



**Invitation to the 2026 Annual General Meeting (AGM)**  
**Cho Thavee Public Company Limited**

On Monday, April 27<sup>th</sup>, 2026 at 2.00 pm.  
By dimension media conference (E-AGM)  
According to the divorce certificate on the media meeting 2020  
Including other relevant laws and regulations

## Content

		<b>Page</b>
	Invitation to the 2026 Annual General Meeting (AGM)	1-5
Attachments 1	A copy of the minutes of the 2025 Annual General Meeting of Shareholders held on April 11, 2025 (For agenda 1)	6-28
Attachments 2	A detail of Dividend payment. (For agenda 3)	29
Attachments 3	Brief personal profiles of nominated candidate's director. (For agenda 4)	30-31
Attachments 4	Definition of Independent Director. (For agenda 4)	32
Attachments 5	Information of the Board of Directors' remuneration for 2026 In comparison with 2025 (For agenda 5)	33
Attachments 6	Detail of auditor for 2026 and audit fee. (For agenda 6)	34
Attachments 7	A summary of articles of association relevant to the meeting.	35-37
Attachments 8	Terms, conditions and methods of practice in attending the meeting and proxy.	38-41
Attachments 9	Information on independent directors who are the proxies in the 2026 AGM.	42-43
Attachments 10	Form for submitting questions in advance for the shareholders' meeting via electronic media (E-Meeting)	44
Attachments 11	A proxy statement (A, B and C Forms)	45-60

No. CHO 011/2026

10 April, 2026

Subject: Invitation to the 2026 Annual General Meeting of Shareholders (AGM) on April 27, 2026

Dear Shareholders

Attachment:

1. A copy of the minutes of the 2025 Annual General Meeting of Shareholders held on 11 April, 2025 (For agenda 1)
2. Details of Dividend payment. (For agenda 3)
3. Brief personal profiles of nominated director candidates. (For agenda 4)
4. Definition of Independent Director. (For agenda 5)
5. Information of the Board of Directors' remuneration for 2026 in comparison with 2025 (For agenda 5)
6. Details of audit fee for 2026 (For agenda 6)
7. A summary of Articles of Association relevant to the Meeting.
8. Terms, conditions and methods of practice in attending the meeting and proxy.
9. Information of the Independent Directors who are the proxies in 2026 AGM.
10. Form for submitting questions in advance for the shareholders' meeting via electronic media (E-Meeting)
11. A proxy statement (A, B and C Forms).

The Board of Directors' Meeting of Cho Thavee Public Company Limited (the "**Company**") No.1/2026 on February 27, 2026 resolved to call the 2026 AGM via only electronic media (E-AGM), which will be held on Monday, April 27, 2026 at 02.00 p.m. to consider various matters according to the agendas as follows:

**Agenda 1 To Consider Certifying the Minutes of the 2025 Annual General of Shareholders Meeting on April 11, 2025**

Facts and Rationales: The Company held the 2025 Annual General Meeting of Shareholders on April 11, 2025 and a copy of the minutes of the meeting enclosed along with this invitation letter (as per Attachment 1).

Opinion of the Board: The Board of Directors had considered and approved that the minutes was correct and complete. Therefore, the Board will propose the minutes of the 2025 Annual General Meeting of Shareholders to the 2026 Annual General Meeting for certification, as detailed in Attachment 1.

Conditions of resolution: This agenda must be approved by a majority vote of the shareholders who attended the meeting and casted their vote (excluding abstained votes).

**Agenda 2 Consideration to approve for the no allotment of net profit for the year 2025 as legal reserve.**

Facts and Rationales: According to the Public Company Limited Act B.E.2535 and Company's Articles of Association, the Company has to allocate net profit for a legal reserve not less than five (5) percent of the annual net profit after subtracting beginning retained loss (if any), until the legal reserve are not less than 10 percent of the registered capital.

Opinion of the Board: The Board had proposed that the shareholders should approve the no allotment of net profit for the year 2024 as legal reserve because the 2025 operating performance had net loss as stated in the separate financial statements.

Condition of Resolution: A resolution under this agenda can be passed by a majority vote of the shareholders who attend the Meeting and cast their vote. (exclude abstain)

**Agenda 3 Consideration to approve the dividend payment omission for the year 2025.**

Facts and Rationales: According to the Public Company Limited Act B.E.2535 and Company's Articles of Association, the Board has to propose to pay or omit of dividend to shareholders for

approval every year. In case there was the accumulated deficit, the Company cannot pay the dividend.

Opinion of the Board: The Board had proposed that the shareholders should approve the dividend payment omission for the year 2025. Because the 2025 operating performance had net loss and had retained loss (deficit) as stated in the separate financial statements ended December 31, 2025 which mean the Company cannot pay dividend, as detailed in Attachment 3.

Condition of Resolution: A resolution under this agenda can be passed by a majority vote of the shareholders who attend the meeting and cast their vote. (exclude abstain)

**Agenda 4 Consideration to approve of the re-election of Directors to replace those retirements by rotation.**

Facts and Rationales: According to the Section 71 of the Public Company Limited Act B.E. 2535 and the Company's Articles of Association clause 19, at each Annual General Meeting of Shareholders, 1/3 of the directors shall retire. If the number is not a multiple of three, then the number closest to 1/3 shall be accounted for. In the 1<sup>st</sup> and 2<sup>nd</sup> year after the Company's registration, the directors shall be retired by lots. In subsequent years, the longest serving directors shall retire. The retiring directors by rotation are eligible to be re-elected again.

There are 2 retiring directors by rotation as follows:

- |                            |   |
|----------------------------|---|
| 1. Ms. Phenphimol Vejvarut | Chairman and the Board of Director  |
| 2. Ms. Pennipa Debbaransi  | Director, Independent Director, Audit Committee Chairman of Corporate Governance, Risk Management Nomination and Compensation Committee |

The criteria for selection of persons to be appointed as a director is considered together by the meeting of Corporate Governance, Risk Management, Nomination and Remuneration Committee, No. 1/2026, held on February 24, 2026 through the consideration of the Board of Directors on the qualification of the nominated individuals which are eligible according to the Public Company Limited Act B.E. 2535 and the related announcement of Securities and Exchange Commission and Capital Market Commission and the Stock Exchange of Thailand. The Company had announced a shareholders' invitation to nominate a qualified candidate for a director on the Company's website, [www.cho.co.th](http://www.cho.co.th) from December 15, 2025 to January 16, 2026; subjecting in the shareholders' invitation was to propose an agenda(s) for the AGM, and nominate the qualified candidate for a director for the Board to consider. Despite the invitation, no candidates were proposed, and according to Company Articles of Association clause 19, the retired director can be re-elected to serve for another term and The Board has considered that the person who is nominated to be an independent director will be able to give independent opinions and is in accordance with relevant regulations. The Board deemed it appropriate to propose to AGM to approve the re-election of directors to replace those retired by rotation namely:

- |                            |                             |
|----------------------------|-----------------------------|
| 1. Ms. Phenphimol Vejvarut | be elected for another term |
| 2. Ms. Pennipa Debbaransi  | be elected for another term |

The details of age, years of directorship, proportion of shares holding, educational background, work experience, directorship or management at other company(-ies), attendance of Board of Directors' Meeting are in enclosure 4, and definition of independent director according to Notification of Capital Market Supervisory Board is in Attachment 3.

Opinion of the Board: The Board (not including the beneficial directors for this matter) considered according to the opinion of the committees of Corporate Governance, Risk Management, Nomination and Compensation and agreed that the retired directors were qualified according to the Section 68 of Public Company Limited Acts B.E.2535. They were expertise and experience for the Company benefits also, a suitable

qualification for the company's business operation. In addition, they did not hold a position as a director / an executive in other businesses that may cause a conflict of interest or a business competition with the company. The Board of Directors believed that he performed his duties in accordance with Section 89/7 of the Securities and Exchange Acts B.E.2535 and had the qualifications of an independent director. Since he was appointed as a director, he has no conflict of interest and he always make decisions on various agendas for the best interest of the Company and shareholders. Maintaining the competent independent directors with the Company resulting in the utmost benefits and saving costs in recruitment of new independent director that are suitable for the Company. The Board proposed that the shareholders should approve the appointment of 2 retired directors to serve as directors for another term with the positions as before as following details:

1. Ms. Phenphimol Vejvarut Chairman and the Board of Director
2. Ms. Pennipa Debbaransi Director, Independent Director, Audit Committee Chairman of Corporate Governance, Risk Management Nomination and Compensation Committee

Condition of Resolution: A resolution under this agenda for each director appointment can be passed by a majority vote of the shareholders who attend the meeting and cast their vote. (exclude abstain)

**Agenda 5 Consideration to approve of the 2026 remuneration of Directors.**

Facts and Rationales: According to the meeting resolutions of the Corporate Governance, Risk Management, Nomination and Remuneration Committee, No. 1/2026, held on February 24, 2026 the Company's Board of Directors reached a consensus on proposing to the Meeting to consider approving the 2026 remuneration of the company's directors, Audit Committee, Corporate Governance, Risk Management, Nomination and Remuneration Committee at the same amount as 2025 to shareholders for approval.

Opinion of the board: The Board considered according to the opinion of the committees of Corporate Governance, Risk Management, Nomination and Compensation who agreed to propose the agenda to shareholders for approval of the 20065 annual remuneration for the Board, the Audit Committee, and Corporate Governance, Risk Management, Nomination and Compensation Committee, including of meeting attendance fee for the Board, the Audit Committee, and Corporate Governance, Risk Management, Nomination and Compensation Committee and the monthly compensation only for the Audit Committee, with the total attendance fee not exceeding 1,300,000 Bath per year (One million three hundred thousand baht). Excluding health expenses, Directors and Executive Officer Legal Liability Insurance, transportation expenses for attending the Board of Directors' Meeting, and the bonus for the committees which calculated from net profit after deducting legal reserves and others reserves with total amount not exceeding 4,000,000 Baht (Four million baht) (in case of the Company had net profit in separate financial statements). The allocation of the Boards' bonus will be authorized to the chairwoman to consider as appropriate. Details are included in Attachment 5.

Condition of Resolution: A resolution under this agenda can be passed by the vote of not less than two-thirds (2/3) of the total votes of the shareholders who attend the meeting.

**Agenda 6 Consideration to approve the appointment of an auditor and set audit fees for the year 2026.**

Facts and Rationales: According to the Section 120 of the Public Company Limited Act B.E.2535, AGM has to appoint an auditor and consider the audit fees every year. The announcement of Securities and Exchange Commission no. TorChor. 75/2561 (and amend revision) requires the Company to rotate auditor who provide service for the Company for 7 fiscal years even in consecutively or not.

Opinion of the board: The Audit Committee and The Board of Director has considered to propose the AGM2025 for the appointment of Mr. Vichai Ruchitanont, Certified Public Accountant (CPA) registration no. 4054 or Mr. Atipong Atipongsakul, CPA registration no.3500, or Mr. Sathien Vongsnan, CPA registration no.3495 or Ms. Kultida Pasurakul CPA registration no.5946 or Mr. Yuttapong Chuamuanpan CPA registration no.9445 on behalf of ANS Audit Co., Ltd. as the Company's auditor. One of the said auditors will perform the duty in auditing and express the opinions on the Company's 2024 financial statements. In case that the aforementioned auditors are unable to perform the service, ANS Audit Co., Ltd. is required to provide qualified person from ANS Audit Co., Ltd. to perform the service instead. The 2026 Audit fees of the Company shall not exceed 2,700,000 Baht per year. Totally audit fees including the subsidiaries shall not exceed 3,310,000 Baht per year. Details are provided in Attachment 6.

Condition of Resolution: A resolution under this agenda can be passed by a majority vote of the shareholders who attend the meeting and cast their vote. (exclude abstain)

### **Agenda 7 Consideration of Other Matters (If Any)**

Opinion of the Board: The Company did not have any other matters to consider, and announced a shareholders' invitation to propose items for the AGM agenda on the Company's website at [www.cho.co.th](http://www.cho.co.th) from December 15, 2025 to January 16, 2026. Despite the invitation, no other agenda items were proposed. According to the Public Company Limited Act B.E. 2535 Section 105, second paragraph (amended B.E. 2544), shareholders holding shares amounting to not less than one- thirds of the total number of paid-up shares may request the Meeting to consider other matters in addition to those specified in the invitation of the Meeting. The Board deemed it appropriate to propose this agenda to the shareholders who desire for the Meeting to consider other businesses other than the agendas that were proposed by the Board.

Furthermore, the Company designated the names of the shareholders eligible to attend the 2026 AGM (Record date) on March 16, 2026.

The Company hereby invite shareholders to attend the 2026 Annual General Meeting of Shareholders of Shareholders by Teleconferences through Electronic Devices (E-AGM) in regard to the date, time and place as mentioned above. The system shall be opened from 12.00 p.m. until the meeting time. The Company recommends Shareholders and/or Proxy holder to study registration procedure and submit all relevant documents that require to identity proofing for receiving USERNAME and Password before the meeting date, together with study vote casting procedures as detailed in **Attachment No. 8** in order to reserve the rights and benefits of shareholders.

In case that the shareholders are unable to attend the meeting in person and has the intention to grant a proxy to the Company's independent director. Shareholders can appoint 1 independent director of the Company as their proxy, whose names are listed below, to act as their proxy and casting votes as detailed in **Attachment 9** as Mr. Jessadawat Priapchariyawat. Therefore, shareholders shall fill details in the proxy form (Form B or Form C for custodian) in **Attachment 11** with the grantor's signature and attach stamp duty (THB 20) and then deliver such document and relevant documents to the address hereto;

1) Postal delivery:

To: "Company Secretary"  
Cho Thavee Public Company Limited  
265 Moo 4, Klangmuang Road, Muangkhaeo, Muangkhaeo,  
Khon Kaen 40000

2) E-mail: [info@cho.co.th](mailto:info@cho.co.th)

And for convenience to inspect the documents, the Company asks the shareholders and proxies to deliver the documents and questions to the Company within April 22, 2026 and to ensure the effectiveness of the 2025 AGM, shareholders are invited to submit questions in relation to the meetings' agenda in advance. In addition, the Company would like foreign shareholders to submit questions to the Company Prior **Attachment 10**, so the Company can summarize those questions and translate them into Thai language which the shareholders' meeting can understand. Foreign shareholders can send their questions, together with their

name/address/contact detail (if any) to the Email: [info@cho.co.th](mailto:info@cho.co.th) or registered mail to "Company Secretary" as per the address mentioned above. Moreover, the Company will use verify Username in the registration and vote counting process in the meeting, therefore, shareholders and/or proxy holders are required to identity proof with other supporting documents as mentioned in **Attachment 8**.

Please be informed accordingly and highly appreciate for your attendance of the Meeting on the date and time as stated above.

Sincerely yours,



(Ms. Phenphimol Vejvarut)  
Chairman  
Cho Thavee Public Company Limited

Remarks: The Company has posted this "Invitation to Attend the Annual General Meeting of Shareholders for the year 2026", including all attachments and proxy forms on the Company's website. ([www.cho.co.th](http://www.cho.co.th))



**Minutes of the 2025 Annual General Meeting of Shareholders  
via electronic meeting (E-AGM)  
Cho Thavee Public Company Limited  
On Friday 11<sup>th</sup> April 2025 at 14.00 am. at the branch office meeting room (1), 3<sup>rd</sup> floor  
96/25 Vibhavadi Rangsit Road, Talat Bang Khen Subdistrict, Laksi District, Bangkok**

List of the Directors participating in the Meeting

There were 7 directors participated out of 7 directors or 100% of total directors who attended the Annual General Meeting. The name list of the directors attending the Meeting is as follows:

- |                                     |  |
|-------------------------------------|--|
| 1. Mrs. Phenphimol Vejvarut         | Chairman of the Board of Directors   |
| 2. Mr. Suradech Taweesaengsakulthai | Director, Secretary to the Board of Directors,<br>Chairman of Executive Director, President and Chief<br>Executive Officer |

List of the Directors participating via Zoom meeting

- |                                    |  |
|------------------------------------|--|
| 1. Mr. Jessadawat Priapcharyawat   | Independent Director and Chairman of the Audit<br>Committee  |
| 2. Mrs. Pennipa Dabbaransi         | Independent Director, Audit Director and<br>Chairman of Corporate Governance, Risk<br>Management, Nomination and Compensation<br>Committee |
| 3. Mrs. Chaninya Chaisuvan         | Independent Director and Audit Director  |
| 4. Ms. Asana Taweesaengsakulthai   | Director   |
| 5. Mr. Siriwat Taweesaengsakulthai | Director, Corporate Governance, Risk Management,<br>Nomination and Compensation Director, and CSR<br>Director                              |

List of Executive Directors participating via E-AGM

- |                              |   |
|------------------------------|---|
| 1. Mrs. Panthong Nowa        | Executive Director / Executive Vice President / Chief<br>Financial Officer  |
| 2. Mr. Chatchai Kantawirut   | Executive Director/ Executive Vice President / Chief<br>Risk Management Officer /   |
| 3. Mr. Phard Pimrin          | Executive Director / Executive Vice President / Chief<br>Information Officer  |
| 4. Mr. Nattaporn Muengjantra | Compliance / Secretary to Corporate Governance,<br>Risk Management, Nomination and Compensation<br>Committee / Legal Department Manager |

Representative of subsidiary's Auditors from KPMG Phoomchai Audit Limited Mr. Treerawat Witthayaphalert and Mr. Purinut Vatcharakorn and ANS Audit Co., Ltd. Mr. Vichai Rujitanon, Ms. Kanagnat Krinkajon, Ms. Thitaree Chaikortjarong, Ms. Nanthaya Auitakoon  
Legal Counsel from Araya & Partners Co., Ltd. Ms. Amornpha Rakphan  
Observers from the Stock Exchange of Thailand: Miss. Prapapana Apikamolkul, Miss. Pichayaporn Thirakunwanich, Miss. Darat Wongprapararat and Miss. Yupalapas Panomvongkasem  
Representative of Thai Investors Association: Miss. Chanitha Piyaphanichyakul  
Vote counting observer: Miss. Yinghathai Ponphangaga the Company's secretary

After that, the moderator informed the shareholders about the Meeting's details, and the vote casting procedures according to Clause 37 and Clause 39 of the Company's Article of Association, voting method, vote counting and notification of the vote results for each agenda item of the meeting.

Clause 37 of the Company's Articles of Association

In the Meeting of Shareholders, there shall be shareholders and proxies (if any) present at the meeting in the aggregate number of not less than twenty-five (25) or not less than one half of the total

number of shareholders and shares amounting to not less than one-third (1/3) of the total number of shares sold to constitute a quorum.

#### Clause 39 of the Company's Articles of Association

In voting at the meeting of shareholders, one share is regarded as one vote. Any shareholder who has a special interest in any matter shall have no right to vote on such matter, except in the election of directors. A resolution of the meeting of shareholders shall be supported by votes as follows:

1. In a normal case, by the majority of votes of the shareholders present and voting; in case of an equality of votes, the presiding member shall have the casting vote.
2. In case as follows; by a vote not less than three-fourths (3/4) of the total vote of the shareholders who attend the meeting and have the right to vote:
  - a. the sale or transfer of business of the company, in whole or in essential part, to other persons;
  - b. the purchase or acceptance of transfer of business of private companies or other public companies by the company;
  - c. entering into, amending, or terminate a lease of business of the company in whole or in essential part; entrusting other person with management of the company; or amalgamating business with other persons with the objective to share profit and loss;
  - d. amending the memorandum of association or article of association of the company;
  - e. increasing or decreasing the company's registered capital;
  - f. dissolving the company;
  - g. issuing the company's debentures;
  - h. merging the company's business with the other company

In addition, the company clarified to the meeting for understanding of meeting rule, vote casting, vote counting, and voting calculation method, to comply with the good governance principle in terms of voting during the meeting as follows:

#### **Voting Procedures for Self-Attending Shareholders and Proxies**

For this shareholders' meeting, each vote is based on one share, whether directly present or represented by proxy. During each agenda item, shareholders may cast their vote as in favor, against, or abstain. The counting includes only the votes cast in favor, against, and/or abstained. These counted votes will be deducted from the total shares participating in the meeting, and the remaining will represent the votes in favor for that specific agenda item. (If no vote is cast for an agenda item, the system will consider it as a vote in favor.)

1. When voting, shareholders choose an agenda item by selecting the person icon on the left. The system will then display buttons for voting options: 1. In Favor, 2. Against, 3. Abstain.
2. Meeting attendees can view all the agenda items in the specified order.
3. To vote for each agenda item, press the "In Favor," "Against," or "Abstain" button. If the vote for that item is not closed yet, attendees can change their vote at any time.
4. Attendees can cast their votes throughout the meeting until the system, the chairman, or designated moderator announces the closure of voting for a specific agenda item, as per the time limits set by the company. Once an agenda item is closed, a system popup will notify that no further votes can be cast.

#### **Leaving the Meeting Room**

If attendees wish to leave the meeting room before its scheduled end, they can proceed as follows:

1. Attendees can immediately exit the meeting room by clicking on the "Leave" button.
2. If attendees intend to vote on the remaining agenda items, they can pre-cast their votes for each item in advance. The system will collect these pre-cast votes for each agenda item and include them in the subsequent tally.

After casting their votes, attendees can then leave the meeting room by clicking on the "Leave" button.

#### **Asking Questions in the Meeting**

Attendees can ask questions through various channels:

1. Sending questions via Chat: Attendees can submit questions through the chat feature.
2. Using Reactions and Raise Hand: Attendees can use the "Reactions" feature and then click "Raise Hand" to indicate their intention to ask a question. When the meeting moderator opens the microphone feature, attendees can click the microphone button to verbally ask their question. If there is a high volume of questions related to a specific agenda item, the company will review and select questions based on relevance.
3. Electronic Meeting: As this meeting is conducted electronically via the AFF E-Vote Meeting system provided by Affinity Relation Co., Ltd., it complies with the regulations concerning electronic meetings, as stipulated in the Electronic Transactions Act of 2020 (B.E. 2563).

The agenda 1 to agenda 5, agenda 7, agenda 11 and agenda 13 shall be approved by the majority vote of shareholders attending the Meeting and casting vote, excluding abstain vote calculation. If there are equal votes, the Chairman shall cast an additional vote as a casting vote. The agenda 6 must be approved by votes of not less than 2/3 (two-thirds) of the total vote of shareholders attending the meeting. The agenda 8 to agenda 10 and agenda 12 must be approved by votes of not less than 3/4 (thirds-four) of the total vote of shareholders attending the meeting.

**The Meeting Commenced** at 14.00 a.m.

Mrs. Phenphimol Vejvarut, Chairman of the Board ("Chairman"), and opened the meeting along with welcoming the shareholders and proxy and enter the 2025 Annual General Meeting of Shareholders through the electronic media system (E-AGM) of Cho Thavee Public Company Limited ("the Company"). Then the Chairman Assigned to Mr. Suradech Taweesaengsakulthai Director, Secretary to the Board of Directors, Chairman of Executive Director, President and Chief Executive Officer assigned by the Chairman of the Board of Directors to act as the chairman of the meeting ("The Chairman") to be the information provider and respond to questions along with assigning Miss. Achiraya Rabiabnaveenurak to be the moderator "The Moderator" and introducing the director, management team and voting count observer. Then, The Moderator clarified the details and meeting methods for shareholders and proxies to acknowledge along with notifying the number of shareholders and proxies who attended the meeting as follows:

The meeting started with 39 attendees, totaling 1,562,655,451 shares, or 43.5522 percent of the total number of shares sold. Of these, 10 shareholders attended the meeting in person, totaling 997,421,685 shares, and 29 shareholders attended by proxy, totaling 565,233,766 shares. This meant that there were more than 25 shareholders and proxies attending the meeting, with a combined shareholding of more than one-third (1/3) of the company's total shares sold, which constituted a quorum for the shareholders' meeting in accordance with the law and the Company's Articles of Association, Section 37, before the meeting began for various agendas (after the chairman had opened the meeting, during the meeting, there was 1 more shareholder attending the meeting in person, totaling 2,640 shares, making a total of 40 shareholders attending the meeting in person and by proxy, totaling 1,562,658,091 shares, representing 43.5522 percent of the total number of shares issued by the Company).

The moderator informed the shareholders that to ensure the transparency of the vote counting, the Board of Directors assigned the company' secretary Miss Yinghathai Ponphangnga to be the vote inspector. The meeting then began with the following agenda items.

**Agenda 1 To Consider Certifying the Minutes of the Extraordinary General Meeting No.3/2024 on 3<sup>rd</sup> December, 2024.**

The moderator proposed the meeting to consider approving the minutes of the Extraordinary General Meeting No. 3/2024 held on December 3<sup>rd</sup>, 2024. Which was made within 14 days from the date of the meeting and delivered the said minutes to the Stock Exchange of Thailand and Ministry of Commerce as required by law. Including published on the Company's website [www.cho.co.th](http://www.cho.co.th) "The shareholders' meeting and sent a copy of the minutes of the meeting to the shareholders together with the invitation to the meeting. (Enclosure No. 1)

The moderator proposed the meeting to consider certifying the Minutes of the EGM No. 3/2024.

The moderator then offered opportunities for the shareholders to make inquiries and express their opinion regarding this Agenda.

Since there were no questions or opinions from shareholders, the moderator proposed the Meeting to resolve the matter in this agenda item which must be approved with the majority vote from the total vote of the shareholders attending the meeting and cast voting (excluding the abstaining vote).

**Resolution:** There was one more shareholder attending the meeting, holding a total of 2,640 shares, making a total of 40 shareholders attending the meeting, with a total of 1,562,658,091 shares.

The meeting has considered and certified the minutes of the EGM No. 3/2024 held on December 3<sup>rd</sup>, 2024 as proposed by the majority vote of shareholders attending the Meeting and casting vote, excluding abstain vote calculation, with unanimous votes as follows.

**The Meeting resolved the matter with the following votes:**

<u>Approved</u>	1,562,658,086	votes	equivalent to	100.0000 percent
<u>Disapproved</u>	0	vote	equivalent to	0.0000 percent
<b><u>Total Votes</u></b>	<b>1,562,658,086</b>	<b>votes</b>	<b>equivalent to</b>	<b>100.0000 percent</b>
<u>Abstain</u>	5	vote	(no counting vote)	
<u>Voided ballots</u>	0	vote		

**Agenda 2 Acknowledgement of the Company and its Subsidiaries' 2024 Performance, and to Consider Approving the Company's Consolidated Financial Statements fiscal year ended 31 December 2024, and Acknowledgement of Auditor's report**

The moderator proposed that the meeting consider and acknowledge the Company's operating results for the year 2024 and consider approving the financial statements of the Company and its subsidiaries for the year ending 31 December 2024 and acknowledge the auditor's report. The moderator invited Mrs. Panthong Nowa - Executive Director, Assistant Managing Director / Chief Financial Officer (CFO) to report the summary of the Company's operating results for the year 2024 to the shareholders as follows:

Details are shown in the annual report. The Board of Directors has arranged for the preparation of the financial statements of the Company and its subsidiaries for the year ending 31 December 2024, and the certified public accountant has audited and certified without expressing an opinion on the consolidated financial statements of the Group and the separate financial statements of the Company because it is not possible to find sufficient and appropriate audit evidence to be a basis for expressing an opinion on the financial statements in accordance with the financial reporting standards and separate financial statements of the Company to be presented to the shareholders' meeting for consideration and approval at the annual general meeting of shareholders in 2024 in accordance with Section 112 of the Public Limited Companies Act B.E. 2535, which is sent with the invitation letter to this meeting (Attachment No. 2). Summary of the operating results of the Company and its subsidiaries in the fiscal year ending 31 December 2024, the Company and its subsidiaries had a total revenue of 265.09 million baht and a net loss of 848.39 million baht.

Details of the Company and its subsidiaries' operating results are as follows:

Comparison of revenue in 2023-2024

For the fourth quarter of 2024, the Company and its subsidiaries had a total revenue of 19.67 million baht, compared to the fourth quarter of 2023, which had a total revenue of 66.62 million baht, a decrease of 70 percent.

In 2024, the Company and its subsidiaries had a total revenue of 265.09 million baht, compared to the total revenue in 2023 of 389.95 million baht, a decrease of 32 percent.

Revenue by product type in 2024

The Company separated all product groups into 3 groups as follows:

- Group 1: Standard product group, which is trucks, trailers, and semi-trailers designed and manufactured according to the standard vehicle specifications of the Department of Land Transport, with revenue in 2024 of 13.56 million baht and revenue in 2023 of 3.51 million baht, an increase of 286 percent compared to the previous year, as government customers ordered low-floor trailers.
- Group 2: Specially designed products, which are trucks, trailers, and semi-trailers in general that are specially designed for specific use. Or special work that requires design approval and production according to customer needs. In 2024, revenue was 188.04 million baht. In 2023, revenue was 143.45 million baht, an increase of 31 percent compared to the previous year, which received orders for food trucks for aircraft from foreign customers.
- Group 3 Project management and service work is the management of large projects and maintenance services and management of truck repair centers, including rental services for personnel in both the public and private sectors, which in 2024 had revenue of 47.04 million baht. In 2023, revenue was 225.18 million baht, a decrease of 79 percent from the same period of the previous year because the company has closed many repair centers and canceled large maintenance contracts early in 2024.

#### Income by group in 2024

Separated domestically and internationally as follows:

- Domestic customers Revenue in 2023 Revenue of 221.74 million baht, accounting for 60 percent of the total revenue of the year and revenue in 2024 Revenue of 68.14 million baht, accounting for 27 percent of the revenue of the year and revenue in 2024 decreased by 69 percent compared to the previous year due to the cancellation of several domestic repair centers and the cancellation of the bus maintenance project contract.
- International customers Revenue in 2023 Revenue of 150.40 million baht, accounting for 40 percent of the total revenue of the year and revenue in 2024 of 180.50 million baht, accounting for 73 percent of the total revenue of the year and revenue in 2024 increased by 20 percent compared to the previous year from the order of food trucks for aircraft.

#### Profit (loss) and earnings before interest, tax, depreciation And amortization expenses in 2024:

- Profit (loss) in 2023 and 2024, the Company and its subsidiaries had a loss of 572.48 million baht and a loss of 848.39 million baht, respectively.
- EBITDA in 2023 and 2024 was negative (298.18) million baht and negative (619.09) million baht, respectively, due to the recording of fixed costs and employee expenses, including provisions in accordance with accounting standards and financial costs.

#### Summary of financial position

As of December 31, 2024, the Company and its subsidiaries had the following financial position as follows:

- Total assets in 2023 were 3,201.04 million baht, in 2024 were 2,649.41 million baht, a decrease of 17.23 percent compared to the previous year due to lower deposits. and impairment of other non-current assets
- Liabilities in 2023 were 2,664.84 million baht and 2024 were 2,439.90 million baht, down 8.44 percent due to the payment of trade creditors and adjustment of creditors who subscribed for additional common shares to paid-up capital
- Shareholders' equity in 2023 was 536.20 million baht and 2024 was 209.52 million baht, down 60.93 percent from the operating results that were at a loss

#### Important financial ratios

Profitability ratios for both 2023 and 2024, whether gross profit, operating profit, and net profit, were negative figures. The ratio of interest-bearing debt to shareholders' equity according to the conditions of 5 times in 2024 was 8.06 times, which exceeds the conditions specified in the debentures. However, the Company has already held a meeting to request relaxation to prevent breach of conditions from the debenture holders on April 10, 2025.

The financial statements of the Company and its subsidiaries for the year ending on December 31, 2024, the certified public accountant is unable to express an opinion on the consolidated financial statements

and the separate financial statements of the Company according to the criteria for disclaiming an opinion as follows:

- Uncertainty in the application of the going concern criteria, which arises from continuous losses and current liabilities exceeding current assets, which indicates uncertainty in the going concern of the Group and its subsidiaries.
- The Company is unable to maintain the ratio of interest-bearing debt to equity as specified in the credit facility agreement with the financial institution and the debenture agreement.
- The auditor is independent of the Group and the Company and has complied with the ethical responsibilities in accordance with the requirements of the professional practitioners set by the Accounting Professions Council under Royal Patronage.

The Company and its subsidiaries valued the anti-corruption policy by requiring all directors, executives and employees for prohibited and unaccepted any form of direct or indirect corruption. The guideline is as follows:

1. Every level of employee must be complied with the anti-corruption policy and code of business conduct of the Company. Employees must not be involved with any direct or indirect corruption.
2. Executives must not neglect or ignore when witnessing actions that are considered corruption, as well as must cooperate in investigating facts to ensure that the person responsible for auditing performs duty transparently.
3. The Company provides fairness and protection to employees who report corruption with a measure to protect the whistleblower or those who cooperate on whistleblowing under the whistleblower procedures. Moreover, the Company provides various complaint or whistleblowing channels, such as email, website, and complaint mailbox. There was no whistleblowing from any channels throughout the year 2024.

Then, the moderator offered opportunities for the shareholders to make inquiries and express their opinion regarding this agenda can be summarized as follows:

❖ Miss. Chanitha Piyaphanichyakul - The proxy from the Thai Investors Association asked:

1. CHO shares are marked CB and CS. What is the company's plan to remove the marks and how long does it expect to take?
2. The auditors did not express an opinion on the financial statements for 2024 because the company could not maintain the ratio of interest-bearing debt to the bank of 435 million baht. What is the company's approach to solving these problems and what is the progress of the negotiation?
3. The reason why CHO has been operating at a gross loss for many years, with costs of approximately 375 million baht in 2024, while revenue was only 265 million baht.
4. The reason why total receivables are higher than revenue, with receivables from related companies in the other receivables section of 111 million baht, trade receivables, and other receivables from Khon Kaen Cho Thavee (1993) Co., Ltd., which is an RP worth 33 million baht.

❖ Mrs. Panthong Nowa - CFO answered questions as follows:

1. The Company acknowledges the status of being marked CB and CS because the Company has set aside 100% impairment of other non-current assets and set aside impairment of various inventories and set aside provisions for standard trade receivables in the past 5 years, which has caused the Company to have continuous net losses for more than 5 years. However, if we consider the Company's cash flow statement from operations during the year of the Covid-19 epidemic, the Company's cash flow statement from operations is still positive, making the Company confident that it will be able to generate income and profits for the Company to return to positive within 2 years from 2025.
2. The Company has negotiated with financial institutions and is in the process of discussing plans to restructure all 3 debts. The Company has taken action to reduce costs in all aspects, including developing new projects that will help generate consistent income to solve the

- financial problem sustainably. The rehabilitation process has already begun with some creditors.
3. The Company is experiencing high costs and has requested to revise the figures from 375 million baht to 363.49 million baht, resulting from the production and maintenance of passenger cars. Revenue was lower than expected, partly due to the cancellation of government projects and the recording of fixed expenses in depreciation and salaries of employees in the production section. The company is therefore accelerating its business restructuring, reducing costs and expenses in all aspects, including reducing the number of personnel and using technology to replace them, focusing on stable income in businesses with expertise.
  4. From other debtors 111 million baht, which is a reserve for paying the SPAC renewal fee, which is a joint venture company abroad, and the portion of Khon Kaen Cho Thavee (1993) Co., Ltd., is the outstanding interest that is gradually paid according to the contract every month. The company has set aside provisions in accordance with accounting standards and has a plan to negotiate to adjust the debt repayment terms and closely monitor the debt.

When none of the shareholders wished to inquire or share their opinion, the moderator proposed the Meeting to resolve the matter in this agenda item which must be approved with the majority vote from the total vote of the shareholders attending the meeting and voting (excluding the abstaining vote).

**Resolution:** Prior to the voting, no additional shareholders attending the meeting, resulting in the total 40 shareholders attending the meeting, equal to the total shares of 1,562,658,091 shares.

The meeting has considered and certified the Company Consolidated Financial statements for the year 2024 ended December 31, 2024 as proposed, with a majority of the total votes of shareholders attending the meeting and casting votes, as follows.

**The Meeting resolved the matter with the following votes:**

<u>Approved</u>	1,562,658,086	votes	equivalent to	99.9999 percent
<u>Disapproved</u>	5	vote	or equal to less	0.0001 percent
<b><u>Total Votes</u></b>	<b>1,562,658,091</b>	<b>votes</b>	<b>equivalent to</b>	<b>100.0000</b> percent
<u>Abstain</u>	0	vote	(no counting vote)	
<u>Voided ballots</u>	0	vote		

**Agenda 3 Consideration to approve for the no allocation of the net profit for the year 2024 as legal reserve.**

The moderator informed the Meeting that, to comply with the Public Limited Companies Act B.E.2535 (1992) and Company's Articles of Association, the Company has to allocate net profit for a legal reserve not less than five (5) percent of the annual net profit after subtracting beginning retained loss (if any), until the legal reserve are not less than 10 percent of the registered capital. And the Company's Articles of Association, the Board of Directors had to propose an agenda item for an allocation or no allocation of profit/loss to be a legal reserve, for the shareholders' approval at the AGM.

The moderator then offered opportunities for the shareholders to consider on no allocation of net profit year 2024 as a legal reserve. Due to the operating results of the year 2024 according to the separate financial statements, there is a loss.

The moderator then offered opportunities for the shareholders to make inquiries and express their opinion regarding this Agenda.

Since there were no questions or opinions from shareholders, the Moderator proposed the meeting to resolve the matter in this agenda item which must be approved with the majority vote from the total vote of the shareholders attending the meeting and voting (excluding the abstaining vote).

**Resolution:** Prior to the voting, no additional shareholders attending the meeting, resulting in the total 40 shareholders attending the meeting, equal to the total shares of 1,562,658,091 shares.

The meeting has considered and approved for the no allocation of the net profit for the year 2024 as legal reserve according to the proposed details, with unanimous votes as follows.

**The Meeting resolved the matter with the following votes:**

<u>Approved</u>	1,562,658,091	votes	equivalent to	100.0000 percent
<u>Disapproved</u>	0	vote	equivalent to	0.0000 percent
<b><u>Total Votes</u></b>	<b>1,562,658,091</b>	<b>votes</b>	<b>equivalent to</b>	<b>100.0000 percent</b>
<u>Abstain</u>	1	vote	(no counting vote)	
<u>Voided ballots</u>	0	vote		

**Agenda 4 Consideration to approve the dividend payment omission for the year 2024.**

The moderator informed the meeting that to comply with the Public Limited Companies Act. B.E.2535 (1992) and the Company' Article of Association, the Board of Directors assigned to propose an agenda for dividend or no dividend to the annual general meeting of shareholders to consider. In the case that the company still has accumulated loss, payment of dividends is prohibited.

The moderator proposed to the Meeting to approve the omission of dividend payment for the year 2024. Due to the operating results of the year 2024 according to the separate financial statements, there is a loss. And there is also an accumulated loss ending on December 31, 2024, so dividends cannot be paid.

The moderator then offered opportunities for the shareholders to make inquiries and express their opinion regarding this Agenda.

Since there were no questions or opinions from shareholders, the Moderator proposed the Meeting to resolve the matter in this agenda item which must be approved with the majority vote from the total vote of the shareholders attending the meeting and voting (excluding the abstaining vote).

**Resolution:** Prior to the voting, no additional shareholders attending the meeting, resulting in the total 40 shareholders attending the meeting, equal to the total shares of 1,562,658,091 shares.

The meeting has considered and approved for the omission of dividend payment for the year 2024 according to the proposed details, with unanimous votes as follows.

**The Meeting resolved the matter with the following votes:**

<u>Approved</u>	1,562,658,091	votes	equivalent to	100.0000 percent
<u>Disapproved</u>	0	vote	equivalent to	0.0000 percent
<b><u>Total Votes</u></b>	<b>1,562,658,091</b>	<b>votes</b>	<b>equivalent to</b>	<b>100.0000 percent</b>
<u>Abstain</u>	0	vote	(no counting vote)	
<u>Voided ballots</u>	0	vote		

**Agenda 5 Consideration to approve of the re-election of Directors to replace those retirements by rotation.**

The Moderator informed the Meeting that according to Clause 19 of the Company' s Articles of Association required that in each time of AGM, one-third (1/3) of directors at that time, must resigned from the position, in case that the number of directors can't be divided as one-third (1/3) in even, the number should be in the closet to one-third (1/3) in the first year, and drawing lot in the second year after the company' s registration, in the later year, the director with the longest term will be resigned from the position. However, the directors retiring by rotation may be re- elected again. There are 3 retiring directors by rotation this year as follows:

- |                                   |   |
|-----------------------------------|---|
| 1. Mr. Jessadawat Priapcharyawat  | Chairman of Audit Committee and Independent Director, Corporate Governance, Risk Management, Nomination and Compensation Director |
| 2. Miss Asana Taweangsakulthai    | Director and Executive Director   |
| 3. Mr. Siritawat Taweangsakulthai | Director, Corporate Governance, Risk Management, Nomination and Compensation Director and Executive Director                      |

The moderator informed the meeting that the criteria for selection of persons to be appointed as a director was considered together by the Corporate Governance, Risk Management, Nomination and Compensation Committees no. 2/2025 held on February 26, 2025 the selected individuals are eligible according to Public Companies Limited law act B.E. 2535 (1992) and the announcement of the Securities and Exchange Commission and the Stock Exchange of Thailand. And the company announced a shareholders' invitation to nominate qualified candidates for a directorship at the company website

<https://investor.cho.co.th/th/downloads/shareholders-meeting> from November 28, 2024 to December 31, 2024, subjecting on shareholders' invitation to propose items for the AGM agenda, and nominate qualified candidates for a directorship for the board consideration, and despite the invitation, neither candidates nor agenda items were proposed. And according to Clause 19 of the Company's Articles of Association, the retired director can be re-elected again. The Board (not including the beneficial directors for this matter) considered according to the opinion of the committees of Corporate Governance, Risk Management, Nomination and Compensation and agreed that the retired directors were qualified according to the Section 68 of Public Company Limited Acts B.E.2535. They were expertise and experience for the Company benefits also, a suitable qualification for the company's business operation. In addition, they did not hold a position as a director / an executive in other businesses that may cause a conflict of interest or a business competition with the company. However, The Board proposed that the shareholders should approve the appointment of 3 retired directors to serve as directors for another term with the positions as before as following details:

- |                                   |   |
|-----------------------------------|---|
| 1. Mr. Jessadawat Priapcharyawat  | Hold the position of director and other positions as The previously held for another term |
| 2. Miss Asana Taweangsakulthai    | Hold the position of director and other positions as The previously held for another term |
| 3. Mr. Siritawat Taweangsakulthai | Hold the position of director and other positions as The previously held for another term |

The details about age, period of holding Director position, shareholding proportion, work experiences and period of holding Director/Executive position in other company, and the Board of Directors meeting participating record are in the enclosure no. 4. The definition of independent directors of the company is in accordance with the criteria set by the Securities and Exchange Commission of Thailand with details as in the enclosure no.5.

The moderator then offered opportunities for the shareholders to make inquiries and express their opinion regarding this Agenda. To ensure transparency during voting and according to the principles of good governance therefore, we would like to invite the directors who have resigned from their positions to complete their terms. Temporarily leave the meeting room.

Since there were no further questions or opinions from shareholders, the moderator proposed the Meeting to resolve the matter in this agenda item which must be approved with the majority vote from the total vote of the shareholders attending the meeting and voting (excluding the abstaining vote).

**Resolution:** Prior to the voting, no additional shareholders attending the meeting, resulting in the total 40 shareholders attending the meeting, equal to the total shares of 1,562,658,091 shares.

The Meeting resolved to approve the appointment of Mr. Jessadawat Priapcharyawat, Miss Asana Taweangsakulthai and Mr. Siritawat Taweangsakulthai

to be re- elected as Directors for another term by holding the position as previously held according to the details proposed, with unanimous votes as follows.

5.1 Mr. Jessadawat Priapchariyawat

**The Meeting resolved the matter with the following votes:**

<u>Approved</u>	1,562,658,091	votes	equivalent to	100.0000 percent
<u>Disapproved</u>	0	vote	equivalent to	0.0000 percent
<b><u>Total Votes</u></b>	<b>1,562,658,091</b>	<b>votes</b>	<b>equivalent to</b>	<b>100.0000 percent</b>
<u>Abstain</u>	0	vote	(no counting vote)	
<u>Voided ballots</u>	0	vote		

5.2 Miss Asana Taweessangsakulthai

**The Meeting resolved the matter with the following votes:**

<u>Approved</u>	1,562,658,091	votes	equivalent to	100.0000 percent
<u>Disapproved</u>	0	vote	equivalent to less	0.0000 percent
<b><u>Total Votes</u></b>	<b>1,562,658,091</b>	<b>votes</b>	<b>equivalent to</b>	<b>100.0000 percent</b>
<u>Abstain</u>	0	vote	(no counting vote)	
<u>Voided ballots</u>	0	vote		

5.3 Mr. Siriwat Taveesangsakulthai

**The Meeting resolved the matter with the following votes:**

<u>Approved</u>	1,562,658,091	votes	equivalent to	100.0000 percent
<u>Disapproved</u>	0	vote	equivalent to less	0.0000 percent
<b><u>Total Votes</u></b>	<b>1,562,658,091</b>	<b>votes</b>	<b>equivalent to</b>	<b>100.0000 percent</b>
<u>Abstain</u>	0	vote	(no counting vote)	
<u>Voided ballots</u>	0	vote		

Prior to the Meeting on agenda 6 , the moderator requested the company's officer to invite the Directors who have been re-elected back to the meeting room.

**Agenda 6 Consideration to approve of the 2025 remuneration of Directors**

The moderator informed the meeting that according the meeting resolution of the Corporate Governance, Risk Management, Nomination and Compensation Committees no. 2/2025 held on February 26, 2025 and the company's Directors had considered unanimously proposing the remuneration of Directors for 2025 including the meeting allowance for the Board of Directors, the Audit Committees and the Corporate Governance, Risk Management, Nomination and Compensation Committee and monthly remuneration only for the Audit Committee amounting in aggregate to not exceeding 1,300,000 Baht per year, excluding medical examination and statutory liability insurance of directors, Travel expenses In case of a meeting at head office of the company and annual remuneration (Bonus) for the Board of Directors calculating from net profit after legal reserve, amounting to not exceeding 4,000,000 Baht (In case the company has profit from the separated financial statements). The authorization shall be given to the Chairman of the Board of Directors to allocate the remuneration for each of the Directors as deem appropriated, details as follows:

No.	Description	Year 2024	Year 2025 (For consideration)	Remark
1.	Meeting allowance for Board of Directors <ul style="list-style-type: none"> <li>• Chairman</li> <li>• Director</li> </ul>	12,500 Baht/meeting* 10,000 Baht/meeting*	12,500 Baht/meeting* 10,000 Baht/meeting*	
2.	Meeting allowance for Audit Committee <ul style="list-style-type: none"> <li>• Chairman</li> <li>• Director</li> </ul>	12,500 Baht/meeting* 10,000 Baht/meeting*	12,500 Baht/meeting* 10,000 Baht/meeting*	
3.	Meeting allowance for Corporate Governance, Risk Management, Nomination and			

No.	Description	Year 2024	Year 2025 (For consideration)	Remark
	Compensation <ul style="list-style-type: none"> <li>• Chairman</li> <li>• Director</li> </ul>	10,000 Baht/meeting* 8,000 Baht/meeting*	10,000 Baht/meeting* 8,000 Baht/meeting*	
4.	Monthly remuneration for Audit Committee <ul style="list-style-type: none"> <li>• Chairman</li> <li>• Director</li> </ul>	12,500 Baht/monthly/person 10,000 Baht/monthly/person	12,500 Baht/monthly/person 10,000 Baht/monthly/person	
5.	Annual remuneration (Bonus) In case the company gain profit	Not exceeding 4,000,000 Baht (Four million Baht)	Not exceeding 4,000,000 Baht (Four million Baht)	Chairman is authorized allocating to each of Director as appropriate
6.	Health care, Examination fee	As actually paid but not more than 25,000 baht per person per year.	As actually paid but not more than 25,000 baht per person per year.	

\*payment only for those who attend the meeting

The moderator then offered opportunities for the shareholders to make inquiries and express their opinion regarding this Agenda.

When none of the shareholders wished to inquire or share their opinion, the moderator then proposed the shareholders to vote on this Agenda which must be approved with the vote of not less than two-thirds (2/3) of total votes from the shareholders attending the meeting with voting right.

**Resolution:** Prior to the voting, no additional shareholders attending the meeting, resulting in the total 40 shareholders attending the meeting, equal to the total shares of 1,562,658,091 shares.

The Meeting considered approved for the Board of Directors' remuneration for 2025 according to the details proposed, with unanimous votes as follows.

**The meeting resolved the matter with the following votes:**

<u>Approved</u>	1,562,658,091	votes	equivalent to	100.0000 percent
<u>Disapproved</u>	0	vote	equivalent to	0.0000 percent
<u>Abstain</u>	0	vote	equivalent to	0.0000 percent
<b><u>Total Votes</u></b>	<b>1,562,658,091</b>	<b>votes</b>	<b>equivalent to</b>	<b>100.0000</b> percent
<u>Voided ballots</u>	0	vote		

**Agenda 7 Consideration to approve the appointment of an auditor and set audit fees for the year 2024.**

The moderator informed the meeting that according to section 120 of the Public Companies Limited Act B.E 2535 (1992), the shareholders' Meeting shall appoint the auditor and define their fee. Moreover, according to the notice from the Securities and Exchange Commission ref. KorJor. 75/2018 defined that the company has to manage for the rotation of the auditor in case that the auditor performed the duty for 7 fiscal years, whether consecutive or not.

The Audit Committee then propose the shareholders to consider approving the appointment of Mr. Vichai Ruchitanont, Certified Public Accountant (CPA) registration no. 4054 or Mr. Atipong Atipongsakul, CPA registration no.3500, or Mr. Sathien Vongsnan, CPA registration no.3495 or Ms. Kultida Pasurakul CPA registration no.5946 or Mr. Yuttapong Chuamuanpan CPA registration no.9445 on behalf of ANS Audit Co., Ltd. as the Company's auditor. One of the said auditors will perform the duty in auditing and express the

opinions on the Company's 2024 financial statements. In case that the aforementioned auditors are unable to perform the service, ANS Audit Co., Ltd. is required to provide qualified person from ANS Audit Co., Ltd. to perform the service instead. The 2025 Audit fees of the Company shall not exceed 2,700,000 Baht per year. Totally audit fees including the subsidiaries shall not exceed 3,335,000 Baht per year. Details are provided in enclosure 7. according to the details proposed at the meeting.

The moderator then offered opportunities for the shareholders to make inquiries and express their opinion regarding this Agenda.

Since there were no questions or opinions from shareholders, the moderator proposed the Meeting to resolve the matter in this agenda item which must be approved with the majority vote from the total vote of the shareholders attending the meeting and voting (excluding the abstaining vote).

**Resolution:** Prior to the voting, no additional shareholders attending the meeting, resulting in the total 40 shareholders attending the meeting, equal to the total shares of 1,562,658,091 shares.

The meeting considered and resolved to approve the appointment of the Company's auditors and the auditor's remuneration for the year 2025, not exceeding 2,700,000 baht per year. When including the remuneration of the subsidiary auditors, the total amount will not exceed 3,335,000 baht per year, according to the details proposed, with unanimous votes as follows.

**The Meeting resolved the matter with the following votes:**

<u>Approved</u>	1,562,658,091	votes	equivalent to	100.0000 percent
<u>Disapproved</u>	0	vote	equivalent to	0.0000 percent
<b><u>Total Votes</u></b>	<b>1,562,658,091</b>	<b>votes</b>	<b>equivalent to</b>	<b>100.0000 percent</b>
<u>Abstain</u>	0	votes	(no counting vote)	
<u>Voided ballots</u>	0	vote		

**Agenda 8 Consider and approve the decrease of the Company's registered capital by canceling unissued ordinary shares of the Company and the amendment of Clause 4 under the Company's Memorandum of Association to be in the line with the decrease of the Company's registered capital.**

The moderator informed the shareholders that the Company had announced a shareholders' to consider and approve the decrease of the Company's registered capital at the amount of 5 Baht, from the existing registered capital of 22,892,613,905 Baht to the new registered capital of 22,892,613,900 Baht, by cancelling unissued ordinary shares at the amount of 1 shares, with a par value of 5.00 Baht per share, which are shares allocated for the issuance and offering of convertible debentures as per the resolution of the Extraordinary General Meeting of Shareholders No. 1/2023 hold on 9 November 2023. ("EGM 1/2023")

However, after the cancelling unissued ordinary shares mentioned above, the Company still has ordinary shares that have not yet been issued at the amount of 990,513,750 shares, with details as follows:

- (1) To accommodate the exercise of the conversion rights of convertible debentures issued and offered to specific investors regarding to the resolution of the EGM 1/2023 at the amount of 274,969,346 shares.
- (2) To accommodate the exercise of the conversion rights of convertible debentures issued and offered specific investors pursuant to the resolution of the Extraordinary General Meeting No. 3/2024 held on 3 December 2024 ("EGM 3/2024") (Referred to as "Convertible Debentures No. 5") at the amount of 437,069,788 shares.
- (3) To accommodate the exercise of Warrants to purchase ordinary shares of the Company No. 4 (CHO-W4) at the amount of 278,474,616 shares.

And approve the amendment of Clause 4 under the Company's Memorandum of Association to be in accordance with the decrease of registered capital as follows:

"Clause 4.	Registered Capital	22,892,613,900 Baht	(Twenty-Two Billion Eight Hundred Ninety-Two Million Six Hundred Thirteen Thousand and Nine Hundred Baht)
	Divided into	4,578,522,780 shares	(Four Billion Five Hundred Seventy-Eight Million Five Hundred Twenty-Two Thousand Seven Hundred and Eighty shares)
	Par value per shares	5.00 Baht	(Five Baht)
	Categorized into		
	Ordinary share	4,578,522,780 shares	(Four Billion Five Hundred Seventy-Eight Million Five Hundred Twenty-Two Thousand Seven Hundred and Eighty shares)
	Preference share	- shares	(-)"

Including, the authorization of the authorized directors of the Company and/or any persons designated by the authorized directors of the Company as the authorized person to determine the conditions and details of the relevant procedures regarding such decrease of the registered capital; as well as, to change words or phrases of the minutes of the shareholders' meeting, Memorandum of Association, and/or any application and/or any proceeding to comply with the Registrar's instruction in order to file registration of the decrease of registered capital and amendment of the Company's Memorandum of Association to the Department of Business Development, the Ministry of Commerce.

The moderator then offered opportunities for the shareholders to make inquiries and express their opinion regarding this Agenda.

When none of the shareholders wished to inquire or share their opinion, the moderator then proposed the shareholders to vote on this agenda must be approved by a vote of not less than three-fourths (3/4) of the total votes of the shareholders who attended the meeting and are entitled to vote.

**Resolution:** Prior to the voting, no additional shareholders attending the meeting, resulting in the total 40 shareholders attending the meeting, equal to the total shares of 1,562,658,091 shares.

The Meeting considered approve the decrease of the Company's registered capital at the amount of 5 Baht, from the existing registered capital of 22,892,613,905 Baht to the new registered capital of 22,892,613,900 Baht, by cancelling unissued ordinary shares at the amount of 1 shares, with a par value of 5.00 Baht per share and the amendment of Clause 4 under the Company's Memorandum of Association to be in the line with the decrease of the Company's registered capital and the related authorization, according to the details proposed, with unanimous votes as follows.

**The meeting resolved the matter with the following votes:**

<u>Approved</u>	1,562,658,091	votes	equivalent to	100.0000 percent
<u>Disapproved</u>	0	vote	equivalent to	0.0000 percent
<u>Abstain</u>	0	vote	equivalent to	0.0000 percent
<b><u>Total Votes</u></b>	<b>1,562,658,091</b>	<b>votes</b>	<b>equivalent to</b>	<b>100.0000</b> percent
<u>Voided ballots</u>	0	vote		

**Agenda 9 Consider and approve the change in a par value of shares by combining share value of the Company and the amendment of Clause 4 under the Company's Memorandum of Association to be in the line with the change in a par value of shares of the Company.**

The moderator informed the shareholders that the Company had announced a shareholders' to consider and approve the Company will propose to change in a par value of the shares of the Company by combining shares from a par value of 5.00 Baht per share to a par value of 25.00 Baht per share, resulting in a decrease in the number of shares of the Company by 3,662,818,224 shares, from the existing amount at 4,578,522,780 shares with a par value of 5.00 Baht per share to 915,704,556 shares with a par value of 25.00 Baht per share. This change in the par value of shares of the Company will impact the number of shares held by each shareholder to decrease at a ratio of 5 existing ordinary shares to 1 new ordinary share, as follows;

	<b>Prior to the change in the par value of the shares</b>	<b>After the change in the par value of the shares</b>
Number of Registered Capital	22,892,613,900 Baht	22,892,613,900 Baht
Number of Paid-up Capital	17,940,045,150 Baht	17,940,045,150 Baht
Number of Registered Shares	4,578,522,780 Shares	915,704,556 Shares
Number of Paid-up Shares*	3,588,009,030 Shares	717,601,806 Shares
Par Value	5.00 Baht per share	25.00 Baht per share

**Remark\*:**

- 1.The number of registered capital and number of registered capital after the decrease in registered capital by canceling unissued ordinary shares at the amount of 1 share.
- 2.After the change in a par value of shares of the Company by combining shares mentioned above, unissued reserved ordinary shares to accommodate the exercise of conversion rights of convertible debentures and the warrants CHO-W4, the amount remaining of 198,102,750 shares which is divided as follows:
  - (1)To accommodate the exercise of conversion rights of the convertible debentures issued and offered to specific investors pursuant to the EGM 1/2023 totaling 54,993,869 Shares.
  - (2)To accommodate the exercise of conversion rights of the convertible debentures issued and offered to specific investors pursuant to EGM 3/2024 totaling 87,413,957 Shares.
  - (3)To accommodate the exercise of the Warrants CHO-W4 totaling 55,694,924 shares.

The Company intends to change the par value of shares of the Company through the combining shares to enhance the stability of the Company's stock price in the stock exchange. The reduction in the number of shares and the increase in share price may result in a decrease in trading volume, which could, in turn, reduce stock price volatility.

In this regard, the calculation to change a par value of the shares from 5.00 Baht per share to 25.00 Baht per share will result in certain shareholders having fractional shares that are insufficient to convert into new shares. These fractional shares will be discarded in the calculation. For the calculation of the change in a par value of shares and the rounding of fractional shares, the Company will assign Thailand

Securities Depository Company Limited ("**TSD**"), which is a share registrar of the Company, to carry out the calculation based on the operational system of the TSD.

Nonetheless, in order to protect the rights of shareholders affected by the rounding of fractional shares, shareholders may buy or sell fractional shares (odd lot) on the Stock Exchange of Thailand ("**SET**") to ensure that they have a sufficient number of shares for the share combining calculation before the change in the par value of shares of the Company becomes effective. However, for shareholders who have insufficient fractional shares to convert into new shares, which will be discarded after the calculation, the Company is willing to compensate for the fractional shares that are discarded at a price of 5.00 Baht per share (Equivalent to the original par value of the Company). Each affected shareholder can claim the compensation for the fractional shares through the following procedures:

- (1)Request cash compensation for fractional shares in person at the Company's office, at Cho Thavee Public Company Limited No. 265 Moo 4 Klang Muang Road, Muangkhaio Sub-district, Muang Khon Kaen District, Khon Kaen Province 40000 or
- (2)Notify the intention to request compensation for the fractional shares via bank transfer by submitting a written request to the Company through postal mail or by electronic mail (E-mail) to the Company at Cho Thavee Public Company Limited, office No. 265 Moo 4 Klang Muang Road,

Muangkhao Sub-district, Muang Khon Kaen District, Khon Kaen Province 40000. The request should include documents confirming the shareholder's identity, which must still be valid (e.g., a copy of the ID card, governmental officer card, state enterprise employee card, passport, or certificate of business registration, etc.), along with a copy of the bank account details for the transfer, where the account holder's name must match the shareholder's name. The Company will transfer the compensation for the fractional shares once the accuracy of the provided information has been verified.

In this regard, such request for cash compensation for the fractional shares in person or notification of the intention to request compensation for the fractional shares via bank transfer, the shareholders must take action within 1 month from the date of a change in par value of the Company is registered with the Department of Business Development, Ministry of Commerce, which is expected to occur during May 2025. The Company will announce further details through the news notification system of the Stock Exchange of Thailand ("SET"). In this respect, any shareholder fails to claim the cash compensation or notify their intention to receive the compensation via bank transfer within the specified period, the Company will consider that shareholder to have waived their right to receive the compensation.

Accordingly, the Board of Directors' Meeting had resolved to propose to the 2025 Annual General Meeting of Shareholders to consider and approve the authorization to the Board of Directors and/or Executive Committee and/or Chief Executive Officer and/or authorized directors of the Company and/or any person designated by the Board of Directors or Executive Committee or Chief Executive Officer or authorized directors of the Company as the authorized person to determine the terms and details related to the implementation of change in the par value of the shares by combining shares, including, but not limited to, determining other terms and conditions for the compensation of discarded fractional shares, and notifying or applying approval to any relevant authorities to ensure compliance with applicable laws and/or regulations.

And approve the amendment of Clause 4 under the Company's Memorandum of Association to accordance with the change in par value of the Company as follows:

"Clause 4.	Registered capital	22,892,613,900	Baht	(Twenty-Two Billion Eight Hundred Ninety-Two Million Six Hundred Thirteen Thousand and Nine Hundred Baht)
	Divided into	915,704,556	shares	(Nine Hundred Fifteen Million Seven Hundred Four Thousand Five Hundred and Fifty-Six shares)
	Par value per shares	25.00	Baht	(Twenty-Five Baht)
	Categorized into Ordinary shares	915,704,556	shares	(Nine Hundred Fifteen Million Seven Hundred Four Thousand Five Hundred and Fifty-Six shares)
	Preferred shares	-	shares	(-shares)"

Including, the Board of Directors' Meeting had resolved to propose to the 2025 Annual General Meeting of Shareholders to consider and approve the authorization to the Chief Executive Officer and/or any persons designated by the Chief Executive Officer as the authorized person to determine the conditions and details of the relevant procedures regarding such change in par value of shares; as well as correcting words or phrases of the minutes of the shareholders' meeting, Memorandum of Association, and/or any application, and/or any

proceeding to comply with the Registrar's instruction in order to file for registration of the change in par value of shares and amendment of the Company's Memorandum of Association to the Department of Business Development, Ministry of Commerce.

Moreover, a change in par value of the Company's shares as mentioned above. The Company must adjust the exercise price and the exercise ratio according to the Warrant to purchase ordinary shares of the Company No. 4 ( CHO-W4 ), under Terms and Conditions Governing the Rights and Obligations of the Warrants Issuer and Warrants Holders to Purchase Ordinary Shares of Cho Thavee Public Company Limited No. 4 (" **Term and Condition CHO-W4** "). In order to maintain the benefits of the warrant holders. The details of the calculation formula are as follows:

	<b>Prior to the adjustment of rights, par value of 5.00 Baht</b>	<b>After the adjustment of rights, par value of 25.00 Baht</b>
Exercise Price (Baht)	0.23 Baht per share	1.15 Baht per share
Exercise Ratio	The warrant 1 unit per 1 newly issued ordinary share	The warrant 1 unit per 0.20 newly issued ordinary share

**Remark:**

1. The change in the exercise price and exercise ratio will be effective immediately when the new par value effective as published through the Stock Exchange's information disclosure system.
2. In case that the number of shares calculated from the exercise of the warrant is a fraction. These fractional shares will be discarded.

The moderator then offered opportunities for the shareholders to make inquiries and express their opinion regarding this Agenda.

When none of the shareholders wished to inquire or share their opinion, the moderator then proposed the shareholders to vote on this agenda must be approved by a vote of not less than three-fourths (3/4) of the total votes of the shareholders who attended the meeting and are entitled to vote.

**Resolution:** Prior to the voting, no additional shareholders attending the meeting, resulting in the total 40 shareholders attending the meeting, equal to the total shares of 1,562,658,091 shares.

The Meeting considered approve the shares of the Company by combining shares from a par value of 5.00 Baht per share to a par value of 25.00 Baht per share, resulting in a decrease in the number of shares of the Company by 3,662,818,224 shares, from the existing amount at 4,578,522,780 shares with a par value of 5.00 Baht per share to 915,704,556 shares with a par value of 25.00 Baht per share. And the amendment of Clause 4 under the Company's Memorandum of Association to be in the line with the decrease of the Company's registered capital and the related authorization, as proposed in accordance with the proposed details, with unanimous votes as follows.

**The meeting resolved the matter with the following votes:**

<u>Approved</u>	1,562,658,091	votes	equivalent to	100.0000 percent
<u>Disapproved</u>	0	vote	equivalent to	0.0000 percent
<u>Abstain</u>	0	vote	equivalent to	0.0000 percent
<b>Total Votes</b>	<b>1,562,658,091</b>	<b>votes</b>	<b>equivalent to</b>	<b>100.0000 percent</b>
<u>Voided ballots</u>	0	vote		

**Agenda 10 Consider and approve the increase of the Company’s registered capital and the amendment of Clause 4 under the Company’s Memorandum of Association to be in the line with the increase of the Company’s registered capital.**

The moderator informed the shareholders that the Company had announced a shareholders’ to consider and approve the increase of registered capital of the Company at the amount of 3,835,797,275 Baht from the existing registered capital of 22,892,613,900 Baht to the new registered capital of 26,728,411,175 Baht by issuing newly issued ordinary shares at the amount not exceeding 153,431,891 shares (Such number of newly issued shares is calculated based on the number of shares after the change in a par value, following the combining shares), with a par value of 25.00 Baht per share to additional accommodate the exercise of conversion right of convertible debentures issued and offered to specific investors pursuant to the resolution of the Extraordinary General Meeting of Shareholders No. 3/2024 held on 3 December 2024 (EGM 3/2024).

And approve the amendment of Clause 4 under the Company’s Memorandum of Association to be in accordance with the decrease of registered capital as follows:

“Clause 4.	Registered Capital	26,728,411,175 Baht	(Twenty-Six Billion Seven Hundred Twenty-Eight Million Four Hundred Eleven Thousand One Hundred and Seventy-Five Baht)
	Divided into	1,069,136,447 shares	(One Billion Sixty-Nine Million One Hundred Thirty-Six Thousand Four Hundred and Forty-Seven shares)
	Par value per shares	25.00 Baht	(Twenty-Five Baht)
	Categorized into		
	Ordinary share	1,069,136,447shares	(One Billion Sixty-Nine Million One Hundred Thirty-Six Thousand Four Hundred and Forty-Seven shares)
	Preference share	- shares	(-)”

Including, the authorization of the authorized directors of the Company and/or any persons designated by the authorized directors of the Company as the authorized person to determine the conditions and details of the relevant procedures regarding such increase of registered capital; as well as correcting words or text in the minutes of the shareholders’ meeting, Memorandum of Association, and/or various applications, and/or take any action in order to comply with the Registrar’s instruction in filing for registration of increase in registered capital and amendment of the Memorandum of Association of the Company to the Department of Business Development, Ministry of Commerce.

The details regarding the increase of registered capital of the Company are provided in the Capital Increase Report Form (F53-4) (Attachment No. 8).

The moderator then offered opportunities for the shareholders to make inquiries and express their opinion regarding this Agenda.

When none of the shareholders wished to inquire or share their opinion, the moderator then proposed the shareholders to vote on this agenda must be approved by a vote of not less than three-fourths (3/4) of the total votes of the shareholders who attended the meeting and are entitled to vote.

**Resolution:** Prior to the voting, no additional shareholders attending the meeting, resulting in the total 40 shareholders attending the meeting, equal to the total shares of 1,562,658,091 shares.

The Meeting considered approve the increase of registered capital of the Company at the amount of 3,835,797,275 Baht from the existing registered capital of 22,892,613,900 Baht to the new registered capital of 26,728,411,175 Baht by issuing newly issued ordinary shares at the amount not exceeding 153,431,891 shares (Such number of newly issued shares is calculated based on the number of shares after the change in a par value, following the combining shares), with a par value of 25.00 Baht per share and the amendment of Clause 4 under the Company’s Memorandum of Association to be in the line with the decrease of the Company’s registered capital and the related authorization, as proposed in accordance with the proposed details, with unanimous votes as follows.

**The meeting resolved the matter with the following votes:**

<u>Approved</u>	1,562,658,091	votes	equivalent to	100.0000 percent
<u>Disapproved</u>	0	vote	equivalent to	0.0000 percent
<u>Abstain</u>	0	vote	equivalent to	0.0000 percent
<b><u>Total Votes</u></b>	<b>1,562,658,091</b>	<b>votes</b>	<b>equivalent to</b>	<b>100.0000 percent</b>
<u>Voided ballots</u>	0	vote		

**Agenda 11 Consider and approve the allocation of newly issued ordinary shares of the Company to accommodate the exercise of conversion rights convertible debentures issued and offered to specific investors pursuant to the resolution of Extraordinary General Meeting No. 3/2024 held on 3 December 2024.**

The moderator informed the shareholders that the Company had announced a shareholders’ to consider and approve of newly issued ordinary shares, whether once or several times, in the amount not exceeding 153,431,891 shares (Such number of newly issued shares is calculated based on the number of shares after the change in a par value, following the combining shares), with a par value of 25.00 Baht per share to accommodate the exercise of the conversion rights of convertible debentures issued and offered to specific investors namely Advance Opportunities Fund VCC (“AOF VCC”) and Advance Opportunities Fund 1 (“AO Fund 1”). This is an additional allocation from the allocation to accommodate the exercise of the conversion rights of convertible debentures issued and offered pursuant to the resolution of the Extraordinary General Meeting No. 3/2024 held on 3 December 2024 (“EGM 3/2024”) (“Convertible Debentures No. 5”). The remaining ordinary shares allocated to accommodate the exercise of conversion rights of the convertible debentures issued and offered pursuant to the resolution of the Extraordinary General Meeting of Shareholders No. 3/2024, totaling 87,413,957 shares with a par value of 25.00 Baht per share (the number of shares is calculated based on the number of shares after the change in par value through a share combining), as of the date of the Board of Directors’ Meeting No. 3/2025, held on 27 February 2025.

The conversion price of the convertible debentures must not be lower than 90 percent of the market price whereas the market price is calculated based on the weighted average price of shares of the Company trading on the Market for Alternative Investment (mai) for not less than 7 consecutive business days, but not more than 15 consecutive business days prior to the day the convertible debenture holders exercise their conversion rights, in accordance with the Notification No. TorJor. 16/2565 Re: Application for and Approval of the Offering for Sale of Newly Issued Debt Instruments to a Private Placement and Offering of Convertible Debentures to Specific Person and the Notification of the Office of the Securities and Exchange Commission No. SorJor. 46/2565 Re: Calculation of Offering Price of Securities and Determination of Market Price for Consideration of an Offer for Sale of Newly Issued Shares at a Low Price pursuant the resolution of EGM 1/2023 (Remarks: the market price is calculated by specifying 2 decimal places. However, if the 3th decimal place is 5 or more, it will be rounded up. The conversion price of convertible debentures will be calculated by specifying 3 decimal places. If the 4th decimal place is 5 or more, it will be rounded up).

In this regard, the number of newly issued ordinary shares allocated to accommodate the convertible debentures pursuant to EGM 3/2024 at the total amount of 240,845,848 shares combined with the total number of newly issued ordinary shares allocated to accommodate the exercise of all convertible securities of the

Company (Such number of shares is calculated based on the number of shares after the change in par value through a share combining), namely

- (1) convertible debentures issued and offered to specific investors pursuant to EGM 1/2023 at the amount of 54,993,869 shares and
- (2) Warrants to purchase ordinary shares of the Company No. 4 (CHO-W4) at the amount of 55,694,924 shares which results in the total amount of 351,534,641 shares, representing 48.99 percent of the total number of sold shares of the Company as of the date of Board of Directors' meeting No. 3/2025 held on 27 February 2025, not exceeding 50 percent of the total number of sold shares of the Company.

In addition, because the Company has accumulated losses as shown in the statement of financial position and financial statement for the year as of 31 December 2024 reviewed by a certified public accountant, the Company may determine the conversion price of convertible debentures to be lower than the par value of the Company, however, such price shall not lower than 0.01 Baht per share. In this case, the Company shall comply with Section 52 of the Public Limited Company Act B.E. 2535 (Section 52 states that a public company which is at a loss but has been in operation for not less than 1 year may offer sale of shares with the value lower than the registered value, subject to approval of shareholders' meeting and such discount rate being clearly specified).

The details regarding the increase of registered capital of the Company and allocation of newly issued ordinary shares of the Company are provided in the Capital Increase Report Form (F53-4) (Attachment No. 8).

The moderator then offered opportunities for the shareholders to make inquiries and express their opinion regarding this Agenda.

Since there were no questions or opinions from shareholders, the moderator proposed the Meeting to resolve the matter in this agenda item which must be approved with the majority vote from the total vote of the shareholders attending the meeting and voting (excluding the abstaining vote).

**Resolution:** Prior to the voting, no additional shareholders attending the meeting, resulting in the total 40 shareholders attending the meeting, equal to the total shares of 1,562,658,091 shares.

The meeting considered and resolved to approve the of newly issued ordinary shares, whether once or several times, in the amount not exceeding 153,431,891 shares (Such number of newly issued shares is calculated based on the number of shares after the change in a par value, following the combining shares), with a par value of 25.00 Baht per share to accommodate the exercise of the conversion rights of convertible debentures issued and offered to specific investors namely Advance Opportunities Fund VCC ("AOF VCC") and Advance Opportunities Fund 1 ("AO Fund 1"). This is an additional allocation from the allocation to accommodate the exercise of the conversion rights of convertible debentures issued and offered pursuant to the resolution of the Extraordinary General Meeting No. 3/2024 held on 3 December 2024 ("EGM 3/2024"), according to the details proposed, with unanimous votes as follows.

**The Meeting resolved the matter with the following votes:**

<u>Approved</u>	1,562,658,091	votes	equivalent to	100.0000 percent
<u>Disapproved</u>	0	vote	equivalent to	0.0000 percent
<b><u>Total Votes</u></b>	<b>1,562,658,091</b>	<b>votes</b>	<b>equivalent to</b>	<b>100.0000</b> percent
<u>Abstain</u>	0	votes	(no counting vote)	
<u>Voided ballots</u>	0	vote		

**Agenda 12 Consider and approve the amendment of the Articles of Association of the Company.**

The moderator informed the shareholders that the Company had announced shareholders to consider and approve of the amendment of the Articles of Association of the Company.

Current Articles of Association	Proposed to Amend Articles of Association
Article 32. The number and authorized directors who may bind the Company shall be two directors jointly sign the document and stamp the Company’s seal. The Board of Directors shall have authorized to specify and change the Directors who authorize to jointly sign a document to legally bind the Company.	Article 32. The number and authorized directors who may bind the Company shall be <u>one director</u> sign the document and stamp the Company’s seal. The Board of Directors shall have authorized to specify and change the Directors who authorize to jointly sign a document to legally bind the Company.

In addition, to facilitate the registration of amendments to the Articles of Association of the Company, it is deemed appropriate to propose for the meeting to consider and approve the authorization of the authorized directors of the Company and/or any persons designated by the authorized directors of the Company as the authorized person to correct words or phrases in the documents and/or any application, and/or any proceeding to comply with the Registrar’s instruction in order to file for registration of the amendment of the Articles of Association of the Company to the Department of Business Development, Ministry of Commerce.

The moderator then offered opportunities for the shareholders to make inquiries and express their opinion regarding this Agenda.

When none of the shareholders wished to inquire or share their opinion, the moderator then proposed the shareholders to vote on this agenda must be approved by a vote of not less than three-fourths (3/4) of the total votes of the shareholders who attended the meeting and are entitled to vote.

**Resolution:** Prior to the voting, no additional shareholders attending the meeting, resulting in the total 40 shareholders attending the meeting, equal to the total shares of 1,562,658,091 shares.

The Meeting considered approve the amendment of the Articles of Association of the Company Article 32 and the related authorization as detailed. As proposed in accordance with the proposed details, with unanimous votes as follows.

**The meeting resolved the matter with the following votes:**

<u>Approved</u>	1,562,658,091	votes	equivalent to	100.0000 percent
<u>Disapproved</u>	0	vote	equivalent to	0.0000 percent
<u>Abstain</u>	0	vote	equivalent to	0.0000 percent
<b><u>Total Votes</u></b>	<b>1,562,658,091</b>	<b>votes</b>	<b>equivalent to</b>	<b>100.0000 percent</b>
<u>Voided ballots</u>	0	vote		

**Agenda 13 Consider and approve the amendment of the authority of directors to bind the Company.**

The moderator informed the shareholders that the Company had announced shareholders to consider and approve of the amendment of the authority of directors to bind the Company.

From “Mr. Suradech Taweesaengsakulthai and Ms. Asana Taweesaengsakulthai jointly sign and stamped with the seal of the Company”

To “Mr. Suradech Taweesaengsakulthai sign and stamped with the seal of the Company”

The moderator then offered opportunities for the shareholders to make inquiries and express their opinion regarding this Agenda.

Since there were no questions or opinions from shareholders, the moderator proposed the Meeting to resolve the matter in this agenda item which must be approved with the majority vote from the total vote of the shareholders attending the meeting and voting (excluding the abstaining vote).

**Resolution:** Prior to the voting, no additional shareholders attending the meeting, resulting in the total 40 shareholders attending the meeting, equal to the total shares of 1,562,658,091 shares.

The meeting considered and resolved to approve the authority of directors to bind the Company as detailed, with unanimous votes as follows.

**The Meeting resolved the matter with the following votes:**

<u>Approved</u>	1,562,658,091	votes	equivalent to	100.0000 percent
<u>Disapproved</u>	0	vote	equivalent to	0.0000 percent
<b><u>Total Votes</u></b>	<b>1,562,658,091</b>	<b>votes</b>	<b>equivalent to</b>	<b>100.0000 percent</b>
<u>Abstain</u>	0	votes	(no counting vote)	
<u>Voided ballots</u>	0	vote		

**Agenda 14 Consideration of Other Matters (If Any)**

The moderator informed the shareholders that the Company had announced a shareholders' invitation to propose items for the AGM2025 agenda on the Company's website at [www.cho.co.th](http://www.cho.co.th) during November 28, 2024 to December 31, 2024. It is found that there is neither advanced agenda nor questions were proposed.

Considering other matters, the Company did not have any proposals for the meeting to consider, however, according to the Public Limited Companies Act B.E.2535, Section 105, paragraph two (Amendment 2001). The shareholders with shares amounting to not less than one-third of the total number of sold shares may request the meeting to consider other matters besides those specified in the invitation letter for the meeting. The Board of Directors deems it appropriate to include this agenda in order to provide opportunities for shareholders who wish to consider other matters besides those specified by the Board of Directors at this meeting.

Then, the moderator offered opportunities for the shareholders to make inquiries and express their opinion regarding this agenda can be summarized as follows:

- ❖ Miss. Chanitha - The proxy from the Thai Investors Association asked:
  1. The company has terminated the contract with Chinese partners (Anhui Ankai Automobile Co., Ltd. and AVIC-INTL Project Engineer Company) in the electric bus business. What is CHO's approach to continue this business? What is the progress in transferring the land ownership from Khon Kaen Cho Thavee (1993) Co., Ltd., whose executive is Mr. Suradech Taweekulthai, CEO and major shareholder with 11% (total price of 415 million baht, 215 million baht paid)? What is the plan to use the land?
  2. CHO purchased the land from RP for the electric bus project, but later canceled the project. However, the land purchase agreement disclosed in the information stipulates that CHO can request a refund of the deposit if the land is not suitable for the business or the electric train project. Due to the current liquidity problem, what is CHO's approach to dealing with the land?
  3. Has CHO received the deposit for the purchase of the land as mentioned above? Has the company received the transfer of the land ownership? How?
- ❖ Mr. Suradech – CEO Answer the questions as follows:
  1. According to the sales contract, it is a condition precedent to the transfer of ownership that a letter of consent to transfer the sale during the mortgage must be obtained for the registration of the transfer of ownership at the Land Office. Khon Kaen Cho. Tawi (1993) Co., Ltd., the "Seller", has written a letter and contacted the financial institution. It is

- expected that the financial institution will receive consent to proceed with the transfer of the land during the mortgage in Q3/2025 of this year.
2. The Company has a plan to use the land that is leased to the Khon Kaen Light Rail Project. At present, the project has progressed from Khon Kaen Transit System Co., Ltd. (comprising 5 municipalities of Khon Kaen Province as shareholders) "the project owner". It is in the process of considering, recruiting, and selecting 2 sources of funds to start the project. It is currently under negotiation and will be presented to the board meeting in order. It is expected that there will be a meeting to consider and approve the selection around Q4/2025. The Company is in the process of hiring an IFA to conduct a transaction and provide opinions to present to the shareholders' meeting on changing the purpose of land use.
  3. The conditions for the transfer of the land after the transfer of the deposit from the Company to the land owner are conditions approved by the Company from the previous shareholders' meeting. The fact is that the land has been mortgaged with a financial institution with Cho Thavee Public Company Limited as the borrower. The Company has submitted a request for the creditor's consent to transfer the ownership of the land from the land owner company to Cho Thavee Public Company Limited. However, the Company has not yet received approval from the creditor to give consent to transfer the ownership and re-mortgage to the said creditor financial institution.
- ❖ Miss. Chanitha - The proxy from the Thai Investors Association asked:  
CHO lent 150 million baht to Siam Medican Co., Ltd. (a joint venture company). What was the purpose? Was the loan proportionate to shareholding? And what is the progress of the said business?
- ❖ Mr. Suradech – CEO Answering the question. The Company has provided a loan to Siam Medican Co., Ltd. ("SIAM") in the amount of 150 million baht, which is one of the main conditions for participating in the investment in SIAM at a rate of 40 percent of SIAM's paid-up registered capital, to be used for purchasing land, constructing a factory, and purchasing machinery, the contract dated August 10, 2022, which is currently in April 2025, for a period of more than 2 years, SIAM has made progress in purchasing land, constructing a factory, and purchasing some machinery according to the total loan amount of 117 million baht from the Company. SIAM is currently undergoing a factory audit by a foreign customer before entering into the next product sales contract. In addition, SIAM has received all licenses from relevant government agencies, and is expected to have revenue from exporting products abroad in the second half of 2025.
- ❖ Miss. Chanitha - The proxy from the Thai Investors Association Further inquiries regarding the progress of SPAC investment are as follows:
1. What is the progress of SPAC investment? And
  2. What is the progress of the merger with Bangkok Telling Company Limited (telecommunications business) and what is the plan for the next step?
- ❖ Mr. Suradech – CEO Answering the question. Arogo Public Company Limited in the United States, which is currently in the process of merging with Bangkok Telling Company Limited, which the company has signed a merger agreement on February 14, 2025 and has received approval to acknowledge the said contract from the US SEC through a public announcement on the Nasdaq Stock Exchange website on February 18, 2025. For this merger transaction, Arogo Public Company Limited expects to submit a prospectus to the US SEC in late May or early June 2025 and expects to receive approval within 5 months or by October 2025 if everything goes according to process.
- ❖ Miss. Chanitha - The proxy from the Thai Investors Association Additional inquiries regarding debentures are as follows:
1. CHO has approximately 745 million baht in outstanding debentures, which are nearing maturity. What are the management's plans to support the redemption? And the debenture interest payment default on March 17, 2025, including breaching the debt ratio conditions according to the financial statements for 2024. What are the management's plans?

2. Actions and progress in the case of failure to pay debenture interest due on March 17, 2025, and in the case of being sued by a financial institution for debt repayment.

- ❖ Mr. Suradech – CEO Answering the question. The Company held a meeting of bondholders of all 4 series on April 10, 2025, with a total of 6 agendas and the resolutions were approved as follows: a relaxation for the bond issuer to be unable to maintain the ratio of interest-bearing debt to equity (IBD/E), including approval to cancel the ratio of interest-bearing debt to equity, and approval of a request for a relaxation for the Company's failure to pay interest on the bond on March 17, 2025, not to be considered a default and to set a new payment date within April 30, 2025, including approval to amend the redemption date of the bond for another 2 years, as detailed in ELCID on April 10, 2025.
- ❖ Miss. Chanitha - The proxy from the Thai Investors Association Ask for more information about future plans as follows: Due to the high volatility of the business and past performance, how will the management set strategies or change the business model in order for the company to achieve sustainable profit growth?
- ❖ Mr. Suradech – CEO Answering the question. The company has expertise in manufacturing food trucks for aircraft and ground equipment for airlines, which have received continuous purchase orders as a normal business with sales as the main source of income, including bidding with government agencies in the country, which has also started to return to normal. The strategic goals are (1) manufacturing EV Platform electric trucks, which will start around mid-2025; (2) investing in the form of SPAC, 1 fund per year, because it has a good profit rate, low cost, and requires few personnel, but requires knowledge and skills; (3) exporting medical grade cannabis products of Siam Medican Co., Ltd.; (4) LRT project in Khon Kaen Province, which is a long-term project in the future.

Since there were no further inquiries or suggestions. The moderator informed the meeting that the company has improved the number of shareholders' votes and the proxies attending the meeting in each agenda and electronic traffic information of all attendees is collected by arrange to record audio and text of the meeting participants. And other relevant information in accordance with the Emergency Decree on Electronic Media Conference 2020 and including compliance with relevant criteria in the meeting. According to the company regulations and regulators of Thai listed companies such as the SEC, Ministry of Commerce and the Stock Exchange of Thailand including preparing the E-AGM meeting system according to the announcement of the Ministry of Information Technology and communication on the security standards of the Electronic Conference 2014 to be consistent with the reality and it is in accordance with the principles of good corporate governance of the company.

### **The meeting adjourned**

Ms. Phenphimol Vejvarut as chairman thanked Shareholders and proxies, independence director, executive director and others attendant for attending the 2025 annual general meeting and adjourned the meeting accordingly.

The meeting adjourned at 4.12 p.m.

The minutes of the Meeting taken by  
Miss. Yinghathai Ponphangnga  
The Company's secretary

(Ms. Phenphimol Vejvarut)  
Chairman of the Meeting

**Constitute consideration agenda 3**

<b>Particulars of Dividend Payment</b>
--

According to the Public Company Limited Act B.E. 2535 (1992) and Company's Articles of Association, which require the board of directors to propose the payment or suspension of annual dividend payments to the annual general meeting of shareholders for consideration each year, and prohibiting dividend payments in cases where the company has accumulated losses, the company has a policy to pay dividends at a rate of not less than 40% of net profit before deducting expenses related to compliance with Financial Reporting Standard 2 (Revised 2014) on share-based dividends, after deducting all types of reserves as stipulated in the company's regulations and laws, provided that there is no other necessity for using the funds and the dividend payment does not significantly affect the company's normal operations.

The Board of Directors had proposed that the shareholders should approve the dividend payment omission for the year 2025. Because the 2024 operating performance had net loss and had retained loss (deficit) as stated in the separate financial statements ended December 31, 2025. The resolution will be officially effective when the agenda is passed by AGM2026 which will be held on 27 April 2026.


Historical Dividend Payment Compared to Net Profit (Separate Financial Statement) 2019-2024

Detail	Year 2019	Year 2020	Year 2021	Year 2022	Year 2023	Year 2024	Year 2025
Net Profit (Loss) After Legal Reserve Allocation (Separate Financial Statement) and deduct retained loss (if any) (million Baht)	72.30	(207.8)	(468.66)	(612.90)	(558.16)	(848.39)	
Dividend Payment (million Baht)	0 <sup>/1</sup>	0	0	0	0	0	0
Dividend Payout Ratio (%)	0	0	0	0	0	0	0

Remark: /1 = Omit dividend payment for the year 2019 in order to save cash flow to serve the COVID-19 situation.

**Constitute consideration agenda 4**
**Information of Nominated Person to be the Director**

## 1. Ms. Phenphimol Vejvarut

Name-Surname	<b>Ms. Phenphimol Vejvarut</b>	
Nationality	Thai	
Age	61 years old	
Address	256 Phet Kasem Road Tambon Phar Prathon, Am-per Muang Nakhon Pathom Nakhon Pathom 73000	
Current person	Board of Directors, Chairperson	
Date of Appointment as a Director	Agenda 1: From September 2012 to April 2014 Totaling 1 year 8 months. Agenda 2: From April 2014 to April 2017 Totaling 3 years. Agenda 3: From April 2017 to April 2020 Totaling 3 years. Agenda 4: From September 2020 to April 2023 Totaling 2 years 6 months. Agenda 5: From April 2023 to April 2026 Totaling 3 years. If he be re-elected as a director, her entire tenure will be 16 years and 8 months.	
No. of shareholding in Company	3,688 shares out of total sold shares 766,234,725 shares Percentage 0.000481	
No. of shareholding in Subsidiaries	None	
Conflicts in Agenda of 2023 Annual General Shareholders Meeting	None	
Family Relationship among Management	Older sister of Mr. Suradech Taweesaengsakulthai, Director, Executive Committee Chairman, President and Chief Executive Officer and Secretary of Board of Directors and Younger sister of Miss Asana Taweesaengsakulthai, Director	
Education	<u>Diploma</u> <ul style="list-style-type: none"> <li>Faculty of Accountancy, Bangkok Business College</li> <li>Director Accreditation Program Class SET/2012</li> </ul>	
IOD Certification program	<ul style="list-style-type: none"> <li>Director Accreditation Program Class SET/2012</li> </ul>	
Position and Experiences	<ul style="list-style-type: none"> <li>2013 - Present, Chairperson of Cho Thavee PLC</li> </ul> <u>Other Listed Companies</u> -None- <u>Non-listed Companies</u> <ul style="list-style-type: none"> <li>2019 - Present, Director Tang Hua Singh Nakhon Pathom Co., Ltd.</li> <li>2018 - Present, Director Iphon Logistics Co., Ltd.</li> <li>1989 - Present, Director Bangkok CTV Intertrade Co., Ltd.</li> <li>1967 - 2019, Managing Partner Tang Hua Singh Nakhon Pathom Ltd. Partnership</li> </ul>	
In other organization that may cause any conflict of interest to the company	-None-	
Meeting attendance in 2025	<ul style="list-style-type: none"> <li>10/10 of Board of Directors Meeting</li> <li>1/1 of Annual General Meeting of shareholders</li> </ul>	

**Information of Nominated Person to be the Director (Continue)**

## 2. Mrs. Pennipa Thapparungsi

Name-Surname	<b>Mrs. Pennipa Thapparungsi</b>	
Nationality	Thai	
Age	75 years old	
Address	97/9 Soi Phahonyothin 5, Phahonyothin Road, Phaya Thai Subdistrict, Phaya Thai District, Bangkok 10400	
Current person	Director, Independent Director, Audit Committee, Chairman of Corporate Governance Risk Management Nomination and Compensation Committee	
Date of Appointment as a Director	Agenda 1: From November 2024 to April 2026 Totaling 1 year 5 months.	

If he be re-elected as a director, her entire tenure will be 4 years and 5 months.

No. of shareholding in Company	None
No. of shareholding in Subsidiaries	None
Conflicts in Agenda of 2026 Annual General Shareholders Meeting	None
Family Relationship among Management	None

Education	<u>Bachelor Degree:</u> <ul style="list-style-type: none"> <li>• Bachelor of Sciences, New Hampshire College, USA.</li> <li>• Roy C.Start High School, Toledo, Ohio, USA.</li> </ul>
-----------	--

IOD Certification program	<ul style="list-style-type: none"> <li>• Director Accreditation Program (DAP) class 2016</li> </ul>
---------------------------	---

Position and Experiences	<ul style="list-style-type: none"> <li>• 2024 – Present, Chairman of Corporate Governance Risk Management Nomination and Compensation Committees of Cho Thavee Public Company Limited</li> <li>• 2024 – Present, Independent Director and Audit Committee of Cho Thavee Public Company Limited</li> </ul>
--------------------------	---

Other Listed Companies

-None-

Non-Listed Companies

-None-

In other organization that may cause any conflict of interest to the company	-None-
--	--------

Meeting attendance in 2025	<ul style="list-style-type: none"> <li>• 10/10 of Board of Directors Meeting</li> <li>• 4/5 of Audit Committee Meeting</li> <li>• 4/5 of Corporate Governance Risk Management Nomination and Compensation Committees Meeting</li> <li>• 1/1 of Annual General Meeting of shareholders</li> </ul>
----------------------------	--

**Constitute consideration agenda 4****Definition of Independent Director****Definition properties of Independent Director**

1. To be the director without taking part in managing, and not being the employee or the advisor having salary with the company, the subsidiary company, the affiliated company, the related company, or the major shareholders of the company.
2. To be the director without the business or interests as direct or indirect in financial aspect and financial management in the company, the subsidiary company, the affiliated company, the related company or the major shareholders of the company.
3. To be the director not being the related person or the closed cousin of the executive managements or major shareholders of the company.
4. To be the director without any appointment as representative in protecting business of the company's directors, major shareholders, or the shareholders with the relationship with major shareholders of the company.
5. To hold shares of not exceeding 0.5% of paid-up capitals of the company, the subsidiary company, the affiliated company, the related company. This includes the counting of shares held by the related persons (including the person(s)) with relationship by blood lineage, by the marriage, and by legal registration such as father, mother, spouse, child)
6. To be able to perform the duties, express the opinion or to report the performance as to the tasks assigned by the company's board of directors, not being under the control of the executive managements or major shareholders of the company including the related person(s) (including the person(s) with the relationship with the company that affect to the ability in performing the duties independently or fluently such as: the clients, the creditors, the debtors, or the person(s) with the significant relationship to the company's business) or the closed cousin of such person(s).
7. The Independence Director must have the independence and able to express the opinion or to report freely as to the missions assigned, without concerning to any benefit relating to assets or position, and not being under the influence of any person(s) or group of person(s), including of none situation obstructed Independence Director in expressing opinion as it should be and according to the relevant rules.
8. To devote with adequate time for the Audit Committee's operation, and have the intention to enhance knowledge concerning the company's operation in continuous for the effectiveness.

**Constitute consideration agenda 5**

<b>Director Remuneration for year 2026</b>
--

The Company's Board of Directors deemed it appropriate to propose to the Annual General Meeting of Shareholders for an approval of the determination of the Company's directors, Audit Committee, Corporate Governance, Risk Management, Nomination and Remuneration Committee's remuneration for the year 2026 in the form of meeting allowance, monthly remuneration for the Audit Committee, and bonus which all have been considered and proposed by the Committees of Corporate Governance, Risk Management, Nomination and Compensation. The comparisons of the remuneration rate of 2025 as follows:

No.	Description	Year 2025	Year 2026 (Proposal for consideration)	Remark
1.	Attendance fee of Director <ul style="list-style-type: none"> <li>• Committee Chairman</li> <li>• Director</li> </ul>	12,500 Baht/Meeting* 10,000 Baht/Meeting *	12,500 Baht/Meeting * 10,000 Baht/Meeting *	
2.	Attendance fee of Audit Committee <ul style="list-style-type: none"> <li>• Committee Chairman</li> <li>• Director</li> </ul>	12,500 Baht/Meeting* 10,000 Baht/Meeting*	12,500 Baht/Meeting* 10,000 Baht/Meeting*	
3.	Attendance fee of Corporate Governance, Risk Management, Nomination and Compensation Committee <ul style="list-style-type: none"> <li>• Committee Chairman</li> <li>• Director</li> </ul>	10,000 Baht/Meeting* 8,000 Baht/Meeting*	10,000 Baht/Meeting* 8,000 Baht/Meeting*	
4.	The monthly remuneration for the Audit Committee <ul style="list-style-type: none"> <li>• Committee Chairman</li> <li>• Director</li> </ul>	12,500 Baht/month/people 10,000 Baht/month/people	12,500 Baht/month/people 10,000 Baht/month/people	
5.	The annual remuneration (Bonus) in case the company is operating profit	Totally not more than 4 million Bath.	Totally not more than 4 million Bath.	The chairman of the Company is authorized in determining the allocation to each director as appropriate.
6.	Health expenses	As actually paid, but not more than 25,000 Baht per person per year	As actually paid, but not more than 25,000 Baht per person per year	

\* Payment only attending director.

The determination of the directors' remuneration for the year 2026 is effective as of 24<sup>th</sup> February 2026 onwards until further resolutions from the Shareholders' Meeting. The estimate remuneration of directors for the year 2026 will not exceed 1,300,000 Baht excluding health expenses travelling expresses in case of travelling to the Company's head office and annual remuneration (bonus), totaling not more than 4,000,000 Baht. (Four million only). (in case of the separate performance reported profit). The remuneration allocation for the committee will be authorized by the chairman of the Board of Directors as appropriate.

**Constitute consideration agenda 6**
**Appointment auditor and audit fee year 2026**

According to Public Company Limited Act, B.E.2535 and Articles of Association defined AGM to appoint auditor and defined auditing fee for every year. The offering of the audit committee, the Board of Director' meeting no. 2/2026 saw proper proposes the Annual General Meeting of Shareholders has consideration and approval auditor and specified audit fee for the year 2025. The proposed appointment of auditor from ANS Audit Co., Ltd. Who have experience and expertise in International standards, as auditors of the Company and its subsidiary;

<u>Name</u>	<u>CPA Number</u>	<u>Number of years of company auditing</u>
1. Mr. Vichai Ruchitanont	4054	1
2. Mr. Atipong Atipongsakul	3500	1
3. Mr. Sathien Vongsnan	3495	1
4. Ms. Kultida Pasurakul	5946	1
5. Mr. Yuttapong Chuamuanpan	9445	1

Besides, the Board of Directors' Meeting saw proper proposes the Annual General Meeting of Shareholders has consideration and approval specified audit fee for the year 2026, grand total amount 3,310,000 Baht (Three million three hundred thirty-five thousand Baht). The Audit fee of the Company is 2,700,000 Baht and the audit fee of subsidiaries totaling 610,000 Baht (not include non-audit fee of the Company and its subsidiaries).

Compare the Audit Fee for the past 5 years.

Summary of audit fees.	<u>KPMG</u>					<u>ANS Audit</u>		Compare the years 2025-2026	
	<u>Y2020</u>	<u>Y2021</u>	<u>Y2022</u>	<u>Y2023</u>	<u>Y2024</u>	<u>Y2025</u>	<u>Y2026</u>		
<b>1. Annual audit fee</b>									
1.1. CHO and Consolidated Financial Statements	2,150,000	2,190,000	2,300,000	2,490,000	2,620,000	1,200,000	1,200,000	0	0.00%
1.2. CTV-TMT	680,000	690,000	690,000	690,000	690,000	550,000	550,000	0	0.00%
1.3. ARK	60,000	60,000	60,000	60,000	60,000	60,000	60,000	0	0.00%
1.4 Siam Medican Co., Ltd.				0	220,000	50,000	0	-50,000	-22.73%
<b>2. Interim financial statement review fees</b>								0	
2.1. CHO and Consolidated Financial Statements	670,000	720,000	750,000	750,000	750,000	1,500,000	1,500,000	0	0.00%
2.2. CTV-TMT	0	0	0	0	0	0	0	0	
<b>ToTal</b>	<b>3,560,000</b>	<b>3,660,000</b>	<b>3,800,000</b>	<b>3,990,000</b>	<b>4,340,000</b>	<b>3,360,000</b>	<b>3,310,000</b>	<b>-50,000</b>	<b>-1.15%</b>
An increase from last year.		100,000	140,000	190,000	350,000	-980,000	-50,000		
% increase compared to the previous year.		2.81%	3.83%	5.00%	8.77%	-22.58%	-1.49%		
Includes only CHO companies.	2,820,000	2,910,000	3,050,000	3,240,000	3,370,000	2,700,000	2,700,000		
An increase from last year.		90,000	140,000	190,000	130,000	-670,000.00	0		
% increase compared to the previous year.		3.19%	4.81%	6.23%	4.01%	-19.88%	0.00%		

In addition, ANS Audit Co., Ltd. and auditors should be appointed for the Company and its subsidiaries are independent, have no relationship and not have interests with Company or its subsidiaries, executives, major shareholder(s) or involved person as mentioned.

**By Company Regulations Related to the Shareholder's Meeting**

Chapter 5  
The Board of Directors

Article 17 The Company shall have a Board of Director comprising of minimum 5 directors. Not less than half of which must take residency in the kingdom of Thailand and The Board of Director must have the qualification of laws.

The Board of Director will be shareholders' of the company or will not is fine.

Article 18 The director shall be elected at the Shareholders' Meeting in accordance with the following rules and procedures:

- (1) Each shareholders' shall have one vote per share;
- (2) Each shareholders' will be voted on their rights follow item (1) to elect one or several persons as directors. And cannot split or share the vote to any person.
- (3) The persons who received highest votes in their respective order of the votes shall be elected as directors until all of director positions that the Company may have or that are to be elected at such meeting are filled. Where the votes cast for candidates in descending order are tied, which would otherwise cause the number of directors to be exceeded, the Chairman of the meeting shall have a casting vote.

Article 19 At each Annual Shareholders' General Meeting, 1/3 of the directors shall be retired. If the number is undividable, then the number closest to 1/3 shall be accounted for.

The retired directors can be re-elected.

In the 1<sup>st</sup> and 2<sup>nd</sup> year after the Company's registration, the directors shall be retired by lots. In subsequent years, the longest serving directors shall retire

Article 20 The retirement of directors, besides completing the terms, are by his/her;

- (1) Death;
- (2) Resignation;
- (3) Disqualification or forbidden by law;
- (4) Voted out of office at the Shareholders' Meeting Article 22.
- (5) By court order.

Article 22 The Shareholders' Meeting can resolve to vote-out a director(s) before the completion of the terms with votes of not less than three-fourths (3/4) of the shareholders that attend the meeting and have the rights to vote and have total shares of not less than one-half (1/2) of the total shares of shareholders who attend the meeting and have the rights to vote.

Chapter 6  
Shareholders' Meeting

Article 35 The Board of Directors shall hold the Annual General Meeting of Shareholders (AGM) within four (4) months following the date of the end of the accounting period of the Company.

Other Shareholders' Meetings besides the first paragraph shall be called Annual General Meeting (AGM), which the Board can call an AGM anytime it deems appropriate.

A shareholder, or shareholders holding shares amounting not less than ten percent of the total number of paid-up shares can submit a joint letter for the Board of Directors to arrange Annual General Meeting of Shareholders at any time, but they must specify clearly reasons of such calling in the letter. In this case, the Board of Directors must provide the Extraordinary General Meeting of Shareholders within forty-five days after receiving the letter.

In the event that the Board of Directors does not arrange a meeting as detailed in paragraph three, shareholders holding the proportion of shares as specified can submit a joint letter can call for the Extraordinary General Meeting of Shareholders themselves within forty-five days counting from the due date as specific in paragraph three. In this case, it is deemed that the Shareholders' Meeting has been arranged by the Board of Directors, and the Company is responsible for the expenses in arranging the Meeting.

In the event that shareholders call for a meeting, according to paragraph four, if the number of shareholders who attended the meeting did not constitute a quorum as specified in item 37, shareholders in accordance with paragraph four must share responsibility to recoup for the Company the costs arising from the Meeting at that time.

Article 36 In calling a Shareholders' Meeting, the Board of Directors shall prepare an invitation for the meeting by stating the day, time, agendas and matters to be presented to the Meeting with reasonable details. It shall clearly state to be a matter for acknowledgement, approval, or consideration as the case maybe. It shall include the opinion of the Board of Directors on such matters and is submitted to the shareholders and the registrar a minimum of seven (7) days before the Meeting. However, it shall notify the meeting appointment in a newspaper with a minimum of three (3) consecutive days before the Meeting for three (3) days.

Nonetheless, the Meeting venue can be in the province, where the head office is situated or other places as the Board of Director shall specify.

Article 37 In the Shareholders' Meeting, there must be shareholders and the proxies (if any) attending with a minimum of twenty-five (25) persons, or a minimum of one-half of the total shareholders, and the total shares with a minimum of one-thirds (1/3) of the paid-up shares to achieve the quorum.

In the case that one (1) hour has passed since the appointed time of the Shareholder's Meeting and the number of shareholders cannot achieve the quorum as required in paragraph one, if the Meeting is called by the shareholders, it shall be suspended. Nevertheless, if that meeting is not called by the shareholders, a new Meeting shall be arranged and send the Meeting invitation not less than 7 days prior to the Meeting. In the latter meeting it is not required to meet the quorum.

Article 38 The Chairman of the Board of Directors shall preside over the Shareholders' Meeting. In the case that the Chairman is absent or cannot perform the duty, the Vice Chairman can preside over the Meeting. Also, if the Vice Chairman is absent or cannot perform the duty, the Meeting shall choose a shareholder to preside over the Meeting.

Article 39 In voting at the Shareholders' Meeting, shareholders receive one vote per share, and if any shareholder has a conflict of interest on the matter, the said shareholders cannot vote on that matter except the voting for appointing directors and other resolutions of the Meeting comprise of the following votings:

- (1) In a normal case, the majority vote of the attending and voting shareholders shall prevail. However, if the votes reach a tie, the chairman of the meeting shall make the casting vote.
- (2) In the following cases, shall require a minimum of three-fourths (3/4) of the total vote of the attending shareholders and eligible to vote:
  - (a) The entire or important partial business sale or transfer to other people.
  - (b) Business purchase or transfer of a private or public company to the Company.
  - (c) Amendment or termination of the contract related to the lease of the important business in whole or in important part, or an assignment of other people to manage the business or merger with other people to share the profit and loss.
  - (d) Amendment of the Memorandum of Association or the Articles of Association.
  - (e) Recapitalization or reduction of the registered capital.
  - (f) Dissolution of the Company.
  - (g) Issue of debentures by the Company.
  - (h) Merger with other companies.

Article 40 The businesses that the AGM can be called for a meeting is as follows:

- (1) Consideration of the directors' report to show the performance of the Company in the past year.
- (2) Consideration for the balance sheet and the profit and loss reports of the past fiscal year.
- (3) Consideration for allocating the profits and dividends.
- (4) Consideration for electing a new director to replace the rotated directors and set the remuneration for the directors.
- (5) Consideration for appointing the external auditor and set the remuneration for the audit fee and,
- (6) Other businesses.

**Clarifications and guidelines for attending shareholder meetings via electronic media  
(E-Meeting)**

Shareholders or proxies wishing to attend the meeting can submit a request to attend the meeting as specified to the company no later than 22<sup>nd</sup> April 2026 or via website not later than date 23<sup>rd</sup> April 2026. When the company has checked the information of shareholders who have the right to attend the meeting. The service provider will send the link for meeting participation and user manual to the email that you submitted. The link will be sent 1-2 days before the meeting date.

**Notification of intent to attend the meeting via electronic media**

Shareholders who wish to attend the meeting via electronic media choose type request for request form as 3 methods as follows.

1. Attend the meeting by sending a meeting attendance receipt via email
2. Attend the meeting by sending a meeting attendance receipt by mail
3. Attend the meeting via the website ; <https://www.affinityrelation.com/service/>



**By selecting the AGM of Shareholders of Cho Thavee Public Company Limited and registering and attaching files according to the steps in the system.**

**In the case of attend the meeting via electronic media by sending request to attend via email or post**

1. Please fill out the meeting attendance via electronic media by asking you to specify your email and your mobile phone number clearly, for use in registering to attend meetings.
2. Attach documents showing proof of identity to confirm the right to attend the E-Meeting

**2.1. Individual**

- 2.1.1. In case that shareholders wish to attend the meeting in person via electronic media.
  - 2.1.1.1 Certified copy of a government-issued document that has not expired, such as a national ID card or government official identification card driver's license or passport in the event of a change in name or surname, please attach the said documents.
- 2.1.2. In the case of a shareholder appointing a proxy to another person to attend the meeting on their behalf through electronic media
  - 2.1.2.1 Proxy form as attached with the meeting invitation letter, fill message correctly and completely with signed the name of the proxy grantor and proxy and complete with stamp duty.
  - 2.1.2.2 Copy of the proxy grantor's identification document. Government issued documents that have not expired, such as national identification cards or government official identification of driver's license or passport in case of name-surname change, please attach the said document as well with signed and certified as a true copy of the proxy.
  - 2.1.2.3 Copy of the proxy holder's identification document. Government issued documents that have not expired, such as national identification cards or government official identification of driver's license or passport, In the event of a change in name or surname, please attach the said documents with signed and certified true copy of the proxy.

**2.2. Juristic person**

- 2.2.1. In case of person authorized to sign on behalf of the juristic person (director) wishes to attend the meeting in person via electronic media
  - 2.2.1.1. Copy of shareholder's certificate of legal entity registration. Issued no more than 1 year before the date of the shareholder meeting that certified as a true copy by the representative of the juristic person (director) who has the authority to sign on behalf of the juristic person.

- 2.2.1.2. Copy of the identification document of the juristic person's representative (director) issued by the government that has not expired, such as a national ID card or government official identification of driver's license or passport in the event of a change in name or surname, please attach the said documents with signed and certify that it is a true copy.
- 2.2.2. In the case where a proxy is given to the proxy Attend the meeting instead via electronic media
  - 2.2.2.1. Proxy form as attached with the meeting invitation letter. Fill in the message correctly and completely and signed by the grantor and the proxy.
  - 2.2.2.2. Copy of shareholder's juristic person registration certificate. Issued no more than 1 year before the date of the shareholder meeting that certified as a true copy by the representative of the juristic person (director) who has the authority to sign on behalf of the juristic person.
  - 2.2.2.3. Copy of a document showing the identity of the juristic person's representative (director) issued by the government that has not expired, such as a national ID card or government official identification of driver's license or passport in the event of a change in name or surname, please attach the said documents with signed and certify that it is a true copy.
  - 2.2.2.4. Copy of the proxy holder's identity document, same as in the case of natural persons as mentioned above.

**Remark;** In case of the documents or evidence mentioned above not Thai or English version of the document. Shareholders must present an English translation of the document with signed to certify the translation by shareholders or by the person authorized to sign to bind that juristic person (In the case of a juristic person)

3. Register or send documents requesting to attend the meeting via electronic media and proof of identity along with various supporting documents by sending them to the company. Through the following channels:
  - E-mail: [info@cho.co.th](mailto:info@cho.co.th) (within 23/04/2025)
  - Postal channel: Company Secretary, Cho Thavee Public Company Limited, No. 265 Moo 4, Klang Muang Road, Mueang Khon Kaen District Khon Kaen Province 40000 (documents must receive by 22/04/2025)
  - Website channels: <https://www.affinityrelation.com/service/> (within 23/04/2025)
  - Ask for additional information. Investor Relations Department, Cho Thavee Public Company Limited, telephone numbers 093-329-4103 and 043-043888 ext.1120

**Registration steps to attend the meeting using the AFF E Meeting system**

1. Register to attend the meeting via the link sent by the company or enter the website, to proceed with registration or through the QR Code channel below

**via website**



<https://www.affinityrelation.com/service/>

**Via QR Code channel**

2. Select an extraordinary meeting of shareholders of the company in which you will attend the meeting
3. Complete the registration according to the information on the website along with attaching a copy of the shareholder's ID card.
4. For registration in the case of proxy Documents must be attached to the proxy form and a copy of the identification card of the proxy grantor and the proxy into the system for the officials to check your documents.
5. After the company has received the registration information and has checked the details and confirmed the rights in the list of shareholders. The company will send an e-mail link to join the meeting to the e-mail address specified in the registration information.
6. When the scheduled meeting date arrives, log in using Shareholder account number (**Security registration number**) and reference number (**Shareholder's ID card number**)
7. Meeting attendance will be counted as a quorum only when: Shareholders press the link and log in to the meeting system only on the day the meeting opens. (not including whether you will join the meeting via Join Zoom meeting or not)

**Participating in meetings via electronic media AFF E-Meeting via the Zoom Meeting system**

1. When the shareholder or proxy has completed the registration to inform of the intention to attend the Extraordinary General Meeting of Shareholders. After the company has received the documents and verified all information. Through the meeting organizer On behalf of Affinity Relations Company Limited, we will send an E-Mail which will be a link for attending the meeting to you via the email that shareholders have specified in the registration document. 2 days before the meeting date  
Please study the manual for how to use the electronic conferencing system in detail. In the event that you have not received the said E-Mail, please contact the company through the channels previously notified immediately.
2. Meeting participation and voting via electronic media can be used on all devices such as computers, notebook computers, tablets, and mobile phones via Web Browser: Chrome.
3. If you want stability in viewing the meeting. It is recommended that you use the service using 4G speed internet or basic home internet or via Wi-Fi.
4. Because the meeting is organized via the AFF E-Meeting system of Affinity Relations Company Limited, the meeting is combined with the Zoom Meeting program. Therefore, in the event that shareholders have never used the Zoom system or Zoom has not yet been installed on any device. You can download and install it from below.

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

5. The system will allow you to join the meeting 2 hour or 120 minutes before the meeting starts. The live broadcast of the meeting will begin only when the meeting appointment time has arrived.
6. Attendee login information is required. Shareholder account (shareholder registration number) and reference number (shareholder ID card number) and shareholders must attend the meeting by logging in via the link sent to you via the email that you have already registered only. The link cannot be shared with other shareholders. You can log in with another account.
7. Voting through the AFF E meeting system, you will be able by voting "Agree", "Disagree" or "Abstain" only. In the case of not voting on any agenda, the system will immediately assume that you voted as agreeing. (Use the vote counting method by pouring the votes towards agree)
8. In the event that attendees have problems using the AFF E meeting system, you can contact Affinity Relations Company Limited (Tel. 099-2653563 or 061-7641234 or 087-6965429).

**CV of Independent Director Who is the Representative Proxy**

Mr. Jesadavat Priebjivat, independent director and the Chariman of Audit committees of Cho Thavee Public Company Limited, since 15 May 2024, would like to give my information as follows:

1. Personal information

- |                         |  |
|-------------------------|--|
| 1.1 ID card number      | 3-1001-00875-99-1  |
| 1.2 Present nationality | Thai   |
| 1.3 Birthday            | 12 February 1957, Age 69 years   |
| 1.4 Present address     | 112/107 Soi Sukhumvit 20, Sukhumvit Road,<br>Khlong Toei District, Bangkok 10110 |



1.5 Occupation/present workplace

- Chairman of Audit Committees
- Independent director and Audit committee
- Corporate Governance, Risk Management, Nomination and Compensation Committee of Cho Thavee Public Company Limited.
  - No. of shareholding in Company –None-
  - No. of shareholding in Subsidiaries –None-
  - Conflicts in Agenda of 2025 Annual General Meeting of Shareholders -None-

Other listed Companies

- 2008 - Present Vice Chairman, Independent Director and Chairman of the Audit Committee, Chairman of the Nomination and Remuneration Committee, Chairman of the Risk Management Committee, Sansiri Public Company Limited
- 2010-Feb 2023 Chairman and Independent Director, Gratitude Infinite Public Company Limited
- 2019-2021 Director with Management Authority, XSpring Capital Public Company Limited
- 2013-2021 Corporate Governance Committee, XSpring Capital Public Company Limited

Non-listed Companies

- Nov 2022-Present Managing Director, Exspring Digital Co., Ltd.
- 2018-2020 Chief Executive Officer and Authorized Director, SE Digital Co., Ltd.

1.6 Education qualification

- Master's degree MBA (Business Administration - Finance) New York University, USA
- Master's Degree (Engineering Administration) George Washington University, USA
- Bachelor Degree of Engineering, Chulalongkorn University

Records on training as a director from the Institute of Director (IOD)

- Director Accreditation Program (DAP)/2005
- Director Certification Program (DCP)/2009
- Audit Committee Program (ACP)/2009
- Monitoring the System of Internal Control and Risk Management (MIR)
- Monitoring the Internal Audit Function (MIA)
- Monitoring the Quality of Financial Reporting (MFR)
- Role of the Chairman Program (RCP)/2011
- Monitoring Fraud Risk Management (MFM)/2011
- Corporate Good Governance for the Director & Executives of Enterprise & Public Organization V. 4/2010
- Change Management for Top Executive Program (GRID Thailand)
- Corporate Governance for Capital Market Intermediaries (CGI)/2016

## 1.7 Records of working in the last five years up to now (State the names of the company, title and year)

Present workplace

2024 – Present	Independent director and Audit committee of Cho Thavee Public Company Limited.
2024 – Present	Chairman of Audit Committee Cho Thavee Public Company Limited.
2024 – Present	Director Corporate Governance, Risk Management, Nomination and Remuneration Committees of Cho Thavee Public Company Limited

Other listed Companies

2008 – Present	Vice Chairman, Independent Director and Chairman of the Audit Committee, Chairman of the Nomination and Remuneration Committee, Chairman of the Risk Management Committee, of Sansiri Public Company Limited
2010 – Feb 2023	Chairman and Independent Director of Gratitude Infinite Public Company Limited.
2019-2021	Director with Management Authority
2013-2021	Corporate Governance Committee
Nov 2018-Feb 2019	Director without Management Authority,
Feb 2018-Nov 2018	Audit and Risk Management Committee,
May 2013-Nov 2018	Independent Director of Xspring Capital Public Company Limited, (formerly known as Zmico Securities PCL.)

Non-listed Companies

2019 – Present	Director, Xspring Digital Co., Ltd.
2018 – 2020	Chief Executive Officer and Authorized Director of SE Digital Co., Ltd.

**Form for submitting questions in advance for the shareholders' meeting via electronic media  
(E-Meeting)**

Date.....Month..... Year.....

Name: ..... Nationality: ..... Address: .....  
Road: ..... Sub-district: ..... District: .....  
Province: ..... Postal code: ..... E-mail Address: .....  
Mobile: .....

Being a shareholder of Cho Thavee Public Company Limited, total amount ..... units.

Question

- 1) .....  
.....
- 2) .....  
.....
- 3) .....  
.....

Signature..... shareholder  
(.....)

**Remark:**

Please submit the completed "E-Meeting Advance Questionnaire Submission Form" to the company within April 22, 2026 at 5:00 p.m. via the following channels:

**Email:** [yinghathai@cho.co.th](mailto:yinghathai@cho.co.th) or

**Postal:** Company Secretary Cho Thavee Public Company Limited  
265 Moo 4, Klangmuang Road, Muangkhaeo,  
Muangkhonkaen, Khon Kaen 40000

(ปิดอากรแสตมป์  
20 บาท)  
(Please attach  
stamp duty  
of Baht 20)

สิ่งที่ส่งมาด้วย 11 (Enclosure 11)

แบบหนังสือมอบฉันทะ แบบ ก.  
Proxy Form A  
(แบบทั่วไปซึ่งเป็นแบบที่ง่ายไม่ซับซ้อน)  
(General Form)

ท้ายประกาศกรมพัฒนาธุรกิจการค้า เรื่อง กำหนดแบบหนังสือมอบฉันทะ (ฉบับที่ 5) พ.ศ. 2550  
Ref: Notification of Department of Business Development regarding Proxy Form (No. 5) B.E. 2550

เลขทะเบียนผู้ถือหุ้น..... เขียนที่.....  
Shareholder registration number Written at  
วันที่.....เดือน.....พ.ศ. ....  
Date Month Year

(1) ข้าพเจ้า ..... สัญชาติ.....  
I/We Nationality  
อยู่บ้านเลขที่..... ถนน..... ตำบล/แขวง.....  
Reside at Road Sub-District  
อำเภอ/เขต..... จังหวัด..... รหัสไปรษณีย์.....  
District Province Postal Code

(2) เป็นผู้ถือหุ้นของบริษัท ช ทวี จำกัด (มหาชน) (“บริษัท”)  
Being a shareholder of Cho Thavee Public Company Limited (“Company”)  
โดยถือหุ้นจำนวนทั้งสิ้นรวม ..... หุ้น และออกเสียงลงคะแนนได้เท่ากับ ..... เสียงดังนี้  
Holding the total number of shares and have the rights to vote equal to votes as follows  
 หุ้นสามัญ ..... หุ้น และออกเสียงลงคะแนนได้เท่ากับ ..... เสียง  
ordinary share shares and have the rights to vote equal to votes  
 หุ้นบุริมสิทธิ ..... หุ้น และออกเสียงลงคะแนนได้เท่ากับ ..... เสียง  
preference share shares and have the rights to vote equal to votes

(3) ขอมอบฉันทะให้  
Hereby appoint  
 (1) ชื่อ..... อายุ.....  
Name Age  
อยู่บ้านเลขที่..... ถนน..... ตำบล/แขวง.....  
Reside at Road Sub-District  
อำเภอ/เขต..... จังหวัด..... รหัสไปรษณีย์..... หรือ  
District Province Postal Code Postal Code or  
 (2) ชื่อ..... อายุ.....  
Name Age  
อยู่บ้านเลขที่..... ถนน..... ตำบล/แขวง.....  
Reside at Road Sub-District  
อำเภอ/เขต..... จังหวัด..... รหัสไปรษณีย์..... หรือ  
District Province Postal Code Postal Code or  
 (3) ชื่อ..... อายุ.....  
Name Age  
อยู่บ้านเลขที่..... ถนน..... ตำบล/แขวง.....  
Reside at Road Sub-District  
อำเภอ/เขต..... จังหวัด..... รหัสไปรษณีย์..... หรือ  
District Province Postal Code Postal Code or

นายเจษฎาวัดมน์ เปรียบจริยวัฒน์ กรรมการอิสระและประธานกรรมการตรวจสอบ อายุ 69 ปี อยู่บ้านเลขที่ 112/107 มิลเลนเนียมเรสซิเดนซ์  
ซอยสุขุมวิท 20 ถนนสุขุมวิท แขวงคลองเตย เขตคลองเตย กรุงเทพมหานคร 10110  
Mr. Jessadawat Priapchariyawat, Chairman of Audit Committee and Independent Director, age 69 years old,  
resides at 112/107 Millennium Residence, Soi Sukhumvit 20, Sukhumvit Road, Klongtoey Sub-District, Klongtoey District,  
Bangkok 10110

## สิ่งที่ส่งมาด้วย 11 (Enclosure 11)

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2569 ในวันที่ 27 เมษายน 2569 เวลา 14.00 น. โดยจัดประชุมผ่านสื่ออิเล็กทรอนิกส์ หรือที่จะพึงเลื่อนไปในวัน เวลา สถานที่และวิธีการอื่นด้วย

As my/our proxy to attend and vote on my/our behalf at the 2026 Annual General Meeting of Shareholders on 27 April 2026 at 14:00 hours. via electronic meeting or to be postponed on such other dates, times, places and methods as the meeting may be held.

กิจการใดที่ผู้รับมอบฉันทะกระทำไปในการประชุมนี้ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts performed by the proxy in this meeting shall be deemed to be the actions performed by myself/ourselves.

ลงชื่อ / Signed .....ผู้มอบฉันทะ / Grantor  
(.....)

ลงชื่อ / Signed .....ผู้รับมอบฉันทะ / Proxy  
(.....)

ลงชื่อ / Signed .....ผู้รับมอบฉันทะ / Proxy  
(.....)

ลงชื่อ / Signed .....ผู้รับมอบฉันทะ / Proxy  
(.....)

### หมายเหตุ / Remark

ผู้ถือหุ้นที่มอบฉันทะ จะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

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.

(ปิดอากรแสตมป์  
20 บาท)  
(Please attach  
stamp duty  
of Baht 20)

สิ่งที่ส่งมาด้วย 11 (Enclosure 11)

แบบหนังสือมอบฉันทะ แบบ ข.

Proxy Form B

(แบบที่กำหนดรายการต่างๆ ที่จะมอบฉันทะที่ละเอียดชัดเจนตายตัว)

(Proxy Forms Concerning Specific Details)

ท้ายประกาศกรมพัฒนาธุรกิจการค้า เรื่อง กำหนดแบบหนังสือมอบฉันทะ (ฉบับที่ 5) พ.ศ. 2550

Ref: Notification of Department of Business Development regarding Proxy Form (No. 5) B.E. 2550

เลขทะเบียนผู้ถือหุ้น.....

Shareholder registration number

เขียนที่.....

Written at

วันที่.....เดือน.....พ.ศ. ....

Date Month Year

(1) ข้าพเจ้า ..... สัญชาติ.....  
I/We ..... Nationality

อยู่บ้านเลขที่..... ถนน..... ตำบล/แขวง.....  
Reside at ..... Road ..... Sub-District

อำเภอ/เขต..... จังหวัด..... รหัสไปรษณีย์.....  
District ..... Province ..... Postal Code

District ..... Province ..... Postal Code

(2) เป็นผู้ถือหุ้นของบริษัท ช ทวี จำกัด (มหาชน) (“บริษัท”)

Being a shareholder of Cho Thavee Public Company Limited (“Company”)

โดยถือหุ้นจำนวนทั้งสิ้นรวม ..... หุ้น และออกเสียงลงคะแนนได้เท่ากับ ..... เสียงดังนี้

Holding the total number of ..... shares and have the rights to vote equal to votes as follows

หุ้นสามัญ ..... หุ้น และออกเสียงลงคะแนนได้เท่ากับ ..... เสียง  
ordinary share ..... shares and have the rights to vote equal to votes

หุ้นบุริมสิทธิ ..... หุ้น และออกเสียงลงคะแนนได้เท่ากับ ..... เสียง  
preference share ..... shares and have the rights to vote equal to votes

(3) ขอมอบฉันทะให้

Hereby appoint

(1) ชื่อ..... อายุ.....  
Name ..... Age

อยู่บ้านเลขที่..... ถนน..... ตำบล/แขวง.....  
Reside at ..... Road ..... Sub-District

อำเภอ/เขต..... จังหวัด..... รหัสไปรษณีย์..... หรือ  
District ..... Province ..... Postal Code ..... or

District ..... Province ..... Postal Code ..... or

(2) ชื่อ..... อายุ.....  
Name ..... Age

อยู่บ้านเลขที่..... ถนน..... ตำบล/แขวง.....  
Reside at ..... Road ..... Sub-District

อำเภอ/เขต..... จังหวัด..... รหัสไปรษณีย์..... หรือ  
District ..... Province ..... Postal Code ..... or

District ..... Province ..... Postal Code ..... or

(3) ชื่อ..... อายุ.....  
Name ..... Age

อยู่บ้านเลขที่..... ถนน..... ตำบล/แขวง.....  
Reside at ..... Road ..... Sub-District

อำเภอ/เขต..... จังหวัด..... รหัสไปรษณีย์..... หรือ  
District ..... Province ..... Postal Code ..... or

District ..... Province ..... Postal Code ..... or

นายเจษฎาวัดมน์ เปรียบจริยวัฒน์ กรรมการอิสระและประธานกรรมการตรวจสอบ อายุ 69 ปี อยู่บ้านเลขที่ 112/107 มิลเลนเนียมเรสซิเดนซ์  
ซอยสุขุมวิท 20 ถนนสุขุมวิท แขวงคลองเตย เขตคลองเตย กรุงเทพมหานคร 10110

Mr. Jessadawat Priapchariyawat, Chairman of Audit Committee and Independent Director, age 69 years old,  
resides at 112/107 Millennium Residence, Soi Sukhumvit 20, Sukhumvit Road, Klongtoey Sub-District, Klongtoey District,  
Bangkok 10110

## สิ่งที่ส่งมาด้วย 11 (Enclosure 11)

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2569 ในวันที่ 27 เมษายน 2569 เวลา 14.00 น. โดยจัดประชุมผ่านสื่ออิเล็กทรอนิกส์ หรือที่จะพึงเลื่อนไปในวัน เวลา สถานที่และวิธีการอื่นด้วย

As my/our proxy to attend and vote on my/our behalf at the 2026 Annual General Meeting of Shareholders on 27 April 2026 at 14:00 hours. via electronic meeting or to be postponed on such other dates, times, places and methods as the meeting may be held.

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ดังนี้

In this Meeting, I/we grant my/our proxy to consider and vote on my/our behalf as follows:

**วาระที่ 1 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2568 ซึ่งประชุมเมื่อวันที่ 11 เมษายน 2568**

**Agenda 1 Consider and certify the Minutes of the 2025 Annual General Meeting of Shareholders held on 11 April 2025**

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

**วาระที่ 2 พิจารณานอมนำกำไรสุทธิประจำปี 2568 เป็นทุนสำรองตามกฎหมาย**

**Agenda 2 Consideration to approve for the no allotment of net profit for the year 2025 as legal reserve**

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

**วาระที่ 3 พิจารณานอมนำกำไรประจำปี 2568**

**Agenda 3 Consideration to approve the dividend payment omission for the year 2025**

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

**วาระที่ 4 พิจารณานอมนำมติแต่งตั้งกรรมการแทนกรรมการที่ครบกำหนดออกตามวาระ**

**Agenda 4 Consideration to approve of the re-election of Directors to replace those retirements by rotation**

4.1 นางเพ็ญพิมล เวศม์วุฒม์

กรรมการบริษัท ประธานคณะกรรมการบริษัท

4.1 Ms. Phenphimol Vejvarut

Chairman and the Board of Director

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย                       ไม่เห็นด้วย                      งดออกเสียง  
Approve                              Disapprove                              Abstain

4.2 นางเพ็ญนิภา ทัพพะรังสี

กรรมการบริษัท กรรมการอิสระ กรรมการตรวจสอบ ประธานคณะกรรมการ  
กำกับดูแลกิจการ บริหารความเสี่ยง สรรหาและกำหนดค่าตอบแทน

4.2 Ms. Pennipa Debbaransi

Director, Independent Director, Audit Committee Chairman of  
Corporate Governance, Risk Management Nomination and  
Compensation Committee

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย                       ไม่เห็นด้วย                      งดออกเสียง  
Approve                              Disapprove                              Abstain

วาระที่ 5 พิจารณานุมัติการกำหนดค่าตอบแทนกรรมการ ประจำปี 2569

Agenda 5 Consideration to approve of the 2026 remuneration of Directors

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย                       ไม่เห็นด้วย                      งดออกเสียง  
Approve                              Disapprove                              Abstain

วาระที่ 6 พิจารณานุมัติแต่งตั้งผู้สอบบัญชี และกำหนดค่าตอบแทนผู้สอบบัญชี ประจำปี 2569

Agenda 6 Consideration to approve appointments of auditors and set auditor fees for the year 2026

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย                       ไม่เห็นด้วย                      งดออกเสียง  
Approve                              Disapprove                              Abstain

วาระที่ 7 พิจารณาเรื่องอื่น ๆ (ถ้ามี)

Agenda 7 Consider other matters (if any)

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย                       ไม่เห็นด้วย                      งดออกเสียง  
Approve                              Disapprove                              Abstain

สิ่งที่ส่งมาด้วย 11 (Enclosure 11)

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Vote of the Proxy in any Agenda which is not in accordance with this Form of Proxy shall be invalid and shall not be the vote of the Shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I do not specify the authorization or the authorization 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 behalf as the Proxy deems appropriate.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

For any act performed by the Proxy at the meeting, it shall be deemed as such acts had been done by me in all respects except for vote of the Proxy which is not in accordance with this Proxy Form.

ลงชื่อ / Signed .....ผู้มอบฉันทะ / Grantor  
(.....)

ลงชื่อ / Signed .....ผู้รับมอบฉันทะ / Proxy  
(.....)

ลงชื่อ / Signed .....ผู้รับมอบฉันทะ / Proxy  
(.....)

ลงชื่อ / Signed .....ผู้รับมอบฉันทะ / Proxy  
(.....)

หมายเหตุ / Remark

1. ผู้ถือหุ้นที่มอบฉันทะ จะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

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. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล

The agenda for the election of directors can elect the entire set of directors or individual directors.

3. ในกรณีที่มวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ

In case there are agendas other than those specified above, the additional statement can be specified by the Shareholder in the Regular Continued Proxy Form B as enclosed.

4. ในกรณีที่ผู้ถือหุ้นไม่สามารถเข้าร่วมประชุมได้ด้วยตนเอง และมีความประสงค์จะมอบฉันทะให้กรรมการอิสระของบริษัทฯ ท่านใดท่านหนึ่งเข้าประชุมและออกเสียงแทนตน ผู้ถือหุ้นสามารถมอบฉันทะให้แก่กรรมการอิสระ 1 ท่านของบริษัทฯ รายละเอียดปรากฏตามสิ่งที่ส่งมาด้วย 9 คือ นายเจษฎาวัดมน์ เปรียบจรรย์วัฒน์ พร้อมลงนามผู้มอบฉันทะ และอากรแสตมป์ 20 บาท และส่งหนังสือมอบฉันทะ แบบ ข. หรือ แบบ ค. (คัสโตเดียน) ตามสิ่งที่ส่งมาด้วย 11 พร้อมเอกสารที่เกี่ยวข้องมายัง

- ทางไปรษณีย์ “เลขานุการบริษัท” บริษัท ช ทวี จำกัด (มหาชน) 265 หมู่ 4 ถนนกลางเมือง ตำบลเมืองเก่า อำเภอเมืองขอนแก่น จังหวัดขอนแก่น 40000
- ทางอิเล็กทรอนิกส์ (E-mail): [info@cho.co.th](mailto:info@cho.co.th)

และเพื่อความสะดวกในการตรวจสอบเอกสาร จึงขอความร่วมมือจากผู้ถือหุ้น และ/หรือ ผู้รับมอบฉันทะ โปรดส่งเอกสารให้ถึงบริษัทฯ ภายในวันที่ 22 เมษายน 2569 หรือติดต่อข้อมูลเพิ่มเติมได้ที่เบอร์ 043-043888 ต่อ 1120 แผนกนักกลยุทธ์สัมพันธ์

In the event that shareholders are unable to attend the meeting in person and wish to appoint one of the Company's independent directors as their proxy to attend and vote on their behalf, they may grant proxy authorization to one independent director of the Company. As specified in Enclosure 9, the designated independent director is Mr. Jessadawat Priapchariyawat. Shareholders must sign the proxy form and affix a THB 20 stamp duty, then submit Proxy Form B or Proxy Form C (for custodians), as detailed in Enclosure 11, along with the required supporting documents via:

- Mail: Addressed to the Company Secretary, Cho Thavee Public Company Limited, 265 Moo 4, Klang Muang Road, Mueang Kao Subdistrict, Mueang Khon Kaen District, Khon Kaen Province, 40000
- Electronic submission (E-mail): [info@cho.co.th](mailto:info@cho.co.th)

For verification purposes, shareholders and/or proxies are kindly requested to submit the documents to the Company by April 22, 2026. For further information, please contact the Investor Relations Department at 043-043888 ext. 1120.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.

Attachment to Proxy Form B

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท ข ทีวี จำกัด (มหาชน)

A proxy is granted by a shareholder of Cho Thavee Public Company Limited

ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2569 ในวันที่ 27 เมษายน 2569 เวลา 14.00 น. โดยจัดประชุมผ่านสื่ออิเล็กทรอนิกส์ หรือที่จะพึงเลื่อนไปในวัน เวลา สถานที่และวิธีการอื่นด้วย

at the 2026 Annual General Meeting of Shareholders on 27 April 2026 at 14:00 hours. via electronic meeting or to be postponed on such other dates, times, places and methods as the meeting may be held.

ภาวะที่..... เรื่อง.....

Agenda Subject:

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

ภาวะที่..... เรื่อง.....

Agenda Subject:

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

ภาวะที่..... เรื่อง.....

Agenda Subject:

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

ภาวะที่..... เรื่อง เลือกตั้งกรรมการ

Agenda Subject: Election of directors

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy shall have the right to approve in accordance with my/our intention as follows:

การแต่งตั้งกรรมการทั้งหมด

Appointment of the entire Board of Directors

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

การแต่งตั้งกรรมการเป็นรายบุคคล

Appointment of Directors on an Individual basis

ชื่อกรรมการ.....

Name of Director

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

ชื่อกรรมการ.....

Name of Director

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

ชื่อกรรมการ.....

Name of Director

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

ชื่อกรรมการ.....

Name of Director

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

ข้าพเจ้าขอรับรองว่ารายการในใบประจำต่อแบบหนังสือมอบฉันทะถูกต้องบริบูรณ์และเป็นความจริงทุกประการ

We hereby certify that the items listed in the Attachment to Proxy form are complete and entirely accurate.

ลงชื่อ / Signed .....ผู้มอบฉันทะ / Grantor  
(.....)

ลงชื่อ / Signed .....ผู้รับมอบฉันทะ / Proxy  
(.....)

ลงชื่อ / Signed .....ผู้รับมอบฉันทะ / Proxy  
(.....)

ลงชื่อ / Signed .....ผู้รับมอบฉันทะ / Proxy  
(.....)

ปิดอากรแสตมป์  
20 บาท)  
(Please attach  
stamp duty  
of Baht 20)

สิ่งที่ส่งมาด้วย 11 (Enclosure 11)

แบบหนังสือมอบฉันทะ แบบ ค.

Proxy Form C

(แบบที่ใช้เฉพาะกรณีผู้ถือหุ้นเป็นผู้ลงหุ้นต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้น)  
(For foreign shareholders who have custodians in Thailand only)

ทำยประกาศกรมพัฒนาธุรกิจการค้า เรื่อง กำหนดแบบหนังสือมอบฉันทะ (ฉบับที่ 5) พ.ศ. 2550

Ref: Notification of Department of Business Development regarding Proxy Form (No. 5) B.E. 2550

เลขทะเบียนผู้ถือหุ้น..... เขียนที่.....  
Shareholder registration number Written at  
วันที่.....เดือน.....พ.ศ. ....  
Date Month Year  
(1) ข้าพเจ้า ..... สัญชาติ.....  
I/We Nationality  
สำนักงานตั้งอยู่เลขที่..... ถนน..... ตำบล/แขวง.....  
Located at Road Sub-District  
อำเภอ/เขต..... จังหวัด..... รหัสไปรษณีย์.....  
District Province Postal Code

ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ.....  
As the custodian of

ซึ่งเป็นผู้ถือหุ้นของบริษัท ช ทวี จำกัด (มหาชน) ("บริษัท")

who is a shareholder of Cho Thavee Public Company Limited ("Company")

โดยถือหุ้นจำนวนทั้งสิ้นรวม ..... หุ้น และออกเสียงลงคะแนนได้เท่ากับ ..... เสียงดังนี้  
Holding the total number of shares and have the rights to vote equal to votes as follows

หุ้นสามัญ ..... หุ้น และออกเสียงลงคะแนนได้เท่ากับ ..... เสียง  
ordinary share shares and have the rights to vote equal to votes

หุ้นบุริมสิทธิ ..... หุ้น และออกเสียงลงคะแนนได้เท่ากับ ..... เสียง  
preference share shares and have the rights to vote equal to votes

(2) ขอมอบฉันทะให้

Hereby appoint

(1) ชื่อ..... อายุ.....  
Name Age

อยู่บ้านเลขที่..... ถนน..... ตำบล/แขวง.....  
Reside at Road Sub-District  
อำเภอ/เขต..... จังหวัด..... รหัสไปรษณีย์..... หรือ  
District Province Postal Code or

(2) ชื่อ..... อายุ.....  
Name Age

อยู่บ้านเลขที่..... ถนน..... ตำบล/แขวง.....  
Reside at Road Sub-District  
อำเภอ/เขต..... จังหวัด..... รหัสไปรษณีย์..... หรือ  
District Province Postal Code or

(3) ชื่อ..... อายุ.....  
Name Age

อยู่บ้านเลขที่..... ถนน..... ตำบล/แขวง.....  
Reside at Road Sub-District  
อำเภอ/เขต..... จังหวัด..... รหัสไปรษณีย์..... หรือ  
District Province Postal Code or

นาย Jessadawat Priapchariyawat, Chairman of Audit Committee and Independent Director, age 69 years old, resides at 112/107 Millennium Residence, Soi Sukhumvit 20, Sukhumvit Road, Klongtoey Sub-District, Klongtoey District, Bangkok 10110

Mr. Jessadawat Priapchariyawat, Chairman of Audit Committee and Independent Director, age 69 years old, resides at 112/107 Millennium Residence, Soi Sukhumvit 20, Sukhumvit Road, Klongtoey Sub-District, Klongtoey District, Bangkok 10110

## สิ่งที่ส่งมาด้วย 11 (Enclosure 11)

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2569 ในวันที่ 27 เมษายน 2569 เวลา 14.00 น. โดยจัดประชุมผ่านสื่ออิเล็กทรอนิกส์ หรือที่จะพึงเลื่อนไปในวัน เวลา สถานที่และวิธีการอื่นด้วย

As my/our proxy to attend and vote on my/our behalf at the 2026 Annual General Meeting of Shareholders on 27 April 2026 at 14:00 hours. via electronic meeting or to be postponed on such other dates, times, places and methods as the meeting may be held.

(3) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

In this Meeting, I/we grant my/our proxy to consider and vote on my/our behalf as follows:

มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือ และมีสิทธิออกเสียงลงคะแนนได้

Grant proxy the total amount of shares holding and entitled to vote

มอบฉันทะบางส่วน คือ

Grant partial shares of

หุ้นสามัญ .....หุ้น และออกเสียงลงคะแนนได้เท่ากับ .....เสียง  
ordinary share shares and have the rights to vote equal to votes

หุ้นบุริมสิทธิ .....หุ้น และออกเสียงลงคะแนนได้เท่ากับ .....เสียง  
preference share shares and have the rights to vote equal to votes

รวมสิทธิออกเสียงลงคะแนนได้ทั้งหมด .....เสียง

Total voting rights votes

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

In this Meeting, I/we grant my/our proxy to consider and vote on my/our behalf as follows:

**วาระที่ 1 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2568 ซึ่งประชุมเมื่อวันที่ 11 เมษายน 2568**

**Agenda 1 Consider and certify the Minutes of the 2025 Annual General Meeting of Shareholders held on 11 April 2025**

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย.....เสียง       ไม่เห็นด้วย.....เสียง       งดออกเสียง.....เสียง

Approve votes Disapprove votes Abstain votes

**วาระที่ 2 พิจารณานุมัติงบกำไรสุทธิประจำปี 2568 เป็นทุนสำรองตามกฎหมาย**

**Agenda 2 Consideration to approve for the no allotment of net profit for the year 2025 as legal reserve**

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย.....เสียง       ไม่เห็นด้วย.....เสียง       งดออกเสียง.....เสียง

Approve votes Disapprove votes Abstain votes

**วาระที่ 3 พิจารณานุมัติการจ่ายปันผลประจำปี 2568**

**Agenda 3 Consideration to approve the dividend payment omission for the year 2025**

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย.....เสียง       ไม่เห็นด้วย.....เสียง      งดออกเสียง.....เสียง  
 Approve                      votes                      Disapprove                      votes                      Abstain                      votes

**วาระที่ 4 พิจารณานุมัติแต่งตั้งกรรมการแทนกรรมการที่ครบกำหนดออกตามวาระ**

**Agenda 4 Consideration to approve of the re-election of Directors to replace those retirements by rotation**

4.1 นางเพ็ญพิมล เวศย์วรุตม์ กรรมการบริษัท ประธานคณะกรรมการบริษัท  
 4.1 Ms. Phenphimol Vejvarut Chairman and the Board of Director

(ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย.....เสียง       ไม่เห็นด้วย.....เสียง      งดออกเสียง.....เสียง  
 Approve                      votes                      Disapprove                      votes                      Abstain                      votes

4.2 นางเพ็ญนิภา ทัพพะรังสี กรรมการบริษัท กรรมการอิสระ กรรมการตรวจสอบ ประธานคณะกรรมการกำกับดูแลกิจการ บริหารความเสี่ยง สรรหาและกำหนดค่าตอบแทน

4.2 Ms. Pennipa Debbaransi Director, Independent Director, Audit Committee Chairman of Corporate Governance, Risk Management Nomination and Compensation Committee

(ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย.....เสียง       ไม่เห็นด้วย.....เสียง      งดออกเสียง.....เสียง  
 Approve                      votes                      Disapprove                      votes                      Abstain                      votes

**วาระที่ 5 พิจารณานุมัติการกำหนดค่าตอบแทนกรรมการ ประจำปี 2569**

**Agenda 5 Consideration to approve of the 2026 remuneration of Directors**

(ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย.....เสียง       ไม่เห็นด้วย.....เสียง      งดออกเสียง.....เสียง  
 Approve                      votes                      Disapprove                      votes                      Abstain                      votes

**วาระที่ 6 พิจารณานุมัติแต่งตั้งผู้สอบบัญชี และกำหนดค่าตอบแทนผู้สอบบัญชี ประจำปี 2569**

**Agenda 6 Consideration to approve appointments of auditors and set auditor fees for the year 2026**

(ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย.....เสียง       ไม่เห็นด้วย.....เสียง      งดออกเสียง.....เสียง  
 Approve                      votes                      Disapprove                      votes                      Abstain                      votes

**วาระที่ 7      พิจารณาเรื่องอื่น ๆ (ถ้ามี)**

**Agenda 7      Consider other matters (if any)**

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย.....เสียง       ไม่เห็นด้วย.....เสียง      งดออกเสียง.....เสียง  
 Approve                      votes                      Disapprove                      votes                      Abstain                      votes

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Vote of the Proxy in any Agenda which is not in accordance with this Form of Proxy shall be invalid and shall not be the vote of the Shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I do not specify the authorization or the authorization 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 behalf as the Proxy deems appropriate.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

For any act performed by the Proxy at the meeting, it shall be deemed as such acts had been done by me in all respects except for vote of the Proxy which is not in accordance with this Proxy Form.

ลงชื่อ / Signed .....ผู้มอบฉันทะ / Grantor  
(.....)

ลงชื่อ / Signed .....ผู้รับมอบฉันทะ / Proxy  
(.....)

ลงชื่อ / Signed .....ผู้รับมอบฉันทะ / Proxy  
(.....)

ลงชื่อ / Signed .....ผู้รับมอบฉันทะ / Proxy  
(.....)

หมายเหตุ / Remark

1. หนังสือมอบฉันทะแบบ ค. นี้ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น

This Proxy form C is only used for the shareholder who is specified in the register as a foreign investor and has appointed a custodian in Thailand to be a share depository and keeper. The shareholder appointing the proxy shall appoint only one proxy to attend the meeting and cast a vote. The shareholder cannot split his/her votes to different proxies to vote separately.

2. หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะคือ

The documents needed to be attached to this Proxy form are:

- (1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน

Power of attorney from the shareholder empowering the custodian to sign this Proxy form on his/her behalf

- (2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจคัสโตเดียน (Custodian)

Document confirming that the person who signed the proxy form is permitted to operate the custodian business

3. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

The shareholder appointing the proxy shall appoint only one proxy to attend the meeting and cast a vote. The shareholder cannot split his/her votes to different proxies to vote separately.

4. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งหมดหรือเลือกตั้งกรรมการเป็นรายบุคคล

The agenda for the election of directors can elect the entire set of directors or individual directors.

5. ในกรณีที่มามีวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค. ตามแนบ

In case where the statement exceeds those specified above, additional details may be specified in the Attachment to Proxy Form C provided.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค.

Attachment to Proxy Form C

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท ช ทวี จำกัด (มหาชน)

A proxy is granted by a shareholder of Cho Thavee Public Company Limited.

ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2569 ในวันที่ 27 เมษายน 2569 เวลา 14.00 น. โดยจัดประชุมผ่านสื่ออิเล็กทรอนิกส์ หรือที่จะพึงเลื่อนไปในวัน เวลา สถานที่และวิธีการอื่นด้วย

at the 2026 Annual General Meeting of Shareholders on 27 April 2026 at 14:00 hours. via electronic meeting or to be postponed on such other dates, times, places and methods as the meeting may be held.

ภาวะที่..... เรื่อง. ....  
Agenda Subject:

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย.....เสียง     ไม่เห็นด้วย.....เสียง     งดออกเสียง.....เสียง  
Approve votes Disapprove votes Abstain votes

ภาวะที่..... เรื่อง. ....  
Agenda Subject:

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย.....เสียง     ไม่เห็นด้วย.....เสียง     งดออกเสียง.....เสียง  
Approve votes Disapprove votes Abstain votes

ภาวะที่..... เรื่อง. ....  
Agenda Subject:

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย.....เสียง     ไม่เห็นด้วย.....เสียง     งดออกเสียง.....เสียง  
Approve votes Disapprove votes Abstain votes

ภาวะที่..... เรื่อง. ....  
Agenda Subject:

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย.....เสียง     ไม่เห็นด้วย.....เสียง     งดออกเสียง.....เสียง  
Approve votes Disapprove votes Abstain votes

วาระที่..... เรื่อง เลือกตั้งกรรมการ

Agenda Subject: Election of directors

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy shall have the right to approve in accordance with my/our intention as follows:

การแต่งตั้งกรรมการทั้งหมด

Appointment of the entire Board of Directors

<input type="checkbox"/> เห็นด้วย.....เสียง	<input type="checkbox"/> ไม่เห็นด้วย.....เสียง	<input type="checkbox"/> งดออกเสียง.....เสียง
Approve votes	Disapprove votes	Abstain votes

การแต่งตั้งกรรมการเป็นรายบุคคล

Appointment of Directors on an Individual basis

ชื่อกรรมการ.....

Name of Director

<input type="checkbox"/> เห็นด้วย.....เสียง	<input type="checkbox"/> ไม่เห็นด้วย.....เสียง	<input type="checkbox"/> งดออกเสียง.....เสียง
Approve votes	Disapprove votes	Abstain votes

ชื่อกรรมการ.....

Name of Director

<input type="checkbox"/> เห็นด้วย.....เสียง	<input type="checkbox"/> ไม่เห็นด้วย.....เสียง	<input type="checkbox"/> งดออกเสียง.....เสียง
Approve votes	Disapprove votes	Abstain votes

ชื่อกรรมการ.....

Name of Director

<input type="checkbox"/> เห็นด้วย.....เสียง	<input type="checkbox"/> ไม่เห็นด้วย.....เสียง	<input type="checkbox"/> งดออกเสียง.....เสียง
Approve votes	Disapprove votes	Abstain votes

ชื่อกรรมการ.....

Name of Director

<input type="checkbox"/> เห็นด้วย.....เสียง	<input type="checkbox"/> ไม่เห็นด้วย.....เสียง	<input type="checkbox"/> งดออกเสียง.....เสียง
Approve votes	Disapprove votes	Abstain votes

ข้าพเจ้าขอรับรองว่ารายการในใบประจำต่อแบบหนังสือมอบฉันทะถูกต้องสมบูรณ์และเป็นความจริงทุกประการ

We hereby certify that the items listed in the attached proxy form are complete and entirely accurate.

ลงชื่อ / Signed .....ผู้มอบฉันทะ / Grantor  
(.....)

ลงชื่อ / Signed .....ผู้รับมอบฉันทะ / Proxy  
(.....)

ลงชื่อ / Signed .....ผู้รับมอบฉันทะ / Proxy  
(.....)

ลงชื่อ / Signed .....ผู้รับมอบฉันทะ / Proxy  
(.....)