEC and the SET.

Additionally, the Board of Directors' meeting resolved to approve and propose to the shareholders' meeting to consider and approve the authorization of the Board of Directors is authorized to take any action

regarding the issuance, offering, allocation and subscription of such newly issued ordinary shares. The includes the following actions:

(1) To determine the objective, date and time of the offering, an offering price for issuing and offering the newly ordinary shares, details, and any conditions in connection with the issuance, allocation, and subscription for the newly issued ordinary shares, including to sign any documents and any relevant agreements, including any executions which are necessary and appropriate connection to the issuing and offering of the newly issued ordinary shares in this occasion, and including to list the newly issued ordinary shares on the Market for Alternative Investment (MAI)

In this regard, the offering price by way of the private placement shall not be lower than the price as prescribed in the market price of SEC and the SET regulations including the issuance and the allocation of newly issued shares shall be by the regulation of the SEC.

(2) To consider the offering of new shares of the Company, whether for the shares to be made in a single offering of multiple offerings, and whether the shares will be offered to any person or group of people at one time, including to determine the date and time, and offering price and the details and any related conditions with the allocation of such newly issued shares.

However, this capital increase share allocation must be finished by the Company's next annual general meeting of shareholders of, if earlier, by the date by which the next annual general meeting of shareholders is required by law.

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

Schedule the Extraordinary General Meeting of Shareholders No.2/2024 to convene on Tuesday, April 30th, 2024, at 3.30 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, April 3rd, 2024.
- 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 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. 2/2024 resolved to approve the capital increase, and the amendment of the Company's Memorandum and of Association;
- 4.3 The Company shall submit an application for registration of the change in paid-up capital with the Ministry of Commerce.
- 4.4 The Company shall submit an application to the Stock Exchange of Thailand for approval to accept the newly issued ordinary shares as listed securities.

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

The Company raise funds by newly issued ordinary shares to Specific Investors through the private placement, the objective of such fund raising is stated below, in which the estimated amount of funds to be used Million 64.84 Baht within the period of 12 months from the date of receipt of funding:

Objective of utilizing proceeds	Estimated amount used (Million Baht)	Period of utilization
1. To repay debts with financial institutions	25.93	within the period of 12 months from the date of receipt of funding
2. To use as working capital of the Company's business	38.89	

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, it was equal to 0.08 baht per share. 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, the shareholders will receive benefits through receiving the Company's dividends according to the Company's dividend payment policy.
- 7.2 Subscribers of newly issued ordinary shares allocated in this time will have to right to receive dividends from the operations of the Company from the date listed in the shareholder registration book of the Company 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.

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

-None-

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. 3/2024	March 20 th , 2024
2	Date to determine the list of shareholders entitled to attend the Extraordinary General Meeting of Shareholders No.2/2024 (Record Date)	April 3 rd , 2024
3	the Extraordinary General Meeting of Shareholders No.2/2024	April 30 th , 2024
4	Registration of the 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.2/2024 approve to increase or registered capital
5	Allotment of capital increase shares	As the Board of Directors will have a resolution to approve further.

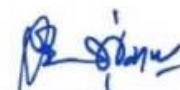
The Company hereby certify that the information contained in this report form is correct and complete in all respects.

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 : 75 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 10 months (as of 31 March 2024)
 CIG shareholding (as of 31 March 2024) : 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 : Chairman of the Audit Committee / Independent Director	
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 6 months (as of 31 March 2024)
 CIG shareholding (as of 31 March 2024) : 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 1.00 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 75 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, Chairman of the Audit Committee / Independent Director, 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 of Shareholders No.1/2024 on Tuesday, April 30th, 2024, 15.30 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. 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 The Matter of the Chairman will be Informed to the Meeting.

Agenda 2 To Consider and Approve the Issuance and Offering of Newly Issued Ordinary Shares to Specific Investors (Private Placement).

 Approve Disapprove Abstain

Agenda 3 To Consider and Approve the Shareholders' Meeting for Consideration and Approval, an Increase in the Company's Registered Capital in the Amount of THB 405,150,916 From THB 2,060,072,163.50 to THB 2,465,223,079.50 by Way of Issuing 810,301,832 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.

Approve Disapprove Abstain

Agenda 4 To Consider and Approve the Allocation of 810,301,832 Newly Issued Ordinary Shares, at the Par Value of THB 0.50, to Reserve the Issuance and Offering of Newly Issued Ordinary Shares to Specific Investors (Private Placement).

Approve Disapprove Abstain

Agenda 5 Any Other Matter (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 of Shareholders No.2/2024 on Tuesday, April 30th, 2024, at 15.30 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 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

(.....)

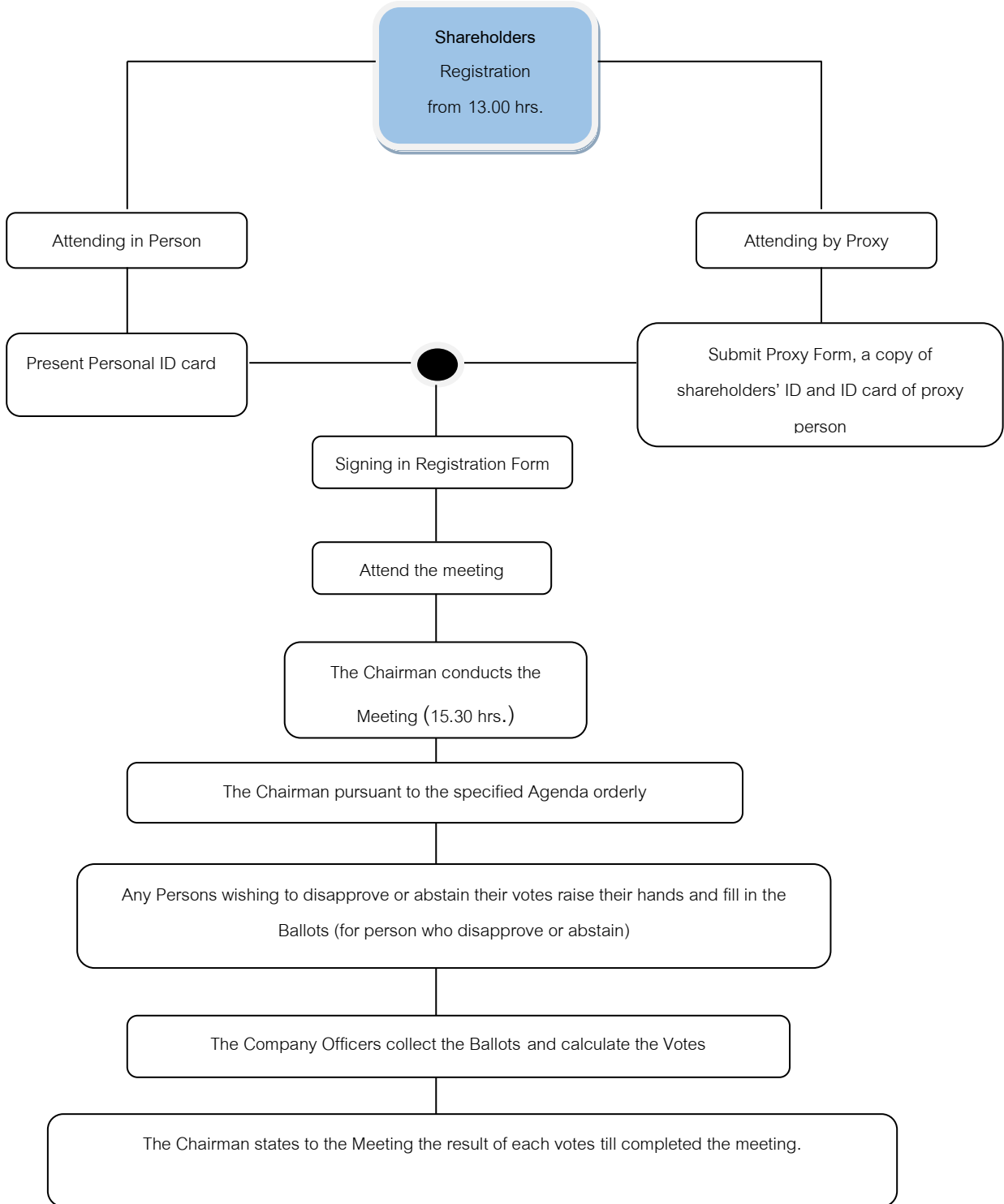
Date.....

Signed.....Proxy Holder

(.....)

Date.....

Steps for Attending the Extraordinary General Meeting of Shareholders No.2/2024
 The C.I. Group Public Company Limited
 April 30th, 2024



Privacy Notice for the Extraordinary General Meeting of Shareholders No.2/2024

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 of Shareholders No.2/2024. 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. 2/2024 VENUE

