



**INVITATION TO THE 2023
ANNUAL GENERAL MEETING OF SHAREHOLDERS
CHAOPRAYA MAHANAKORN PUBLIC COMPANY LIMITED**

**FRIDAY 26 APRIL 2024 AT 10:00 A.M.
IN THE FORM OF A MEETING VIA ELECTRONIC MEDIA (E-AGM)**



No. 004 / 2024

26 March 2024

Subject: Schedule of the 2024 Annual General Meeting of Shareholders

Dear Shareholders

Attached

1. A copy of the minutes of the 2023 Annual General Meeting of Shareholders in QR Code format (QR Code).
2. Annual report 2023 including financial report for 2023 (Form 56 - 1 One Report)
In the form of a QR code (QR Code).
3. Information on persons nominated to serve as directors in place of those whose terms have expired, Resign from office according to term.
 - 3.1 Directors who are independent directors.
 - 3.2 Directors who are not independent directors.
4. Definition of independent directors.
5. Information of the nominated auditors for the year 2024.
6. Information about the independent directors that the company proposes to serve as proxies from shareholders.
7. Company regulations specific to shareholder meetings.
8. Evidence showing rights to attend the meeting How to appoint a proxy Submitting a request to attend the meeting via the media Electronic (E-Meeting) and voting counting of votes and report the results of the vote count for the identity verification process and rules and procedures for attending the 2024 Annual General Meeting of Shareholders through electronic media (E-AGM).
9. Meeting attendance receipt via electronic media.
10. Manual for using the electronic conferencing system. For the shareholder meeting.
11. Using the QR Code for downloading documents from the general meeting of shareholders.
Year 2024.
12. Notification form regarding personal data protection (Privacy Notice).
13. Proxy Form A and Form B.
14. Advance question form according to the agenda for the 2024 Annual General Shareholders' Meeting.



On Friday 2 February 3, 2024 Meeting of the Board of Directors 2nd time / 2024 Chaopraya Mahanakorn Company Limited Public Company Limited (the “ Company ”) or “ CMC ” has resolved to call the 2024 Annual General Meeting of Shareholders on Friday the 26th . April 2024 at 10:00 a.m. In the form of a meeting via electronic media (E - AGM) only.

According to the Emergency Decree on Meetings via Electronic Media B.E. 2020 and other related laws and regulations to consider various matters according to the agenda along with the opinions of the committee as follows:

Agenda 1 : Consider certifying the report Annual General Meeting of Shareholders for the year 2023, held on the 26 April 2023.

Objectives and reasons : The company has prepared a report on the 2023 Annual General Meeting of Shareholders. which held a meeting on the 26th April 2023 And a copy of the minutes of the said meeting was sent to the Stock Exchange of Thailand and the Ministry of Commerce within the time specified by law. It has also been published on the company's website and a copy of the meeting minutes has been attached to this invitation. According to attachment number 1.

Board of Directors' opinion: The minutes of the 2023 Annual General Meeting of Shareholders, held on April 26, 2023 were recorded correctly and completely. Therefore, it is considered appropriate to present them to the shareholders' meeting. Certify the minutes of the said meeting.

Votes for approval : This agenda must be approved by votes. Majority vote of shareholders and proxy who came to the meeting and had the right to vote.

Agenda 2 : Consider acknowledging the report on the Company's operating results for the year. 2023

Objectives and reasons: The Company has summarized past operating results and important changes that occurred in the year 2023, which appear in the 2023 annual report (Form 56-1 One Report) in the topic “Financial status and operating results. Operations” which has been published on the company's website at www.cmc.co.th on 14 March 2024 and can be downloaded via QR Code (QR Code).

Board of Directors' opinion: It is considered appropriate to present a report on operating results for the year 2023. which summarizes the operating results and important changes that occurred in 2023 for shareholders to be informed.

Votes for approval : It is an agenda for acknowledgment, there was no voting.

Agenda 3 : Consider and approve the financial statements for the year ending 31 December 2023.

Objectives and reasons : In order to comply with the Public Limited Companies Act 1992 and the Company's Articles of Association, Section 39. which requires the company Must prepare a balance sheet and profit and loss account at the end of the company's accounting period which has been reviewed by the Audit Committee and passed inspection by an auditor before being proposed to the shareholder meeting for approval.



Unit: million baht

financial status	Year 2023	
	Consolidated financial statements	Separate financial statements
asset	7,591.07	6,194.71
debt	5,222.46	3,965.03
Shareholder's equity	2,368.61	2,229.68

Performance	Year 2023	
	Consolidated financial statements	Separate financial statements
Total income	1,325.16	436.63
Total cost	(1,518.86)	(563.99)
net profit	(193.70)	(127.36)
Net earnings per share	(0.180)	(0.119)

Unit: million baht

Board of Directors' opinion: Agreed that it should be proposed to the shareholders' meeting to consider approving the annual financial statements. Ended on December 31, 2026 which has been inspected and certified by an auditor from PricewaterhouseCoopers ABAS Ltd. and approved from the audit committee. The details of the financial statements are as they appear in the financial report year 2023, which was sent to shareholders along with the notice of this meeting. According to attachment number 2.

Votes for approval : This agenda must be passed the approval resolution with a majority vote of shareholders and proxies who attended the meeting and had the right to vote.

Agenda 4 : Consider and approve the payment of dividends for the annual period. 2023 by paying from retained earnings.

Objectives and reasons : According to the Public Limited Companies Act B.E. 1992 and the Company's Articles of Association, Article 36 Business that the annual general meeting of shareholders should convene is as follows: Consider approving the allocation of profits and dividend payment. In addition, according to Section 116 of the Public Limited Companies Act B.E. 1992 , it is specified that the company must allocate a portion of annual net profits as a reserve fund with an amount of not less than 5 percent of the annual net profit,



Deducted by the accumulated losses brought forward (if any) until this reserve fund is not less than 10 percent of the registered capital.

The company has a policy to pay dividends to shareholders at a rate of not less than 40 percent of net profit after deducting corporate income tax for separate financial statements and after deducting all types of various reserves as specified by law and the company. The payment of dividends has no impact on the normal operations of the company significantly the payment of dividends must be approved by the shareholder meeting. Except for the payment of interim dividends which the Board of Directors may approve the payment of interim dividends from time to time. When the company It is profitable enough to invest and report such interim dividend payment to the next meeting of shareholders. However, the said dividend payment is subject to change depends on the results.

Operations and financial status of the company business expansion plans, any other necessity and appropriateness in the future and other factors related to the management of the company . According to the Board of Directors and / or shareholders of the company, considered appropriate and such action must bring the greatest benefit to shareholders.

Board of Directors' opinion: It is considered appropriate to propose to the 2024 Annual General Meeting of Shareholders to consider approving the allocation of net profits after deducting corporate income tax. To pay dividends in the form of stock dividends and cash. The dividend payment is in accordance with the dividend payment policy. The details are as follows:

1. Will pay dividends at the rate of 0.03720 baht per share in the form of dividend stocks and cash . Total value not exceeding 39, 679,824 baht.
2. Pay dividends in the form of additional common shares of the company at the rate 30 original shares per 1 dividend share for a total of 35,711,841 shares (par value 1.00 baht per share) Total value 35,711,841 baht or calculated as the rate Payment of stock dividends at the rate of 0.03348 baht per share. In the case that any shareholder has a fraction of the original shares after the allocation of shares After dividends are paid, dividends will be paid in cash instead of dividend shares at the rate of 0.03348 baht per share.
3. Cash dividends will be paid at the rate of 0.00372 baht per share. per share, including total dividends paid in cash 3,967,983 baht.

Comparative information on dividend payout rates It is as follows:

Dividend payment details	Year 2023	Year 2022	Year 2021
1. Net retained earnings (loss) (Baht) ** According to the separate financial statements	592,204,924 baht	762,006,412 baht	708,671,987 baht
2. Number of shares	1,066,661,890 shares	1,028,570,595 shares	1,028,570,595 shares
3. Total dividends paid per share (Baht : share)	0.0372	0.0423	0 .00423



3. 1 Interim dividend (Baht : share)	-	-	-
3. 2 Annual dividend (Baht : shares) divided into			
3. 2. 1 Cash	3,967,983 baht	4,350,854.00 baht	41,142,823 .80 baht
3. 3. 2 dividend stocks	35,711,841 shares	39 , 157 ,683 shares	-
4. Total dividends paid (Baht)	39,679,824 baht	43,508,537.00 baht	41,142,823 .80 baht

By specifying the names of shareholders who have the right to attend the general meeting of shareholders and the right to receive dividends (Record Date) on Tuesday, March 12 , 2024 and determine the dividend payment. on Friday, May 24 , 2024. The right to receive dividends is still uncertain. Must wait for approval from the general meeting of shareholders.

Votes for approval: This agenda must Passed the approval resolution With a majority vote of shareholders and proxies who attended the meeting and had the right to vote.

Agenda 5 : Consider approving the reduction of the company's registered capital. from the original registered capital By reducing registered common shares that have not yet been sold and amending Section 4 of the Company's memorandum of association to be consistent with the reduction of registered capital.

Objectives and reasons : According to the resolution of the 2023 Annual General Meeting of Shareholders, it was approved to pay dividend shares as common shares of the Company to existing shareholders at the rate of 27 original shares per 1 dividend share, but due to the number of dividend shares remaining from the allocation 1,066,388 shares, making the paid-up capital less than the registered capital of 1,066,388 baht or 1,066,388 shares (value of 1 baht per share) and in order to comply with Section 140 of the Public Company Limited Act 1992 , the company 's registered capital must be reduced by 1,066,388. Shares, valued at 1 baht per share, so that the registered capital is equal to the paid-up capital before the capital increase to support the payment of stock dividends.

Board of Directors' opinion: Agreed, it should be proposed to the 2027 Annual General Meeting of Shareholders for consideration and approval reduce the registered capital of the company for the part that cannot be allocated to pay stock dividends according to the resolution of the 2023 Annual General Meeting of Shareholders. This transaction is appropriate without having an impact on the company and without affecting the benefits of shareholders. The said capital reduction is so that the registered capital is equal to the paid-up capital before the capital increase to support the payment dividend stocks.

The capital reduction will be registered. The details are as follows.



Registered capital type	Registered capital (share)	Registered capital (baht)	Stock value (Baht/share)
Current registered capital	1,067,728,278 share	1,067,728,278 baht	1 baht
To consider reducing the registered capital in the portion that cannot be allocated to pay stock dividends.	1,066,388 shares	1,066,388 baht	1 baht
Total new registered capital	1,066,661,890 shares	1,066,661,890 baht	-

Please approve the amendment of the Company's Memorandum of Association, Section 4 , to be in line with the reduction of the Company's registered capital. The details of the additional amendments are as follows.

Item 4.	Registered capital amount	New registered capital after capital reduction 1,066,661,890 baht (One thousand sixty-six million six hundred sixty-one thousand eight hundred and ninety baht)
	divided into	1,066,661,890 baht (One thousand sixty-six million six hundred sixty-one thousand eight hundred and ninety baht)
	Value per share	1.00 baht (one baht)
	common shares	1,066,661,890 shares (One billion sixty-six million six hundred sixty-one thousand eight hundred and ninety shares)
	Preferred shares	-

In this regard, the person assigned by the committee shall register the amendment of the memorandum of association at the Department of Business Development. The Ministry of Commerce has the power to amend and add words to comply with the registrar's orders.

Votes for approval: This agenda must Passed the approval resolution with a vote of not less than three-quarters of the total number of votes of shareholders and proxy who came to the meeting and had the right to vote.

Agenda 6 : Consider approving the increase of the company's registered capital. Substituted by issuing common shares to support the payment of stock dividends and amendments. Memorandum of Association of the Company, Section 4. To be consistent with the increase in registered capital.

Objectives and reasons: According to the 2024 Annual General Meeting of Shareholders, it was resolved to approve the payment of dividends for the year 2023, paid from retained earnings. Therefore, to



support the payment of such dividend stocks, The company must increase its registered capital by issuing 35,711,841 additional common shares with a par value of 1.00 baht per share. The company will increase its registered capital to 35,711,841 shares or 35,711,841 **baht** Increase in registered capital to support the above stock dividend payment, will make the company have registered capital of 1,102,373,731 shares or 1,102,373,731 baht Par value of shares is 1.00 baht per share.

Board of Directors' opinion: Agreed, it should be proposed to the 2024 Annual General Meeting of Shareholders for consideration and approval, Increase the registered capital of the company and allocate additional shares to support dividend payments. Amending the company's memorandum of association, Clause 4 , to be consistent with the increase in registered capital , which the said item is appropriate. It has no impact on the company and does not affect the rights of shareholders, increasing capital to pay dividends resulting in an increased number of circulators this will make the shares liquid and able to raise funds in the future with the following details:

Additional amendments	Registered capital (baht)	Registered capital (share)	Value per share (Baht/share)
Current	1,066,661,890 baht	1,066,661,890 shares	1 baht
Request additional amendments to	1,102,373,731 baht	1,102,373,731 shares	1 baht

In this regard, approval is requested to amend the Company's Memorandum of Association, Section 4 to be consistent with the increase in the Company's registered capital, The details of the additional amendments are as follows.

Item 4.	Registered capital amount	1,102,373,731 baht (One thousand one hundred two million three hundred seventy three thousand seven hundred thirty one baht)
	divided into	1,102,373,731 shares (One thousand one hundred two million three hundred seventy three thousand seven hundred thirty one shares)
	Value per share	1.00 baht (one baht)
	common shares	1,102,373,731 shares (One thousand one hundred two million three hundred seventy three thousand seven hundred thirty one shares)
	Preferred shares	-

In this regard, the person assigned by the committee shall register the amendment of the memorandum of association at the Department of Business Development. The Ministry of Commerce has the power to amend and add words to comply with the registrar's orders.



Votes for approval: This agenda must Passed the approval resolution with a vote of not less than three-quarters of the total number of votes of shareholders and proxy who came to the meeting and had the right to vote.

Agenda 7 : Consider approving the allocation of additional capital shares of the Company.

Objectives and reasons: According to the meeting of the Company's Board of Directors, it was resolved to approve the payment of dividends from operating results for the year 2023, paid in cash and stock dividends. Therefore, to support the payment of such dividend stocks. The company must increase its registered capital in the amount of 35,711,841 shares with a par value of 1.00 baht per share. The company will allocate the said additional common shares. To support the payment of stock dividends This is an increase in capital of not more than 35,711,841 baht by issuing new ordinary shares of not more than 35,711,841 shares in order to prepare for the payment of stock dividends to ordinary shareholders. In this regard, the said capital increase must be completed by the date the company holds the next annual general meeting of shareholders or within the date required by law to hold the next annual general meeting of shareholders. Whichever comes first and assign the Board of Directors and/or persons assigned by the Board of Directors to have authority to carry out various operations in the allocation of additional common shares of the Company. This includes but is not limited to (a) allocating additional common shares at one time or multiple times (b) determining the offering period, the offering price, the list of persons in a limited circle. as well as setting conditions and other details related to the allocation of such additional common shares; (c) negotiating, agreeing and signing contracts and/or any documents necessary and related to the allocation of such additional common shares; Including amendments to contracts and such documents. This includes contacting and submitting permission requests, waiver requests, and such documents to government agencies or relevant agencies. as well as registering the said capital increase common shares as listed securities on the Stock Exchange of Thailand; and (e) taking any other actions necessary and related to the allocation of such capital increase common shares as appropriate.

Board of Directors' opinion: Agreed, importantly proposed to the 2024 Annual General Meeting of Shareholders for consideration and approval. The allocation of additional capital shares of the company is as follows:

Registered capital type	Registered capital (share)	Registered capital (baht)	Stock value (baht)
Current paid-up registered capital	1,066,661,890 share	1,066,661,890 baht	1 baht
To consider increasing capital to support the payment of stock dividends.	35,711,841 share	39,157,683 baht	1 baht
Total registered capital after allocation of additional shares	1,102,373,731share	1,102,373,731baht	-

Votes for approval This agenda must passed the approval resolution With a majority vote of shareholders and proxies who attended the meeting and had the right to vote.



Agenda 8 : Consider and approve the appointment of directors. To replace directors who are due to retire from their positions according to their terms.

Objectives and reasons: According to Section 71 of the Public Limited Companies Act B.E. 2535 and Regulations No. 17 At every annual general meeting of shareholders One-third (1 / 3) of the number of directors shall retire from their positions at that time. If the number of directors cannot be divided exactly into three parts the number closest to one-third (1 / 3) must be retired in the first and second years using the drawing of lots. For subsequent years, the committee who have been in the longest will be the ones who will leave their positions, committee who have resigned from their positions May be selected to return to the position again.

2024 Annual General Meeting of Shareholders, there were 3 directors who had to retire from their positions upon completion of their terms. People as follows:

- | | |
|--------------------------------------|--|
| 1. Mrs. Ratana Anupasanant | Independent Committee/Chairman of the Nomination and
Remuneration Committee / Risk Management Committee |
| 2. Acting Sub Lt. Wiroj Padthayanant | Director / Chief Government Relations Officer |
| 3. Mr. Wuttipong Patyanunt | Director |

However, The company has given shareholders an opportunity to propose agenda items and propose names of persons to be considered for election as directors between October 2 , 2023. – 29 December 2023 There were no shareholders to propose agendas and names of persons to be considered for election of directors.

Nomination and Remuneration Committee Yes, knowledge, abilities, and specialized expertise are taken into account . and work experience The diversity and expertise of the directors, including their past performance as directors and sub-committees, therefore, was proposed to the Board of Directors' meeting to consider appointing directors whose terms have expired for all 3 members. You include: Mrs. Rattana Anupasanun, Acting Second Lieutenant Wirot Patayanant and Navuttipong Patyanant returned to office for another term.

Board of Directors' opinion: The Company's Board of Directors (excluding directors with conflicts of interest and directors proposed for appointment this time) has considered and screened with care and caution and agreed with the opinions of the Nomination and Remuneration Committee. that the 3 directors You are a person with all the appropriate qualifications and experience. and have abilities that are beneficial to the company's business operations In addition, they also have the qualifications to be directors / independent directors as specified in the law and criteria of relevant regulatory agencies. Company regulations Charter of the Board of Directors and qualifications for being an independent director as specified by the company Therefore, it is considered that the shareholders' meeting should consider appointing directors whose terms have expired for all 3 terms. Sir Return to the position of director for another term as follows:

- | | |
|---------------------------|---|
| 1.Mrs. Rattana Anuphasnan | Independent Director/Chairman of the Nomination and
Remuneration Committee/Risk Management Committee |
|---------------------------|---|



2. Acting Second Lieutenant Wirot Patayanan Director /Chairman, Government Relations Officer

3. Mr. Wutthipong Patayanan Director

For history, experience, tenure The number of times of attendance at meetings of the Board of Directors and sub-committees of the three directors nominated to return to their positions appears in Attachment No. 3 .

In this regard, the directors who were proposed to be appointed this time Not holding a position as a director in a company that has conflicts or is in business competition with the company by Mrs. Rattana Anupasanun, who has been nominated to return to the position of independent director of the company. Has complete independence qualifications according to the definition of an independent director of the company, which is in accordance with the qualification requirements for independent directors according to the announcement of the Capital Market Supervisory Board. Able to express opinions independently from the management. and has never been an executive or professional service providers or have a significant business relationship with the company (definition of independent directors of the company Appears in attachment number 4.) which was sent to shareholders along with the meeting invitation letter.

Note: Articles of Association of the Company, Section 16 The criteria and methods for voting to elect directors are specified as follows:

- (1) One shareholder has one (1) share of votes per one (1) vote.
- (2) Each shareholder may use all of his/her votes according to (1) to elect one person or several persons to be directors. But the votes cannot be divided among anyone, to any extent.
- (3) Persons receiving the highest number of votes in descending order is elected as a director equal to the number of directors that should be or will be elected at that time. In the event that the persons elected in descending order have equal votes exceeding the number of directors that should be or will be elected. election at that time Let the chairman have the deciding vote.

Votes for election of directors :This agenda must be approved by a majority vote of the total number of votes of shareholders. and proxy who came to the meeting and had the right to vote The company will propose it to the shareholder meeting for consideration and approval on an individual basis.

Agenda 9: Consider and approve remuneration for company directors. and sub-committees for the year 2024

Objectives and reasons : According to the Company's Articles of Association, Article 22 It is determined that company directors have the right to receive remuneration for company directors from the company in the form of rewards, meeting allowances, pensions, bonuses, or other types of benefits as the shareholders' meeting will consider and vote with a vote of not less than two-thirds (2 / 3) of the total number of votes of shareholders attending the meeting. Directors' remuneration may be set at a fixed amount or laid down as specific criteria. and will be specified from time to time or effective forever until the shareholder meeting resolves to change otherwise. In addition, company directors have the right to receive allowances and various benefits



according to company regulations. By the general meeting of shareholders on the 26th April 2023 passed a resolution to determine the remuneration of company directors and sub-committees. The remuneration of the Company's directors and sub-committees shall be effective from the date of approval from the shareholder meeting onwards until the shareholder meeting resolves to change otherwise.

Board of Directors' opinion: The Board of Directors deems it appropriate to propose to the general meeting of shareholders. Approve the remuneration of company directors and sub-committees on an annual basis. Although the criteria and rates of remuneration have not changed from what the shareholder meeting previously approved. It is proposed to maintain the remuneration of company directors and sub-committees for the year 2027. According to the original criteria and rates that the shareholder meeting resolved to approve as above. and according to the proposal of the Nomination and Remuneration Committee which has carefully considered and scrutinized the suitability in various respects, including the economic circumstances income growth Company profit Conformity with businesses of the same size as well as appropriateness to the responsibilities and duties of the directors The Company does not pay compensation and other benefits to

Board meeting allowance (Baht/person/time)				
board	Year 2024 (Proposed year)		Year 2023	
	chairman	director	chairman	director
Board of Directors	35,000	20,000	35,000	20,000
Audit Committee	30,000	20,000	30,000	20,000
Nomination and Remuneration Committee	22,000	17,000	22,000	17,000
Risk Management Committee	22,000	17,000	22,000	17,000
Set the amount of directors' remuneration (Baht/year)				
The chairman's bonus does not exceed	300,000		300,000	
Director's remuneration not exceeding	200,000		200,000	
Any other benefits (Excluding benefits provided to general employees) (Baht/year)				
Directors' health insurance cost per person	18,000		18,000	
Set the total amount of directors' remuneration. (Baht/year)				
Total directors' remuneration does not exceed	5,000,000		5,000,000	

directors other than those specified. Same as 2023

Note: In the case where the chairman and directors of the board of directors or sub-committees from executives of the company and /or subsidiaries will not receive compensation as mentioned above .

Votes for approval : This agenda must be approved by a vote of not less than two-thirds (2/3) of the total number of votes of shareholders and proxies who attend the meeting and cast their votes.

Agenda 10: Consider , approve , appoint auditors and determine audit fees for the year 2024.

Objectives and reasons : According to the Public Limited Companies Act, B.E. 2535, Section 120 and



the Company's Articles of Association, Section 36 , it is specified that the activities that the annual general meeting should do are as follows: (5) Appoint an auditor. and set annual audit fees In 2024 The Audit Committee has considered and approved the company. PricewaterhouseCoopers ABAS Ltd. is the company's auditing firm. Because of its reputation, potential, and good work standards Has experience and expertise in auditing. There is an effective process or tool used for auditing accounts. Have knowledge and understanding of business including performing his duties very well throughout By comparing the scope of services, workload and audit fees of other listed companies at the same level, it is seen that PricewaterhouseCoopers ABAS Company Limited offers appropriate audit fees and conditions. Propose the highest benefit to the company.

Board of Directors' opinion : Agreed with the proposal of the Company Selection Audit Committee. Pricewaterhouse Coopers ABAS Limited is an examination office. Company account and it was resolved to propose to

1. Appoint the company's auditor. Chaopraya Mahanakorn Public Company Limited, year 202 7

List of auditors	Certified Public Accountant Registration Number	Number of years as a signatory to the financial statements
1. Miss Sanicha Akrakittilap	8470	3 years (2021-2023)
or		
2. Miss Kulthida Wiratkaphan	9772	Never been a signatory to the company's financial statements before
or		
3. Mr. Paiboon Tankul	4298	Never been a signatory to the company's financial statements before

of the company, PricewaterhouseCoopers ABAS Company Limited, which is an auditor with qualifications consistent with the announcement of the Office of the SEC . The period of performance of duties as an auditor for both The above three cases are in line with the guidelines for rotating auditors in the capital market as announced by the Office of the SEC.

The companies that are auditing firms and auditors listed above have no relationship or interest with the company/subsidiaries/executives/major shareholders. or persons related to such persons For the history of the auditor and information on the independence of the nominated auditor, appear in Attachment No. 5 .

2. Approve the company's audit fee, Chaopraya Mahanakorn Public Company Limited, year 2027 The amount is 2,100,000 baht per year (two million one hundred thousand baht only).

Information comparing the company's audit fees in the past year is as follows:

PricewaterhouseCoopers ABAS Company Limited	Year 2024 (Proposed year)	Year 2023
Audit fee	2,100,000 baht	1 , 953,000 baht
Other service fees	do not have	do not have
Audit fees increased from the previous year.	147,000 baht	



The Company has a total of 15 subsidiaries including: Phraya Panich Property Company Limited Thai Siam Company Limited, Siam Nakorn Company Limited, Teledock Company Limited Cannabitech Co., Ltd. Samyan Downtown Co., Ltd. C2H Co., Ltd. C2H1 Co., Ltd. C Meditech Co., Ltd. Chivasai Co., Ltd. CMC Tour 100 Company Limited 3 PJV 1 Company Limited 3 PJV 2 Company Limited 3 PJV 3 Company Limited 3 PJV 4 Company Limited using the same auditing office.

Votes for approval : This agenda must be approved by a majority vote of shareholders. and proxy who came to the meeting and had the right to vote.

Agenda 11: Consider other matters (if any)

The company would like to inform that the meeting of the Board of Directors has set a date to determine the names of shareholders who have the right to attend the meeting. Shareholders on Tuesday, March 12, 2024

We would like to invite shareholders to attend the 2024 Annual General Meeting of Shareholders on Friday, April 26, 2024 at 10:00 a.m. via electronic media (E-AGM) only. The company will open a system for submitting application forms and various related documents for entry.

Participate in the meeting through electronic media (E-AGM) in advance from Wednesday, April 10, 2024 at 9:00 a.m. to Thursday, April 25, 2024 at 12:00 p.m. Registered shareholders or proxies will receive an email informing them of their username and password. and a link for registering to attend the meeting on the meeting day (26 April 2024). The system will be opened to begin registering to attend the meeting from Friday, 26 April 2024 at 9:00 a.m. onwards until the meeting closes.

For any shareholders who wish to appoint another person to attend the meeting and vote on their behalf in this meeting. Please fill in the details and sign the Proxy Form A or Form B according to Attachment No. 13 or you can download it from www.cmc.co.th By choosing to use only one type as specified. And please submit a request form and various related documents to attend the meeting via the media. and send the proxy form and supporting documents as required to the company in advance by mail for the company to receive by Thursday, April 25, 2024 at 12:00 p.m.

Shareholders or proxies can study details about evidence showing rights to attend the meeting. How to appoint a proxy Submitting a request form to attend the meeting and voting counting of votes and report the results of the vote counting For shareholder meetings via electronic media (E-AGM), including details about the procedures for submitting a request to attend the meeting. and the use of the electronic conferencing system (E-AGM) as per Attachments 8 - 11. In addition, shareholders may consider appointing a proxy to the company's independent directors to attend the meeting and vote on your behalf, for example: together You can grant a proxy along with your intention to vote for each agenda so that the independent directors can clearly vote according to your wishes. (Please use Proxy Form B) and the company would like to inform you of the names of independent directors who will not be due to retire by rotation at the 2024 Annual General Meeting of Shareholders as follows:



1. Prof. Emeritus Dr. Achara Chandrachai Independent Director/ Chairman of the Audit Committee
2. Mr. Somyos Chiamchirungkorn Independent Director / Audit Committee Member / Nomination and Remuneration Committee Member Set compensatio

Information about the independent directors that the company proposes to serve as shareholders' proxies appears in Attachment No. 6.

The Company has given shareholders an opportunity to propose agenda items for the 2024 Annual General Meeting and nominate persons with knowledge and ability. and appropriate qualifications to be considered for appointment as a company director and send questions in advance From October 2, 2023 to December 29, 2023, however, it does not appear that shareholders have proposed agenda items for the Annual General Meeting of Shareholders. Name of person to be considered for election as a director and any questions in advance

We gently invite shareholders of Chaopraya Mahanakorn Public Company Limited, attend the meeting according to that mentioned date and time.

Best regards

(Mr. Wichian Padhayanun and Ms. Anongluck Pattayanunt)

Authorized director to sign

วิเชียร พัดหานุน (นาย)



Attachments 1 and 2

2023 Annual General Meeting of Shareholders



Annual Report 2023 (Form 56-1 One Report)





**Information of persons nominated to serve as directors
In place of directors who are due to retire by rotation**

1. Biography of the nominated person

1 . 1 Mrs. Ratana Anupasanun

68 years old

Type of directors proposed to be appointed:

Independent directors

Current position in the company

Independent Director /Chairman of the Nomination and
Remuneration Committee/ Risk Management Committee

Date of assuming position :

25 February 2021

Number of years in office :

3 years 2 months (counting until the date of the 2024 Annual General
Meeting of Shareholders)

study :

Master of Business Administration (MBA) University of Detroit,Michigan, USA
Bachelor of Commerce , Thammasat University
Bachelor of Laws , Thammasat University

Training history :

- Advanced Management Program (AMP171) Havard Business School
Havard University, USA
- International Management Program (IMP) Sloan School of Management
Massachusetts Institute of Technology, USA
- Executive Development Program (EDP81) Kellogg School of
Management Northwestern University,USA
- Advanced Executive Program (AEP120) Kellogg School of
Management Northwestern University, USA
- Senior Executive Course
Class 6/2008 , Capital Market Academy (CIT)
- Director Accreditation (DAP) course , class 123/2016
Thai Institute of Directors Association
- Director Certification Program (DCP) course , class 224/2016
Thai Institute of Directors Association
- Ethical Leadership Program (ELP) course , class 8/2017
Thai Institute of Directors Association
- Anti-Corruption The Practical Guide (ACPG) course , class 37/2017
Thai Institute of Directors Association
- Advanced Audit Committee Program (AACP) course , class 26/2017





Thai Institute of Directors Association

- Role of the Chairman Program (RCP) course , class 41/2017

Thai Institute of Directors Association

- Board Matters and Trends (BMT) course , class 4/2017

Promotion Association Thai Institute of Directors

- Risk Management Program for Corporate Leaders (RCL) course

Batch 9/2017, Thai Institute of Directors Association

- Board that Make a Difference (BMD) course , class 5/2017

Thai Institute of Directors Association

- Board Nomination and Compensation Program (BNCP) course

Batch 3/2018, Thai Institute of Directors Association

- Financial Statements for Director (FSD) course , class 35/2018

Thai Institute of Directors Association

- Driving Company Success with IT Governance (ITG) course

Batch 7/2018 , Thai Company Directors Association

- Strategic Board Master Class (SBM) course , class 5/2018

Thai Institute of Directors Association

- Corporate governance course for directors and senior executives of

State enterprises and public organizations, class 19/2018

Institute for the Development of Directors and Senior Executives in the Government

Sector King Prajadhipok's Institute

Work experience (past 5 years)

Holding a position in Listed company:

2023 - Present Independent Director/Chairman of the Nomination and

Remuneration Committee/Risk Management Committee Member,

Chaopraya Mahanakorn Public Company Limited

2023 - Present Vice Chairman of the Board / Member of the Audit Committee /

Member of the Nomination and Remuneration Committee Consider compensation /

Chairman of the Risk Management Committee /Independent Director

Asia Precision Public Company Limited

2016 - present Audit Committee/Independent Director/

Chairman of the Nomination and Remuneration Committee

Techno Medical PCL.

Positions held in other companies

/ businesses:

2016 - 2020 Chairman of the Audit Committee/Independent Director

Government Housing Bank

2022- present Director

Asia West Energy Co., Ltd.



Holding positions in businesses with the following conditions : (No holding positions as directors/executives in such businesses)
the same and competing with Company's business

Number of common shares held in the company :

own (as of December 30 , 2023) none

of spouse / children who have not yet reached legal age : none

Legal disputes that are criminal cases in court : none

which is not a misdemeanor case

Meeting attendance in 2026 :
Attending the 2026 Annual General Meeting of Shareholders 1 time from 1 time.
Attend the Board of Directors meeting 5 times out of 5 times
Attended the Nomination and Remuneration Committee meeting 2 times out of 2 times.
Attended the Risk Management Committee meeting 5 times out of 5 times
Attend the Risk Management Committee meeting together with the Audit Committee.
2 times out of 2 times

Family relationship between directors : None
and executives

Criteria and methods for recruitment :

The Board of Directors has considered the opinions of the Nomination and Remuneration Committee and is of the opinion that Mrs. Rattana Anupasanun is a person with knowledge, ability and experience in business. He currently holds the position of independent director and chairman of the board. and determine remuneration and risk management committee member and has continuously participated i n the development of various aspects of the company Therefore, it is considered appropriate to propose that shareholders consider electing the Company's directors. If elected to return to office for another term Will hold the position of director of the company for a total of 6 years. Year 2 month



Attachment No. 3.2

**Information of persons nominated to serve as directors
In place of directors who are due to retire by rotation**

1 .2 Acting Sub Lt. Wiroj Padthayanan

67 years old

Type of director proposed for appointment:

Director

Current position in the company:

Director / Chief Government Officer
relationships

Date of assuming position:

26 April 1994

Number of years serving as a director:

30 years (counting until the date of the 2024
Annual General Meeting of Shareholders)

Education:

Bachelor's degree, Bachelor of Political Science
Ramkhamhaeng University

Training history:

Director Accreditation Program (DAP Class 69 , Year 2008)
By the Thai Institute of Directors (IOD)

Work experience (past 5 years)

Holding positions in listed companies:

Not holding positions in other listed companies.

Positions held in other companies/businesses:

2017 – present Director / TMA One Co., Ltd.
2015 – present Managing Director/Director /
Twelve Multiple Assets Co., Ltd.

Holding positions in businesses with the following conditions: (No holding positions as directors/executives in
such businesses)

the same and competing with Company's business

Number of common shares held in the company:

37,333,333 shares, percentage rate 3.5 % (31 December 2023)

spouse/children who are not yet of legal age

There are no common shares held in the company.

Legal disputes that are criminal cases in court:

none

which is not a misdemeanor case

Meeting attendance in 2023 :

Attending the 2023 Annual General Meeting of Shareholders

1 time from 1 time.

Attended the Board of Directors meeting 5 times out of 5 times





Family relationships between directors:

and executive

Mr. Wuttipong Patyanunt (Younger brother) Non -executive director

Directors who are executives

Mr. Wichian Padhayanun (younger brother)

Ms. Anongluck Pattayanunt (younger sister)

Criteria and methods for recruitment:

The Company's Board of Directors has considered the opinions of the Nomination and Remuneration Committee and is of the opinion that Second Lieutenant Wirot Patayanun is a person with ability and experience in business. Currently serving as a Director/Executive Director/Deputy Managing Director. Relations line and has continuously participated in the development of various aspects of the company Therefore, it is considered appropriate to propose that shareholders consider electing the Company's directors. If re-elected for another term, he will serve as a company director for a total of 30 years .



**Information of persons nominated to serve as directors
In place of directors who are due to retire by rotation**

1 .3 Mr. Wuttipong Patyanunt

Age 60

Type of director proposed for appointment: Director

Current position in the company: Director

Date of assuming position: 30 April 1994



Number of years in office: 29 years (counting until the 2024 Annual
General Meeting of Shareholders)

Education: - Master's Degree, Master of Business Administration
National Institute of Development Administration
Bachelor's degree, Bachelor of Political Science
Ramkhamhaeng University
Bachelor's degree, Bachelor of Science
Chulalongkorn University

Training history: Director Certification Program (DCP102/2008)
Director Accreditation Program (DAP70/2008)

Work experience (past 5 years)

Holding positions in listed companies: Not holding positions in other listed companies.

Positions held in other companies/businesses: 2021 - present Director, Shipping Association of Thailand
2020 – present Director, Furniture Association

2017 - Present Director, TMA One Co., Ltd.

2015 – present Director, Twelve Multiply Asset Co., Ltd.

1996 – Present Director, Thai Siam Nakorn Co., Ltd.

1996 – present Director

Bangkok Consumer Product Service Co., Ltd.

Holding positions in businesses with the following conditions: (No holding positions as directors/executives in such businesses)
the same and competing with

Company's business

Number of common shares held in the company

own: 37,333,333 shares, percentage rate 3.5 % (as of 31 December 2023)

Of spouse/ minor children: Miss Aree Lertwongweerachai 3,493,759 shares



Legal disputes that are criminal cases in court: none

which is not a misdemeanor case

Meeting attendance in 2023 :	Attending the 2023 Annual General Meeting of Shareholders 1 time from 1 time.
	Attended the Board of Directors meeting 5 times out of 5 times

Family relationship between directors:	Non-executive directors
	Acting Sub Lt. Wiroj Padthayanan (elder brother)
	Directors who are executives
	Mr. Wichian Padhayanun (younger brother), executive director
	Ms. Anongluck Pattayanunt (younger sister)

Criteria and methods for recruitment:

The Board of Directors has considered the opinions of the Nomination and Remuneration Committee and is of the opinion that Mr. Wutthipong Patayanan is a person with ability and experience in the business. He currently holds the position of director and has continuously participated in the development of various aspects of the company. Therefore, it is considered appropriate to propose that shareholders consider electing the Company's directors. If re-elected for another term, he will serve as a company director for a total of 30 years.



Attached item number 3

2. Characteristics of the relationship of the nominees who are qualified to be independent directors

Nature of relationship	List of nominees for independent directors (1 person) who has the qualifications to be an independent director
	Mrs. Ratana Anupasanun
Holding shares in the company <ul style="list-style-type: none"> Number of shares Proportion of the total number of shares with voting rights 	do not have
Are close relatives of other directors/executives /major shareholder/controlling person/or person who will be nominated to be a director/executive or controlling person of the company/subsidiary	I don't know how.
Having a relationship in the following manner with the company / parent company / subsidiary / associated company or juristic person that may have a conflict at present or in the past 2 years: <ul style="list-style-type: none"> Being a director who participates in management, staff, employees, or consultants who receive a regular salary Being a professional service provider (such as an auditor or legal advisor) Have a significant business relationship that may result in the inability to perform duties independently (such as buying/selling raw materials/products/services/lending or borrowing money) by specifying the size of the transaction (if have) 	<p>I don't know how.</p> <p>I don't know how.</p> <p>do not have</p>

Qualification requirements for independent directors of the company

1. Hold shares not exceeding 1 % of the number of shares with voting rights.
2. Do not be a director who participates in management, an employee, a staff member, or an advisor who receives a regular salary. Controlling authority during the previous 2 years

Relaxation in the case of being a government official or advisor to a government agency that is a major shareholder or controlling person for less than 2 years .

3. Do not be a person related by blood or legal registration to a director or executive.
4. Do not engage in transactions or be a significant shareholder. or a controlling person of a legal entity that conducts transactions with the company with item value \geq 20 million baht or 3 % of NTA , whichever is lower, during the previous 2 years.
5. Do not be an auditor of a company, parent company, subsidiary company, associated company, major shareholder. Controlling authority during the previous 2 years.



6. Do not be a provider of other professional services or be a significant shareholder. controlling person Partners of legal entities providing services with services exceeding 2 million baht in the previous 2 years.

* In the case that a person who does not have the qualifications according to items 4. and 6 can hold the position of independent director only if the board of directors can demonstrate that considered according to the principles of Section 89 / 7 that it does not affect the performance of duties and provides independent opinions. and must disclose the information specified in the shareholder meeting notice.

7. Not representing the company's directors Major shareholders or persons related to major shareholders.
8. Do not operate a business that has the same nature and competes with the company and its subsidiaries or holding more than 1 % of shares, or being a director who participates in management, an employee, a staff member, or an advisor who receives a regular salary persons with controlling power in such business.
9. Do not have any other characteristics that prevent you from giving independent opinions.
10. Independent directors can be independent directors of companies in the group. However, audit committee members are prohibited from being directors of the parent company, subsidiaries, or subsidiaries of the same level. (Sister company) that is a registered company.
11. After being appointed as an independent director Such independent directors may be assigned by the board of directors to make decisions on the operations of the company of the parent company, subsidiaries, associated companies, sister companies Major shareholders or those with control over The decision is made in the form of a collective decision , but the Audit Committee is prohibited from participating in operational decisions.



Definition of independent director

Qualifications for independent directors of the company

1. Hold shares not exceeding 1% of the number of shares with voting rights.
 2. Do not be a director who participates in management, an employee, a staff member, a consultant who receives a regular salary, or a person with controlling power during the previous 2 years. Relaxation in the case of retirement from being a civil servant or consultant for a government agency. who has been a major shareholder or person with controlling power for less than 2 years
 3. Do not be a person related by blood or legal registration to the director or executive.
 4. Do not conduct transactions or be a significant shareholder or controlling person of a legal entity that conducts transactions with the company. with a transaction value \geq 20 million baht or 3% of NTA , whichever is lower, during the previous 2 years .
 5. Do not be an auditor of the company, parent company, subsidiary company, associated company, major shareholder, or controlling person during the previous 2 years.
 6. Do not be a provider of other professional services or be a significant shareholder, controlling person, or partner of a legal entity providing services with services exceeding 2 million baht in the previous 2 years.
- * In the case of persons who do not have the qualifications according to items 4 and 6, they can hold the position of independent director only if the board of directors can demonstrate that Considered according to the principles 89/7 that it does not affect the performance of duties and provides independent opinions and must disclose the information specified in the shareholder meeting notice.
7. Not representing the company's directors Major shareholders or persons related to major shareholders
 8. Do not operate a business that has the same nature and is in competition with the company and its subsidiaries. or holding more than 1% of shares, or being a director who participates in management, an employee, a staff member, an advisor who receives a regular salary, a person with controlling power in the said business.
 9. Not having any other characteristics that prevent him from giving independent opinions.
 10. Independent directors can be independent directors of companies in the group. However, the Audit Committee members are prohibited from being directors of the parent company, subsidiaries, or subsidiaries of the same level (sister companies) that are listed companies.
 11. After being appointed as an independent director Such independent directors may be assigned by the board of directors to make decisions on the operations of the company. of the parent company, subsidiaries, associated



companies, sister companies major shareholders or those with control power with decisions made in the form of a collective decision , but the Audit Committee is prohibited from participating in creating operational decisions.

Attached item number 5



Information of the nominated auditors for the year 2024
From PricewaterhouseCoopers ABAS Company Limited

1. Miss Sanicha Akarakittilap

Certified Public Accountant No.	8470
Number of years as a signatory to the company's financial statements	3 years
educational record	Bachelor of Accountancy (First-Class Honors), Kasetsart University
Work experience	<p>20 years</p> <p>Types of audited businesses:</p> <ul style="list-style-type: none"> - Consumer goods - Services & hospitality - Property - Construction - Automotive - Industrial & manufacturing

2. Miss Kulthida Wiratkapan

Certified Public Accountant No.	9772
Number of years as a signatory to the company's financial statements	-
educational record	<ul style="list-style-type: none"> - Thammasat University with a Masters in International MBA - Chulalongkorn University with a Bachelors (Honours) in Accountancy
Work experience	<ul style="list-style-type: none"> - Kulthida has over 18 years' experience with PricewaterhouseCoopers, two last of which she worked with PwC ESG Sustainability and Climate Change team and is the sustainability advisory and assurance practice partner in PwC Thailand. She led a number of ESG strategy advisory, climate advisory and sustainability reporting projects for both Thai and multinational companies. Kulthida works closely with ESG Asia Pacific experts and brings in experts to work together with Thai team. - Prior joining the ESG team, Kulthida worked with auditing including supporting and advising both local and international clients. Kulthida has ensured efficient performance of the different phases of the audit process, which entail planning, organising and implementing audit plans for regular and special audit jobs directly under her supervision.



3. Mr. Paiboon Tunkoon	
Certified Public Accountant No	4298
Number of years as a signatory to the company's financial statements	-
educational record	<p>Institution : Chulalongkorn University</p> <p>Degree and major : Master of Business Administration</p> <p>Institution : Chulalongkorn University</p> <p>Degree and major : Advanced diploma in auditing</p> <p>Institution : Thammasart University</p> <p>Degree and major : Bachelor degree in accounting</p>
Work experience	<ul style="list-style-type: none"> • Paiboon was admitted as partner in 2007. He is specialised in <ul style="list-style-type: none"> i) auditing and financial reporting especially International financial reporting standards (IFRS) and Thai Financial Reporting Standard (TFRS) applicable for both public companies and small and medium size companies ii) Initial Public Offering (IPO) across 3 countries (Thailand, Lao and Cambodia) and doing business in Lao and Cambodia. He also have some working experiences in Vietnam and Myanmar iii) Internal controls, risk management and governance iv) Sustainability reporting and corporate responsibility v) Financial advisory in case of merger&acquisition and business rehabilitation • Other key working experiences include: <ul style="list-style-type: none"> i) Led and managed for successful IPOs ii) Managed and grew PwC offices in Lao and Cambodia during 2006 to 2012 iii) Provided audit services to certain large multinational and local companies. • Paiboon has been appointed and worked as the corporate responsibility (sustainability – CR) leader for all PwC offices. PwC CR has focused on skill-based volunteering activities such as financial literacy improvement for communities (partnering with UNESCO –Education and Ministry of Education) and environment (internal and external programs aiming to promote awareness to our staff and develop a set of integrated actions to reduce the impact to the environment from PwC businesses)



Information about independent directors proposed by the company to act as proxies from shareholders.

(Excluding directors whose terms will expire in 2024)

name	Age (year s)	position	address	Having special interest * in the proposed agenda
1 Prof. Emeritus Dr. Atchara Moonlight	76	Independent Director/ Chairman of the Audit Committee	63 Soi Lat Phrao 102 (Piamchan), Phlapphla Subdistrict, Wang Thonglang District , Bangkok 10310	There is no conflict of interest in the special agenda items 1-11.
2. Mr. Somyot Jiamjirangkorn	71	Independent Director/ Audit Committee/Nomination Committee Find and determine compensation	134 Soi Phong Phet Wong Sawang Subdistrict, Bang Sue District Bangkok 10800	

Note Details of the history of independent directors appear in the 2023 annual report (56-1 One report) under the topic of directors' history. Company which was disclosed on www.cmc.co.th

* Having special interests As specified in the AGM Checklist form, it is a disclosure of information. Only in the part of the directors Independent persons who will receive proxies only from shareholders who have any special interests in the meeting agenda of this meeting. Or not, for example, having a special interest in the agenda for the election of directors because they are the people who will be re-elected to be directors.



Company regulations specific to shareholder meetings

shareholder meeting

Article 31. The board of directors must arrange an annual general meeting of shareholders within four (4) months from the end of the term. Company's fiscal yearShareholder meetings other than the first paragraph shall be called an extraordinary meeting The board of directors may call a shareholder meeting as an extraordinary meeting at any time as it deems appropriate. One or more shareholders whose shares total not less than ten percent of the total number of shares sold, can sign your name and write a request to the board of directors to call an extraordinary meeting of shareholders at any time. However, the matter and reasons for requesting to convene a meeting must be clearly specified in the said letter as well. In such a case The board of directors must arrange a shareholder meeting within forty-five (45) days from the date of receipt of the letter from the shareholders. In the case where the committee does not arrange a meeting within the period specified in paragraph one, All shareholders who have signed their names together or other shareholders combined to obtain the required number of shares, can call a meeting within forty-five (45) days from the expiration of the period under paragraph one. In such a case It is considered to be a shareholder meeting called by the board of directors. The company must be responsible for necessary expenses incurred from arranging the meeting and providing reasonable facilitation. In the event that it appears that The shareholder meeting which was called because the shareholders according to the second paragraph The number of shareholders attending the meeting was not sufficient to form a quorum as specified in Section 103 (Public Limited Companies Act B.E. 1992). The shareholders according to the second paragraph must be jointly responsible for reimbursement of expenses incurred from organizing the meeting at that time to the company.

Article 32. In calling a shareholder meeting The committee shall prepare a meeting invitation letter specifying the place, date, time, agenda, and matters to be presented to the meeting along with reasonable details by specifying clearly that it is a matter to be presented for information, for approval or for consideration, as the case may be, including the opinion of the board of directors on such matter and deliver it to shareholders and the registrar not less than seven (7) days before the meeting date. The notice of meeting appointment shall be advertised in Newspapers not less than three (3) days before the meeting date for a consecutive period of not less than three (3) days. The location that will be used for the meeting will be in the province where the company's headquarters is located. or any other place as the committee may determine.

Article 33. In the shareholder meeting There must be no less than twenty-five (25) shareholders and shareholders' proxies (if any) present at the meeting, or not less than half of the total number of shareholders. and there must be shares totaling not less than one-third (1/3) of the total number of shares sold to form a quorum.

In the case where it appears that there is any shareholder meeting When one (1) hour has passed from the appointed time, the number of shareholders attending the meeting does not constitute a quorum as specified in paragraph one. If the shareholder meeting was called because the shareholders requested it The meeting shall be adjourned. If the shareholder meeting was not called because the shareholders requested that the meeting be rescheduled. And in this case, the meeting invitation letter shall be sent to the shareholders not less than seven (7) days before the meeting date. In the next meeting, it is not required that a quorum be present.

Article 34. The chairman of the board of directors shall be the chairman of the shareholder meeting. In the event that the Chairman of the Board is not present at the meeting or cannot perform duties The Vice Chairman of the Board shall be the chairman of the meeting. If there is no vice-chairman of the board or is not present at the meeting or is unable to perform his duties The meeting shall elect any shareholder who attends the meeting to be the chairman of the said meeting.



Article 35. In voting at the shareholder meeting It is considered that one share has one vote. And any shareholder who has a special interest in any matter, that shareholder does not have the right to vote on that matter. In addition to voting for the election of directors and resolutions of the shareholders' meeting, the following votes must be included:

- (1) In normal cases, a majority vote of the shareholders who attend the meeting and vote is taken. If there are equal votes
The chairman of the meeting shall cast an additional vote as the deciding vote.
- (2) In the following cases A vote of not less than three-quarters (3/4) of the total number of votes of shareholders present
Attend meetings and have the right to vote.
 - (a) Selling or transferring all or important parts of the company's business to another person.
 - (b) Buying or accepting transfer of business of a private company or another public company owned by the company.
 - (c) Making, amending or canceling contracts regarding the rental of all or important parts of the company's business
assign any other person to manage the company's business. or a merger with another person with The objective
is to share profits and losses.
 - (d) Amendments to the memorandum of association or company regulations.
 - (e) Increasing or decreasing the registered capital of the company.
 - (f) Dissolution of the company.
 - (g) Issuance of corporate bonds.
 - (h) Merger of the company with another company.
 - (l) Other operations As specified by law, there must be a vote of not less than three-quarters (3/4).
of the total number of votes of shareholders who attended the meeting and had the right to vote Article 36.
Business that the annual general meeting of shareholders should convene is as follows:
 - (1) Consider the report of the board of directors showing the company's operations in the past year.
 - (2) Consider and approve the balance sheet and profit and loss account at the end of the company's fiscal year.
 - (3) Consider approving the allocation of profits. and dividend payment.
 - (4) Consider electing new directors to replace those who retire by rotation. and determine the remuneration of
directors.
 - (5) Consider appointing auditors and determining the amount of audit fees and
Other businesses.

Article 39. The board of directors must prepare a balance sheet and profit and loss account as of the end of the company's fiscal year and submit them to the board of directors, Meeting shareholders at the annual general meeting for consideration and approval and the board of directors must arrange for an auditor to complete the balance sheet and income statement before presenting them to the shareholder meeting.

Qualifications of directors How to elect directors and directors vacate their positions upon completion of their terms.

Article 15. The company shall have a board of directors to carry out the business of the company .Consisting of at least five (5) directors:Not less than half of the total number of directors must reside in Thailand. Company directors will be holders.Comp any shares or not

Article 16. The shareholder meeting shall elect company directors according to the criteria. and the following methods

- (1) One shareholder has one (1) share of votes per one (1) vote.



- (2) Each shareholder may use all of his/her votes according to (1) to elect one or more persons as directors. But the votes cannot be divided among anyone, to any extent.
- (3) The persons who receive the highest number of votes in descending order are elected as directors in equal numbers. Directors that should be or will be elected at that time In the case where the persons who are elected in descending order are Equal votes exceed the number of directors that should be had. The chairman of the meeting will have the deciding vote.

Article 17 . At every annual general meeting of shareholders One-third ($\frac{1}{3}$) of the number of directors shall retire from office at that time. If the number of directors cannot be divided exactly into three parts The number closest to one-third ($\frac{1}{3}$) of the directors who retire from office must be removed. May be elected to return to the position again. Directors who must retire from positions in the first and second years after the company is registered Let the lottery be drawn. For subsequent years, the next director The person who has been in office the longest is the person who leaves the position.

Article 18. In addition to retiring from office at the end of the term. Directors will leave their positions when

- (1) dead
- (2) resign
- (3) Lacking qualifications or having prohibited characteristics according to the law on public limited companies. and the law regarding Securities and stock exchange
- (4) The shareholder meeting voted to remove him according to Article 20.
- (5) The court ordered him to leave.

Article 19. Any director who wishes to resign from his position must submit a resignation letter to the company. The resignation will be effective from the date the resignation letter is received. Company Directors who resign in accordance with the first paragraph may also notify their resignation to the Registrar.

Article 20. The shareholders' meeting may vote to remove any director from his position before the end of his term with a vote of not less than three-quarters ($\frac{3}{4}$) of the number of shareholders who attend the meeting and have the right to vote and have shares totaling not less than half of the number of shares held by shareholders who attended the meeting and had voting rights

Article 21 . In the case where the position of director is vacant for reasons other than retirement at the end of the term. Let the committee select a person who has

Qualifications and do not have prohibited characteristics according to the law on public limited companies and the law on securities. and the stock exchange Become a replacement director at the next board meeting. Unless the term of that director is less than two (2) months remaining, the person who replaces him or her as a director will hold the position of director only for that term. remaining members of the directors they replace. The resolution of the board of directors according to the first paragraph must consist of votes. A vote of not less than three-quarters ($\frac{3}{4}$) of the number of remaining directors.

Article 22. Company directors have the right to receive director remuneration from the company in the form of prize money, meeting allowances, gratuities, bonuses, or other types of benefits. As the shareholder meeting will consider and vote with a vote of not less than two-thirds ($\frac{2}{3}$) of the total number of votes of shareholders attending the meeting, which may determine the remuneration of directors in The number is fixed or set according to specific criteria and will be determined from time to time. or to be effective forever until the shareholder meeting resolves to change to something else. In addition, company directors have the right to receive allowances and various benefits. According to the company's regulations, the contents of the first paragraph will not affect the rights of directors appointed by employees.

or an employee of the company who will receive compensation and benefits as an employee or employee of the company



Article 27. Directors are prohibited from operating businesses with the same nature . and is in competition with the company's business or becoming a partner in a general partnership. or being a partner with unlimited liability in a limited partnership or being a director of a limited company or any other public limited company that carries on business with the same nature and is in competition with the Company's business Whether doing it for your own benefit or benefit others unless the shareholder meeting is informed before a resolution is passed to appoint that director.



Identity verification process and criteria and procedures for attending the 2024 Annual General Meeting of Shareholders via electronic media (E- AGM)

Shareholders or proxies who wish to attend the meeting via electronic media (E-Meeting) must submit a request form in advance to attend the meeting by completing it completely according to Attachment No. 9. The Company We reserve the right not to accept registration. In the case where the documents or evidence are not complete is not complete or incorrect or does not comply with the conditions

1. Evidence showing the right to attend the meeting via electronic media (E-Meeting)

Shareholders or proxies must prepare and attach documents along with submitting a request form in advance to attend the meeting via Electronic media (E-Meeting)

Individual

1. In the case of shareholders attending the meeting via electronic media (E-AGM) in person.

1.1 Identification card or passport (In the case of being a foreigner)

1.2 Copy of government official identification card or a copy of your driver's license or passport And if there is a change of name-surname Submit evidence, consisting of sending it to the company for registration.

2. In the case of appointing a proxy

2.1 Proxy form according to the form sent with the meeting invitation letter (either Form A or Form B), which has been filled in correctly and completely and signed by the grantor and proxy.

2.2 Copy of identification card or a copy of government official identification card or a copy of your driver's license or a copy of your passport (in the case of a foreigner) of the grantor of the proxy which the grantor has signed to certify as a true copy. And if there is a change of first and last name, evidence must be submitted.

2.3 Copy of ID card or a copy of government official identification card or a copy of your driver's license or a copy of your passport (in the case of a foreigner) of the proxy, which the grantor has signed to certify as a true copy And if there is a change of first and last name, evidence must be submitted.

Legal entity

1. In the case where the person authorized to sign on behalf of the juristic person comes to the meeting via electronic media (E-AGM) in person.

1.1 Copy of ID card or a copy of government official identification card or a copy of your driver's license or a copy of your passport

(in the case of a foreigner) with signature to certify that it is a true copy And if there is a name-surname change, evidence must be submitted.

1.2 Copy of certificate of registration as a juristic person (not more than 6 months old) certified true copy by the person authorized to sign on behalf of the juristic person (Authorized Directors) who attended the meeting via electronic media and there is a message showing that the representative of the juristic person (authorized director) who attended the meeting has the authority to act on behalf of the juristic person who is the shareholder.



2. In the case of appointing a proxy

2.1 Proxy form according to the form sent with the meeting invitation letter (either Form A or Form B), which has been filled in.

Correct, complete and signed by the person authorized to act on behalf of the juristic person who is the grantor and proxy.

2.2 Copy of ID card or a copy of government official identification card or copy of driver's license or a copy of your passport (in the case of a foreigner) of the person authorized to sign on behalf of the juristic person who signs to certify a true copy And if there is a name-surname change, evidence must be submitted.

2.3 Copy of certificate of registration as a juristic person (not more than 6 months old) certified true copy by the authorized signatory

On behalf of the juristic person and power of attorney (if any), documents according to this item There must be a statement showing that the person who signed it

Is the person granting the proxy in the proxy form with authority to act on behalf of the juristic person who is the shareholder.

2.4 Copy of ID card or a copy of government official identification card or copy of driver's license or copy of passport (in the case of being a foreigner) of the proxy which has been signed to certify as a true copy And if there is a name-surname change, evidence must be submitted.

3. In the case of granting a proxy by a shareholder who is a foreign investor and appointing a custodian in Thailand to be the depositary and custodian of the shares.

3.1 Prepare and present the same documents as shareholders who are juristic persons, items 1 or 2.

3.2 In the case that the shareholder who is a foreign investor appoints the Custodian to sign the proxy form on their behalf. Must submit evidence

The following additional

(1) Power of attorney from the shareholder who is a foreign investor, authorizing the Custodian to sign the proxy form on his or her behalf.

(2) A letter confirming that the person authorized to sign the proxy form is authorized to conduct custodian business. Documents that are not originally in English must be accompanied by an English translation. and have the shareholder or representative of that juristic person certify the accuracy of the translation.

2. How to appoint a proxy

Department of Business Development Ministry of Commerce There are 3 types of proxy forms specified in accordance with the announcement of the Department of Business Development.

Trade Subject: Prescribing the proxy form (No. 5) B.E. 2007 as follows:

- Form A is a general proxy form which is simple and not complicated.
- Form B. is a proxy form that clearly specifies various items to be granted by proxy.
- Form C. is a form used only in cases where the shareholder is a foreign investor and has appointed Custodian in Thailand is the depositary.

and take care of stocks

The company has sent proxy forms A and B according to the Department of Business Development. Ministry of Commerce specifies or can be downloaded from www.cmc.co.th Shareholders who are unable to attend the company's shareholder meeting Through electronic media (E-Meeting) by yourself, you can give a proxy.

By proceeding as follows:



1. Use the proxy form provided by the company. has been delivered or according to other methods above Only one type For shareholders who are not

The Custodian can choose to use only one of Form A or Form B.

2. Assign a proxy to any person according to the shareholder's wish. or choose to appoint any independent director of the company as a proxy

One person by specifying the name and details of the person the shareholder wishes to appoint as a proxy. or put a check mark next to the name of the independent director

According to the company Specified in the proxy form by selecting only one person to be the proxy to attend the said meeting.

3. Shareholders cannot divide the number of shares by appointing multiple proxies to split their votes.

Shareholders must appoint a proxy equal to the number of shares they hold. They cannot appoint only a portion of the proxy less than the amount they hold.

Except for being a shareholder whose name appears in the registration book as a foreign investor and appoints a Custodian in Thailand to be the receiver.

Deposit and take care of shares according to Proxy Form C.

4. Please affix 20 baht of stamp duty in the proxy form. Along with crossing out the date of making the said proxy form.

The company has prepared stamp duty. For closing in the proxy form for the convenience of shareholders.

5. Granting a proxy to attend the meeting on your behalf.

5.1 In the case of granting a proxy to another person to attend the meeting via electronic media (E-AGM)

On behalf of yourself, the shareholder or proxy, please follow steps 1-2 and submit a request to attend the meeting. in advance to receive a Username and Password for registering to attend the meeting. According to details about the steps for submitting a request to attend a meeting via electronic media (E-Meeting) and using the electronic meeting system. (E-AGM) appears in Attachment No. 9 and send the original proxy form and supporting documents to the Company.

5.2 In the case of appointing a proxy to an independent director to attend the meeting via electronic media. (E-Meeting) on behalf of oneself

Shareholders, please proceed with items 1-2 and send the original proxy form and supporting documents to the company. There is no need to submit a request to attend the meeting again.

6. Send the original proxy form. and accompanying documents with signatures certified as true copies To the Company Secretary Department, Chao Phraya Mahanakorn Public Company Limited, No. 909/1, CMC Tower Building, 6th Floor, Rooms 601-602, Somdet Phrachao Taksin Road, Dao Khanong Subdistrict, Thonburi District, Bangkok 10600, for the Company Secretary Department to receive within 25 April 2024. at 12.00 hrs. and to the company's officials There was time to check the documents and make them in time for the meeting to begin.

7. In the event that a shareholder wishes to cancel the authorization, the shareholder must inform the company of his/her wish in writing. Before starting the shareholder meeting

3..Registration to attend the meeting (E-Meeting)

Shareholders or proxies who wish to attend the meeting (E-Meeting) please register to attend the meeting. in advance of meeting to receive a username and password for registering to attend the meeting. The company will open the system for submitting forms. Requests and various related documents in advance from 10 April 2024 at 9:00 a.m. to 25 April 2024 at 12.00 hrs. and after the company We have reviewed the information in the request form and approved your request. You will receive an email with information.



Username and Password and link for registering to attend the meeting Shareholders on the day of the shareholder meeting which the system will open for you

Register to attend the meeting on April 26, 2024 from 9:00 a.m. onwards.

Details regarding the registration process to attend the meeting (E-Meeting) and the use of the electronic meeting system (E-Meeting) appear in Attachment No. 9.

4. voting counting of votes and notification of voting results

Voting criteria

General agenda

1. For shareholder meetings via electronic media (E-Meeting), voting for each agenda item will be done through the system.

E-Meeting where one vote is counted per one share. The shareholders or proxies must vote in only one way: agree, disagree, or abstain from voting. Voting cannot be divided into parts. (Unless it's the Custodian's pronouncement)

2. In the case of proxy

2.1 In the event that the proxy has specified their intention to vote in the proxy form, the Company will record such voting. The proxy does not need to vote during the meeting.

2.2 In the case that the grantor does not specify his/her intention to vote on any agenda in the proxy form. or not specified

This clearly includes cases where the meeting considers or votes on any matters other than those specified in the proxy form.

Including cases where there is

Any changes or additions to the facts? The proxy has the right to consider and vote as they see fit.

Director election agenda

The Company's Articles of Association, Article 16., stipulates that shareholders or proxies shall have votes equal to one share per one vote. and how to vote as follows:

(1) In the election of directors The voting method shall be used to select individual directors. and shareholders have the right to vote individually

One person or many people can be a director. But the votes cannot be divided among anyone, to any extent.

(2) Persons who receive the highest number of votes in descending order are elected as directors equal to the number of directors to be elected.

At that time, in the event that the persons elected in descending order have the same number of votes, the number of directors to be elected at that time will exceed the number. The chairman of the meeting shall cast another vote as the deciding vote in order to obtain the number of directors to be elected at that time.that

Methods for voting in each agenda

(1) The meeting chairman will propose to shareholders to consider voting on each agenda. By asking shareholders or recipients Proxy votes according to the wishes of the shareholder or proxy through the system. and will allow shareholders to vote through The E-Meeting system is 1 minute per agenda, including the director election agenda, which allows individual voting for 1 minute per person.

(2) Voting Let shareholders or proxies choose the agenda to vote on. The system will then display 3 options for voting: agree, disagree, and abstain, allowing shareholders or proxies to choose to vote based on just one opinion. (Unless it is the Custodian's vote which is specified in the proxy form to be able to split the votes)

Note: By not pressing any options, the system will sum the votes to the "Agree" score.

Resolution of the shareholder meeting



(1) Voting on any matter at the shareholder meeting. The majority vote of the shareholders who attend the meeting and have the right to vote shall be taken. In the event that the votes are equal, the chairman of the meeting shall cast another vote as the deciding vote.

(2) In the case where there is a law or company regulations that are different from the above. The resolution of the meeting will be in accordance with the law or

Regulations require The meeting chairman will inform the meeting before voting on each agenda.

(3) Any shareholder who has a special interest in any particular matter. Do not vote on that matter. Except for voting to elect directors.

Vote counting and notification of vote counting

The meeting chairman will explain the voting counting method to the meeting before starting the agenda for each agenda. And when the time is up

The Chairman then allows the shareholders or proxies to vote. The system will process the shareholders' votes according to the procedures.

in voting in each agenda And the results of the vote counting for every agenda will be informed to shareholders before the completion of the company meeting.

Organize the 2024 Annual General Meeting of Shareholders in the form of an electronic meeting (E-Meeting) using voting.

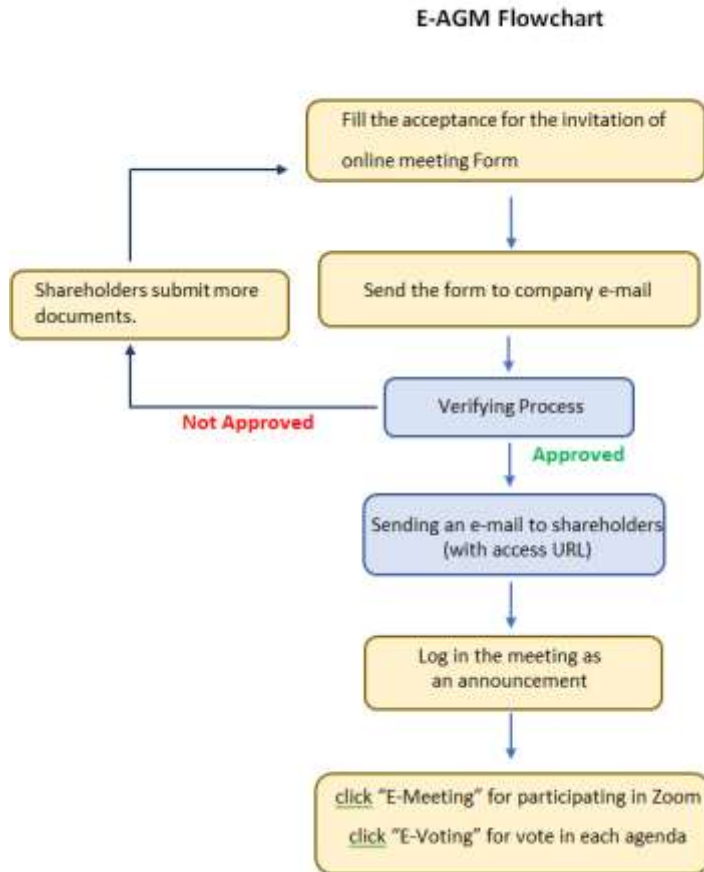
Through the E-Meeting system, which does not use voting confirmation cards. Therefore, there will be no case where the card is considered invalid.

Procedures for attending shareholder meetings via electronic media (E-AGM)

Shareholders or proxies who wish to attend the meeting must submit a meeting attendance receipt via electronic media. and identification documents as specified to the company within 25 April 2024 at 12.00 hrs. when the company has checked the information according to the list of shareholders according to the information in the closed register of shareholders who have the right to attend the meeting. It's completely correct. The service provider for organizing meetings via electronic media will send a link for joining the meeting and a user manual to the email that you have sent to the company. The link will be sent 1 day in advance of the meeting date.



Chart showing the steps for joining the meeting via electronic media





Attachment number 9

ใบตอบรับเข้าร่วมประชุมผ่านสื่ออิเล็กทรอนิกส์ บริษัท เจ้าพระยามหานคร จำกัด (มหาชน)
Acceptance for the invitation of online meeting of Chaoprayamahankorn Public Company Limited

Date Month Year

- (1) I..... ID card/passport number.....
I/ We, Identification Card/Passport number
nationality.....House number.....road.....Subdistrict/Subdistrict.....
.....
Nationality Residing at No. Road Sub district
District/Area.....province......zip code.....
.....
District Province Postal Code
- (2) Being a shareholder of Chao Phraya Mahanakorn Public Company Limited
Being a shareholder of CHAOPRAYAMAHANAKORN PUBLIC COMPANY LIMITED
by holding total shares
share

ประสงค์จะร่วมประชุมและลงคะแนนผ่านสื่ออิเล็กทรอนิกส์สำหรับการประชุมสามัญผู้ถือหุ้นประจำปี 2567

I would like to participate the E-AGM for Annual General Meeting 2024

- ☐ เข้าร่วมประชุมด้วยตัวเอง เบอร์โทรศัพท์มือถือ.....(โปรดระบุ)
(Self-Attending) Mobile Number Please fil in the blank.
- ☐ มอบฉันทะให้ (นาย/นาง/นางสาว).....ได้เข้าร่วมประชุมดังกล่าวข้างต้น
Proxy to attend the meeting.
เบอร์โทรศัพท์มือถือของผู้รับมอบฉันทะ.....(โปรดระบุ เพื่อใช้ในการเข้าระบบ)
Proxy's Mobile Number Please fil in the blank.

(3) ข้อมูลในการจัดส่ง URL เพื่อเข้าประชุมและวิธีการเข้าร่วมประชุม

Please send the Link to join the meeting by below email

อีเมล.....(โปรดระบุ)

E-Mail Please fil in the blank.

(4) จัดส่งเอกสารเพื่อยืนยันตัวตน ภายในวันอังคารที่ 16 เมษายน 2567

Please submit the required document by 16 April 2024

(5) เมื่อได้รับการยืนยันตัวตน บริษัทฯ จะจัดส่งลิงก์การเข้าร่วมประชุมและวิธีการเข้าร่วมประชุมไปยังอีเมลที่ท่านได้ระบุ

Once you have verified, the company will send the Link to join the meeting via email

(6) ในวันประชุมผู้ถือหุ้นจะต้องเตรียม เลขบัญชีผู้ถือหุ้น และเลขบัตรประชาชนไว้ สำหรับการเข้าร่วมประชุม

Please prepare your Account Number and your Identification Card Number for log in the meeting.

Holding the total amount of

shares

Signed/ Signed..... Shareholder/ Shareholder

(.....)



Attending meetings via electronic media (E-AGM)

1. When the shareholder or proxy who has requested to attend the meeting has been completely verified, you will receive an e-mail from the meeting organizer which will be a link for attending the meeting. and a manual for using the system One day before the meeting date , please study the manual on how to use the E-AGM meeting system in detail. In case you have not received the said E-Mail by April 25, 2024 , please contact the company immediately.
2. You must prepare this information. for use in logging in
In case of shareholders attending the meeting in person : Shareholder account number (securities holder registration number) and shareholder identification card number
In the case of a proxy : National ID card number and mobile phone number of the proxy.
3. Meeting participation and voting via electronic media Can be used with computers / notebooks / tablets and mobile phones via Web Browser: Chrome with 4G speed internet or basic home internet .

note : In the case of joining the meeting via tablet (Tablet) and mobile phone The Zoom Cloud Meeting program must be installed before attending the meeting , which can be downloaded as follows.

iOS system	Android system
	
https://apps.apple.com/th/app/zoom-cloud-meetings/id546505307	https://play.google.com/store/apps/details?id=us.zoom.videomeetings

4. The system will open for meeting participants 60 minutes before the meeting starts. However, the live broadcast will start only at meeting time.
5. Logging in to the meeting participants must use shareholder registration number information. and the shareholder's ID card number
6. Voting through the E-Voting system , you will be able to vote for each agenda. By voting to agree, disagree or abstain from voting. only one In the case of not voting on any agenda, the system will immediately assume that you voted as agreeing. (Use the vote counting method by pouring the votes towards agree)
7. In the event that attendees have any problems or problems using the E-AGM system , you can contact OJ International Company Limited at the telephone number specified in the E-Mail that sent the system user manual to you.



***** This E-AGM meeting will be via electronic media only and the meeting location will not be arranged in the original format. Requesting cooperation from shareholders not to come to the company *****

In the case that a shareholder wishes to appoint an independent director as a proxy

For shareholders who cannot attend the E-AGM meeting in person or cannot appoint another proxy to attend the E-AGM meeting, if the shareholder wishes to appoint a proxy to an independent director. Please send the proxy form. (Attachment 13) by specifying the proxy to be any independent director as specified by the company together with supporting documents to the company by April 25, 2024, through the following channels

- Via email : duangdao@cmc.co.th
- By mail : Company Secretary
Chao Phraya Mahanakorn Public Company Limited CMC Tower 909/1, 6th Floor, Room 601-602
Somdet Phrachao Taksin Road, Dao Khanong Subdistrict, Thonburi District, Bangkok 10600

Note : In the case that shareholders specify voting for each agenda item Independent directors will vote as you have specified in the proxy form. In voting in each agenda Shareholders have the right to vote to agree, disagree or abstain from voting. Only one vote cannot be divided into parts. (Unless it is a Custodian's vote)

In the case of shareholders who are foreign investors and appoint a custodian in Thailand to be the depositary and custodian of their shares.

Please submit the following information.

1. Proxy Form C. (attached with the meeting invitation letter) filled in correctly and completely. Sign the names of the proxy grantor and the proxy holder. With 20 baht stamp duty affixed
 2. Certificate of registration of the juristic person of the Custodian (Custodian) and signed to certify that it is a true copy by the person authorized to sign on behalf of the juristic person of the Custodian (Custodian) or the attorney-in-fact. together with the legal entity's seal (if any)
 3. Power of attorney from the shareholder to the Custodian (Custodian) to sign the proxy form o
 4. Letter confirming that the person signing the proxy form is authorized to operate a custodian business (Custodian).
 5. Copy of identification card or a copy of government official identification card or a copy of your passport (in case of being a foreigner) of the proxy with signature to certify that it is a true copy
 6. Send information through the following channels
- Via email : duangdao@cmc.co.th
 - By mail : : Company Secretary
Chao Phraya Mahanakorn Public Company Limited CMC Tower 909/1, 6th Floor, Room 601-602
Somdet Phrachao Taksin Road, Dao Khanong Subdistrict, Thonburi District, Bangkok 10600

Submitting suggestions or questions related to your business, industry, and company performance. or related to any agenda which will be considered at the E-AGM meeting

In the event that shareholders wish to send suggestions or questions, they can do so in two ways as follows:

1. Send suggestions or questions in advance to the company before the meeting date. Through the following channels
 - Email : duangdao@cmc.co.th



- Telephone : 02-468-9000

- by mail : : Company Secretary

Chao Phraya Mahanakorn Public Company Limited CMC Tower 909/1, 6th Floor, Room 601-602

Somdet Phrachao Taksin Road, Dao Khanong Subdistrict, Thonburi District, Bangkok 10600

2. Send suggestions or questions during the meeting For those attending the E-AGM meeting , attendees must provide their first and last name. along with informing that he was the shareholder attending the meeting himself or as a proxy Before every suggestion or question is sent The company opens channels for sending suggestions and questions during meetings as follows:

- Chat channel (Chat)
- Audio conversation channel The meeting participants will press the raise hand button. and turn on the microphone on your device After the system operator sends you an invitation to chat. And please turn off the microphone after every conversation. (More details can be found in the meeting attendance manual sent to attendees' emails.)

However, if shareholders have questions about the meeting, they can contact the officials as follows:

1. Regarding submitting identity verification documents to attend shareholder meetings via electronic media (E- AGM), contact the Company Secretary for additional information, According to the company contact channels according to the details above.
2. Regarding the process of joining the meeting and voting via electronic media (E- AGM), in the case where identity has been verified correctly and completely, contact OJ International Company Limited at the telephone number specified in the provided E-Mail. Send you a manual for using the system.



Attachment No. 10

link Manual for using the electronic shareholder meeting system (E-AGM)

https://drive.google.com/file/d/18neZ0Olp_x5_RDIhnaeHIAOxLn3s5F8U/view?usp=drive_link



Using QR Codes for downloading

2024 Annual General Meeting of Shareholders.

Shareholders can download information via QR Code according to the following steps.

For IOS system (IOS 11 and above)

1. Open the camera on your mobile phone.
2. Scan (point your phone's camera at it) at QR Code READER, Facebook and Line, etc.
3. The screen will have a message (Notification) appear at the top. Click on that message to view meeting information.

Note : In the event that there is no message (Notification) on the mobile phone, shareholders can scan the QR Code from the application.

(Other applications) such as QR CODE READER, Facebook and Line , etc.

For Android system

1. the QR CODE READER, Facebook and Line applications.

Steps for scanning QR Code via Line

Go into Line and select add friend (add friend). ➡ Select QR Code ➡ Scan QR Code.

2. Scan the QR Code to view meeting information.



Notification form regarding personal data protection (Privacy Notice)
2024 Annual General Meeting of Shareholders via electronic media
company Chaopraya Mahanakorn Public Company Limited (" Company ")
(" AGM Meeting ")

Chaopraya Mahanakorn Public Company Limited (the " Company ") places great importance on the personal information of shareholders and proxies or a person authorized by such person and to inform you of the details of the protection and treatment of your personal data in accordance with the law on personal data protection. The company would like to inform these following information.

Information of the data controller : ChaoPraya Mahanakorn Public Company Limited (the " Company "). Contact details are as shown in the company's meeting invitation document.

1. Your personal information that the company collects

The company is required to store your personal information. For the benefit of organizing the AGM and participating in the AGM as follows:

a) General personal information

1) Contact information such as address Telephone number Mobile phone number Email Social media account information (such as Line ID Facebook account)

2) Personally identifiable information such as Name - Surname sex nationality occupation Date of birth status photograph signature number

ID card Passport number or information on cards issued by the government / other similar government agencies

3) Other information Any other such as Still image data or animation and sounds recorded for various activities related to preparation and proceedings of the AGM.

b) Sensitive personal information such as germs nation religion Union information Biological data (such as facial recognition data and fingerprints) health information or physical or mental condition and criminal history

2. The purpose and legal basis on which the company collects compile use Process or open Do not disclose your personal information

collection company compile use Process or disclose your personal information on legal grounds for the following purposes:

a) Base of performance of duties according to law (Legal Obligation)

collection company compile use Process or disclose your personal information according to section 1a) and Section 1 b) to convene and conduct the AGM , which includes confirming your identity. Sending various documents Any other related and to take any action To comply with the resolutions of the AGM and according to the law. Including anything else in order to comply with the law and to comply with orders of powerful government agencies. In accordance with the Public Limited Companies Act. 1992 Civil and Commercial Code and any other laws.

b) base of necessity for legitimate interest (Legitimate Interest)

collection company compile use Process or disclose your personal information according to item 1a) for use in making records . AGM meeting and evidence of your attendance at the meeting. Including for what purpose? Any other as necessary related which is in the legitimate interests of the company and other persons within the limits that you can reasonably expect collection company compile use Process or disclose your personal information according to section 1 b) in order to comply with the measures and guidelines for AGM meetings , still recording companies animation and sound related to organizing and conducting AGM meetings for use in registering to attend the meeting Report and publicize the AGM via electronic media. and print media Photographs and animations of the AGM may show you attending the meeting.



3. Source of personal information

The company receives personal information directly from you. From the proxy appointed by the shareholder and from the Securities Depository Company (Thailand) Co., Ltd.

note Identity verification document that you send to the company such as Copy of ID card or other government documents Sensitive personal information may appear. such as religion ethnicity blood group etc. which is not necessary for the AGM meeting , therefore the company Do not wish to collect sensitive personal information that appears on your ID card. We therefore request that you delete / conceal the said message before making a copy of the document and sending it to the company. In the event that you have not concealed such sensitive personal information. The Company reserves the right to conceal sensitive personal information on received documents. It is not considered a collection of your sensitive information.

4. Disclosure of personal information

In carrying out the purposes specified in this document, the Company may disclose your personal information to the following persons.

- Government agencies Law enforcement agencies court Regulatory agencies (such as Ministry of Commerce, Securities and Exchange Commission and the Stock Exchange of Thailand etc.) or other persons when the company has reasonable grounds to believe that it is necessary to comply with the law. or to protect the rights of the company Third party rights or personal safety Including to take steps necessary for the transfer or acceptance of an assignment. and / or company duties

- Personal data processor

- service provider or consultant

- Electronic and printed media For use in publishing meeting minutes and publicizing meet

5. The period for which the company retains your personal information

The Company will retain your personal information for as long as is reasonably necessary to serve the purposes for which such personal information was collected. The Company expects to keep personal information according to Section 1a) for 10 years . and item 1 b) for 6 months From the date the company receives your information In order to meet the above objectives After that period has elapsed, the company will destroy personal information. or make personal information non-identifiable however We may retain your personal information for longer. If required by relevant laws

6. Your rights as the owner of personal data

Subject to the provisions of the law and exemptions from relevant laws. You may have the right to request access. and / or request a copy Transfer correct delete Apply Stripe or make your personal information unidentifiable. You may also request objections. and suspend collection use or disclose your personal information in some cases and if the company relies on your consent You may withdraw your consent. You also have the right to request the company to disclose the acquisition of your personal data that you have not given consent to the company. In addition, if you want to carry out your rights Please contact the company. The company will consider your request and will contact you soon. If the company does not comply with the laws regarding personal data protection, you have the right to complain to the relevant government agencies in accordance with relevant laws.

7. Security measures

The Company has put in place appropriate measures to maintain the security of personal information. which covers administrative preventative measures Technical protection measures and physical protective measures Regarding access or control of access to personal information to maintain secrecy accuracy and completeness and the availability of personal information to prevent loss. access use change correct or disclose personal information without authority or illegally This is as required by applicable law.

8. Contact the company

If shareholders have questions about personal information according to this document Shareholders can contact the company secretary.

According to the details as follows:

Company Secretary Chao Phraya Mahanakorn Public Company Limited (the “ Company ”)



Chao Phraya Mahanakorn Public Company Limited CMC Tower 909/1, 6th Floor, Room 601-602

Somdet Phrachao Taksin Road, Dao Khanong Subdistrict, Thonburi District, Bangkok 10600

telephone : 02-468-9000.

However, If the owner of personal data has any objections, please notify the company within 30 days. 25 April 2024 before 12.00 hrs . in order to proceed with further related matters.



Attachment No. 13

Proxy form Form A.

(General type which is simple and not complicated)

(ปิดอากรแสตมป์ 20 บาท)

(Duty Stamp Baht 20)

At the end of the announcement of the Department of Business Development regarding specifying the proxy form (No. 5) B.E. 2007

Write at.....

date..... Month Year ...

(1) I nationality.....

Lives at house number Thanon..... Subdistrict/ subdistrict

District/Area Province Postal Code.....

(2) Being a shareholder of the company Chao Phraya Mahanakorn Public Company Limited

Holding the total number of shares.....share and have the same voting rights as.....sound
as follows

☐ common shares.....share Vote equal to.....sound

☐ Preferred shares.....share Vote equal to.....sound

(3) I would like to give you a proxy.

☐ (1) age Year living at house number

..... Road, Subdistrict/Subdistrict,

..... District/Area Province,

..... postal code or

☐ (2) Prof. Emeritus Dr. Achara Chandrachai age 76 year living at house number 63 Soi Lat

Phrao 102 (Piamchan) Road Subdistrict/Subdistrict Phlapphla

..... District/District Wang Thonglang Province Bangkok

..... Postal Code 10310 or

☐ (3) Mr. Somyos Chiamchirungkorn age 71 years old living at house number 69 / 372 Village

12 Road Subdistrict / Subdistrict Sala Thammasop District / District Thawi Watthana

..... Province Bangkok Postal Code 10170

2027 Annual General Meeting of Shareholders . On Friday , April 26 , 2024 Time : 10:00 a.m. In the form of a meeting via electronic media (E-Meeting) only, or to be postponed to another day, time, and place.

What business does the proxy carry out in that meeting? Treat it as if I had done it myself in every respect.

sign The proxy grantor

signs Proxy recipient

(.....)

(.....)

sign The proxy grantor

signs Proxy recipient

(.....)

(.....)

note Shareholders who appoint proxies must authorize only one proxy to attend the meeting and vote. The number of shares cannot be divided among multiple proxies to separate votes



(ปิดอากร
แสตมป์ 20
บาท)
(Duty Stamp)

Attachment No. 13

Proxy Form B.

(Form that clearly specifies various items to be granted as a proxy) At the end of the announcement of the Department of Business Development regarding specifying the proxy form (No. 5) B.E. 2007

Write at.....

date.....month.....year.....

(1) I,.....Nationality

Live at house number.....

(2) Being a shareholder of the company Chao Phraya Mahanakorn Public Company Limited

("the Company")

Holding the total number of shares.....share and have the same voting rights as sound as follows

☐ Common shares.....share Vote equal to.....sound

☐ Preferred shares.....share Vote equal to.....sound

(3) I would like to give you a proxy.

☐ (1).....Ageyears, resides at number

.....Road,.....Subdistrict/Subdistrict,

District/Area.....Province,.....postal codeor

☐ (2) Prof. Emeritus Dr. Achara Chandrachai.....Age76.....years, living at home

number 63.....Soi Lat Phrao 102 (Piamchan).....Road.....-.....Subdistrict/Subdistrict

Phlapphla.....District/District Wang Thonglang.....Province.....Bangkok

.....Postal Code10310 or

☐ (3) Mr. Somyos Chiamchirungkorn.....Age71.....years, living at home

number.....69/372 Village No. 1 2.....Road.....-.....Subdistrict/

.....Subdistrict Sala Thammasop.....District/District Thawi Watthana.....Province.....

.....Bangkok.....Postal Code10170.....

2024 Annual General Meeting of Shareholders. On Friday, April 26, 2024 Time : 10:00 a.m. In the form of a meeting via electronic media (E-Meeting) only. or to be postponed to another day, time, and place.

(4) I hereby authorize the proxy to vote on my behalf at this meeting as follows.

Agenda 1 : Consider certifying the minutes of the 2023 Annual General Meeting of Shareholders held on April 26 2023



- ☐ (a) The proxy has the right to consider and vote on my behalf in every respect as he deems appropriate.
- ☐ (B) Let the proxy vote according to my wishes as follows:
- ☐ Agree ☐ Don't agree ☐ abstain from voting

Agenda 2 Acknowledge the performance report for the year 2023.

- ☐ (a) The proxy has the right to consider and vote on my behalf in every respect as he deems appropriate.
- ☐ (B) Let the proxy vote according to my wishes. As follows:
- ☐ Agree ☐ Disagree ☐ Abstain from voting

Agenda 3 Consider and approve the financial statements for the year ending 31 December 202 6

- ☐ (a) The proxy has the right to consider and vote on my behalf in every respect as he deems appropriate.
- ☐ (B) Let the proxy vote according to my wishes. As follows:
- ☐ Agree ☐ Disagree ☐ Abstain from voting

Agenda 4 Consider and approve the payment of dividends for the fiscal year 2023 . By paying from retained earnings

- ☐ (a) The proxy has the right to consider and vote on my behalf in every respect as he deems appropriate.
- ☐ (B) Let the proxy vote according to my wishes. As follows:
- ☐ Agree ☐ Disagree ☐ Abstain from voting

Agenda 5 Consider approving the reduction of the Company's registered capital from the original registered capital by reducing the registered common shares. Not yet. Selling and amending the Company's memorandum of association, Section 4 , to be in line with the reduction of registered capital.

- ☐ (a) The proxy has the right to consider and vote on my behalf in every respect as he deems appropriate.
- ☐ (B) Let the proxy vote according to my wishes. As follows:
- ☐ Agree ☐ Disagree ☐ Abstain from voting

Agenda 6 Consider and approve an increase in the company's registered capital. By issuing common shares to support dividend payments and edit Added item 4 of the Company's memorandum of association to be consistent with the increase in registered capital.

- ☐ (a) The proxy has the right to consider and vote on my behalf in every respect as he deems appropriate.
- ☐ (B) Let the proxy vote according to my wishes. As follows:
- ☐ Agree ☐ Disagree ☐ Abstain from voting

Agenda 7 Consider and approve the allocation of additional capital shares of the Company.

- ☐ (a) The proxy has the right to consider and vote on my behalf in every respect as he deems appropriate.
- ☐ (B) Let the proxy vote according to my wishes. As follows:
- ☐ Agree ☐ Disagree ☐ Abstain from voting

Agenda 8 Consider electing directors to replace those who are due to retire from office according to their terms.

- ☐ (a) The proxy has the right to consider and vote on my behalf in every respect as he deems appropriate.
- ☐ (B) Let the proxy vote according to my wishes. As follows:

- ☐ Appointment of the entire committee



☐ Agree

☐ Disagree

☐ Abstain from voting

☒ Appointment of individual directors

8 . 1 Mrs. Ratana Anupasanant

☐ Agree

☐ Disagree

☐ Abstain from voting

8 . 2 Acting Sub Lt. Wiroj Padthayanan

☐ Agree

☐ Disagree

☐ Abstain from voting.

8 . 3 Mr. Wuttipong Patyanunt

☐ Agree

☐ Disagree

☐ Abstain from voting.

Agenda 9 Consider and approve the determination of remuneration for company directors. and sub-committees for the year 2024

☐ (a) The proxy has the right to consider and vote on my behalf in every respect as he deems appropriate.

☐ (B) Let the proxy vote according to my wishes. As follows:

☐ Agree

☐ Disagree

☐ Abstain from voting

Agenda 10 Consider appointing auditors and determining audit fees for the year 2027

☐ (a) The proxy has the right to consider and vote on my behalf in every respect as he deems appropriate.

☐ (B) Let the proxy vote according to my wishes. As follows:

☐ Agree

☐ Disagree

☐ Abstain from voting

Agenda 11 Other matters (if any)

☐ (a) The proxy has the right to consider and vote on my behalf in every respect as he deems appropriate.

☐ (B) Let the proxy vote according to my wishes. As follows:

☐ Agree

☐ Disagree

☐ Abstain from voting

(5) Voting of the proxy in any agenda that is not as specified in this proxy form will be considered invalid and not my vote as a shareholder.

(6) In the event that I have not specified my intention to vote on any agenda or have not specified it clearly, or in the event that the meeting has considered or voted on any matter other than the matter specified above. Including cases where any facts have been changed or added. The proxy has the right to consider and vote on my behalf in every respect as he deems appropriate.

What business did the proxy do in the meeting? Except in the case where the proxy does not vote as I specify in the proxy form, it will be treated as if I had done so myself in every respect.

Sign.....Proxy

(.....)

Sign.....Proxy

(.....)

Sign.....Proxy

(.....)

Sign.....Proxy

(.....)



Note

1. Shareholders who appoint proxies must authorize only one proxy to attend the meeting and vote. The number of shares cannot be divided among multiple proxies to separate votes.
2. The agenda for election of directors can be to elect the entire set of directors or elect individual directors.
3. In the event that there are more agenda items to be considered at the meeting than the agenda items listed above. The grantor can specify additional details in the proxy form. b as attached



Registration form, Proxy form B.

Granting a proxy as a shareholder of the company ~~Chao Praya Mahanakorn~~ Public Company Limited

2027 Annual General Meeting of Shareholders on Friday, April 26, 2024 at 10:00 a.m. In the form of a meeting via electronic media (E-AGM) only or to be postponed to another day, time, and place.

Agenda No..... subject.....

- ☐ (a) The proxy has the right to consider and vote on my behalf in every respect as he deems appropriate.
- ☐ (b) Let the proxy vote according to my wishes as follows:
- ☐ Agree ☐ Disagree ☐ Abstain from voting

Agenda No..... subject.....

- ☐ (a) The proxy has the right to consider and vote on my behalf in every respect as he deems appropriate.
- ☐ (b) Let the proxy vote according to my wishes as follows:
- ☐ Agree ☐ Disagree ☐ Abstain from voting

Agenda No..... subject.....

- ☐ (a) The proxy has the right to consider and vote on my behalf in every respect as he deems appropriate.
- ☐ (b) Let the proxy vote according to my wishes as follows:
- ☐ Agree ☐ Disagree ☐ Abstain from voting

Agenda No..... subject.....

- ☐ (a) The proxy has the right to consider and vote on my behalf in every respect as he deems appropriate.
- ☐ (b) Let the proxy vote according to my wishes as follows:
- ☐ Agree ☐ Disagree ☐ Abstain from voting

Agenda No..... subject: Election of directors (continued)

Director's name.....

- ☐ Agree ☐ Disagree ☐ Abstain from voting

Director's name.....

- ☐ Agree ☐ Disagree ☐ Abstain from voting

Director's name.....

- ☐ Agree ☐ Disagree ☐ Abstain from voting

Director's name.....

- ☐ Agree ☐ Disagree ☐ Abstain from voting

Director's name.....

- ☐ Agree ☐ Disagree ☐ Abstain from voting



2024 Annual General Shareholders' Meeting
of ChaoPraya Mahanakorn Public Company Limited

Public Company Limited ("CMC")

I

Please put a mark ✓ in the box ()

() Company shareholders Chao Phraya Mahanakorn Public Company Limited

() Proxy from who is a shareholder of Chao Phraya Mahanakorn Public Company Limited

Have questions about various agendas? At the general meeting of CMC shareholders as follows:

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.....
.....
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.....
.....

note When you have completed filling in the above details. Please return it to CMC.

- By fax 02-460-2080 press 8
- Via email duangdao@cmc.co.th
- By mail : Company Secretary Department

Phraya Mahanakorn Public Company Limited
909/1 CMC Tower Building, 6th Floor, Room 601-602
Somdet Phrachao Taksin Road, Dao Khanong Subdistrict, Thonburi District
Bangkok 10600