



# CMC



**INVITATION TO THE 2025  
ANNUAL GENERAL MEETING OF SHAREHOLDERS  
CHAOPRAYA MAHANAKORN PUBLIC COMPANY LIMITED**

FRIDAY 25 APRIL 2025 AT 10:00 A.M.  
IN THE FORM OF A MEETING VIA ELECTRONIC MEDIA (E-AGM)



No. 005 / 2025

26 March 2025

Subject: Schedule of the 2025 Annual General Meeting of Shareholders

Dear Shareholders

Attached

1. A copy of the minutes of the 2024 Annual General Meeting of Shareholders in QR Code format (QR Code).
2. Annual Report 2024 and ESG Sustainability Report including Financial Report 2024 (Form 56-1 One Report) in QR Code format..
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 countin for the identity verification process and rules and procedures for attending the 2024 Annual General Meeting of Shareholders.Through electronic media (E-Meeting)
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 Tuesday, 25 February 2025, the Board of Directors' Meeting No. 1/2025 of Chaophraya Mahanakorn Public Company Limited ("the Company") or "CMC" resolved to call the Annual General Meeting of Shareholders 2025 on Friday, 25 April 2025 at 10.00 a.m. in the form of an electronic meeting (E-AGM) only, in accordance with the Electronic Meeting Act B.E. 2563 and other relevant laws and regulations, to consider various matters according to the agenda along with the opinions of the Board of Directors as follows:

**Agenda 1 : Consider certifying the report Annual General Meeting of Shareholders for the year 2024, held on the 26 April 2024.**

**Objectives and reasons :** The company has prepared a report on the 2024 Annual General Meeting of Shareholders. which held a meeting on the 26th April 2024 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 2024 Annual General Meeting of Shareholders, held on April 26, 2024 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. 2024**

**Objectives and reasons:** The Company has summarized its past performance and significant changes that occurred in the year 2024, which appear in the Annual Report 2024 (Form 56-1 One Report) under the topic "Financial Position and Performance" and the ESG Sustainability Report, which was published on the Company's website at [www.cmc.co.th](http://www.cmc.co.th) on March 14, 2025, from and can be downloaded via the QR Code according to the **attachment no. 2.**

**Board of Directors' opinion:** It is considered appropriate to present a report on operating results for the year 2024. which summarizes the operating results and important changes that occurred in 2024 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 2024.**

**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 2024	
	Consolidated financial statements	Separate financial statements
asset	7,046.40	5,740.77
debt	4,919.93	3,677.52
Shareholder's equity	2,126.47	2,063.25

Unit: million baht

Performance	Year 2024	
	Consolidated financial statements	Separate financial statements
Total income	1,990.94	713.22
Total cost	(2,206.98)	(876.35)
net profit	(216.04)	(163.13)
Net earnings per share	(0.194)	(0.148)

**Board of Directors' Opinion:** It is appropriate to propose to the shareholders' meeting for consideration and approval of the annual financial statements ending on 31 December 2024, which have been audited and certified by the auditors of Pricewaterhouse Coopers ABAS Limited and have been approved by the Audit Committee.

**Votes for approval:** This agenda must be approved by a majority vote of the shareholders and proxies attending the meeting and having the right to vote.

**Agenda Item 4:** Consideration and approval to suspend allocation of profits as legal reserves and suspend payment of dividends from the Company's operating results for the year 2024

**Objective and reason:** In order to comply with Section 115 of the Public Limited Companies Act and the Company's regulations, Section 41, which prohibits payment of dividends from funds other than profits, in the event that the Company still has accumulated losses, no dividends shall be paid, including Section 116 of the Public Limited Companies Act and the Company's regulations, Section 42, which stipulate that the Company must allocate part of its annual net profit as a reserve fund of not less than five percent of its annual net profit, less the accumulated losses brought forward (if any), until this reserve fund is not less than ten percent of its registered capital.

From the operating results in 2024, the Company had a net loss according to the consolidated financial statements of 216 million baht and according to the separate financial statements of 163 million baht. Therefore, the Company will refrain from allocating profits as legal reserves and refrain from paying dividends from the Company's operating results for 2024 because the Company still has a net loss from the separate financial statements



**Board of Directors' opinion:** It is appropriate to propose to the shareholders' meeting to consider approving the suspension of the allocation of profits as legal reserves and the suspension of the payment of dividends from the Company's operating results for the year 2024.

**Votes for approval.** This agenda must be approved by a majority vote of the shareholders and proxies attending the meeting and having the right to vote.

**Agenda 5 : 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.

2025 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.Prof. Dr. Pradit Wannarat  | Independent Director/Chairman of the Board/<br>Chairman of the Risk Management Committee  |
| 2.Mr. Somyos Choamchirungkor | Independent Director/Audit Committee/<br>Nomination and Remuneration Committee  |
| 3.Ms. Anongluck Pattayanunt  | Director / Executive Director / Managing Director / Nomination and<br>Remuneration Committee / (Acting) Chief Marketing and Sales Officer |

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 1 , 2024. – 30 December 2024 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: Prof. Dr. Pradit Wannarat , Mr. Somyos Choamchirungkor Ms. Anongluck Pattayanunt 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.Prof. Dr. Pradit Wannarat  | Independent Director/Chairman of the Board/<br>Chairman of the Risk Management Committee  |
| 2.Mr. Somyos Choamchirungkor | Independent Director/Audit Committee/<br>Nomination and Remuneration Committee  |
| 3.Ms. Anongluck Pattayanunt  | Director / Executive Director / Managing Director / Nomination and<br>Remuneration Committee / (Acting) Chief Marketing and Sales Officer |

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 Prof. Dr. Pradit Wannarat , Mr. Somyos Choamchirungkor, 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 6: 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 2024 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 shareholders' meeting to approve the remuneration of the Company's directors and subcommittees annually, even though the criteria and rates of such remuneration have not changed from the resolutions of the shareholders' meeting. It is proposed to maintain the remuneration of the Company's directors and subcommittees for 2025 in accordance with the criteria and rates previously approved by the shareholders' meeting as above, and in accordance with the proposals of the Nomination and Remuneration Committee, which has carefully considered the appropriateness of various factors, including the economic situation, the growth of the Company's revenue and profit, the consistency with businesses of the same size, and the appropriateness with the responsibilities and duties of the directors. The Company does not pay any remuneration or other benefits to the directors other than those specified, as in 2025



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	

Note: In the event that the Chairman and members of the Board of Directors or subcommittees are executives of the Company and/or subsidiaries, they will not receive the remuneration as stated 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 7: Consider , approve , appoint auditors and determine audit fees for the year 2025.**

Objectives and reasons: According to the Public Limited Companies Act B.E. 2535, Section 120 of the Public Limited Companies Act and the Company's regulations, Section 36, it is stipulated that the business to be conducted at the annual general meeting is as follows: (5) Appoint an auditor and determine the annual audit fee for the year 2025.

The Audit Committee considered and approved PricewaterhouseCoopers ABAS Limited as the Company's audit firm because it is a reputable accounting firm with potential, good work standards, experience and expertise in auditing, has efficient auditing processes or tools, has knowledge and understanding of the business, and has consistently performed its duties well. When compared to the scope of services, workload, and audit fees of other listed companies in the same class, it is considered that PricewaterhouseCoopers ABAS Limited offers an appropriate audit fee and offers the most benefits to the Company.

**Board of Directors' opinion** : Agreed to the proposal of the Audit Committee to select PricewaterhouseCoopers ABAS Limited as the Company's audit firm and resolved to propose to the 2025 Annual General Meeting of Shareholders to consider appointing the following persons as auditors and approve the audit fee as follows:

1. Appoint the company's auditor. Chaopraya Mahanakorn Public Company Limited, year 2025





List of auditors	Certified Public Accountant Registration Number	Number of years as a signatory to the financial statements
1. Miss Kulthida Wiratkaphan	9772	1 years (2024)
or		
2.Miss Sanicha Akrakittilap	8470	3 years(2021-2023)
or		
3. miss.Nopphanut Aphichatsathian	5266	3 years(2018-2020)

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 2025** 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 2025 ( Proposed year)	Year 2024
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 8: Consider other matters (if any)**

The Company would like to inform that the Board of Directors' meeting has set the date for determining the list of shareholders entitled to attend the shareholders' meeting on Wednesday, March 12, 2025. Therefore, shareholders are invited to attend the 2025 Annual General Meeting of Shareholders on Friday, April 25, 2025 at 10:00 a.m. via electronic media (E-AGM) only. The Company will open the system for submitting applications and related documents to attend the meeting via electronic media (E-AGM) in advance from Wednesday, April 9, 2025 at 9:00 a.m. to Thursday, April 24, 2025 at 12:00 p.m. Registered shareholders or proxies will receive an email with their Username



and Password and a link to register to attend the meeting on the meeting day (April 25, 2025). The system will be open for registration to attend the meeting from Friday, April 25, 2025 at 9:00 a.m. onwards until the meeting is closed.

For any shareholders who wish to appoint another person to attend and vote on their behalf at this meeting, please complete and sign either Proxy Form A or Form B as per Attachment No. 13 or download from [www.cmc.co.th](http://www.cmc.co.th) by selecting only one of the forms specified. Please submit the application form and related documents to attend the meeting via media and send the Proxy Form and supporting documents as specified to the Company in advance by post so that the Company can receive them by Thursday, April 24, 2025 at 12.00 noon.

Shareholders or proxies can study details about evidence of rights to attend the meeting, methods of granting a proxy, submitting a request to attend the meeting and voting, counting votes, and reporting the vote counting results for the electronic shareholders' meeting (E-AGM), including details about the steps for submitting a request to attend the meeting and using the electronic meeting system (E-AGM) according to the attachments No. 8 - 11. In addition, shareholders may consider granting a proxy to the Company's independent directors to attend the meeting and vote on their behalf. You can grant a proxy and specify your intention to vote on each agenda so that the independent directors can vote according to your intention clearly (please use Proxy Form B). The Company would like to announce the names of the independent directors who are not due to retire by rotation at the 2025 Annual General Meeting of Shareholders as follows:

1. Prof. Emeritus Dr. Achara Chandrachai Independent Director/ Chairman of the Audit Committee

2. Dr. Sathit Uraiwojanakorn, Independent Director/Audit Committee Member  
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 2025 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 1, 2024 to December 30, 2024, 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,

(Dr. Wichian Padhayanun and Ms. Anongluck Pattayanunt)

Authorized director to sign



Attachments 1 and 2

## 2024 Annual General Meeting of Shareholders



## Annual Report 2024 (56-1 One Report)



## ESG Sustainability Report 2024





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

1 . History of the nominated person

**1 . 1 Assoc. Prof. Dr. Pradit Wannarat**

Age 66 year

Type of directors proposed to be appointed: Independent directors

Current position in the company : Independent Director / Chairman of the Board  
Chairman of the Risk Management Committee

Date of assuming position : 13 August 2024

Number of years in office: 8 months (counting until the date of the  
2025 Annual General Meeting of Shareholders )

Education: -Ph.D., Management Science, University of North Texas, USA  
-Master's Degree, Business Administration, University of Evansville, USA  
-Master's Degree, Engineering Management, University of Evansville,  
USA  
-Bachelor's Degree, Civil Engineering,  
Chiang Mai University

Training history: 1. Director Certification Program (DCP 370/2024)  
Thai Institute of Directors Association  
2. Microeconomics of Competitiveness with Michael Porter,  
Harvard Business School, USA  
3. Executive Leadership Program, Wharton School of Business,  
University of Pennsylvania, USA  
4. Design Thinking Program, Stanford University, USA  
5. Executive Education Program, University of Cambridge, UK

Work experience ( past 5 years)

Positions held in listed companies: -Independent Director / Chairman / Chairman of the Risk Management  
Committee  
Chaophraya Mahanakorn PCL





- Chairman of the Higher Education Commission
- Members of the National Legislative Assembly
- President
- National Institute of Development Administration
- Vice President for Academic Affairs
- National Institute of Development Administration
- Dean, Faculty of Business Administration
- National Institute of Development Administration

Positions held in other companies/businesses: -None-

Holding a position in a business with the following conditions:(No holding a position as a director/executive in the said business)

the same and competing with

Company's business

Number of common shares held in the company:

Own (as of December 30 , 2024) 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 2024: Attending the 2024 Annual General Meeting of Shareholders 0 time out of 1 time  
Attended the Board of Directors meeting 4 times out of 8 times  
Attended the Risk Management Committee meeting 3 times out of 5 times  
Attend the Risk Management Committee meeting with the Audit Committee  
2 times 1 time

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 Assoc. Prof. Dr. Pradit Wannarat is a person with ability and experience in the business. Currently holding the position of independent director. and Chairman of the Board of Directors and Chairman of the Risk Management Committee 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 director of the company for a total of 8 months.



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

**1.2 Mr. Somyot Chiamchirangkorn**

73 years old

Type of directors proposed to be appointed : Independent Director

Current position in the company : Director/Audit Committee/  
Nomination and Remuneration Committee



Date of assuming office: 18 July 2007

Number of years in office: 18 years (counting until the date of the 2025 Annual General Meeting of Shareholders)

Education: -Master of Business Administration (for Executives)  
Thammasat University  
- Bachelor's degree, Bachelor of Engineering  
Chulalongkorn University

Training history: Director Certification Program (DCP 7/2001)  
Thai Institute of Directors Association

Work experience (past 5 years)

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

Holding a position in a business with the following conditions: (No position as a director/executive in the said business)  
the same and competing with

Company's business

Number of common shares held in the company

own: - None –

Of spouse/ minor children : - None -

Legal disputes that are criminal cases in court - None -

which is not a misdemeanor case

Meeting attendance in 2024: Attending the 2024 Annual General Meeting of Shareholders 1 time out of 1 time.  
Attended the Board of Directors meeting 5 times out of 5 times  
Attend the meeting Nomination and Remuneration Committee meeting 5 times out of 5 times  
Attended Audit Committee meetings 5 out of 5 time

Family relationship between directors: None





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 Mr. Somyot Jiamjirangkorn has ability and experience in the business. He currently holds the positions of independent director, member of the audit committee, and member of the nominating and remuneration committee 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 director of the company for a total of 18 years.



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

**1 .3 Miss Anonglak Patayanan**

Age 57 years

Type of directors proposed to be appointed :

Director

Current position in the company :

Director / Executive Director /

Managing Director/Nomination and Remuneration Committee /  
(Acting) Chief Marketing Officer

Date of assuming position:

24 August 2015

Number of years serving as a director:

10 years (counting until the date of the 2025 Annual General  
Meeting of Shareholders)

Education:

Master's degree, Master of Business Administration  
Sasin Graduate Institute of Business Administration of  
Chulalongkorn University

Master's degree: Master of Communication Arts  
Chulalongkorn University

Bachelor's degree, Bachelor of Communication Arts  
Chulalongkorn University

Bachelor of Arts

Ramkhamhaeng University

Training history:

Director Certification Program (DCP 94/2007)

Thai Institute of Directors Association

Director Accreditation Program (DAP 63/2007)

Thai Institute of Directors Association

Property Hack 2024: Real Estate Strategy in a Polarized Economy

How to Prepare ESG Data to Create Interest

Using Generative AI for Business



Thai Institute of Directors Association



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, C2H Co., Ltd. 2021 – present Director, C2H1 Co., Ltd. 2021 – present Director of Cannabitech Co., Ltd. 2017 – Present Director, TMA One Co., Ltd. 2015 – present Director, Twelve Multiply Asset Co., Ltd. 2000 – Present Director, Phraya Panich Property Co., Ltd. 1996 – present Director, Siam Nakorn Co., Ltd. 1994– present Director, Bangkok Thai Property and Construction Co., Ltd.

Holding a position in a business with the following conditions:(No holding a position as a director/executive in the said business)  
the same and competing with Company's business the same and competing with

Company's business

Number of common shares held in the company:own own shares percentage rate 3.5% (as of 30 December 2023)  
of 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 out of 1 time.  
Attended the Board of Directors meeting 5 out of 5 times  
Attend the meeting Recruitment and compensation 4 out of 4 times  
Attended Executive Committee meetings. 24 out of 24

Family relationships between directors:

and executive	Mr. Wutthipong Patayanan	( brother )
	Mr. Wichian Patayanan	( brother )
	Mr. Wirot Patayanan	( brother )

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 Ms. Anonglak Patayanan is capable and experienced in the business. Currently serving as a director /Executive Director/Managing Director/Nomination and Remuneration Committee/Chief Marketing and Sales Officer and has been involved in developing various aspects of the company continuously. 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 director of the company for a total of 10 years



Attached item number 3

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

Nature of relationship	List of nominees for independent directors ( 2 people) who has the qualifications to be an independent director	
	Associate Professor Dr. Pradit Wannarat	Mr. Somyot Jiamjirangkorn
Holding shares in the company <ul style="list-style-type: none"> <li>Number of shares</li> <li>Proportion of the total number of shares with voting rights</li> </ul>	do not have	do not have
Are close relatives of other directors/executives /major shareholder/controlling person/or person who will be nominated as a director/executive or controlling person of the company/subsidiary	I don't know how.	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"> <li>Being a director who participates in management, staff, employees, or consultants who receive a regular salary</li> <li>Being a professional service provider (such as an auditor or legal advisor)</li> <li>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)</li> </ul>	I don't know how.  I don't know how.  do not have	I don't know how.  I don't know how.  do not have

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 2025**  
**From PricewaterhouseCoopers ABAS Company Limited**

<b>1.Miss Kulthida Wiratkapan</b>	
Certified Public Accountant No.	9772
Number of years as a signatory to the company's financial statements	1 year (2024)
educational record	- Thammasat University with a Masters in International MBA - Chulalongkorn University with a Bachelors (Honours) in Accountancy
Work experience	- 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.

<b>2.Miss Sanicha Akarakittilap</b>	
Certified Public Accountant No.	8470
Number of years as a signatory to the company's financial statements	3 years(2020-2023)
educational record	Bachelor of Accountancy (First-Class Honors), Kasetsart University
Work experience	20 years Types of audited businesses: <ul style="list-style-type: none"> <li>- Consumer goods</li> <li>- Services &amp; hospitality</li> <li>- Property</li> <li>- Construction</li> <li>- Automotive</li> <li>- Industrial &amp; manufacturing</li> </ul>



3. Ms. Naphanuch Aphichatsathian	
Certified Public Accountant No	5622
Number of years as a signatory to the company's financial statements	3 years (2018-2020)
educational record	<p>Master of Business Administration, Thammasat University</p> <p>Advanced Diploma in Accounting, Thammasat University</p> <p>Bachelor of Accountancy, Faculty of Commerce and Accountancy, Thammasat University</p>
Advanced Diploma in Accounting, Thammasat University	<p>Ms. Napanuch is an audit partner with over 30 years of experience in auditing various government and private sectors, including 2 years with PwC in Sydney, Australia. She has extensive experience in providing audit services. She is responsible for multinational companies in various industries, focusing primarily on technology, communication, consumer goods, manufacturing, trading and services. Most of her clients are US and international companies operating in Thailand, including several major listed companies on the Thai Stock Exchange. Ms. Napanuch has extensive experience in providing advisory services to clients on the implementation of international financial reporting standards and Thai financial reporting standards, including listed companies on both domestic and international stock exchanges.</p>



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

(Excluding directors whose terms will expire in 2025 )

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 1-8.
2. Dr. Sathit Uraiwerajanakorn	62	Independent Director/Audit Committee/Corporate Governance and Sustainability Committee	56/46 Village No. 5, Plai Bang Subdistrict, Bang Kruai District, Nonthaburi Province 11130	

**Note** Details of the history of independent directors appear in the 2024

annual report (56-1 One report) under the topic of directors' history. Company which was disclosed on [www.cmc.co.th](http://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 year Shareholder 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.Company 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 2025 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. The Ministry of Commerce specifies or can be downloaded from [www.cmc.co.th](http://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.

The following:

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, Chaophraya 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 9 April 2025 at 9:00 a.m. to 24 April 2025 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 24, 2025 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 2025 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 the shareholders' meeting via electronic media (E-AGM)**

Shareholders or proxies who wish to attend the meeting must submit an electronic meeting attendance receipt and identification documents as specified to the Company by 12:00 noon on April 24, 2025. Once the Company has verified that the information in the list of shareholders according to the information on the closing of the shareholders' register book with the right to attend the meeting is correct and complete, the electronic meeting service provider will send a link to attending the meeting and a manual to the email address you sent to inform the Company. The link will be sent 1 day before the meeting date.

#### **Notifying the intention to attend the meeting via electronic media**

Shareholders who wish to attend the meeting via electronic media must notify them of their intention to attend the meeting in 2 ways as follows:

1. Notifying the intention to attend the meeting by sending information via email or post
2. Notifying the intention to attend the meeting By sending information via website or QR Code

In case shareholders wish to notify their intention to attend the meeting via electronic media (E-AGM) by sending information via E-Mail or post

1. Please fill out the form to notify their intention to attend the meeting via electronic media (E-AGM) (Attachment 9) by specifying your email and mobile phone number clearly for use in registering to attend the meeting.
2. Attach a copy of identification documents to confirm the right to attend the E-AGM.

#### **2.1 Shareholders who are individuals**

- In case shareholders wish to attend the meeting in person via electronic media (E-Meeting)
- A copy of an identification document issued by a government agency that has not expired, such as a national ID card or government ID card or driver's license or passport. In case of a change of name-surname, shareholders are requested to attach supporting evidence.
- In case shareholders appoint another person to attend the meeting on their behalf via electronic media (E-Meeting)
- A proxy form in the form attached to the meeting invitation letter, filled in correctly and completely, signed by the proxy grantor and proxy recipient, and affixed with stamp duty.
- A copy of the proxy grantor's identification document Such as a copy of the national ID card or a copy of the government official ID card, or
- A copy of the passport (in the case of a foreigner) that has not expired and the proxy has signed a signature certifying that the copy is correct
- A copy of the identity document of the proxy, such as a copy of the national ID card or a copy of the government official ID card or a copy of the passport (in the case of a foreigner) that has not expired and the proxy has signed a signature certifying that the copy is correct

#### **2.2 Legal entity shareholders**

- In the case that the authorized signatory (director) wishes to attend the meeting in person via electronic media (E-Meeting)
- A copy of the shareholder's certificate of incorporation, issued no more than 1 year before the shareholders' meeting date, certified
- A true copy by a representative of the legal entity (director) who has the authority to sign on behalf of the legal entity
- A copy of the identity document of the representative of the legal entity (director), such as a copy of the national ID card or a copy of the government official ID card or a copy of the passport (in the case of a foreigner) that has not expired and the proxy has signed a signature certifying that the copy is correct
- In the case that a proxy is granted to attend the meeting on his behalf via electronic media (E-Meeting)
- A power of attorney in the form attached to the meeting invitation, filled in correctly and completely and signed by the grantor and the proxy holder and affixed with the required stamp duty.
- A copy of the shareholder's juristic person registration certificate, issued no more than 1 year before the shareholders' meeting date, certified as a true copy by a representative of the juristic person (director) with the authority to sign on behalf of the juristic person.





- A copy of the juristic person's identity document (director), such as a copy of the national ID card or a copy of the government official ID card or a copy of the passport (in the case of a foreigner) that has not expired and is signed to certify that the copy is true.
- A copy of the proxy's identity document, similar to the case of a natural person as mentioned above.

In the case that the documents or evidence mentioned above are not in Thai or English, the shareholder must present an English translation certified by the shareholder or by an authorized person to bind the juristic person (in the case of a juristic person).

3. Submit a document stating the intention to attend the meeting via electronic media (Item 1) and evidence of identity. With supporting documents (Item 2) by sending them to the company

- By email: comsec@cmc.co.th or duangdao@cmc.co.th
- By mail: Company Secretary

Chaophraya Mahanakorn Public Company Limited, CMC Tower 909/1, 6th Floor, Room 601-602  
Somdet Phra Chao Taksin Road, Dao Khanong Subdistrict, Thon Buri District, Bangkok 10600

In the event that shareholders wish to notify their intention to attend the meeting via electronic media (E-AGM) via the website or QR Code

1. Notify your intention to attend the meeting via Web Browser: Chrome by going to

Scan QR Code	Link
	<a href="http://cmc.thekoble.com/agm/emeeting/index/1">http://cmc.thekoble.com/agm/emeeting/index/1</a>

2. Fill in the shareholder information

1. Securities holder account number
2. Name (no need to specify title)
3. Surname
4. National ID card number
5. Select to accept the terms and conditions and consent to access personal information
6. Press "Confirm"

3. Check the shareholder's name and number of shares. If correct, please fill in additional information

1. Name-Surname (English)
2. Email to receive a link to join the meeting
3. Mobile phone number

In case of shareholders attending the meeting in person: Specify the shareholder's mobile phone number



**In case of proxy: Specify the mobile phone number of the proxy to be used in attending the meeting**

4. Select the type of meeting participation

- i. Attend the meeting in person via E-AGM
- ii. Grant proxy to the public via E-AGM
- iii. Grant proxy to independent directors

5. Press "Next"

In case of shareholders attending the meeting in person Prepare to attach supporting documents to verify the identity of the shareholder

1. Copy of ID card, copy of passport, copy of government-issued card

2. Other documents such as company certificate

3. Press "Next"

4. The system will display the message "The system has received the information successfully". Check the name, surname, and number of shares again.

5. Close the window to complete the notification of intent to attend the meeting.

In case of granting proxy to the general public via E-AGM Prepare to attach supporting documents to verify the identity of the shareholder

1. Copy of ID card, copy of passport, copy of government-issued card

2. Other documents such as company certificate

3. Press "Next"

4. Specify the proxy information and attach supporting documents

- i. Name and surname of the proxy (in Thai)
- ii. Name and surname of the proxy (English)
- iii. Attach a copy of the proxy's identification document
- iv. Attach a file of the proxy form that has been filled in and signed completely

5. Press "Next"

6. The system will display a message "Information received successfully". Check the name, surname, and number of shares again.

7. Close the window. This ends the notification of the intention to attend the meeting.

**In the case of granting a proxy to an independent director**

1. Prepare to attach supporting documents to verify your identity (same as in the case of shareholders attending the meeting in person)

2. Attach a proxy form that has been completely filled in and signed

3. Click "Next"

4. The system will display the message "Information received successfully". Please check your name, surname, and number of shares again.

5. Close the window to end the notification of your intention to attend the meeting.

Note: The system for receiving notification of your intention to attend the meeting will be open for operation from April 16, 2025, to April 24, or until the meeting is completed. (The system does not accept information on Saturdays, Sundays, and public holidays.)

**Participating in meeting via electronic media (E-AGM)**

1. When the shareholder or proxy who has notified us of their intention to attend the meeting and has been completely verified, you will receive an email from the meeting service provider, which will be a link for attending the meeting and a manual for accessing the system 1 day before the meeting. Please study the manual for using the E-AGM meeting system in detail. If you have not received the email by April 24, 2025, please contact the company immediately.

2. You must prepare the following information to use in logging in.

In case of shareholders attending the meeting in person: Shareholder account number (Securities Holder Registration Number) and the shareholder's national ID card number

**In case of proxies: National ID card number and mobile phone number of the proxies**



3. Attending the meeting and voting via electronic media can be done with computers / notebooks (Notebook) / tablets (Tablets) and mobile phones via Web Browser: Chrome with 4G internet speed or basic home internet

Note: In case of attending the meeting via tablets (Tablets) and mobile phones, the Zoom Cloud Meeting program must be installed before attending the meeting, which can be downloaded as follows:

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

4. The system will open for participants to join the meeting 60 minutes before the meeting starts. However, the live broadcast will start only when the meeting time is up.

5. To log in to the meeting, participants must use their shareholder registration number and ID card number.

6. Voting via the E-Voting system, you can vote for each agenda by voting for approval, disapproval, or abstention. In the event that you do not vote for any agenda, the system will immediately assume that you voted in favor (using the method of counting votes by casting votes in favor).

7. In the event that participants encounter any problems or encounter problems using the E-AGM system, you can contact OJ International Co., Ltd. at the telephone number specified in the E-mail that sent the system user manual to you.

\*\*\* This E-AGM will be held via electronic media only and there will be no arrangement of the meeting venue in the original format. We ask for cooperation from shareholders not to travel to the company. \*\*\*

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

For shareholders who are unable to attend the E-AGM in person or cannot appoint another proxy to attend the E-AGM, if the shareholder wishes to appoint an independent director, please submit the proxy form (attachment 13) specifying the proxy as one of the independent directors as specified by the Company along with supporting documents to the Company on April 24, 2025 by 12:00 p.m. via the following channels:

- Email: comsec@cmc.co.th or duangdao@cmc.co.th
- Mail: Company Secretary

Chaophraya Mahanakorn Public Company Limited,

CMC Tower 909/1, 6th Floor, Room 601-602, Somdech Phra Chao Taksin Road,

Dao Khanong Subdistrict, Thon Buri District, Bangkok 10600



Note: In the event that the shareholder specifies the vote for each agenda, the independent director will vote as specified in the proxy form. In voting for each agenda, the shareholder has the right to vote in agreement, disagreement, or abstention. **Only one of them cannot be split into partial votes (except for the vote of the Custodian).**

In the case of a shareholder who is a foreign investor and appoints a Custodian in Thailand to be a depository and custodian of shares

Please submit the following information:

1. Proxy Form C. (attached to the invitation letter) correctly and completely filled in, signed by the proxy grantor and proxy holder, and affixed with a 20-baht stamp.
2. Certificate of incorporation of the Custodian and signed by the authorized person of the Custodian or the authorized person, with the seal of the juristic person (if any) affixed.
3. Power of attorney from the shareholder for the Custodian to sign the proxy form.
4. A letter confirming that the person signing the proxy form is licensed to conduct custodian business.
5. A copy of the national ID card or government official ID card or passport. (Foreigners) of the proxy with a certified true copy signature
6. Send information via the following channels:

- Email: comsec@cmc.co.th or duangdao@cmc.co.th

- Post: Company Secretary

Chaophraya Mahanakorn Public Company Limited,

CMC Tower 909/1, 6th Floor, Room 601-602

Somdet Phra Chao Taksin Road, Dao Khanong Subdistrict, Thon Buri District, Bangkok 10600

**Sending advice or questions related to the business, industry, performance of the Company or related to any agenda that will be considered in the E-AGM**

In the event that shareholders wish to send advice or questions, they can do so in 2 ways as follows:

1. Send advice or questions in advance to the Company before the meeting date. Through the following channels:

- Email: comsec@cmc.co.th or duangdao@cmc.co.th

- Mail: Company Secretary

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

Somdet Phra Chao Taksin Road, Dao Khanong Subdistrict, Thon Buri District, Bangkok 10600

2. Submit advice or questions during the meeting for those attending the E-AGM. The participants must state their name and surname and state whether they are shareholders attending the meeting themselves or as proxies before submitting advice or questions every time. The company provides the following channels for submitting advice and questions during the meeting:

- Text chat channel (Chat) Q&A

- Voice chat channel, where participants will press the raise button and turn on the microphone on their device after the system operator sends an invitation for them to chat. Please turn off the microphone after the conversation is complete every time (for more details, please see the meeting participation manual sent to the participants' emails).

**If shareholders have any questions about the meeting, they can contact the officers as follows:**

1. Regarding sending identity verification documents to attend the shareholders' meeting via the electronic media (E-Meeting), contact the Company Secretary for more information via the Company's contact channels as detailed above.
2. Regarding the steps for attending the meeting and voting via electronic media (E-Meeting), if the identity has been correctly and completely verified, contact OJ International Co., Ltd. via the telephone number specified in the E-mail that sent the system user manual to you



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.....  
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 2568

I would like to participate the E-AGM for Annual General Meeting 2025

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

- (3) ข้อมูลในการจัดส่ง URL เพื่อเข้าประชุมและวิธีการเข้าร่วมประชุม

Please send the Link to join the meeting by below email

อีเมล.....(โปรดระบุ)

E-Mail Please fill in the blank.

- (4) จัดส่งเอกสารเพื่อยืนยันตัวตน ภายในวันพฤหัสบดีที่ 24 เมษายน 2568 เวลา 12.00 น.

Please submit the required document by **Thursday, 24 April 2025** Time 12.00 P.M

- (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.

Signed/ Signed..... Shareholder/ Shareholder

( ..... )



Attachment No.10

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





### Using QR Codes for downloading

#### 2025 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.



(ปิดอากรแสตมป์ 20 บาท)  
(Duty Stamp Baht 20)

Attachment No. 13

Proxy form Form A.

(General type which is simple and not complicated)

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 .....Plai Bang .....District/District .....Bang Kruai .....Province .....Nonthaburi .....Postal Code .....11130 .....or

☐ ( 3 ) Dr. Sathit Uraiwerjanakornage.....age 62 years old living at house number .....56 / 46 Village No.5 Road .....Subdistrict / Subdistrict .....Sala Thammasop .....District / District .....Thawi Watthana .....Province .....Bangkok .....Postal Code .....10170

Any one person as my representative to attend and vote on my behalf at the 2025 Annual General Meeting of Shareholders on Friday, April 25, 2025 at 10:00 a.m. in the form of an electronic meeting (E-Meeting) only, or as may be postponed to another day, time and place. Any action taken by the proxy at the meeting shall be deemed to have been taken by me in all respects.

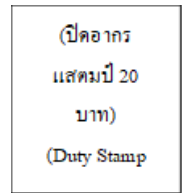
sign ..... The proxy grantor

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



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 ) ..... Age ..... years, resides at number.....

..... Road, ..... Subdistrict/Subdistrict, ..... District/Area.....

..... Province, ..... postal code ..... or

☐ ( 2 ) Prof. Emeritus Dr. Achara Chandrachai ..... Age ..... 76 ..... years, living at home number

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

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

..... Postal Code ..... 10310 or

☐ ( 3 ) Dr. Sathit Uraiwerajanakornage ..... age 62 ..... years old ..... living at house

number 56 / 46 Village No 5 ..... Road ..... - Subdistrict / Subdistrict Sala

Thammasop ..... District / District Thawi Watthana ..... Province ..... Bangkok

..... Postal Code ..... 10170

Any one person as my representative to attend and vote on my behalf at the 2025 Annual General Meeting of Shareholders on Friday, April 25, 2025 at 10:00 a.m. in the form of an electronic meeting (E-Meeting) only, or as may be postponed to another date, 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 2024 Annual General Meeting of Shareholders held on April 26 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 ☐ Don't agree ☐ abstain from voting

**Agenda 2 Acknowledge the performance report 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 3 Consider and approve the financial statements for the year ending 31 December 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 4 Consideration of approval to suspend allocation of profits as legal reserves and to suspend payment of dividends from the Company's operating results 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 5 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
- 5 . 1 Associate Professor Dr. Pradit Wannarat
- ☐ Agree ☐ Disagree ☐ Abstain from voting
- 5 . 2 Mr. Somyot Jiamjirangkorn
- ☐ Agree ☐ Disagree ☐ Abstain from voting.
- 5 . 3 Miss Anonglak Patayanan
- ☐ Agree ☐ Disagree ☐ Abstain from voting.

**Agenda 6 Consider and approve the determination of remuneration for company directors. and sub-committees for the year 2025**

- ☐ ( 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 appointing auditors and determining audit fees for the year 2025**

- ☐ ( 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 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.....PProxy

( ..... )

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

2025 Annual General Meeting of Shareholders on Friday, April 25, 2025 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



2025 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:

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

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

- By fax 02-460-2080 press 8
- Via email [cmmsec@cmc.co.th](mailto:cmmsec@cmc.co.th) : 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