

**Proposing matters to be included in the meeting agenda  
for The 2024 Annual General Meeting of Shareholder  
CPL Group Public Company Limited**

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CPL Group Public Company Limited (“the Company”) realizes the importance and adheres to good corporate governance principles especially the promotion of the rights of shareholders and equitable treatment of shareholders. Therefore, the shareholders are given the opportunity to propose agenda in advance for the 2024 Annual General Meeting of Shareholders in accordance with the criteria prescribed by the Company as follows:

**Guideline**

**1. Qualifications of shareholders**

1.1 Shareholders who have the right to propose matters for inclusion in the agenda of the Annual General Meeting of Shareholders must have one of the following qualifications:

- 1.1.1 Being a shareholder of one or more shareholders holding shares and having voting rights in aggregate of not less than 200,000 shares with a par value of 1.00 baht per share; or
- 1.1.2 Being a shareholder of one or more persons holding shares and having voting rights in aggregate of not less than 50,000 shares at par value 1.00 baht per share and must hold shares continuously for a period of not less than 12 months from the date of shareholding until the proposed date

1.2 Shareholders who have the right to propose matters for inclusion in the agenda of the Annual General Meeting of Shareholders Must have one of the following qualifications:

1.2.1 **Evidence of shareholding** i.e. certificate from a securities company or Thailand Securities Depository Company Limited or other evidence from the Stock Exchange of Thailand or Custodian

1.2.2 Proof of Identity

- **Individual** : Copy of ID card or copy of passport (In the case of foreigners) with certified true copy. In case of change of first name, last name or title, a copy of evidence of such change must be attached with certified true copy.

- **Juristic Persons** : A copy of the juristic person affidavit signed by the authorized director and affixed with the company seal and a copy of your ID card/passport (In the case of foreigners) of the authorized director with certified true copy.

**2. Procedures for proposing matters to be included in the meeting agenda**

2.1 Shareholders who have all the qualifications according to clause 1.1.1 or 1.1.2 fill in the “Annual General Meeting Agenda Proposal Form 2024 (“Agenda Proposal Form”) with complete and complete documents/evidence attached and sent to the Company from November 13, 2023 – January 15, 2024 at the following address:

Please send to

Office of the Company Secretary  
CPL Group Public Company Limited  
700 Moo 6, Sukhumvit road, Bangpoomai, Muang , Samutprakarn 10280  
(Proposing matters to be included in the meeting agenda for  
The 2024 Annual General Meeting of Shareholder)

2.2 In case of several shareholders jointly propose the meeting agenda Let one shareholder's representative fill in the information in the agenda proposing form and signed as evidence along with showing evidence of shareholding under Clause 1.2. For other shareholders, fill in the Agenda Proposal Form, only item (1) completely and sign as evidence and to collect evidence of shareholding of all shareholders in one set.

**3. The content of the matter to be presented to be included in the meeting agenda**

3.1 Matters to be proposed to be included in the meeting agenda must not fall within the scope of the following:

3.1.1 Matters relating to the normal business operations of the Company and the claims made by the shareholders do not indicate any reasonable suspicion about the abnormality of the matter

3.1.2 Matters that are beyond the authority of the Company will proceed to achieve the desired results.

3.1.3 Matters that are not beneficial to the Company's operations

3.1.4 Matters that shareholders have proposed to the shareholders' meeting for consideration in the past 12 months and the matter was supported by a vote of less than 10 percent of the total voting rights of the Company.

Unless the facts in the new presentation have changed significantly from the facts at the time of presentation to the previous shareholders' meeting.

3.1.5 Conflicting Laws government regulations or regulatory agencies or related agencies or not in accordance with the objectives and regulations of the Company and business ethics

3.1.6 Matters that the Company has completed

3.1.7 Any other cases as specified in the notification of the Capital Market Supervisory Board.

3.2 Please specify the purpose and details of the subject to be proposed together with useful information for the Board's consideration such as facts, reasons, issues to consider or benefits to be received, etc.

#### **4. Process of consideration**

4.1 Company Secretary Will consider screening the matters that have been proposed initially before being presented to the Board of Directors consider giving approval by the Board of Directors will consider the necessity and appropriateness of the matters proposed by the shareholders whether they should be included in the meeting agenda or not by holding the resolution of the Board of Directors is the end.

4.2 The company reserves the right not to include the following matters in the agenda of the meeting.

4.2.1 Matters proposed by shareholders who do not meet the qualifications specified in Clause 1 and/or do not proceed in accordance with the procedures specified in Clause 2 above.

4.2.2 Matters whose contents do not comply with the rules set out in Clause 3

4.3 Matters approved by the Board of Directors under Article 4.1 will be included as agenda items in the Invitation to the 2024 Annual General Meeting of Shareholders together with the Board of Directors' opinions and matters not approved by the Board of Directors The company will inform the shareholders in the general meeting of shareholders or notify through other information dissemination channels appropriate next.