

No. 0124-2023

April 27, 2023

Subject Resolution of the 2023 Annual General Meeting of Shareholders
 Attention President of the Stock Exchange of Thailand

CMO Public Company Limited (the “**Company**”) held the 2023 Annual General Meeting of Shareholders on Thursday, April 27, 2023, at 10.00 a.m. The meeting was held at CMO Public Company Limited Meeting Room; No. 4/18-19 Soi Nuanchan 56, Nuanchan, Buengkum Bangkok.

The meeting started at 10.00 a.m. There were 40 shareholders attending the meeting, consisting 12 shareholders present in person, representing 84,250,551 shares, and 28 shareholders by proxy, representing 42,441,151 shares. In total, the shareholders and proxies attended the meeting holding a total of 126,691,702 shares, equivalent to 45.09% of the total 280,962,733 issued shares. The meeting has resolved as follows:

1. Adoption of the Minutes of the Extraordinary General Meeting of Shareholders No. 2/2022 held on November 7, 2022, by majority vote of the shareholders present at the meeting and casting their votes. The voting is comprised of:

Approved	126,691,702	votes	100	percent
Disapproved	-	votes	0	percent
Abstention	-	votes	not taken for vote counting	
Voided Ballot	-	votes	not taken for vote counting	

2. Acknowledge of the Company’s Operation Result of 2022

- As this agenda was for acknowledgement, there was no vote required.

3. Approved the Statement of Financial Position and Statement of Income for the year 2022 ending December 31, 2022, that the auditors have audited, by majority vote of the shareholders present at the meeting and casting their votes. The voting is comprised of:

Approved	129,935,046	votes	100	percent
Disapproved	-	votes	0	percent
Abstention	-	votes	not taken for vote counting	
Voided Ballot	-	votes	not taken for vote counting	

4. Approved the omission of dividend payment for the operation of the year 2022, by majority vote of the shareholders present at the meeting and casting their votes. The voting is comprised of:

Approved	129,935,046	votes	100	percent
Disapproved	-	votes	0	percent
Abstention	-	votes	not taken for vote counting	
Voided Ballot	-	votes	not taken for vote counting	

5. Approved the appointment the Directors to replace directors retiring by rotation of the year 2023. There are 2 of Directors have to retire by the term. The proposed list contains the following votes:

1) Mr. Kitti Phuathavornskul – Director / Executive Director / Chairman of the Nomination and Remuneration Committee, by majority vote of the shareholders present at the meeting and casting their votes. The voting is comprised of:

Approved	129,935,046	votes	100	percent
Disapproved	-	votes	0	percent
Abstention	-	votes	not taken for vote counting	
Voided Ballot	-	votes	not taken for vote counting	

2) Mrs. Apaporn Kosolkul – Independent Director / Audit Committee / Member of Nomination and Remuneration Committee, by majority vote of the shareholders present at the meeting and casting their votes. The voting is comprised of:

Approved	129,935,046	votes	100	percent
Disapproved	-	votes	0	percent
Abstention	-	votes	not taken for vote counting	
Voided Ballot	-	votes	not taken for vote counting	

6. Approved the Director's Remuneration for the year 2023. The remuneration of the Board of Directors for the year 2023 in total amount of not exceeding Baht 4,646,400 based on the director's performance and their scope of responsibilities, by majority vote of the shareholders present at the meeting and casting their votes. The voting is comprised of:

Approved	129,935,046	votes	100	percent
Disapproved	-	votes	0	percent
Abstention	-	votes	not taken for vote counting	
Voided Ballot	-	votes	not taken for vote counting	

7. Approved the appointment of auditor and determine the remuneration for the 2023, accounting period. The name of auditors consist of Miss Orawan Techawatanasirikul, CPA No. 4807 and / or Mr. Chayapol Supposedtanon CPA No. 3972 and / or Ms. Gingkarn Atsawarangsalit CPA No. 4496 and / or Ms. Pimjai Manitkajohnkit CPA No. 4521 and / or Ms. Rosaporn Decharkom CPA No. 5659 and / or Ms. Sumana Punpongsonon CPA No. 5872 and / or Ms. Kirdsiri Karnchanaprakasit CPA No. 6014 of EY Office Limited or another Certified Public Accountant from EY Office Limited with audit fees not exceeding Baht 4,380,000, by majority vote of the shareholders present at the meeting and casting their votes. The voting is comprised of:

Approved	129,935,046	votes	100	percent
Disapproved	-	votes	0	percent
Abstention	-	votes	not taken for vote counting	
Voided Ballot	-	votes	not taken for vote counting	

8. Approved the change / amendment to the Company’s Articles of Association in a total of 5 Clauses, which are Clause 24, Clause 25, Clause 26, Clause 27 and Clause 36 to be in line with the Public Limited Companies Act B.E. 2535 (1992) (the “Public Limited Companies Act”). In order to support the developments and changes in technology, The Public Limited Companies Act now permits public limited companies to use electronic means for shareholders’ meeting, serving notices or documents and granting proxies for shareholders attendance, the Company’s Articles of Association in a total of 5 Clauses, which are Clause 24, Clause 25, Clause 26, Clause 27 and Clause 36 shall be amended by repealing the existing wordings and replacing them with the following new wording:

Company’s Current Articles of Association	Proposed Change
<p>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.</p> <p>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.</p> <p>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).</p> <p>In the case that the board of directors does not call a shareholders’</p>	<p>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.</p> <p>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.</p> <p><u>In this regard, the shareholders' meeting may be held via electronic means. The meeting via electronic means shall be held in accordance with the procedures prescribed by the laws or regulations in force at that time.</u></p> <p>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</p>

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.

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. In the event that the board of directors meeting is held via electronic means, the head office of the Company shall be deemed to be the place of the meeting, and the electronic meeting shall have the

	<p><u>same legal effect as a physical meeting in accordance with the methods prescribed by law and in these Articles of Association.</u></p>
<p>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.</p>	<p>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 or <u>advertised via electronic means in accordance with criteria prescribed by law instead</u> for not less than three (3) consecutive days and not less than three (3) days prior to the date of the meeting.</p>
<p>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.</p> <p>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.</p>	<p>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.</p> <p>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. <u>Appointment of a proxy may be carried out via electronic means, provided that such method is safe and that it is credible.</u></p>
<p>Clause 27. At a shareholders’ meeting there shall be not less than twenty five (25) shareholders and proxies (if any) attending</p>	<p>Clause 27. At a shareholders’ meeting <u>may be conducted electronically in accordance with the provisions prescribed by law</u></p>

<p>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.</p> <p>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.</p> <p>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.</p>	<p><u>governing electronic meetings.</u> 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.</p> <p>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.</p> <p>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.</p>
<p>Clause 3 6 . No dividend shall be paid otherwise than out of profits. If the Company</p>	<p>Clause 3 6 . No dividend shall be paid otherwise than out of profits. If the Company</p>

<p>has incurred loss, no dividend shall be paid.</p> <p>Dividends shall be distributed in accordance with the number of shares, with each share receiving an equal amount. The payment of dividends shall be approved by a shareholders' meeting.</p> <p>The board of directors may from time to time pay to the shareholders such interim dividends as appear to the directors to be justified by the profits of the Company, and shall report to the shareholders on the payment of interim dividends at the next meeting of shareholders.</p> <p>The payment of dividends shall be made within one (1) month from the date on which the resolution has passed at the meeting of shareholders or of the board of directors, as the case may be. The dividend payment shall be announced to the shareholders in writing and the notice of dividend payment shall be published in a newspaper.</p>	<p>has incurred loss, no dividend shall be paid.</p> <p>Dividends shall be distributed in accordance with the number of shares, with each share receiving an equal amount. The payment of dividends shall be approved by a shareholders' meeting.</p> <p>The board of directors may from time to time pay to the shareholders such interim dividends as appear to the directors to be justified by the profits of the Company, and shall report to the shareholders on the payment of interim dividends at the next meeting of shareholders.</p> <p>The payment of dividends shall be made within one (1) month from the date on which the resolution has passed at the meeting of shareholders or of the board of directors, as the case may be. The dividend payment shall be announced to the shareholders in writing and the notice of dividend payment shall be published in a newspaper <u>or through electronic means in accordance with the criteria prescribed by law.</u></p>
--	---

This agenda item requires not less than two-thirds of the total number of votes of the shareholders present at the meeting. The voting is comprised of:

Approved	129,935,046	votes	100	percent
Disapproved	-	votes	0	percent
Abstention	-	votes	0	percent
Voided Ballot	-	votes	0	percent

Please be informed accordingly.

Sincerely yours,

(Mr. Kitisak Jampathipphong)

Chairman of the Board

CMO Public Company Limited