



Invitation Letter to attend the Annual General Meeting 2024
of
CMO Public Company Limited

March 26, 2024

Subject Invitation to the Annual General Meeting of Shareholders 2024

To Shareholders
CMO Public Company Limited

Enclosures

1. Copy of the Minutes of the Extraordinary General Meeting of Shareholders No. 2/2023
2. Annual Report for the year 2023 (Form 5 6 -1 One Report), Financial Highlight and Financial Report 2023 in QR Code format
3. Profiles of candidates nominated for election as directors of the Company (Agenda 5)
4. Criteria and Meeting Practices for attending the Meeting, Appointment of Proxy and Voting
5. Identification Documents required for attending the Shareholders' Meeting and Articles of Association Relevant to the Shareholders' Meeting
6. Profile of independent directors nominated by the shareholders to serve as proxies
7. Proxy Forms A, B, and C (Proxy Form B is recommended)
8. Map of the Meeting Venue

The Board of Directors of CMO Public Company Limited (“**the Company**”) No. 4/2024, convened on Friday, 23 February 2024, has passed the resolution to convene the Annual General Meeting of Shareholders 2024 on **Thursday, April 25, 2024, at 10.00 a.m. at the Meeting Room of CMO Public Company Limited, No. 4/18-19 Soi Nuanchan 56, Nuanchan Sub-district, Buangkum District, Bangkok**, and has determined March 26, 2024, to be the record date for the list of shareholders who have the right to attend the Annual General Meeting of Shareholders (Record Date).

For the determination of the agenda for the Annual General Meeting of Shareholders for the Year 2024, the Company announced on the Company’s website and via the Stock Exchange of Thailand’s system to give the opportunity to shareholders to present important matters to be considered as meeting agenda items between December 1, 2023, and January 31, 2024, in

accordance with the principles of good corporate governance of listed companies. However, when the specified period had lapsed, no shareholder had proposed any matters to be considered as agenda items in the Annual General Meeting of Shareholders for the Year 2024. The Company therefore gives notice of the meeting agenda of the Meeting according to the resolutions of the Board of Directors as follows:

Agenda 1 To consider and adopt the Minutes of the Extraordinary General Meeting of Shareholders No.2/2023, held on December 22, 2023

Objective and Reason: The Minutes of the Extraordinary General Meeting of Shareholders No. 2/2023, convened on December 22, 2023 was prepared and submitted to the Stock Exchange of Thailand and the Ministry of Commerce within the time prescribed by law, and was published on the website of the Company. The details of which are as set out in the Copy of the Minutes of the Extraordinary General Meeting of Shareholders No. 2/2023 (**Enclosure 1**).

The Board of Director's Opinion: The Minutes of the Extraordinary General Meeting of Shareholders No. 2/2023, were correctly and completely recorded, and thus the Board of the Directors deemed appropriate to propose to the shareholders' meeting to consider and certify the Minutes of Extraordinary General Meeting of Shareholders No. 2/2023, held on December 22, 2023.

Votes required for approval: The resolution for this agenda item requires a simple majority vote of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base.

Agenda 2 To acknowledge the Company's Operation Results of 2023

Objective and Reason: The Company's Annual Report for the year 2023 (Form 56-1 One Report) were prepared for the shareholders' acknowledgement along with this Notice. Shareholders can download the aforementioned document from the QR Code format provided in the Notification of meeting. (**Enclosure 2**)

The Board of Director’s Opinion: The Board of Directors has considered that the shareholders should acknowledge the Company’s Operating Performance Report for the year 2023.

Votes required for approval: This agenda is only for acknowledge, therefore, no vote is required.

Agenda 3 To approve the Statement of Financial Position and Statement of Income for the year 2023 ending December 31, 2023, that the auditors have audited

Objective and Reason: In order to comply with the Company's Articles of Association and the Public Company Act, shareholders are required to approve the Statement of Financial Position and Statement of Income for the year 2023 ending December 31, 2023, reviewed by the auditors. Shareholders can download Annual Report for the year 2023 (Form 56-1 One Report) and Financial Report 2023 in the QR Code format provided in the Notification of meeting. **(Enclosure 2)**. The details are summarized as follows:

Items	2023 (As currently Proposed)	2022
Total Assets (Million Baht)	1,122	1,217
Total Liabilities (Million Baht)	767	695
Total Shareholders' Equity (Million Baht)	356	522
Paid-up Capital (Million Baht)	281	281
Total Revenue from Service (Million Baht)	1,277	1,189
Net Profit (Loss) (Million Baht)	(169)	(31)
Earnings per share (Baht per share)	(0.60)	(0.12)

The Board of Director’s Opinion: The Board of Directors has resolved to propose to shareholders to consider and approve the Company’s the Statement of Financial Position and Statement of Income for the year 2023 ended December 31, 2023 as it was duly audited by the auditor and reviewed by Audit Committee and Board of Directors respectively.

Votes required for approval: The resolution for this agenda item requires a simple majority vote of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base.

Agenda 4 To consider and approve the suspension of dividend payment for the operation of the year 2023

Objective and Reason: The Company’s policy is to pay dividends at a minimum rate of 40 percent of its net profit after deducted by corporate income tax and legal reserves allocation according to the law and the Company’s Articles of Association. The Company may consider the dividend payout by considering the business profit, liquidity, necessity of working capital for business operation and business plan in the future as the board of directors deems appropriate. However, the operating result in 2023 since 1 January - 31 December, 2023 of CMO group still has retained deficit for 402.15 million Baht. Therefore, the dividend payment in 2023 shall be suspend.

A comparison with the previous year of the rate of dividend payment is as follows:

Dividend Payment	2023 (As currently Proposed)	2022
Net Profit (Loss) as December 31 (Million Baht)	(169)	(31)
Total Shares (Shares)	280,962,733	280,962,733
Earnings per share (Baht per share)	(0.60)	(0.12)
Retained Profit (Loss) as December 31 (Million Baht)	(402)	(147)
Dividend Payment (Baht)	Proposed suspension of dividend payment	suspension of dividend payment

The Board of Director’s Opinion: The Board of Directors has resolved that the Company’s operating performance for the year 2023 since 1 January - 31 December, 2023, still has retained deficit for 402.15 million Baht. Therefore, the Company deemed appropriate to propose to the shareholders to consider and approve the suspension of dividend payment for the year 2023.

Votes required for approval: The resolution for this agenda item requires a simple majority vote of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base.

Agenda 5 To appoint the Directors to replace directors retiring by rotation of the year 2024

Objective and Reason: Pursuant to Articles of Association of the Company, one-third of the directors shall retire at the Annual General Meeting of Shareholders and a retiring director is eligible for re- election. In such case, there are 2 directors from 8 directors that are due to retire by rotation at the Annual General Meeting of Shareholders for the Year 2024, as follows:

1. Mr. Kitisak Jampathipphong Chairman of the Executive Committee /
Director
2. Mr. Sujarit Isarankura Na Ayutaya Chairman of the Audit Committee /
Chairman of the Risk Management
Committee / Independent Director

Due to the resignation of Mr. Sujarit Isarankura Na Ayutaya which effective on February 29, 2024, the Board of Directors Meeting No. 5/2024 that held on March 1, 2024, has resolve to propose to the Annual General Meeting (“AGM”) 2024 to consider and approve the appointment of Mr. Trairong Tantasuk to be Independent Director, Member of the Audit Committee and Chairman of the Nomination and Remuneration Committee to replace the vacant position of Mr. Sujarit Isarankura Na Ayutaya.

The Company has announced on the Company’s website and via the Stock Exchange of Thailand’s system to give shareholders the opportunity to nominate persons to be elected as the Company’s directors at the Annual General Meeting of Shareholders for the Year 2024 between December 1, 2023, and January 31, 2024, in accordance with the principles of good corporate governance of listed companies.

However, when the specified period had lapsed, no shareholders had nominated any persons to be considered as directors of the Company.

The Board of Directors (excluding the directors who have an interest in the matter) undertook nomination procedures by duly considering the candidates' qualifications required by law, the Company's Articles of Association and related regulations, including required qualifications skills, experience and expertise of the candidates, based on who will be most suitable and beneficial to the operations of the Company. For the Independent Director of the Company qualifications are qualified in accordance with applicable laws and regulations pertaining to independent directors and possesses complete independence in accordance with the definition of an independent director of the Company and can provide their opinions independently and in accordance with the relevant guidelines. The Board of Directors (excluding the directors who have an interest in the matter) were of the opinion that all 2 directors who retired by rotation at this times had appropriate qualifications, therefore, it was deemed appropriate to re-elect those 2 directors to resume their positions for another term and no independent director has held the position of independent director of the Company for more than 9 years.

The Board of Director's Opinion: The Board of Directors (excluding the directors who have an interest in the matter) has considered that all 2 nominated candidates have been considered in accordance with the process specified by the Company, which is a careful consideration, noted that their qualification according to the relevant regulations and suitable for the business of the Company. The nominated director in independent director is qualified as independent director as prescribed in applicable laws and regulations pertaining to independent directors and can provide their opinions independently and in accordance with the relevant guidelines. The Board of Directors (excluding the directors who have an interest in the matter) was deemed appropriate to propose that the Annual General Meeting of Shareholders to re-elect those 2 directors to resume their positions for another, which are as follows:
(Enclosure 3)

1. Mr. Kitisak Jampathipphong Chairman of the Executive Committee /
Director
2. Mr. Trairong Tantasuk Chairman of Nomination and Remuneration
Committee / Member of the Audit
Committee / Independent Director

Votes required for approval: The resolution for this agenda item requires a simple majority vote of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base.

Agenda 6 To consider and approve the Director's Remuneration for the year 2024

Objective and Reason: Article 14 of the Company's Articles of Association, provide that directors are entitled to receive remuneration from the Company in form of rewards, meeting attendance fee, annuity, bonus or benefits paid in other forms as specified in the Articles of Association or as considered by the shareholders' meeting. Such remuneration may be fixed amounts or set forth as regulations, or may be determined from time to time or for perpetual effect until any change.

This year the Board of Directors, after careful and thorough consideration by the Nomination and Remuneration Committee, has considered the criteria for the remuneration of the Company's directors, by taking into account the scope of responsibilities, the directors' performance, levels of responsibilities for determining the remuneration of directors compared to other companies in the same industry and having a similar size (Market Capitalization), as detail follows:

Remuneration	2024 (As currently Proposed)	2023 (As approved in AGM 2023)
1. The Board of Directors		
Annually Remuneration	Baht/person/Annual	Baht/person/Annual
- Chairman	435,600	435,600
- Director	242,000	242,000
2. The Audit Committee		
Annually Remuneration	Baht/person/Annual	Baht/person/Annual
- Chairman	193,600	193,600
- Director	48,400	48,400
3. The Risk Management Committee, The Executive Committee, The Nomination and Remuneration Committee		
Annually Remuneration	Baht/person/Annual	Baht/person/Annual
- Chairman	None	None
- Director	None	None
4. Bonus	None	Not more than 2,323,200
5. Other Benefit	None	None
Remuneration in 2024	Remuneration in 2023	
<u>Not more than</u> 2,565,200 Baht	<u>Not more than</u> 4,646,400 Baht	

For the year 2024, the Nomination and Remuneration Committee has considered and proposed to determine the remuneration of directors. The total amount is not more than 2,565,200 baht, which the remuneration of directors each positions in 2024 is equal at the rate of approval remuneration from shareholders in 2023 that appropriate rate. However, the Nomination and Remuneration Committee has considered to suspend directors' bonus due to no directors' bonus in many years, therefore, it was deemed appropriate to propose that the Annual General Meeting of Shareholders to approve the Director's Remuneration for the year 2024 not more than 2,565,200 baht.

The Board of Director's Opinion: The Board of Directors has considered the remuneration of directors each positions in 2024 is equal at the rate of approval remuneration from shareholders in 2023 that appropriate rate. Therefore, it was

deemed appropriate to propose that the Annual General Meeting of Shareholders to approve the Director's Remuneration for the year 2024 not more than 2,565,200 baht.

Votes required for approval: The resolution for this agenda item requires a simple majority vote of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base.

Agenda 7 To approve the appointment of auditor and determine the remuneration for the 2024.

Objective and Reason: According to Section 120 of the Public Limited Companies, the annual general meeting of the Company shall appoint the Company's auditor and determine the audit fees every year. A retiring auditor is eligible for re-appointment.

This year EY Office Limited would not propose the audit fee to the Company. Therefore, the Audit Committee selected the new auditor and proposed to the Board of Directors to considered for propose to Annual General Meeting of Shareholders to consider and approve the appointment auditor of SP Audit Company Limited ("SP") to be the Company's and subsidiaries auditor for the year 2024. SP has qualifications that comply with the guidelines of the Securities and Exchange Commission and has the independence of work performance, the experience and no relationship and/or conflicts of interest with the Company. To ensure that the auditors can audit appropriate according to the accounting standard and transparency.

List of Auditors	CPA Registration No.
1.) Miss Susan Eiamvanicha	4306 and/or
2.) Miss Chuenta Chommern	7570 and/or
3.) Mr. Wandee Eiamvanicha	8210 and/or
4.) Mr. Kiatisak Vanithanont	9922 and/or
5.) Mr. Suchart Panitcharoen	4475

If such auditor is unable to perform his/her duties, SP may assign another auditor from the firm to audit the Company's accounts in his/her place. The proposed auditor has no relationship and/or conflicts of interest with the Company, its

subsidiaries, management, major shareholders, or their related parties. Therefore, the proposed auditors have the necessary independence to audit and express their opinions on the Company's financial statements.

The audit fee for the auditing of the financial statements for the year 2024 is not more than 4,880,000 baht as recommended by the Audit Committee after being carefully considered and endorsed by the Board of Directors. The details of the auditor's remuneration are as follows:

Audit Fee	2024 (As currently Proposed)	2023 (As approved in AGM 2023)	Increase / Decrease	
			Baht	%
Audit Fee				
- Audit Fee of the Company (Baht)	2,100,000	2,000,000	100,000	5%
- Audit Fee of Subsidiaries (Baht)	2,780,000	2,380,000	400,000	17%
Non-Audit Fee	None	None	None	None
Total	4,880,000	4,380,000	500,000	11%

Moreover, subsidiaries hire the same auditor as the Company, The Board of Directors will oversee the timely preparation of financial statements in accordance with the applicable laws.

The Board of Director's Opinion: The Board has resolved to propose to the shareholders to consider and approve the appointment of the auditors, namely Miss Susan Eiamvanicha C.P.A. Registration No. 4 306, and/or Miss Chuenta Chommern C.P.A. Registration No. 7570, and/or Mr. Wandee Eiamvanicha C.P.A. Registration No. 8210, and/or Mr. Kiatisak Vanithanont C.P.A. Registration No. 9922, and/or Mr. Suchart Panitcharoen C.P.A. Registration No. 4475 of SP Audit Company Limited or another Certified Public Accountant from SP Audit Company Limited. To be the Company's auditors for the year 2024 with audit fee not more than 4,880,000 baht

Votes required for approval: The resolution for this agenda item requires a simple majority vote of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base.

Agenda 8 To consider other business (if any)

All shareholders are invited to attend the Annual General Meeting of Shareholders for the year 2024 on **Thursday, April 25, 2024, at 10.00 a.m. at the Meeting Room of CMO Public Company Limited, No. 4/18-19 Soi Nuanchan 56, Nuanchan Sub-district, Buangkum District, and Bangkok.** The Company has determined the date to determine the shareholders who are eligible to attend the Annual General Meeting of Shareholders 2024 (Record date) on March 26, 2024. The registration for the meeting will start from 9.00 a.m. onwards. The shareholders who wish to attend the meeting are able to attend the meeting in person or may authorize any person as his/her proxy to attend the meeting and vote on his/her behalf. In order to facilitate the registration of attendees at the meeting, the shareholders and proxies are requested to provide the Registration Form and Identification Documents Required for attending the Shareholders' Meeting in order to present the right to attend the meeting. In this regard, the Company will conduct the shareholders' meeting in accordance with the Articles of Association of the Company and the Criteria and Meeting Practices for attending the Meeting, Appointment of proxy and Voting.

In addition, the Company would like to inform the measures and meeting practices as follows:

1. In the case that shareholders wish to attend the meeting in person

1.1 In order to facilitate the shareholders in attending the meeting, the Company would provide shuttle bus from Lat Phrao MRT Station at exit no.4 (Park & Ride Building) at 8.00 – 8.30 a.m., which would be especially reserved for the shareholders who inform their intention to use the provided shuttle bus service in advance. The shareholders can reserve a seat by contacting Miss Warunee Puthapornpoj, Tel: 0 9 9 5 9 5 6 4 2 3 at Email: warunee@cmo-group.com, within Monday April 22, 2024.

1.2 Please note that no food will be served at the meeting area.

2. In the case that the shareholders do not wish to attend the meeting in person

The shareholders may consider appointing other persons as proxies or consider appointing an independent director of the Company as their proxies to attend the meeting instead of attending the meeting in person. The independent director proposed by the Company to act as proxy is Ms. Rubporn Promvongsanon, age 37 years old. The details regarding profile and work experiences of Ms. Rubporn Promvongsanon are appeared in Profiles of the

Independent Directors proposed by the Company to act as Proxy of Shareholders (Enclosure 6). In the case that the shareholders choose to appoint an independent director of the Company as their proxy, the Company recommends to use Proxy Form B which the shareholders are able to clearly state the vote. In this regard, the shareholders can deliver Proxy Form to Miss Warunee Puthapornpoj, CMO Public Company CMO Public Company Limited 4/18-19 Soi Nualchan56, Nualchan Rd., Nualchan, Buangkum Bangkok 10230, within Wednesday April 24, 2024.



Respectfully Yours


(Mr. Kitisak Jampathipphong)
Chief Executive Officer
CMO Public Company Limited

The Minutes of the Extraordinary General Meeting of Shareholders No. 2/2023
CMO Public Company Limited

Date & Time and Venue

The Extraordinary General Meeting of Shareholders No. 2/2023 of CMO Public Company Limited (the “Company”) was held on Friday 22 December 2023 at 10.00 am. At the meeting room of CMO Public Company Limited, No. 4/18-19 Soi Nuanchan 56, Nuanchan Sub-district, Buangkum District, Bangkok.

List of Directors attending the Meeting

- | | |
|--------------------------------------|--|
| 1. General Porpol Maneerin | Chairman of the Board and Independent Director |
| 2. Mr. Kitti Phuathavornskul | Vice Chairman of the Board, Member of the Nomination and Remuneration Committee, Member of the Executive Committee and Chief Operation Officer |
| 3. Mr. Sujarit Isarankura Na Ayutaya | Chairman of the Audit Committee, Chairman of the Risk Management Committee and Independent Director |
| 4. Ms. Veena Upadhya | Chairman of the Nomination and Remuneration Committee, Member of the Audit Committee and Independent Director |
| 5. Mr. Sakda Katkaew | Member of the Audit Committee, Independent Director, Member of the Nomination and Remuneration Committee and Member of the Risk Management Committee |
| 6. Ms. Nantiya Sowapast | Director and Chief Financial Officer |

List of absent Directors

- | | |
|-------------------------------|---|
| 1. Mr. Kitisak Jampathipphong | Chairman of the Executive Committee and Chief Executive Officer |
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List of legal advisors attending the Meeting

1. Mr. Phatcharapon Sunlakawit Managing Partner – ACE Legal Advisory Co., Ltd.

List of persons attending the Meeting

1. Ms. Siriporn Kattapong The proxy of the Thai Investors Association
2. Ms. Phassoranut Thiyasueb Representative from the Stock Exchange of Thailand
3. Mr. Suraket Phuakphud Representative from the Stock Exchange of Thailand

The Meeting started at 10.00 am.

General Porpol Maneerin, the Chairman of the Board and Independent Director, presided as the Chairman of the Meeting (the “**Chairman**”) and assigned Ms. Porntida Yarsri as the moderator. The moderator informed that there were 12 shareholders attending in person, representing 21,245,582 shares, and there were 28 shareholders attending by appointing proxy, representing 115,920,061 shares. In total, there were 40 shareholders attending the Meeting in person and by proxy representing 137,165,643 shares from the total shares of 280,962,733 shares, equivalent to 48.8199% of the total sold shares of the Company. Since there were the shareholders attending the Meeting in person and by proxy of not less than 25 shareholders representing the total shares of more than one-third of the total sold shares, therefore, the quorum was duly constituted in accordance with the Articles of Association of the Company. In this Meeting, there were 6 directors attending the Meeting.

The moderator then informed the Meeting about the procedure on vote casting in each agenda whereby each shareholder shall be entitled to vote per the amount of shares held by such shareholder, i.e. one share shall equal to one vote. In case no shareholders disagree or abstain, it shall be deemed that the shareholders agreed to approve the proposed agenda. In case any shareholders disagree or abstain, please raise hand and the staff will collect the ballots for the calculation of votes in each agenda.

For the purpose of the transparency of the Meeting, the Chairman invited the legal consultant from ACE Legal Advisory Co., Ltd., Mr. Phatcharapon Sunlakawit to be the witness of the votes counting. In addition, the Company will record the video and audio of the Meeting,

including collected the personal data for lawful purposes in accordance with the Personal Data Protection Act B.E. 2562.

The Chairman opened the Meeting and started the Meeting per the following agendas:

Agenda 1 To consider and certify the Minutes of Extraordinary General Meeting of Shareholders No. 1/2023 held on 16 May 2023

The Chairman informed the Meeting to adopt the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2023 held on 16 May 2023, as disclosed per the copy of such minutes which was circulated to all shareholders together with the invitation letter.

After that, the Chairman asked the Meeting if any shareholders have questions or additional comments for this agenda. There were no questions or additional comments from the shareholders, the Chairman then asked the shareholders to cast their votes for this agenda. The resolution for this agenda required a simple majority vote of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base.

Resolution The Meeting has considered and unanimously resolved to adopt the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2023 held on 16 May 2023 with the following votes:

- Approved 137,165,643 Votes 100 percent
- Disapproved - Votes 0 percent
- Abstention - Votes Not taken for vote counting
- Void ballot - Votes Not taken for vote counting

Agenda 2 To consider and approve the decrease of the Company's registered capital by canceling the unissued shares of the Company and the amendment of the Company's Memorandum of Association Article 4 to reflect the capital decrease

The Chairman assigned Mr. Phatcharapon Sunlakawit, legal consultant, to present the details on the decrease of the Company's registered capital for the Meeting to consider and approve as follows:

In order to comply with Section 136 of the Public Limited Companies Act B.E. 2535 (including amendments) which set out that the Company can increase capital from the registered amount only when all shares have been sold and has received payment for the shares in full, or in the case that not all shares have been sold, the remaining shares must be the shares issued to accommodate the convertible bonds or warrants to purchase shares. Thus, The Board of Directors' meeting approved to propose to the Extraordinary General Meeting of Shareholders No. 2/ 2 0 2 3 to consider and approve the decrease of the Company's registered capital at the amount of 78,000,000 Baht from the registered capital of 434,398,577 Baht to the new registered capital of 356,398,577 Baht by canceling 78,000,000 unissued shares with par value of 1.00 Baht per share (except for shares allocated to accommodate the exercise of the rights of convertible debentures issued for sale in accordance with the resolution of the Extraordinary General Meeting of Shareholders No. 1/2022 held on 28 February 2022), which are the shares allocated to accommodate the issuance and allocation of the newly issued ordinary shares to through a private placement, by assigning the Board of Directors to indicate the offering price in accordance with the market price at the time of offer, and by General Mandate, in accordance with the resolution of the Extraordinary General Meeting of Shareholders No. 1/2023 held on 16 May 2023 (In this regard, the Company will cancel the issuance of shares for offering to the private placement, if the Company expects that it won't be able to offer shares within 1 year from the date that the shareholders' meeting has a resolution).

Moreover, the Board of Directors' meeting approved to propose to the Extraordinary General Meeting of Shareholders No. 2/ 2 0 2 3 to consider and approve the

amendment of Clause 4 of the Company’s Memorandum of Association to reflect the decrease of the Company’s registered capital, as follows:

“ Clause Registered 356,398,577 Baht (Three Hundred Fifty-Six Million
 4. Capital Three Hundred Ninety-Eight
 Thousand Five Hundred Seventy-
 Seven Baht)
 Divided to 356,398,577 shares ([Three Hundred Fifty-Six Million
 Three Hundred Ninety-Eight
 Thousand Five Hundred Seventy-
 Seven shares)
 Share value 1.00 Baht (One Baht)
 Consisting of
 Ordinary share 356,398,577 shares (Three Hundred Fifty-Six Million
 Three Hundred Ninety-Eight
 Thousand Five Hundred Seventy-
 Seven shares)
 Preferred - shares (- shares)”
 share

In this regard, the Board of Directors’ Meeting approved to propose to the Extraordinary General Meeting of Shareholders No. 2/2023 to consider and approve the authorization of the Board of Directors and/or authorized directors and/or Chief Executive Officer and/or Chief Operating Officer and/or any persons appointed by the Board of Directors or authorized directors or Chief Executive Officer or Chief Operating Officer to consider and determine the condition and details related to such capital decrease, as well as to change words or phrases in minutes of shareholders meeting, Memorandum of Association, and/or various registration documents and/or any procedures in order to comply with the registrar’s order in filing the registration for the decrease of registered capital and amendments of the

Company's Memorandum of Association to the Department of Business Development, Ministry of Commerce.

After that, the Chairman asked the Meeting if any shareholders have questions or additional comments for this agenda. There were no questions or additional comments from the shareholders, the Chairman then asked the shareholders to cast their votes for this agenda. The resolution for this agenda item requires a vote of not less than three-fourths of the total number of votes of the shareholders attending the meeting and having the right to vote, including abstentions in the calculation base.

Resolution The Meeting has considered and unanimously resolved with a vote of not less than three-fourths of the total number of votes of the shareholders attending the meeting and having the right to vote, including abstentions in the calculation base to approve the decrease of the Company's registered capital at the amount of 78,000,000 Baht from the registered capital of 434,398,577 Baht to the new registered capital of 356,398,577 Baht by canceling 78,000,000 unissued shares with par value of 1.00 Baht per share (except for shares allocated to accommodate the exercise of the rights of convertible debentures issued for sale in accordance with the resolution of the Extraordinary General Meeting of Shareholders No. 1/2022 held on 28 February 2022), which are the shares allocated to accommodate the issuance and allocation of the newly issued ordinary shares to through a private placement, by assigning the Board of Directors to indicate the offering price in accordance with the market price at the time of offer, and by General Mandate, in accordance with the resolution of the Extraordinary General Meeting of Shareholders No. 1/2023 held on 16 May 2023 (In this regard, the Company will cancel the issuance of shares for offering to the private placement, if the Company expects that it won't be able to offer shares within 1 year from the date that the shareholders' meeting has a resolution) and the amendment of the Company's Memorandum of Association Article 4 to reflect the capital decrease, including the relevant authorization with the following votes:

- Approved 137,165,643 Votes 100 percent

- Disapproved - Votes 0 percent
- Abstention - Votes 0 percent
- Void ballot - Votes 0 percent

Agenda 3 To consider and approve the increase of the Company’s registered capital and the amendment of the Company’s Memorandum of Association Article 4 to reflect the capital increase

The Chairman assigned Mr. Phatcharapon Sunlakawit, legal consultant, to present the details on the increase of the Company’s registered capital for the Meeting to consider and approve as follows:

The Company needs to obtain additional funding sources to repay the principal of the debentures and portion of the interest. “Callable Debentures of CMO Public Company Limited No.1/2023 Due 2025” (CMO23NA). The said debentures is due for payment on 27 November 2025, to be used as working capital in the Company and to enhance liquidity in the Company's core business operations as the Event Management Service. Moreover, the Company focus on expansion Event Business to get more new customers, to repay the Company's loans and interest. The Company lend money from Muse Corporation Company Limited (holding in 85% of shares), in the amount of Baht 10,000,000 with an interest rate of MOR+1%. The said transaction is not a connected transaction. Thus, the Board of Directors' meeting approved to propose to the Extraordinary General Meeting of Shareholders No. 2/2023 to consider and approve the increase of the Company’s registered capital at the amount of 280,962,733 Baht from the registered capital of 356,398,577 Baht to the new registered capital of 637,361,310 Baht by issuing 280,962,733 ordinary shares with par value of 1.00 Baht per share, to accommodate the allocate the newly issued ordinary shares to the existing shareholders in proportion to their shareholding (Right Offering), as detailed in the Capital Increase Report Form (F53-4) (Enclosure 2).

Moreover, the Board of Directors' meeting approved to propose to the Extraordinary General Meeting of Shareholders No. 2/ 2 0 2 3 to consider and approve the amendment of Clause 4 of the Company's Memorandum of Association to reflect the increase of the Company's registered capital, as follows:

“ Clause 4.	Registered Capital	637,361,310	Baht	(Six Hundred Thirty-Seven Million Three Hundred Sixty-One Thousand Three Hundred Ten Baht)
	Divided to	637,361,310	shares	(Six Hundred Thirty-Seven Million Three Hundred Sixty-One Thousand Three Hundred Ten shares)
	Share value	1.00	Baht	(One Baht)
	Consisting of			
	Ordinary share	637,361,310	shares	(Six Hundred Thirty-Seven Million Three Hundred Sixty-One Thousand Three Hundred Ten shares)
	Preferred share	-	shares	(- shares)”

In this regard, the Board of Directors' Meeting approved to propose to the Extraordinary General Meeting of Shareholders No. 2/2023 to consider and approve the authorization of the Board of Directors and/or authorized directors and/or Chief Executive Officer and/or Chief Operating Officer and/or any persons appointed by the Board of Directors or authorized directors or Chief Executive Officer or Chief Operating Officer to consider and determine the condition and details related to such capital increase, as well as to change words or phrases in minutes of shareholders meeting, Memorandum of Association, and/or various registration

documents and/or any procedures in order to comply with the registrar’s order in filing the registration for the increase of registered capital and amendments of the Company’s Memorandum of Association to the Department of Business Development, Ministry of Commerce, including the registration of newly issued ordinary shares as listed securities on the Market for Alternative Investment (mai) and submission of information and evidence to the Office of the Securities and Exchange Commission, Stock Exchange of Thailand, or other related agencies.

After that, the Chairman asked the Meeting if any shareholders have questions or additional comments for this agenda. There were no questions or additional comments from the shareholders, the Chairman then asked the shareholders to cast their votes for this agenda. The resolution for this agenda item requires a vote of not less than three-fourths of the total number of votes of the shareholders attending the meeting and having the right to vote, including abstentions in the calculation base.

Resolution The Meeting has considered and unanimously resolved with a vote of not less than three-fourths of the total number of votes of the shareholders attending the meeting and having the right to vote, including abstentions in the calculation base to approve the increase of the Company’s registered capital at the amount of 280,962,733 Baht from the registered capital of 356,398,577 Baht to the new registered capital of 637,361,310 Baht by issuing 280,962,733 ordinary shares with par value of 1.00 Baht per share, to accommodate the allocate the newly issued ordinary shares to the existing shareholders in proportion to their shareholding (Right Offering) and the amendment of the Company’s Memorandum of Association Article 4 to reflect the capital increase, including relevant authorization with the following votes:

- Approved 137,165,643 Votes 100 percent
- Disapproved - Votes 0 percent
- Abstention - Votes 0 percent
- Void ballot - Votes 0 percent

Agenda 4 To Consider and approve the allocation of newly issued ordinary shares to offer to shareholders in proportion to their shareholding (Right Offering)

The Chairman assigned Mr. Phatcharapon Sunlakawit, legal consultant, to present the details on the allocation of newly issued ordinary shares to offer to shareholders in proportion to their shareholding (Right Offering) for the Meeting to consider and approve as follows:

According to the Company intends to increase of the Company's registered capital at the amount of 280,962,733 Baht from the registered capital of 356,398,577 Baht to the new registered capital of 637,361,310 Baht by issuing 280,962,733 ordinary shares with par value of 1.00 Baht per share, to accommodate the allocate the newly issued ordinary shares to the existing shareholders in proportion to their shareholding (Right Offering), as detailed in Agenda 3 above. The Board of Directors' meeting approved to propose to the Extraordinary General Meeting of Shareholders No. 2/2023 to consider and approve the allocation of the newly issued ordinary shares, whether once or several times, in the amount not exceeding 280,962,733 shares, with a par value of 1.00 Baht per share, to offer to existing shareholders in proportion to their shareholding (Right Offering), whether once or several times, in the allocation ratio of 1 existing ordinary share to 1 newly issued ordinary shares, at the offering price of 0.70 Baht per share.

In addition, since the Company has accumulated losses shown in the statements of financial position and income for the year ended 31 December 2022, and for the period ended at 30 September 2023, the Company may determine the offering price of the newly issued ordinary shares lower than the par value of the Company, according to Section 52 of the Public Limited Company Act (Section 52 of the Public Limited Company Act stipulates that a company that has been in operation for not less than one year, if there is a loss, shares may be offered for sale at a price lower

than the par value, but must be approved by the shareholders' meeting and with a definite discount rate.)

This issuance and offering of newly issued ordinary shares to existing shareholders of the Company this time will be an offering of ordinary shares in proportion to the shareholding. The existing shareholders have the right to oversubscribe for newly issued ordinary shares. The existing shareholders who oversubscribe shall receive such oversubscription shares only when there are remaining shares from the allocation to existing shareholders of the Company that are fully subscribed, accordingly.

However, in the event that there are newly issued ordinary shares remaining from the allocation to existing shareholders in the first round, the Company will allocate the remaining newly issued ordinary shares to existing shareholders who wish to oversubscribe for the newly issued ordinary shares in excess of their own proportion of shareholding, at the same offering price of shares allocated in accordance to their rights. In such allocation of newly issued ordinary shares, the Company will allocate the remaining shares until there are no more newly issued ordinary shares left from the allocation or until no shareholder wishes to subscribe for such newly issued ordinary shares, details are as follows:

- (1) In the case that the remaining newly issued ordinary shares after the allocation to the existing shareholders (according to the shareholding ratio) in the first round is more than or equal to the number of newly issued ordinary shares that the existing shareholders oversubscribe, the Company will allocate such remaining shares to all existing shareholders who have oversubscribed and fully paid for the shares according to the amount of intention shown in oversubscription.
- (2) In the case that the remaining newly issued ordinary shares after the allocation to the existing shareholders (according to the shareholding ratio) in

the first round is less than the number of newly issued ordinary shares that the existing shareholders oversubscribe, the Company will allocate the remaining newly issued ordinary shares as follows:

- a) Allocate the remaining newly issued ordinary shares in proportion to the existing shareholding of each shareholder who oversubscribes, by multiplying the existing shareholding proportion of each oversubscribed shareholder by the number of remaining newly issued ordinary shares. This is equal to the number of shares that each oversubscribed shareholder is entitled to be allocated. However, the number of newly issued ordinary shares to be allocated will not exceed the number of newly issued ordinary shares that each shareholder has subscribed and paid for in full.
- b) In the event that there are still newly issued ordinary shares left after the allocation in accordance with (2)(a) above, the Company will allocate it to each shareholder who has oversubscribed that have not been fully allocated, according to the amount oversubscribed in accordance with the method in (2)(a) above until there are no remaining shares to be allocated. However, the number of newly issued ordinary shares to be allocated will not exceed the number of newly issued ordinary shares that each shareholder has subscribed and paid for in full.

In this regard, the allocation of newly issued ordinary shares to the aforementioned shareholders under any circumstances must not cause shareholders who oversubscribed to hold the Company's shares in a manner that is within the scope of making a tender offer for all of the Company's securities (Tender Offer) according to the Notification of the Capital Market Supervisory Board No. TorJor. 12/2554 Re: Rules, Conditions, and Procedures for the Acquisition of Securities for Business

Takeovers (as amended) or to violate the foreign shareholding restrictions as specified in the Company's Articles of Association. Presently, foreigners are allowed to hold shares in the Company not more than 49% of the total number of issued shares of the Company.

In addition, if there are newly issued ordinary shares remaining from the allocation to the existing shareholders of the Company in proportion to their shareholding and the allocation to shareholders who oversubscribe, whether once or several times, as stated above, the Company shall propose to the shareholders' meeting to consider and approve the decrease of the Company's registered capital by cancelling the remaining newly issued ordinary shares from the offering.

Furthermore, the resolution of the Board of Directors has fixed the date to determine the list of shareholders who are entitled to receive newly issued ordinary shares offered to existing shareholders in proportion to their shareholding (Record Date) on 28 November 2023 and determine the subscription date for newly issued ordinary shares are during 15 - 19 January 2024 (5 business days). However, the right to subscribe newly issued ordinary shares is uncertain due to requiring the Extraordinary General Meeting of Shareholders No. 2/2023 approval in doing so.

In this regard, the Board of Directors' Meeting approved to propose to the Extraordinary General Meeting of Shareholders No. 2/2023 to consider and approve the authorization of the Board of Directors and/or authorized directors and/or Chief Executive Officer and/or Chief Operating Officer and/or any persons appointed by the Board of Directors or authorized directors or Chief Executive Officer or Chief Operating Officer to consider and determine the conditions, offering price, and details of any actions relevant to the allocation of the newly issued ordinary share, such as, single allocation of newly issued ordinary shares or divided into multiple offerings from time to time, determining the date for subscription and payment of capital increase shares, including to change or add details in the allocation, and to

determine other details related to the allocation of such newly issued ordinary shares as deemed appropriate for the utmost benefit of the Company, which shall not be contrary or inconsistent with the law and/or rules or regulations related to the Office of Securities and Exchange Commission, the Stock Exchange of Thailand, and/or other relevant agencies. Such authorizations include but is not limited to the following:

- (a) Determination or alteration of details regarding the allocation of the newly issued ordinary shares of the Company, which includes but is not limited to, the offering period, subscription, share payment, offering method, offering ratio, offering price, as well as, any conditions and details relevant to the allocation and offering of newly issued ordinary shares;
- (b) Signing the application, waiver request, notice, and other relevant documents concerning the capital increase and the allocation of newly issued ordinary shares, including certification of various related documents, communication and/or receiving the document to the registrar or agent of the relevant authority along with listing the newly issued ordinary share of the Company listed as a listed securities on the Market for Alternative Investment (mai) or the Stock Exchange where the Company's ordinary shares are listed securities at that time
- (c) Proceed with the actions, necessary and/or related, to the capital increase and allocation of the newly issued ordinary shares of the Company in accordance to the law and/or relevant regulations.

Other details are shown in the Information Memorandum Re: Issuance and Offering of Newly Issued Ordinary Shares to Existing Shareholders in Proportion to their Shareholding (Right Offering) (**Enclosure 3**).

After that, the Chairman asked the Meeting if any shareholders have questions or additional comments for this agenda. The shareholders have the following questions:

Questions / comments / answers

<p>Questions :</p> <p>Ms. Wiphawan Chansupharin (Shareholder attending the Meeting in person)</p>	<ol style="list-style-type: none"> 1. Inquire about the cause of the Company's accumulated losses. 2. Why did the Company not issue shares to Private Placement as per the resolution of the last Meeting? 3. Inquire about the forecast regarding the amount of share subscriptions which is issued newly ordinary shares allocated to existing shareholders in proportion to their shareholding (Right Offering)
<p>Answer:</p> <p>Mr. Kitti Phuathavornskul (Vice Chairman of the Board)</p>	<ol style="list-style-type: none"> 1. The accumulated loss is partly due to the impact of the coronavirus disease (COVID-19) outbreak, causing the Company's various events to be unable to proceed. 2. The company can not find suitable private placement persons to subscribe to the company's additional shares. 3. The Company sets the offering price of newly ordinary shares to existing shareholders in proportion to their shareholding (Right Offering) at 0.70 baht. However, the subscription amount will depend on exercising shareholders' rights to subscribe for shares.
<p>Question :</p> <p>Ms. Siriporn Kattapong (The proxy of the Thai Investors Association)</p>	<p>How does the company plan to process the remaining shares from the offering to existing shareholders in proportion to their shareholding this time?</p>
<p>Answer:</p>	

<p>Mr. Kitti Phuathavornskul (Vice Chairman of the Board)</p>	<p>If additional common shares remain from the allocation to the company's existing shareholders in proportion to their shareholding. In that case, The company may consider offering the remaining shares to the company's existing shareholders in proportion to their next shareholding.</p>
<p>Question : Mr. Natthawat Chaichanasiri (Shareholder attending the Meeting in person)</p>	<p>Inquire about the price of issuing ordinary shares to Private Placement.</p>
<p>Answer : Mr. Kitti Phuathavornskul (Vice Chairman of the Board)</p>	<p>In the resolution of the shareholder meeting, The company determines the offering price of newly issued ordinary shares specifically for Private Placement according to the market price on the offering price determination date and not less than 90 percent of the market price of the Company's shares.</p>
<p>Question : Ms. Wiphawan Chansupharin (Shareholder attending the Meeting in person)</p>	<p>Does the company plan to eliminate accumulated losses?</p>
<p>Answer : Mr. Kitti Phuathavornskul (Vice Chairman of the Board)</p>	<p>Currently, the company has no plans to clear its accumulated losses. The company still needs to consider the situation and related information.</p>

After that, the Chairman asked the Meeting if any shareholders have questions or additional comments for this agenda. There were no questions or additional comments from the shareholders, the Chairman then asked the shareholders to cast their votes for this agenda. The resolution for this agenda required a simple majority

vote of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base.

Resolution The Meeting has considered and unanimously resolved with a simple majority vote of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base to approve the allocation of the newly issued ordinary shares, whether once or several times, in the amount not exceeding 280,962,733 shares, with a par value of 1.00 Baht per share, to offer to existing shareholders in proportion to their shareholding (Right Offering), whether once or several times, in the allocation ratio of 1 existing ordinary share to 1 newly issued ordinary shares, at the offering price of 0.70 Baht per share, including relevant authorization with the following votes:

- Approved 137,165,643 Votes 100 percent
- Disapproved - Votes 0 percent
- Abstention - Votes Not taken for vote counting
- Void ballot - Votes Not taken for vote counting

Agenda 5 To consider and approve the increase in the number of directors of the Company from 7 persons to 8 persons by appointing 1 new director

The Chairman assigned the moderator to present the details on the increase in the number of directors of the Company from 7 persons to 8 persons by appointing 1 new director for the Meeting to consider and approve as follows:

To support the expansion and increase efficiency in the Company's business operations. The Nomination and Remuneration Committee has considered and scrutinized Mr. Mongkol Silthumpitug, qualifications according to the criteria and methods of recruitment, which Mr. Mongkol Silthumpitug has knowledge, ability, experience, and expertise that is beneficial to the management of the Company. Including having all the qualifications and not having prohibited characteristics according to relevant laws, according to the law on Securities and Exchange, Regulations of the Office of Securities and Exchange Commission, relevant Stock

Exchange of Thailand regulations. Thus, the Board of Directors' meeting approved to propose to the Extraordinary General Meeting of Shareholders No. 2/2023 to consider and approve the increase of directors from 7 persons to 8 persons by appointing 1 new director, namely Mr. Mongkol Silthumpitug, as the new directors of the Company, as detailed in the Information of Persons Nominated for Appointment as New Directors (**Enclosure 4**).

After that, the Chairman asked the Meeting if any shareholders have questions or additional comments for this agenda. There were no questions or additional comments from the shareholders, the Chairman then asked the shareholders to cast their votes for this agenda. The resolution for this agenda required a simple majority vote of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base.

Resolution The Meeting has considered and unanimously resolved with a simple majority vote of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base to approve the increase of directors from 7 persons to 8 persons by appointing 1 new director, namely Mr. Mongkol Silthumpitug, as the new directors of the Company, since he is having knowledge, ability, experience, and expertise that is beneficial to the management of the Company. Including having all the qualifications and not having prohibited characteristics according to relevant laws, according to the law on Securities and Exchange, Regulations of the Office of Securities and Exchange Commission, relevant Stock Exchange of Thailand regulations with the following votes:

- Approved 137,165,643 Votes 100 percent
- Disapproved - Votes 0 percent
- Abstention - Votes Not taken for vote counting
- Void ballot - Votes Not taken for vote counting

Agenda 6 To consider and approve the amend and change the authorized directors to sign to bind the Company

The Chairman assigned the moderator to present the details on the amend and change the authorized directors to sign to bind the Company for the Meeting to consider and approve as follows:

To be beneficial to the management of the Company, the Board of Directors' meeting approved to propose to the Extraordinary General Meeting of Shareholders No. 2/2023 to consider and approve the amend and change the authorized directors to sign to bind the Company as follows:

From "Mr. Kitisak Jampathipphong or Mr. Kitti Phuathavornskul or Miss Nantiya Sowapast, two of these three directors sign and affix the Company seal."

To "Mr. Kitisak Jampathipphong or Mr. Kitti Phuathavornskul or Miss Nantiya Sowapast or Mr. Mongkol Silthumpitug, two of these four directors sign and affix the Company seal."

After that, the Chairman asked the Meeting if any shareholders have questions or additional comments for this agenda. There were no questions or additional comments from the shareholders, the Chairman then asked the shareholders to cast their votes for this agenda. The resolution for this agenda required a simple majority vote of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base.

Resolution The Meeting has considered and unanimously resolved with a simple majority vote of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base to approve the amend and change the authorized directors to sign to bind the Company with the following votes:

- Approved 137,165,643 Votes 100 percent
- Disapproved - Votes 0 percent
- Abstention - Votes Not taken for vote counting
- Void ballot - Votes Not taken for vote counting

Agenda 7 Other matters (if any)

There were no additional matters proposed by the shareholders or proxies. The Chairman then asked the Meeting if any shareholders have questions or additional comments. The shareholders have the following questions:

<p>Question : Ms. Wiphawan Chansupharin (Shareholder attending the Meeting in person)</p>	<p>Congratulations to Mr. Mongkol Thammakitak on his appointment as the new director of the company.</p>
<p>Answer: Mr. Kitti Phuathavornskul (Vice Chairman of the Board)</p>	<p>Thank you, Mr. Mongkol Kamwanpitak has worked with the company for more than 20 years and is knowledgeable and talented. He has experience and expertise that is beneficial to the company's management. Therefore, the Company's Board of Directors meeting agreed to propose to the shareholders' Meeting for appointment as a new director of the Company.</p>
<p>Questions : Ms. Siriporn Kattapong (The proxy of the Thai Investors Association)</p>	<p>Inquiring about the submission of a special audit report as required by the Securities and Exchange Commission (SEC) and guidelines for resolving such matters.</p>
<p>Answer : Mr. Kitti Phuathavornskul (Vice Chairman of the Board)</p>	<p>The Company is waiting for the special audit report from the auditor. However, when the Company receives the special audit report, the C-sign and NP-sign might be removed.</p>

There were no additional questions or comments from the shareholders. The Chairman thanked the meeting attendees and adjourned the Meeting at 12.00 p.m.

Certify the the minutes of the meeting is correct



Gen



(Porpol Maneerin)

Chairman of the Board of Directors

CMO Public Company Limited

1. Annual Report for the year 2023 (Form 56-1 One Report)



2. Finanail Highlight and Financial Report 2023

(Unit Thousand Baht)

	Consolidated			The Company		
	2021	2022	2023	2021	2022	2566
Income Statement:						
Revenue from service	483,989	1,188,702	1,276,975	264,857	498,532	641,966
Total revenue	495,402	1,194,951	1,289,157	285,368	539,609	672,228
Cost of service	459,725	970,911	1,072,156	249,603	403,566	525,184
Gross profit	24,264	217,792	217,001	15,254	94,966	116,781
Selling and administrative expenses	140,350	227,960	334,898	140,714	110,998	381,843
Interest expenses	21,183	20,108	26,997	11,944	11,834	20,249
Tax expense	8,488	(2,567)	(11,632)	3,747	(723)	-
Net profit (loss)	(117,369)	(26,594)	(156,527)	(113,147)	12,489	(255,048)
Balance Sheet:						
Current asses	210,709	452,971	370,817	228,619	385,180	265,560
Total assets	1,007,158	1,216,792	1,122,263	558,843	756,542	690,189
Current liabilities	455,632	522,019	609,356	291,769	274,102	468,488
Total liabilities	610,126	694,608	766,536	348,072	378,181	573,670
Shareholders' equity	397,032	522,184	355,727	210,771	378,361	116,519
Issued and paid-up share capital	255,463	280,963	280,963	255,463	280,963	280,963
Financial Ratios:						
Gross profit margin (%)	5.01%	18.32%	16%	5.76%	19.05%	18%
Operating profit margin (%)	(21.63%)	(0.33%)	(9%)	(39.63%)	5.02%	(36%)
Net profit margin (%)	(24.25%)	(2.24%)	(12%)	(42.72%)	2.51%	(40%)
Return on equity (%)	(29.56%)	(5.09%)	(44%)	(53.68%)	3.30%	(78%)
Earning (loss) per share	(0.47)	(0.12)	(0.60)	(0.44)	0.05	(0.91)
Liquidity ratio (time)	0.46	0.87	0.61	0.78	1.41	0.47
Debt to equity ratio (time)	1.54	1.33	2.15	1.65	1.00	2.04

For the shareholders who require to access to the Financial Report 2023 ended December 31, 2023. Please scan QR Code, which appear below:



Profiles of candidates nominated for election as directors of the Company

(Document accompanying Agenda 5)

Name – Last Name : Mr. Kitisak Jampathippong
Position : Chairman of the Executive Committee / Director
Proposed type of directorship : Director
Age : 53 years old
Education : MBA, Stamford International University
: Bachelor degree of Marketing, Bangkok University

Training Experience in Directors' Program of Thai Institute of Directors (IOD)

: None

Other Training Experience

: Real Estate (RECU), Chulalongkorn
: The National Defence Course, The National Defence College
: Capital Market Academy (CMA) Class 13, Capital Market Academy
: Ultra Wealth Class 3, Ultra Wealth Group
: ABC Difference Class 7, SPU (Academy of Business Creativity)

Current Positions

Positions in the Company Listed in the Stock Exchange of Thailand (1 Companies)

: Director / Chairman of the Executive Committee / Chief Executive Officer, CMO Public Company Limited

Positions in Other Organizations / Institutes / Businesses (Non-Listed Companies) (14 Companies)

- : Director, Muse Corporation Company Limited
- : Director, Momentum S Company Limited
- : Director, Nerve Creative Company Limited
- : Director, CM Live Company Limited
- : Director, CM Lab Company Limited
- : Chairman of the Board, Century21 (Thailand) Company Limited
- : Chairman of the Board, CW B T Company Limited
- : Executive Director, Century 21 Fortune Company Limited
- : Executive Director, Century 21 Siam Corp Company Limited
- : Executive Director, CB Prime Property Company Limited
- : Executive Director, Prestige One (1994) Company Limited
- : Executive Director, TNY Asset Company Limited
- : Executive Director, The Gas Carrier Company Limited
- : Executive Director, Maritimus Company Limited

Date of appointment : December 2, 2021

Terms of Directorship : First term : December 2, 2021 – Present (2 years 4 months)

Meeting attendance in 2023 : 8/10 (80%)

Meeting attendance for sub-committees in 2023 : Executive Committee 2/2 (100%)

Positions in other organization that compete with/ related to the Company that may cause a : None

conflict of interest

Shareholding interests in the Company : Held by himself 64,031,809 shares (22.79%)
(Including Spouse and Minor Children)
(as November 28, 2023)

Having qualifications required by the applicable : Yes
law and does not have prohibited
characteristics according to the announcement
of the Capital Market Supervisory Board

Legal Dispute in the past 10 years : None

Family relationship with other directors, : None
executives or major shareholders of the
Company or its subsidiary

Profiles of candidates nominated for election as directors of the Company

(Document accompanying Agenda 5)

Name – Last Name : Mr.Trairong Tantasuk

Proposed Position : Chairman of Nomination and Remuneration Committee /
Member of the Audit Committee / Independent Director

Proposed type of directorship : Independent Director

Age : 42 years old

Education : Doctor of Business Administration, Ramkhamhaeng
University (In the process of graduated)

: Master’s Degree of Business Administration Major
Marketing, Ramkhamhaeng University

: Master’s Degree of Law Major Business Laws,
Ramkhamhaeng University

: Bachelor’s Degree of Law, Ramkhamhaeng University

Training Experience in Directors’ Program of Thai Institute of Directors (IOD)

: None

Other Training Experience

: Government-Private Sector Administration of Society’s
Peace and Order Course class 11, Royal Thai Police

: Justice Management in high level class 14, Ministry of
Justice

: Agro Beyond Academy (ABA) class 2, Department of
Industrial Promotion

: Intellectual Property Management, NSTDA

: Technique of the Efficient Management of Mediation
class 1, Court of Justice

Current Positions

Positions in the Company Listed in the Stock Exchange of Thailand

: None

Positions in Other Organizations / Institutes / Businesses (Non-Listed Companies) (2 Companies)

: Chairman of Executive Directors, Legal Control Company Limited

: Lawyer of Pol Gen Sereepisuth Temeeyaves leader of Sereerumthai Party

Work Experiences (last 5 years)

Year 2022 – 2023 : Consultant of Pol Gen Sereepisuth Temeeyaves – Chairman of Corruption Prevention and Suppression Division, The House of Representative

Year 2021 – 2022 : Legal Advisor of Ministry of Justice in Samut Songkhram, Ministry of Justice

Year 2014 – 2021 : Independent Lawyer and Legal Advisor

Date of appointment : None

Terms of Directorship : None

Meeting attendance in 2023 : None

Meeting attendance for sub-committees in 2023 : None

Positions in other organization that compete with/ : None
 related to the Company that may cause a conflict
 of interest

Shareholding interests in the Company (Including : None
 Spouse and Minor Children)
 (as November 28, 2023)

Having qualifications required by the applicable law : Yes
 and does not have prohibited characteristics
 according to the announcement of the Capital
 Market Supervisory Board

Legal Dispute in the past 10 years : None

Family relationship with other directors, executives : None
 or major shareholders of the Company or its
 subsidiary

Additional Information to Consider for Independent Director Election

(Having the following interests in the Company, parent company, subsidiaries, affiliates or any
 legal entities that may have conflicts at present or in the past 2 years.)

Being a director who takes part in the management and/or employee, staff : No
 member, advisor who receives regular salary

Being professional services provider, e.g., auditor, legal advisor, financial advisor : No

Having material business relationship which affects directors' independence : No

Being an entrepreneur or a director who takes part in the management and/or : No
 employee, staff member, advisor who receives a regular salary or holding more
 than one percent of the total number of voting shares of the company which
 operating under similar business nature and significant competition to the
 company or its subsidiary

**Code of Conduct in Attending the meeting, appointing proxy, and voting at the
Shareholders' Meeting**

Rules of Representing the Status of Shareholders entitled to attend at the Shareholders' Meeting.

1. In the case that the shareholder will attend the meeting in person

- The shareholder is a common person of Thai nationality please show your own identification card, government identification card or business identification card upon presence
- The shareholder is a common person of other nationalities please show your identification card or passport

2. In the case of appointing proxy

2.1 In the case of appointing proxy to a common person or person of other nationalities, the following documents should be presence at the registration before entering the meeting

- a completely filled proxy form
- a copy of the identification card or passport of the grantor with approval signature grantor
- a copy of the identification card or passport of the proxy with the approval signature of the proxy

2.2 In the case that the grantor is of Thai juristic person, the following documents should be presence at the registration before entering the meeting

- a completely filled proxy form
- a copy of the juristic person registration document with approval signature of the Authorized Managing Director
- a copy of the identification card of the Authorized Managing Director that sign the approval signature on the proxy form with their approval signature as well
- a copy of the identification card of the proxy with the approval signature of the proxy

2.3 In the case that the grantor is a juristic person who registered oversea, the following documents should be presence at the registration before entering the meeting

- a completely filled proxy form
 - a copy of the juristic person registration document with approval signature of the Authorized Managing Director
 - a copy of the passport of the Authorized Managing Director that sign the approval signature on the proxy form with their approval signature as well
 - a copy of the identification card or copy of the passport of the proxy with the approval signature of the proxy
- In the case of proxy, be informed that the proxy has to mail in the proxy form and other documents to the company at least 1 working day in advance or at least 30 minutes before the meeting starts so that the company staff has time to examine those documents.
 - In the case of appointing proxy to the other persons for attending and voting the meeting instead of you. The proxy must be at least 20 years old on the date of the vote. Otherwise, the proxy is not legitimacy in accordance with section 102 of the Public Limited Companies Act, 2535 and section 19 of the Civil and Commercial Code.

Registration

The staff will open the registration booth at least 1 hour before the meeting start-up or from 9.00 hrs. onwards.

Voting Method

1. When giving a vote keep in mind that one share of stock equals to one voice to vote
2. In the ordinary case, consider the majority votes in the Meeting, except in the case of a tie of votes, let the Chairman of the Meeting make the last vote to point out the winner.

In the other specific cases which are subject to the laws and/or the Company's Articles of Association, the votes shall be made in accordance with those. The Chairman shall inform the meeting before voting is made in each agenda.

Documents evidencing the entitlement to attend the shareholders' meeting

Attendance of Meeting in Person

- Copy of valid identification card or driving license or government official identification or passport with signature.

Attendance of Meeting in Juristic Person

- Copy of the Affidavit of that juristic person (issued not exceeding 3 months) by the Ministry of Commerce or the relevant government authority and signed by authorized person according to its Affidavit.
- Copy of valid identification card or driving license or government official identification or passport of the authorized person, with the original presented

Articles of Association of CMO to concern the shareholders' meeting

Clause 24. The board of Directors shall call for a shareholders' meeting which is an annual general meeting of shareholders within 4 months from the last day of the fiscal year of the Company.

Shareholders' meeting other than the above referred to in the first paragraph shall be called extraordinary general meetings. The board of directors may call for the extraordinary general meeting of shareholders at any time as deemed appropriate. A shareholder or shareholders holding shares amounting to not less than 10 percent of the total number of shares wholly sold may submit their names and request the board of directors in writing to call for an extraordinary general meeting at any time, provided that, the agenda and reason(s) of request for calling for such meeting shall be clearly stated in the said written request. In such an event, the board of directors shall proceed to call for a shareholders' meeting to be held within a period of forty-five (45) days from the date of the receipt of such request from the said shareholder(s). In the case that the board of directors does not call a shareholders' meeting within the period under the third paragraph, shareholder(s) who subscribe their names or other shareholder(s) who hold shares in aggregate as prescribed by law, may call the shareholders' meeting within forty-five (45) days from the end of the period under the third paragraph. In this case, it shall

be deemed that the shareholders' meeting is called by the board of directors. The Company shall bear all necessary expenses arising from the arrangement for such shareholders' meeting and provide any reasonable facilitation.

In the case that such shareholders' meeting is called as a result of a request by the shareholders under the Clause 27, if the number of shareholders attending the meeting does not constitute a quorum as prescribed in this Articles of Association, the shareholders shall jointly be responsible for the expenses arising from the arrangement for such shareholders' meeting to the Company.

The place of the meeting shall be in the province in which the head office of the Company is situated or at any other place where the board of directors prescribed.

Clause 25. In calling a shareholders' meeting, the board of directors shall prepare a written notice specifying the place, date, time, agenda of the meeting and the matters to be proposed to the meeting in appropriate detail by clearly indicating whether it is a matter proposed for acknowledgement or for consideration, as the case may be, including the opinion of the board of directors on the said matters, and the said notice shall be distributed to the shareholders and the registrar not less than seven (7) days prior to the date of the meeting. The notice shall be published in the newspaper for not less than three (3) consecutive days and not less than three (3) days prior to the date of the meeting.

Clause 26. At a shareholders' meeting, shareholders may assign the other person to attend and cast the vote in the meeting instead of shareholder. The proxy form required to specify the date and shareholder's signature to accordance with the criteria prescribed by the Share Registrar. The proxy forms shall delivered to the chairman or the person designated by the chairman in the meeting before the proxies attend shareholder's meeting.

Clause 27. At a shareholders' meeting there shall be not less than twenty five (25) shareholders and proxies (if any) attending the meeting or not less than one-half of the total number of shareholders and in either case such shareholders shall hold shares amounting to not

less than one-third (1/3) of the total number of shares sold, whereby a quorum would then be constituted.

At any shareholders' meeting, if one (1) hour has passed from the time specified for the meeting and the number of shareholders attending the meeting is still inadequate for a quorum. If such shareholders' meeting was called as a result of a request of the shareholders, such meeting shall be cancelled. If such meeting was not called as a result of a request of the shareholders, a new meeting shall be called for and the notice calling for such meeting shall be dispatched to shareholders not less than seven (7) days prior to the date of the meeting. In the subsequent meeting, a quorum is not required.

At a shareholders' meeting, the chairman of the board shall be the chairman of the meeting. In case the chairman of the board is not present at the meeting or cannot perform his or her duty, and if there is a vice-chairman present at the meeting, the vice-chairman shall be the chairman of the meeting. If there is no vice-chairman or if there is a vice-chairman but he or she is not present in the meeting or cannot perform his or her duty, the shareholders present at the meeting shall elect one of the shareholders to be the chairman of the meeting.

Clause 28. A resolution of a shareholders' meeting, the shareholders shall be entitled to one (1) vote per one (1) share as follows:

(1) In an ordinary event, the majority votes of the shareholders who attend the meeting and cast their votes. In case of a tie vote, the chairman of the meeting shall have a casting vote.

(2) In the following events, a vote of not less than three-fourths (3/4) of the total number of votes of shareholders who attend the meeting and have the right to vote:

- (a) The sale or transfer of the whole or the substantial part of the Company's business to any other person;
- (b) The purchase or acceptance of transfer of the business of private company (s) by the Company;
- (c) The making, amending or terminating of any agreement with respect to the granting of a lease of the whole or substantial parts of the Company's business, the assignment of the management of the business of the Company to any

person(s), or the amalgamation of the business with other persons for the purpose of profit and loss sharing;

(d) The amendment of the Memorandum of Associations or Articles of Association of the Company;

(e) The increasing or reducing the Company's capital;

(f) The amalgamation of business of the Company with other company or the dissolution of the Company

Clause 29 . The matters which should be conducted by the annual general meeting of shareholders are as follows:

(1) To consider the report of the board of directors concerning the Company's business in the past year period.

(2) To consider and approve the balance sheet, the statement of profit and loss as of last days of the Company's fiscal year.

(3) To consider and approve of profit allocation and dividend payment.

(4) To consider and elect new directors in place of those whose office term expires fix the remuneration of directors.

(5) To consider and appoint auditor and fix the remuneration of the auditor.

(6) Other business.

Clause 30. In case the company or subsidiary agrees to enter into a related transaction connect to the acquisition or disposition of assets of the company or subsidiary according to the definition and criteria specified in the Notification of the Stock Exchange of Thailand. The company shall also comply with the rules and procedures

Profile of independent directors nominated by the shareholders to serve as proxies

Name – Last Name : Ms. Rubporn Promvongsanon

Current Position : Member of the Audit Committee / Independent Director

Age : 37 years old

Address : 4/18-19 Soi Nuanchan 56, Nuanchan, Buangkum Bangkok
10230

Special conflicts of interests in meeting agenda : None

Proxy Form

There will be an Annual General Meeting of Shareholder for the year 2024 on **Thursday, April 25, 2024, at 10.00 AM., at a Meeting Room, CMO Public Company Limited, 4/18-19 Soi Nuanchan 56, Nuanchan, Buangkum Bangkok.** Therefore, CMO Public Company Limited is delivering 3 types of Proxy document as follow:

1. Proxy Form (A): being general proxy, which is a simple and uncomplicated form.
2. Proxy Form (B): being proxy that specifies various particulars for authorization and contains clear and concise detail thereof.
3. Proxy Form (C): being specific proxy for being used by foreign shareholders who appoint custodian in Thailand to be depositor and to take care of their shares.

In the case that you would like to appoint other persons to attend the meeting and vote instead of you, **please use only one of the given proxy form** and complete the document correctly and completely send to the President of the Meeting or the person who is appointed by the president before attend the Meeting.

For shareholders' right and benefit, in case you are inconvenient to attend the meeting by yourself and wish to appoint the Company's Independent Director to vote on your behalf, please complete and duly execute the Proxy to assign **Ms. Rubporn Promvongsanon, Age 37 years** as a proxy holder. The completed and executed proxy (Proxy Form B is recommended) should be submitted together with the required documents or evidence to Miss Warunee Puthapornpoj – Investor Relations, CMO PLC, 4/18-19 Soi Nuanchan 56, Nuanchan, Buengkum, Bangkok 10230, Thailand. We would appreciate if your proxy and required documents reach us before April 24, 2024.

PROXY FORM A (SIMPLE FORM)
 According to Regulation of Department of Business Development
 Re: Form of Proxy (No.5) B.E. 2550

**Duty Stamp
 20 Baht**

Written at
 Date Month Year.....

(1) I/We Nationality
 Address No. Road Sub-district
 District Province Postal Code.....

(2) Being a shareholder of **CMO Public Company Limited**,
 Holding the total amount of shares with the voting right of votes as follow:
 Ordinary share shares with the voting right of votes
 Preferred share shares with the voting right of votes

(3) Do hereby appoint either one of the following persons:
 (1) Age Years
 Address No. Road Sub-district
 District Province Postal Code..... or

(2) Age Years
 Address No. Road Sub-district District ...
 Province Postal Code..... or

(3) Age Years
 Address No. Road Sub-district District ...
 Province Postal Code..... or

(4) Ms. Rubporn Promvongsanon Age 37 Years
 Address No. 4/18-19 Soi Nuanchan 56 Sub-district Nuanchan District ...
 Buangkum Province Bangkok Postal Code 10230

Only one person above is my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders 2024 on Thursday, April 25, 2024, at 10.00 a.m. at the Meeting Room of CMO Public Company Limited, No. 4/18-19 Soi Nuanchan 56, Nuanchan Sub-district, Buangkum District, Bangkok, or at any adjournment thereof to any other date, time and venue or other methods.

For any act performed by the Proxy at the meeting, it shall be deemed as such acts had been done by me/us in all respect.

Signed Grantor
(.....)

Signed Proxy
(.....)

Signed Proxy
(.....)

Signed Proxy
(.....)

Remark:

The shareholder appointing the Proxy must authorize only one proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.

PROXY FORM B (SPECIFIC DETAILS FORM)
According to Regulation of Department of Business Development
Re: Form of Proxy (No.5) B.E. 2550

**Duty Stamp
20 Baht**

Written at
Date Month Year

(1) I / We Nationality
Address No. Road Sub-district District ...
..... Province Postal Code

(2) Being a shareholder of **CMO Public Company Limited**,
Holding the total amount of shares with the voting right of votes as follow:

- Ordinary share shares with the voting right of votes
- Preferred share shares with the voting right of votes

(3) Do hereby appoint either one of the following persons:

(1) Age Years
Address No. Road Sub-district District ...
..... Province Postal Code or

(2) Age Years
Address No. Road Sub-district District ...
..... Province Postal Code or

(3) Age Years
Address No. Road Sub-district District ...
..... Province Postal Code or

(4) Ms. Rubporn Promvongsanon Age 37 Years
Address No. 4/18-19 Road Nuanchan 56 Sub-district Nuanchan District ...
..... Buangkum Province Bangkok Postal Code 10230

Only one person above is my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders 2024 on Thursday, April 25, 2024, at 10.00 a.m. at the Meeting Room of CMO Public Company Limited, No. 4/18-19 Soi Nuanchan 56, Nuanchan Sub-district, Buangkum District, Bangkok, or at any adjournment thereof to any other date, time and venue or other methods.

(4) I/We authorize my/our Proxy to cast the votes according to my/our intentions as follows:

Agenda 1 To consider and adopt the Minutes of the Extraordinary General Meeting of Shareholders No.2/2023, held on December 22, 2023

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
 - Approve Disapprove Abstain

Agenda 2 To acknowledge the Company's Operation Results of 2023

Remark: This matter is for acknowledgement. The resolution is not required.

Agenda 3 To approve the Statement of Financial Position and Statement of Income for the year 2023 ending December 31, 2023, that the auditors have audited

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
 - Approve Disapprove Abstain

Agenda 4 To consider and approve the suspension of dividend payment for the operation of the year 2023

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
 - Approve Disapprove Abstain

Agenda 5 To appoint the Directors to replace directors retiring by rotation of the year 2024

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
The appointment of certain directors as follows:

1. Mr. Kitisak Jampathipphong

- Approve Disapprove Abstain

2. Mr. Trairong Tantasuk

- Approve Disapprove Abstain

Agenda 6 To consider and approve the Director's Remuneration for the year 2024

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
 - Approve Disapprove Abstain

Agenda 7 To approve the appointment of auditor and determine the remuneration for the 2024.

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
 - Approve Disapprove Abstain

Agenda 8 Other matters (if any)

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
 - Approve Disapprove Abstain

(5) Vote of the proxy in any Agenda which is not in accordance with this Proxy Form shall be invalid and shall not be the vote of mine/us as the shareholders.

(6) In the case that I/We did not specify a vote in an agenda or such vote is unclear, or if the meeting considers or resolves any matter other than those stated above, or if there is any change or amendment to any fact, the proxy shall be authorized to consider and vote the matter on my/our behalf as the proxy deems appropriate.

For any act performed by the Proxy at the meeting, unless the proxy does not vote as I/We have specified, shall be deemed as such acts had been done by me/us in all respect.

Signed Grantor
(.....)

Signed Proxy
(.....)

Signed Proxy
(.....)

Signed Proxy
(.....)

Remark:

1. The shareholder appointing the Proxy must authorize only one proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.
2. For agenda election of directors, either the whole nominated candidates or an individual nominee can be elected.
3. In case there is any further agenda apart from specified above brought into consideration in the meeting, the Grantor may use the Regular Continued Proxy Form B as attached.

REGULAR CONTINUED PROXY FORM B

Authorization on behalf of the Shareholders of CMO Public Company Limited

At the Annual General Meeting of Shareholders 2024 on Thursday, April 25, 2024, at 10.00 a.m. at the Meeting Room of CMO Public Company Limited, No. 4/18-19 Soi Nuanchan 56, Nuanchan Sub-district, Buanglum District, Bangkok, or at any adjournment thereof to any other date, time and venue or other methods.

 Agenda No. Subject

(a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my/our following instruction:

Approve Disapprove Abstain

Agenda No. Subject

(a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my/our following instruction:

Approve Disapprove Abstain

Agenda No. Subject

(a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my/our following instruction:

Approve Disapprove Abstain

Agenda No. Subject

(a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my/our following instruction:

Approve Disapprove Abstain

Agenda No. Subject

(a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my/our following instruction:

Approve Disapprove Abstain

Agenda No. **To elect directors**

Name of Director.....

Approve Disapprove Abstain

Name of Director.....

.....

Approve Disapprove Abstain

Name of Director.....

.....

Approve Disapprove Abstain

Name of Director.....

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Approve Disapprove Abstain

Name of Director.....

.....

Approve Disapprove Abstain

Name of Director.....

.....

Approve Disapprove Abstain

Name of Director.....

.....

Approve Disapprove Abstain

I/We certify that the statements in this Supplemental Proxy Form are correct, complete and true in all respects.

Signed Grantor
(.....)

Signed Proxy
(.....)

Signed Proxy
(.....)

Signed Proxy
(.....)

PROXY FORM C
 (FOR FOREIGN SHAREHOLDER APPOINTING CUSTODIAN IN THAILAND)
 According to Regulation of Department of Business Development
 Re: Form of Proxy (No.5) B.E. 2550

**Duty Stamp
20 Baht**

 Written at
 DateMonthYear.....

(1) I / We
 Residing at No. Road Sub-district District ...
 Province Postal Code.....

As a custodian for.....
 Being a shareholder of **CMO Public Company Limited**,
 Holding the total amount of shares with the voting right of votes as follow:

- Ordinary share shares with the voting right of votes
- Preferred share shares with the voting right of votes

(2) Do hereby appoint either one of the following persons:
 (1) Age Years
 Address No. Road Sub-district District ...
 Province Postal Code.....or

(2) Age Years
 Address No. Road Sub-district District ...
 Province Postal Code.....or

(3) Age Years
 Address No. Road Sub-district District ...
 Province Postal Code.....or

(4) Ms. Rubporn Promvongsanon Age 37 Years
 Address No. 4/18-19 Road Nuanchan 56 Sub-district Nuanchan District ...
 Buangkum Province Bangkok Postal Code 10230

Only one person above is my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders 2024 on Thursday, April 25, 2024, at 10.00 a.m. at the Meeting Room of CMO Public Company Limited, No. 4/18-19 Soi Nuanchan 56, Nuanchan Sub-disctrict, Buangkum District, Bangkok, or at any adjournment thereof to any other date, time and venue or other methods.

(3) I/We authorize my/our Proxy to cast the votes according to my/our intentions as follows:

- The voting right in all the voting shares held by us is granted to the proxy.
- The voting right in part of the voting shares held by us is granted to the proxy as follows:
 - Ordinary shareshares with the voting right of votes
 - Preferred shareshares with the voting right of votes
 - Total votes

(4) I/We authorize my/our Proxy to cast the votes according to my/our intentions as follows:

Agenda 1 To consider and adopt the Minutes of the Extraordinary General Meeting of Shareholders No.2/2023, held on December 22, 2023

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
 - Approve Disapprove Abstain

Agenda 2 To acknowledge the Company's Operation Results of 2023

Remark: This matter is for acknowledgement. The resolution is not required.

Agenda 3 To approve the Statement of Financial Position and Statement of Income for the year 2023 ending December 31, 2023, that the auditors have audited

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
 - Approve Disapprove Abstain

Agenda 4 To consider and approve the suspension of dividend payment for the operation of the year 2023

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
 - Approve Disapprove Abstain

Agenda 5 To appoint the Directors to replace directors retiring by rotation of the year 2024

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:

The appointment of certain directors as follows:

1. Mr. Kitisak Jampathipphong

- Approve Disapprove Abstain

2. Mr.Trairong Tantasuk

Approve Disapprove Abstain

Agenda 6 To consider and approve the Director's Remuneration for the year 2024

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
 - Approve Disapprove Abstain

Agenda 7 To approve the appointment of auditor and determine the remuneration for the 2024.

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
 - Approve Disapprove Abstain

Agenda 8 Other matters (if any)

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
 - Approve Disapprove Abstain

(5) Vote of the proxy in any Agenda which is not in accordance with this Proxy Form shall be invalid and shall not be the vote of mine/us as the shareholders.

(6) In the case that I/We did not specify a vote in an agenda or such vote is unclear, or if the meeting considers or resolves any matter other than those stated above, or if there is any change or amendment to any fact, the proxy shall be authorized to consider and vote the matter on my/our behalf as the proxy deems appropriate.

For any act performed by the Proxy at the meeting, unless the proxy does not vote as I/We have specified, it shall be deemed as such acts had been done by me/us in all respect except for vote of the Proxy which is not in accordance with this Proxy Form.

Signed Grantor
(.....)

Signed Proxy
(.....)

Signed Proxy
(.....)

Signed Proxy
(.....)

Remark:

1. This Proxy Form C shall be applicable only for the Shareholders listed in the share register book as the foreign investors appointing the Custodian in Thailand.
2. The following documents shall be attached with this Proxy Form:
 - (1) Power of Attorney from a shareholder authorizing a custodian to sign the Proxy Form on behalf of the shareholder.
 - (2) Letter certifying that the person signing the Proxy Form is authorized to engage in custodian business.
3. The shareholder appointing the Proxy must authorize only one proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.
4. In agenda regarding the election of directors, either the whole nominated candidates or an individual nominee can be elected.
5. In case there is any further agenda apart from specified above brought into consideration in the meeting, the Grantor may use the Regular Continued Proxy Form C as attached.

REGULAR CONTINUED PROXY FORM C

Authorization on behalf of the Shareholders of CMO Public Company Limited

At the Annual General Meeting of Shareholders 2024 on Thursday, April 25, 2024, at 10.00 a.m. at the Meeting Room of CMO Public Company Limited, No. 4/18-19 Soi Nuanchan 56, Nuanchan Sub-district, Buangkum District, Bangkok, or at any adjournment thereof to any other date, time and venue or other methods.

Agenda No. Subject

.....

(a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my/our following instruction:

Approvevotes Disapprovevotes Abstainvotes

Agenda No. Subject

.....

(a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my/our following instruction:

Approvevotes Disapprovevotes Abstainvotes

Agenda No. Subject

.....

(a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my/our following instruction:

Approvevotes Disapprovevotes Abstainvotes

Agenda No. Subject

.....

(a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my/our following instruction:

Approvevotes Disapprovevotes Abstainvotes

Agenda No. Subject

.....

(a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my/our following instruction:

Approvevotes Disapprovevotes Abstainvotes

Agenda No. **To elect directors**

Name of Director

.....

Approvevotes Disapprovevotes Abstainvotes

Name of Director

.....

Approvevotes Disapprovevotes Abstainvotes

Name of Director

.....

Approvevotes Disapprovevotes Abstainvotes

Name of Director

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Approvevotes Disapprovevotes Abstainvotes

Name of Director

.....

Approvevotes Disapprovevotes Abstainvotes

Name of Director

.....

Approvevotes Disapprovevotes Abstainvotes

Name of Director

.....

Approvevotes Disapprovevotes Abstainvotes

I/We certify that the statements in this Supplemental Proxy Form are correct, complete and true in all respects.

Signed Grantor
(.....)

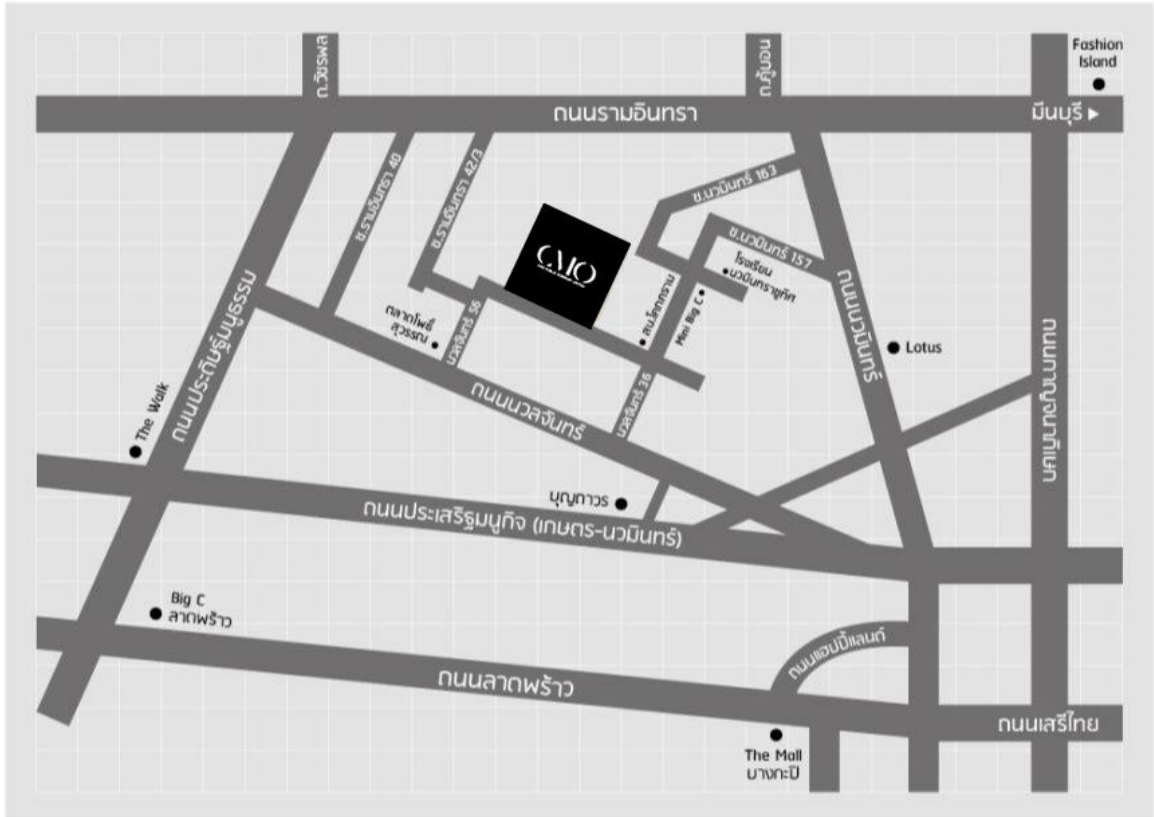
Signed Proxy
(.....)

Signed Proxy
(.....)

Signed Proxy
(.....)

Map of the Meeting Venue

บริษัท ซีเอ็มไอ จำกัด (มหาชน)
CMO Public Company Limited
4/18-19 ซอยนวลจันทร์ 56, แขวงนวลจันทร์, เขตบึงกุ่ม, กรุงเทพฯ 10230
โทร : 02 088-3888 แฟกซ์ : 02 088-3848 www.cmo-group.com | cmo@cmo-group.com



Google maps

No Gift Provided at AGM 2024