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meeting minutes Annual General Shareholders' Meeting 2025
ChaophrayaMahanakorn Public Company Limited

ChaophrayaMahanakorn Public Company Limited (the “ Company or CMC”) held a meeting in the form of a meeting via electronic media. (E-AGM) with a location to control the meeting system at Meeting room, 5 floor, Oakwood Suites Tiwanon , 229 Bangkok-Nonthaburi Road, Bang Khen Subdistrict, Mueang Nonthaburi District Nonthaburi Province On Friday , April 25 , 2025 at 10:00 a.m.

Mr. Waradhapob Phaetthayanan Investor Relations Manager (Meeting operator) Board of Directors meeting It was resolved to call the 2025 Annual General Meeting of Shareholders through only one electronic media channel. Under the Emergency Decree on Meetings via Electronic Media B.E. 2020 and related regulations, in addition, meeting operations will be in accordance with the Company's regulations. and criteria related to shareholder meetings as required by law. Guidelines for attending meetings via electronic media Details as per attachment number 8 in the meeting invitation letter. This is in accordance with the guidelines of the company's good corporate governance policy. Concerning the fair and equal care of shareholders' rights as follows:

1. The company gives shareholders the opportunity Nominate a person to serve as a director. and propose the agenda for the 2024 Annual General Shareholders' Meeting in advance of the Board of Directors' meeting date. To be considered for election as a company director. According to the criteria set by the company Shareholders can download the form at www.cmc.co.th and send the list by mail. It is open to propose such matters. Between 1 October 2024 and 30 December 2024

The result is that no shareholder has proposed a person to be a director of the company or added an agenda item to the meeting.

2. The company allows shareholders to submit questions in advance for the 2025 annual general meeting of shareholders via e-mail and postal channels so that the board of directors and management can compile them to prepare for an explanation at the annual general meeting of shareholders.

The result is that no shareholder has submitted questions in advance for the 2025 annual general meeting of shareholders.

3. The company gives shareholders an opportunity Assign a proxy to an independent director to attend the meeting. and can vote on behalf of shareholders By independent directors at the company assigned to be The shareholder's proxy this time is 1. Prof. Emeritus Achara Chandrachai, Ph.D . Independent Director/ Chairman of the Audit Committee
2. Dr. Sathit Uraiwojanakorn Independent Director / Member of the Audit Committee/Member of the Nomination and Remuneration Committee with a brief history Appears in attachment 6. of the meeting invitation letter



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For this meeting The Company has assigned OJ International Company Limited to be the provider of meeting control and voting systems. Audio via electronic media that complies with standards for organizing meetings via electronic media

Shareholders can attend the E - AGM meeting via computers, laptops , tablets , or mobile phones. By registering to attend the meeting via electronic media (E - AGM) according to the procedures and procedures sent to shareholders along with the meeting invitation letter.

The company has opened for shareholders to register in advance from 9 April 2025 . For shareholders and proxies who have identified themselves and has been confirmed by the company You will receive an email with your username. Password and link to join the meeting in advance of the meeting date. The username, password and link for joining the meeting can only be used for the company's general shareholder meeting. Chao Phraya Mahanakorn Public Company Limited only and the company has published the invitation to the general meeting of shareholders. Both Thai and English versions Through the company's website on March 26 , 2025 , in order to comply with the principles of good corporate governance of the Stock Exchange of Thailand and the SEC Office, and in accordance with the Public Limited Companies Act B.E. 2535 and the Company's regulations. strictly As of the date the names of shareholders are determined, they have the right to attend the 2024 Annual General Meeting of Shareholders and or the Record Date. On March 12 , 2025, there was a total number of people entitled to attend the meeting.2542 persons. Currently, the company has registered capital. 1,102,373,731 Baht divided into 1,102,373,731 Shares with all paid-up capital 1,102,213,169 shares and the value has been paid. quantity 1,102,213,169 .00 baht with a par value of 1 baht per share and at this time there are shareholders registered to attend the meeting as follows:

Shareholders attended the meeting through electronic media manually number 9 persons , totaling 208,895,393 shares , and by proxy, 40 persons, totaling 624,111,190 shares Included are shareholders, including those attending the meeting. In person and by proxy attending the meeting via electronic media, a total of 49 persons , totaling 833,006,586 shares , representing a percentage of 75.5758 of the total number of shares sold, amounting to 1,102,213,169 shares This is considered a quorum according to the company regulations.

Prof. Dr. Pradit Wannarat , Chairman of the Board of Directors Chao Phraya Mahanakorn Public Company Limited, who acted as chairman of the 2024 Annual General Meeting of Shareholders, opened the meeting . First of all, I would like to thank the shareholders. proxy and all honorable people For having kindly given up your valuable time. To participate in the general meeting of shareholders of the company through electronic media and would like to inform that there were shareholders present to form a quorum according to the Company's regulations. And in order not to waste time I would like to open the 2025 Annual General Meeting of Shareholders. Chao Phraya Mahanakorn Public Company Limited



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List of directors and sub-committees who attended the meeting as follows:

- | | |
|-------------------------------------|---|
| 1. Prof. Dr. Pradit Wannarat | Independent Director
Chairman of the Board
Chairman of the Risk Management Committee |
| 2. Mrs. Rattana Anupasanant | Independent Director
Chairman of the Nomination and Remuneration Committee
Member of the Risk Management Committee |
| 3. Mr. Somyot Choamchirungkorn | Independent Director
Member of the Audit Committee
Member of the Nomination and Remuneration Committee |
| 4. Mr. Satit Urai-Verotchanakorn | Independent Director/ Member of the Audit Committee
Corporate Governance and Sustainability Committee |
| 5. Mr. Wuttipong Patyanunt | Non -Executive Director |
| 6. Acting Sub Lt. Wiroj Padthayanan | Executive Director
Chief government relations Officer |
| 7. Ms. Anongluck Pattayanunt | Executive Director
Member of the Nomination and Remuneration Committee
Member of Executive Committee
Chief Customer and business Officer
(Acting) Chief Marketing and Sales Officer |
| 8. Mr. Wichian Padhayanun | Executive Director
Chairman of the Executive Committee
Chief Executive Officer |

List of directors and sub-committee members who participated in the meeting via electronic media

1. Prof. Emeritus Achara Chandrachai, Ph.D Independent Director / Chairman of the Audit Committee /
Chairman of the Corporate Governance and Sustainability Committee

In this regard, the proportion of directors attending this shareholder meeting was 9 people , representing 100 percent of the total number of directors, with **8 directors** attending the meeting at the conference room on the **5 floor of Oakwood Suites Tiwanon Hotel** , 229 Bangkok-Nonthaburi Road, Bang Khen Subdistrict, District. Mueang Nonthaburi Nonthaburi Province and **1 director** attended the meeting via electronic media.

Executives attending the meeting Number of 4 people as follows:

1. Miss Nitida Ratchatarom Executive Director /Member of the Risk Management Committee



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2. Dr. Panyarak Siriwattanachaikul Executive Director / Chief Financial Officer - Accounting
(Acting) Chief Strategy and Innovation Officer
3. Mr. Chandech Rakthong Executive Director / (Acting) Chief Project Officer
Chief Customer and Business Relations Officer

Assistant Chief Financial Officer-Accounting attending the meeting 1 person

1. Mr. Anuluck Wongsam-ang

Company secretary, 1 person

1. Miss Duangdao Salarnpugdee

Investor Relations Manager attending the meeting: 1 person

1. Mr. Woratthap Phaetthayanan

Auditor Participated in the meeting via electronic media , 2 person .

1. Ms Kulthida Wiratkaphan

2. Ms. Nontaka Chirawitthayaphon

legal advisor Serves as an inspector of vote counting Quantity: 1 person

1. Ms. Thammarat Saengchan, M & T Law Office Company Limited

Then Mr. Thammarat Saengchan, legal advisor of M & T Law Office Co., Ltd., informed the meeting of the details of the voting method, vote counting, and announcement of the vote counting results in the meeting, which can be summarized as follows

How to vote

1. In voting at the shareholder meeting, 1 share is equal to 1 vote. Shareholders will have votes equal to the number of shares they hold or receive proxies. In the case that any shareholder has a special interest in any matter That shareholder has no right to vote on that matter. This is except in the matter of voting for directors, which according to law is not considered a special interest.
2. Voting will be done in an online format. Through electronic media by choosing to vote "agree " or "disagree" or "abstain from voting" for each agenda.
3. Before voting on each agenda The chairman of the meeting or the person assigned by the chairman of the meeting Will notify the shareholder meeting in advance of the voting resolution of each agenda item that is required from the meeting. This is a normal case where points are required.
majority vote or other special cases which requires different votes than in normal cases The chairman of the meeting will propose that shareholders consider voting in an online format through electronic media. Shareholders can vote "Agree" or "Disagree" or "Abstain" when the Chairman informs them to vote. and the company opens the voting



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system There will be a period of 1 minute when the time expires. The system will close voting. Including the agenda for the election of directors, each person will be allowed to vote for 1 minute.

Voting in the case of proxy The proxy must vote only as specified by the grantor in the proxy form. In the case that the grantor does not specify his or her intention to vote on any agenda item in the proxy form. or not clearly specified or in the event that the meeting considers or votes on any matter other than the matter specified in the proxy form. or there is a case of change or amend or add any facts The proxy has the right to consider and vote on their behalf as they see fit.

1. In the case where a shareholder appoints a proxy to an independent director of the company or other persons attending the meeting according to the proxy form which the shareholder has voted in advance in the proxy form. The company will record the votes as determined by the shareholders in advance.

2. For voting methods during the shareholder meeting via electronic media. Any shareholder who “ agrees” or “disagrees” or “abstains from voting” can vote on the agenda under consideration. or agendas that have not yet been considered according to shareholders' opinions on the screen of their own electronic devices. According to the method that has been informed to shareholders at the beginning. In the case that shareholders do not vote The system will automatically count the votes as “Agree”.

counting of votes

1. **General agenda** For shareholder meetings via electronic media Voting for each agenda item will be done through the E -Meeting system , with one vote per share counted. In which shareholders or proxies must vote in only one way, that is, agree, disagree, or abstain from voting. Votes cannot be divided into parts. (except for the vote of the Custodian) and use the majority vote as the criterion for voting. Unless otherwise specified by law. If the votes are equal, the Chairman will have another casting vote.

1.1 Proxy case

- In the case that the grantor of the proxy specifies his/her intention to vote in the proxy form, the Company will record the vote.n

Such a vote The proxy does not need to vote during the meeting.

In the case that the grantor does not specify his or her intention to vote on any agenda item in the proxy form.or not specific clearly, including cases where the meeting considers or votes on any matters other than those specified in the proxy form Including cases where any facts have been changed or added. The proxy has the right to consider and vote as they see fit.

2. **Director election agenda** In Agenda 5, the Company's Articles of Association, Section 16., stipulates that shareholders or proxies will have votes equal to one share per one vote. and how to vote as follows:



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2.1 In the election of directors The voting method shall be used to select individual directors. and shareholders may elect one or more persons to be directors. But the votes cannot be divided among anyone, to any extent.

2.2 Persons receiving the highest number of votes in descending order Is elected as a director equal to the number of directors that will be required .

election 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.

Counting voting results In each agenda, the company will count the votes of shareholders and proxies present at the meeting. Only the pronouncement "Disagree" and/or "Abstain from voting" will then be deducted from the total number of votes of shareholders and proxies at the meeting. The remaining portion will be considered as the affirmative vote. The votes that the grantor has already cast in the proxy form have been counted. The said votes were recorded in advance when registering to attend the meeting.

Notification of voting results The votes will be specified as "agree", "disagree" and "abstain". Each agenda will use the number of shares of shareholders who attended the latest meeting. The number of shareholders or proxies and the number of votes will be specified. Each agenda item may not be the same. This is because there may be some shareholders or proxies who will exit the meeting via electronic media or join the meeting via electronic media additionally. The Company organized the 2024 Annual General Meeting of Shareholders in the form of a meeting via electronic media. By voting through the E-Meeting system , which does not use voting confirmation cards. Therefore, there is no case where the card is considered invalid.

Then, Mr. Woratpop Phetyanan, Investor Relations Manager (meeting facilitator), further explained the criteria for expressing opinions or asking questions.

Criteria for expressing opinions or asking questions

1. Because the shareholder meeting is a meeting system via electronic media. There is a limited amount of time for meetings. Therefore, to be able to manage meeting time The company therefore asks shareholders who wish to ask questions. or express opinions on the said meeting agenda Submit questions only by typing them into the E-Meeting system . There will be a "Submit Question" symbol on the screen.

2. The system will allow shareholders to submit questions at the beginning of consideration of each agenda. And the system will close accepting questions within 1 minute after the end of reporting on each agenda.

3. Before answering questions The company will inform the name, surname, and status of the shareholder who submitted the question so that the minutes of the meeting can be recorded accurately and completely.



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4. Any shareholders who have other comments and questions? About companies that are not on the agenda Please express your comments or questions on Agenda 8 and consider other matters in order to manage the meeting within the designated time for questions that were not answered today. It will be answered in the minutes of the general meeting of shareholders and the company will answer questions related to that agenda by reserving the right to consider and select questions as appropriate. Shareholders can watch past 2025 Annual General Meeting of Shareholders at the company website (www.cmc.co.th)

The results showed that there were no shareholders. Nominate people to serve as company directors or add items to the meeting agenda.

2. The company gives shareholders an opportunity Send questions in advance For the 2024 Annual General Meeting of Shareholders via e-mail and postal channels for the board and management Collected to prepare for clarification at the general meeting of shareholders.

It turns out that no shareholders submitted advance questions for the 2025 AGM.

Any shareholders who have questions or have questions about the method? Sequence of meeting steps Voting on the screen E-Meeting Press the "Send Question" button, then type the question you want to ask in detail. The company will explain additional details later.

When shareholders are aware and have no opinion otherwise with Methods of voting, counting voting results , notification of voting results , and criteria for expressing opinions or asking questions at meetings. As presented above , the Chairman proceeded with the meeting according to the agenda as follows .

Agenda 1 : Consider certifying the minutes of the 2024 Annual General Meeting of Shareholders , held on 26 April 2024.

The Chairman proposed to the meeting to consider approving the minutes of the 2024 Annual General Meeting of Shareholders held on April 26 , 2024 , and the minutes were prepared and sent to the Stock Exchange of Thailand and the Ministry of Commerce within the time specified by law. Including publishing on the company's website and sending a copy of the meeting minutes to shareholders along with the invitation to this meeting . It has been considered by the Board of Directors. that the report has been recorded completely and correctly Therefore, I asked the meeting to please consider and approve. After that, there is an opportunity for shareholders to ask questions and express opinions by typing and sending questions through the E-Meeting system.

There were no shareholders asking questions or giving opinions. The Chairman proposed that the meeting consider. Vote to approve the minutes of the 2023 Annual General Meeting of Shareholders. This agenda must receive a majority vote of shareholders. and proxy who come to the meeting and vote

Meeting resolution The meeting resolved Approved the minutes of the 2024 Annual General Meeting of Shareholders on April 26 , 2024 with a unanimous vote as follows:



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Shareholders	Quantity (sound)	percentage
agree	833,006,583	100 .00
Disagree	0	0.00
Abstain from voting*	0	-

Agenda 2 : Consider acknowledging the report on the Company's operating results for the year 2024.

The Chairman informed the meeting that the Company has summarized the past performance results and significant changes that occurred in the year 2024, which appear in the 2024 Annual Report on March 14, 2025. The Company has also prepared Form 56-1 One Report and submitted it in the Stock Exchange of Thailand system, which is set up to facilitate companies listed on the Stock Exchange, as attached in Attachment No. 2.

On this agenda, the Chairman assigned Dr. Panyarak Siriwattanachaikul, Chief Financial Officer - Accounting, to report the information to the meeting.

Dr. Panyarak reported to the meeting that The Company's operating results in 2024 and business plan in 2025 The Company's operating results in 2024 Total revenue of 1,958 million baht, broken down into real estate of 1,659 million baht, construction contracting of 17 million baht, services of 266 million baht, and other income of 16 million baht, with the following details: Total revenue of 1,958.4 Gross profit of 535.6 Profit before finance costs and income tax of 51.2 Net profit (loss) of -216.0 (a decrease from 2023 of 8.2 million baht due to higher finance costs) Financial status as of December 31, 2024 The Company had total assets of 7,046 million baht, with total liabilities of 4,920 million baht. Therefore, shareholders' equity will be 2,126. Business plan for 2025 The Company has 4 ready-to-transfer projects worth 3,590 million baht..

Consisting of projects

1. Chateau in Town Pinklao 201 Units, Value 480 million baht
2. Cerocco Bangna 613 Units, Value 1,260 million baht
3. The Clev Riverline Wong Sawang 516 Units, Value 1,500 million baht
4. Chateau Villae Baan Kluai 154 Units, Value 350 million baht

Projects to be launched in 2025 - 2027, there are 5 projects, worth 10,345 million baht, details as follows:

1. Cuvee Nawamin Project
2. Montra Chula-Samyang Project
3. The Cuvee Suksawat-Rama 3 Project
4. One Bangkok-U City Rangsit
5. Chateau In Town E18 Station

New projects ready to transfer in 2025, totaling 5 projects, worth 4,700 million baht, as follows:



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The details are shown in Form 56-1 One Report for the year 2024, under the topic of Management's Explanation and Analysis, which the Company has sent to shareholders together with the invitation letter for this annual general meeting of shareholders. The Company places importance on conducting business with honesty, integrity and transparency, adhering to the principles and complying with the anti-corruption policy and manual. We would like to inform you that since 2019, the Company has been certified as a member of the Thai Private Sector Collective Action Against Corruption (CAC), a project organized by the Thai Institute of Directors Association and supported by the government and the National Anti-Corruption Commission (NACC). The Company has currently renewed its membership for the first time and has been certified as a member on September 30, 2022. Its subsidiary, Phraya Panich Property Co., Ltd., has received a renewal of its Good Governance Standards 2022 certificate from the Department of Business Development. Effective from August 1, 2022

After that, shareholders were given the opportunity to ask questions and express their opinions by typing and sending questions via the E-Meeting system.

However, no shareholders asked questions or provided comments.

The Chairman informed the meeting that since this agenda is for acknowledgement, there will be no voting.

Meeting resolution The meeting acknowledged the performance report for the year 2024.

Agenda 3: Consider and approve the annual financial statements. Ending on December 31, 2024

The Chairman informed the meeting that in order to comply with the Public Limited Companies Act 1992 and the Company's Articles of Association, Section 39, which stipulates that the Company must prepare a balance sheet and profit and loss account as of the end of the Company's accounting period, which have been reviewed by the Audit Committee and audited by the auditor before being submitted for approval at the shareholders' meeting.

The Chairman assigned Dr. Panyarak Siriwattanachaikul, Chief Financial Officer - Accounting, to explain the details of the annual financial statement report ending on December 31, 2024 to the meeting.

Dr. Panyarak reported to the meeting that the financial statements for the year ending on December 31, 2024, which have been audited and certified by the company's auditors and approved by the audit committee, are as follows: The financial statement for 2024 ending on December 31, 2024, has total assets of 7,046.40 million baht, a decrease of 521.16 million baht compared to the total assets of 2023, which were 7,567.56 million baht, divided into current assets of 4,188.67 million baht and non-current assets of 2,857.73 million baht, in terms of liabilities and equity. Total liabilities were 4,919.92 million baht, a decrease of 302.54 million baht compared to total liabilities of 5,222.46 million baht in 2023. Owner's equity was 2,126.47 million baht, a decrease of 218.63 million baht compared to owner's equity of 2,345.10 million baht in 2023. The statement of comprehensive income for the year ending December 31, 2024 had total revenue of 1,958.44 million baht, operating costs of 1,422.79 million baht, gross profit from operations of 535.66 million baht,



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selling expenses, general and administrative expenses of 519.37 million baht, financial costs (interest) of 258.15 million baht, with a net loss of 216.04 million baht, an increase of 8.22 million baht compared to 2023, with a net loss of 207.82 million baht.

The Company's annual financial statements are shown in Form 56-1 One Report for 2024, which was sent to shareholders in advance along with the meeting invitation letter, as follows:

After that, shareholders were given the opportunity to ask questions and express their opinions by typing and sending questions via the E-Meeting system. However, no shareholders asked questions or gave their opinions.

The Chairman proposed that the meeting consider and vote to approve the annual financial statements ending on December 31, 2024. This agenda item requires a majority vote of the shareholders and proxies who attended the meeting and voted.

Meeting resolution The meeting resolved to approve the financial statements for the year ending 31 December 2024, which has been verified and signed by the company's auditor and has been considered by the Audit Committee and the Board of Directors. By unanimous vote As follows

Shareholders	Quantity (sound)	percentage
agree	833,006,583	100 .00
Disagree	0	0.00
Abstain from voting*	0	-

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.

The Chairman assigned Dr. Panyarak Siriwattanachaikul, Chief Financial Officer - Accounting, to explain the details related to the suspension of profit allocation as legal reserves and the suspension of dividend payment from the Company's operating results for the year 2024.informed to the meeting.

Dr. Panyarak, Chief Financial Officer - Accounting, explained the details of the suspension of the allocation of profits as legal reserves and the suspension of dividend payments from the Company's operating results for 2024 in order to comply with Section 115 of the Public Limited Companies Act and the Company's regulations, Section 41, which prohibits the payment of dividends from other types of money besides profits. In the event that the Company still has accumulated losses, dividend payments are prohibited, 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),



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until this reserve fund reaches no 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 suspend the allocation of profits as legal reserves and the suspension of dividend payments from the Company's operating results for 2024, as the Company still has a net loss from the separate financial statements.

According to the Public Limited Companies Act B.E. 2535 Section 116 and the Company's regulations Section 36, the Company must allocate a portion of its annual net profit as a reserve fund of not less than 5 percent of the annual net profit. The Company is not required to allocate a reserve fund according to the law because the reserve fund has already been set aside according to the law.

After that, the shareholders were given the opportunity to ask questions and express their opinions by typing and sending questions via the E-Meeting system. However, no shareholders asked questions or gave opinions.

The Chairman proposed that the meeting consider voting to approve 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. This agenda item requires a majority vote of shareholders and proxies attending the meeting and casting votes.

Meeting resolution the meeting The shareholders' meeting considered and voted to approve 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.

Shareholders	Quantity (sound)	percentage
agree	833,006,583	100 .00
Disagree	0	0.00
Abstain from voting*	0	-

Agenda 5 : Consider and approve the appointment of directors to replace those who are due to retire by rotation.

Chairman, due to the fact that I, Associate Professor Dr. Pradit Wannarat, am a director whose term has expired and is considered a stakeholder, and in order to ensure transparency, I would like to ask permission to temporarily leave the meeting room. While the shareholders are considering this agenda, I would like to invite Ms. Rattana Anuphasanan, Chairwoman of the Nomination and Remuneration Committee, to temporarily chair the meeting on this agenda and present the information to the meeting.

Mrs. Rattana explained to the meeting about the election of directors to replace those whose terms of office have expired. Mrs. Rattana reported to the meeting that in order to comply with the principles of good corporate governance,



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before considering this agenda item, she invited the directors whose terms of office have expired to attend the 2025 annual general meeting of shareholders.

Three persons temporarily left the meeting during the consideration of this agenda so that shareholders could consider and vote independently, including :

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| 1. Assoc. Prof. Dr. Pradit Wannarat | Independent Director/Chairman of the Board/
Chairman of the Risk Management Committee |
| 2. Mr. Somyot Chiamchirankorn | Independent Director/Audit Committee/
Nomination and Remuneration Committee |
| 3. Ms. Anonglak Pattayanut | Director/Executive Committee/Managing Director/
Nomination and Remuneration Committee/ |

(Acting) Chief Marketing and Sales Officer 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 office 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 directors who have been in office the longest will be the ones who retire from office. Directors who have resigned from their positions May be selected to return to the current position again. The company has a total of 9 directors. At the 2024 Annual General Meeting of Shareholders, there were 3 directors who had to retire from their positions as follows:

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|-------------------------------------|---|
| 1. Assoc. Prof. Dr. Pradit Wannarat | Independent Director/Chairman of the Board/
Chairman of the Risk Management Committee |
| 2. Mr. Somyot Chiamchirankorn | Independent Director/Audit Committee/
Nomination and Remuneration Committee |
| 3. Ms. Anonglak Pattayanut | Director/Executive Committee/Managing Director/
Nomination and Remuneration Committee/ |

Procedures for selecting directors of the company 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 . Until the 30 December 2024, it appears that there were no shareholders to propose agenda items and names of persons to be considered for election as directors.

The Nomination and Remuneration Committee proposed to the Board of Directors' meeting to consider the list of qualified people to be considered for election as directors to replace the directors whose terms expired according to the meeting's term. The committee also considered the knowledge, abilities, expertise, and work experience, diversity, and expertise of the directors, as well as their performance as directors and subcommittees in the past. Therefore, it was



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proposed to the Board of Directors' meeting to consider proposing the election of the three directors whose terms expired, namely: 1. Assoc. Prof. Dr. Pradit Wannarat, 2. Mr. Somyot Chiamchirankorn, 3. Ms. Anonglak Phetyanan, to return to their positions for another term.

The Board of Directors, excluding the directors whose terms will expire at the 2025 Annual General Meeting of Shareholders, has carefully considered and approved the opinion of the Nomination and Remuneration Committee that the three directors are fully qualified, have experience, and have the ability to benefit the Company's business. In addition, they have the qualifications to be directors/independent directors as specified in the law and criteria of the relevant regulatory agencies, the Company's Articles of Association, the Board of Directors' Charter, and the qualifications to be independent directors as specified by the Company. Therefore, it unanimously resolved to approve the Nomination and Remuneration Committee by proposing to the 2025 Annual General Meeting of Shareholders to elect three persons, namely Assoc. Prof. Dr. Pradit Wannarat, Mr. Somyot Chiamchirankorn, and Ms. Anonglak Pattayanut, to be directors and independent directors for another term. The detailed background and relevant information of the nominees, including their independence qualifications, are as shown in Attachment No. 3 attached to the invitation letter.

The meeting was informed about the voting methods and election of directors as follows:

1. In order to comply with the principles of good corporate governance. Give to the holder vote in elections
Individual directors
2. According to the Company's regulations, Article 16 The voting method for electing directors is specified as follows:
 - (1) Shareholders have one vote per share.
 - (2) The voting method shall be used to select individual directors. and shareholders have the right to vote on persons nominated as directors not exceeding the number of directors to be elected at that time, and votes cannot be divided.
 - (3) 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, which will cause the number of directors to be exceeded. election at that time 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.

year 2025 , there are 3 people nominated to be elected as company directors to replace directors who are due to retire from their positions, equal to the number of directors who will be elected this time.

After that, there is an opportunity for shareholders to ask questions and express opinions by typing and sending questions through the E-Meeting system.

Meeting resolution of the meeting The meeting resolved to elect independent directors and directors whose terms of office have expired to return to the position of directors of the Company for another term as follows: (1) Assoc. Prof. Dr. Pradit Wannarat, Independent Director/Chairman of the Board of Directors/Chairman of the Risk Management



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Committee (2) Mr.Somyot Chiamchirankorn, Independent Director/Audit Committee/Nomination and Remuneration Committee (3) Ms. Anonglak Pattayanut Director/Executive Director/Managing Director/Nomination and Remuneration Committee/(Acting) Chief Marketing and Sales Officer. The shareholders' meeting resolved to elect directors individually with the following votes:

(1) Approved the appointment of Assoc. Prof. Dr. Pradit Wannarat to return to the position of Independent Director/Chairman of the Board of Directors/Chairman of the Risk Management Committee for another term with unanimous votes as follows:

Shareholders	Quantity (sound)	percentage
agree	833,006,583	100 .00
Disagree	0	0.00
Abstain from voting*	0	-

(2) Approved the appointment of Mr. Somyot Chiamchirankorn to return to the position of Independent Director/Audit Committee Member/Nomination and Remuneration Committee Member for another term with a majority vote as follows:

Shareholders	Quantity (sound)	percentage
agree	833,006,475	99.999987
Disagree	108	0.000013
Abstain from voting*	0	-

(3) Approved the appointment of Ms. Anonglak Pattayanut, Director / Executive Director / Managing Director / Recruitment and Remuneration Committee / (Acting) Chief Marketing and Sales Officer, to return to the position of Director for another term with a unanimous vote as follows:

Shareholders	Quantity (sound)	percentage
agree	833,006,583	100 .00
Disagree	0	0.00
Abstain from voting*	0	-

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

Mrs. Rattana Anuphasanan, Chairwoman of the Nomination and Remuneration Committee, acted as the temporary chairwoman of the meeting and invited the three directors who left the meeting room during the consideration of agenda item 5 to return to the meeting room.



- Translation -

Assoc. Prof. Dr. Pradit Wanarat, Chairman, assigned Ms. Rattana Anuphasanan, Chairman of the Nomination and Remuneration Committee, to explain to the meeting about the request for approval of remuneration for the Company's directors and various subcommittees, which can be summarized as follows:

Mrs. Rattana Report to the meeting that According to the company's regulations 22 requires 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 benefits in other ways. As the shareholder meeting will consider and vote with a vote of not less than two-thirds of the total number of votes of the shareholders present at the meeting, the remuneration of directors may be determined in 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. At the Ordinary General Meeting of Shareholders on April 26 , 2024, a resolution was passed to determine the remuneration of the Company's directors and sub-committees. Set the total amount of directors' remuneration not to exceed 5,000,000 baht/year.

Compensation for company directors Sub-committee Year 2025

Total amount of remuneration for directors			(Baht/Year)
Total amount of remuneration not exceed		5,000,000	
Meeting allowance			(Baht/person/time)
Directors	Chairman	Member	
Board of Directors	35,000	20,000	
Audit Committee	30,000	20,000	
Nomination and Remuneration Committee	22,000	17,000	
Risk Management Committee	22,000	17,000	
Corporate Governance and Sustainability Committee	22,000	17,000	
Total amount of reward for directors			(Baht/Year)
Total amount of reward not exceed (chairman)		300,000	
Total amount of reward not exceed (Member)		200,000	
Other Types of Remuneration (Excluding welfare given to employees)			(Baht/Year)
Health insurance premiums for directors per person		18,000	

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

said remuneration for directors and sub-committees will be effective from the date of approval. From the shareholder meeting onwards until the shareholder meeting resolves to change otherwise. However, in order to comply with the principles of good corporate governance. The Board of Directors has considered and deemed it appropriate to propose to the general meeting of shareholders to approve the remuneration of company directors and sub-committees



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on an annual basis , although the criteria and rates of such remuneration have not changed from those approved by the shareholder meeting. The shares had previously been approved by a resolution.

For 2025, the Board of Directors deems it appropriate to maintain the remuneration of company directors and sub-committees according to the same criteria and rates that the shareholder meeting approved. According to the committee's proposal Recruitment and compensation The suitability has been considered from the scope of duties and responsibilities and the company's operating results . as well as comparative information with leading companies in the stock exchange and in the same industry group carefully for the payment of remuneration to company directors and sub-committees in 2024, which is a payment that does not exceed the above criteria. And details of the scope of duties of the Board of Directors and sub-committees appear in Form 56-1 One Report for the year 2024.

After that, there is an opportunity for shareholders to ask questions and express opinions by typing and sending questions through the E-Meeting system.

There were no shareholders asking questions or giving opinions.

The Chairman proposed that the meeting consider, vote and approve the remuneration of company directors and sub-committees for the year 2025. This agenda must receive votes of not less than two-thirds of the total number of votes of shareholders and proxies who attended the meeting and voted. Vote

Meeting resolution The meeting unanimously resolved to approve the remuneration of company directors and sub-committees for the year 2025 with a unanimous vote as follows:

Shareholders	Quantity (sound)	percentage
agree	833,006,583	100 .00
Disagree	0	0.00
Abstain from voting*	0	-

Agenda 7 : Consider and approve the appointment of auditors and determine the audit fees for the year 2025.

The Chairman assigned Emeritus Professor Dr. Atchara Chanchay, Independent Director/Chairman of the Audit Committee/Chairman of the Corporate Governance and Sustainability Committee, to provide clarification on the appointment of auditors and determination of the audit fee for 2025 as follows:

Emeritus Professor Dr. Atchara reported to the meeting that according to the Public Limited Companies Act B.E. 2535, Section 120 and the Company's Articles of Association, Section 36, the following activities should be carried out at the annual general meeting: Appointment of auditors and determination of annual audit fees. In 2025 , the Audit Committee considered and approved PricewaterhouseCoopers ABAS Co., Ltd. as the Company's audit firm because it



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has a good reputation, potential, good work standards, experience and expertise in auditing, efficient auditing processes or tools, and knowledge and understanding of the business, as well as consistently performing its duties. When compared to the scope of services, workload, and audit fees of other listed companies in the same class, it was found that PricewaterhouseCoopers ABAS Co., Ltd. offered an appropriate audit fee and the proposal was of the greatest benefit to the Company. The Board of Directors considered and approved the proposal of the Audit Committee to select PricewaterhouseCoopers ABAS Co., Ltd. as the Company's audit firm and resolved to propose to the 2025 Annual General Meeting of Shareholders to consider appointing an auditor and approve the audit fee as follows:

1. Appoint the auditors of Chao Phraya Mahanakorn Public Company Limited for the year 2025, with the following names:

Ms. Kunthida Wiratkaphan, CPA No. 9772 or

Ms. Sanicha Akkarakittilap, CPA No. 8470 or

Ms. Naphanuch Aphichatsathian, CPA No. 5266

the Pricewater Company House Coopers ABAS Co., Ltd. is an auditor with qualifications in accordance with the announcement of the Office of the SEC. The period of service of the auditors of the three above companies is in accordance with the guidelines. Rotate auditors in the capital market according to the announcement of the Office of the SEC.

Any one of these three auditors will inspect and express opinions on the Company's financial statements. And in the event that the said certified public accountant is unable to perform his or her job, the company PriceWater Ha 's Cooper ABAS Co., Ltd. provides other certified public accountants of Pricewater Company House Coopers ABAS Company Limited can be substituted. The companies that are auditing firms and auditors listed above have no relationship or interest with the company/subsidiaries/executives/shareholders. Major or persons related to such persons For the history of the auditor and information on the independence of the nominated auditor. Details appear in the meeting invitation letter that has been sent to shareholders.

2. Approval of the audit fee of Chao Phraya Mahanakorn Public Company Limited for the year 2025 in the amount of 2,100,000 baht per year, which the audit fee has not changed from the year 2024. The Company has used the audit services of the subsidiary from the same auditing firm.

Appoint the company's auditor. Chao Phraya 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. Kunthida Wiratkaphan	9772	1 years (2024)
or		
2. Sanicha Akkarakittilap	8470	3 years (2021-2023)
or		
3 Naphanuch Aphichatsathian	5266	3 years (2018-2020)



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of the company, PricewaterhouseCoopers ABAS Company Limited , who is an auditor with qualifications in accordance with the announcement of the Office of the Securities and Exchange Commission , which is the duration of the auditor's duties . The above three transactions are in line with the guidelines for the rotation of 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 proposed auditor, the name appears in Attachment No. 5 .

2. Approve the company's audit fee . Chao Phraya Mahanakorn Public Company Limited, year 2025 The amount is 2,100,000 baht per year (two million one hundred thousand baht only). Comparison of audit fees for the past year of the company. The company has a total of 15 subsidiaries using the same auditing firm 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.	No change	147,000 baht

Meeting resolution of the meeting The shareholders' meeting unanimously resolved to approve the appointment of Ms. Kunthida Wiratkaphan, CPA No. 9772 or Ms. Sanicha Akkarakittilap, CPA No. 8470 or Ms. Naphanuch Aphichatsathian, CPA No. 5266 of PricewaterhouseCoopers ABAS Limited as the Company's auditor for the year 2025 and set the audit fee for the year 2025 at the amount of 2,100,000 per year, which is unchanged from the year 2024, with unanimous votes as follows:

Shareholders	Quantity (sound)	percentage
agree	833,006,583	100 .00
Disagree	0	0.00
Abstain from voting*	0	-

Agenda 8 : Other matters (if any)

The Chairman explained to the meeting that the agenda items had been considered as specified in the invitation letter. For agenda item 8 , the Board of Directors agreed to open this agenda item for shareholders to ask questions and/or express their opinions to the Board of Directors and/or for the Board of Directors to clarify and answer



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shareholders' questions without casting votes. However, if shareholders wish to open the consideration and vote, they must meet the conditions under Section 105, Paragraph 2 of the Public Limited Companies Act, which states that shareholders with a combined number of shares of not less than one-third of the total number of shares sold may request the meeting to consider other matters in addition to those specified in the invitation letter. In this case, there must be no less than 367,404,390 shares.

When no further questions or comments were raised by the meeting participants, the Chairman informed the meeting that after the 2025 Annual General Meeting of Shareholders is completed, the Company will prepare a report of the shareholders' meeting within 14 days from the date of the shareholders' meeting and publish the report on the Company's website, as well as notify via the information dissemination system of the Stock Exchange of Thailand for shareholders to consider/acknowledge and provide an opportunity for shareholders to express their opinions, which can be notified via the Company Secretary Office within 1 month from the date of the meeting.

The Chairman thanked the shareholders and proxies for taking the time to attend the meeting. and closed the general meeting Shareholders for the year 2025

Closed meeting time 12.00 am

A handwritten signature in black ink, appearing to be 'Pradit Wannarat', written above a horizontal dashed line.

(Dr. Pradit Wannarat)

Chairman of the meeting

A handwritten signature in blue ink, appearing to be 'Duangdao Salarnpudee', written above a horizontal dashed line.

(Miss Duangdao Salarnpudee)

Company Secretary

Note: During the meeting, the company recorded the meeting in the form of video media in accordance with legal criteria and policies.
Company privacy for shareholder meeting purpose