



**C.I. GROUP
PUBLIC COMPANY LIMITED**

บริษัท ซี.ไอ. กรุ๊ป จำกัด (มหาชน)

สำนักงานใหญ่ (HQ)
1/1 ม.7 ต.บางคูวัด อ.บางคูวัด
อ.เมืองปทุมธานี จ.ปทุมธานี 12000
1/1 M.7 Bangkoowad Road
Bangkoowad, Amphoe Muang
Pathumthani 12000 Thailand

สาขามีนทอง
789/75 ม.1 อ.พุดซา อ.สนม
อ.หนองขาบ อ.ศรีราชา จ.ชลบุรี 20230
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Minute of Extraordinary General Meeting No.1/2022

C.I. Group Public Company Limited

Thursday 18th, August 2022

The Master Meeting Room of C.I. Group Public Company Limited

1/1 M.7 Bangkoowad Road, Bangkoowad, A. Muang Pathumthani, Pathumthani 12000, Thailand

Date and Venue

The meeting was held on Thursday 18th August, 2022 at 13.30 hours, at the master meeting room of C.I. Group Public Company Limited 1/1 M.7 Bangkoowad Road, Bangkoowad, A. Muang Pathumthani, Pathumthani 12000, Thailand.

Before considering the meeting agendas, the Chairman of the Board assigned Ms. Wanphen Khaosuwan (the secretary of the meeting (on behalf)) to explain methods of voting and vote counting on each agenda as follows.

In each agenda, the shareholders could cast their votes as "approval", "disapproval", or "abstention" in voting cards received at the registration. Voting was based on one vote per share (1 share: 1 vote).

For vote counting, the Company would deduct disapproval or abstention votes from the total number of the shareholders attending the meeting. The remaining votes were regarded as approval of that agenda. Once the approval votes are complied with Articles of Association and the Public Companies Limited's Act of Votes, would be accounted as approve or certify on such Agenda. The shareholders must raise their hands in case of disapproval or abstention. In such cases, all shareholders must fill in their voting cards received at the registration for the company's officers to collect and count the votes.

For the shareholders authored proxies a specific vote on their behalf, the Company already recorded their votes i.e., approval, disapproval, or abstention in computers.

In case a shareholder or a proxy wished to leave the meeting room during vote casting and wish to vote on that agenda or remaining agendas in advance, he/ she could cast his/ her vote in a voting card and submit to an officer. Such cards would be counted in the related agenda.

Prior to vote on each agenda, the Chairman would give the shareholders opportunities to ask questions. In case a shareholder or a proxy wishes to express his/ her opinion or ask question he/ she should raise his/ her hand and stated a name of a shareholder or a proxy to the meeting before providing opinions or asking questions. The Company will only answer the questions relevant to the agenda for voting in the meeting room. For other questions, the Company will consider as appropriate. For the questions that are not related to the specific agenda, the Chairman would provide times for such question by the end of the "Others" agenda besides.

There were 6 Directors of the Company (85.71% of all directors), 3 Executive Managements of the Company, and 1 representative from the Thai Investor Association attended the meeting.



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The directors who attended the meeting are:

- | | | |
|----|----------------------------|---|
| 1. | Pol. Gen. Prung Boonpadung | Chairman of the Board and Chairman of Audit Committee |
| 2. | Mr. Aree Poomsanoh | Vice Chairman and Chairman of the Executive Committee |
| 3. | Mr. Taweesak Wangkorkiat | Director and Executive Director |
| 4. | Mr. Theera Poomsanoh | Director and Executive Director |
| 5. | Mr. Songphol Annanon | Independent Director and Audit Committee |
| 6. | Mr. Nadith Rodpetch | Independent Director and Audit Committee |

The directors who absence from the meeting is:

- | | | |
|----|-------------------------|----------------------------------|
| 1. | Mrs. Chankapaw Dissakul | Director and Corporate Secretary |
|----|-------------------------|----------------------------------|

The top management who attended the meeting are:

- | | | |
|----|-----------------------------|--------------------------|
| 1. | Mr. Sawai Chatchairungruang | Chief Financial Officer |
| 2. | Mr. Bannat Nakpan | Managing Director |
| 3. | Ms. Rattanakamol Poomsanoh | Deputy Managing Director |

The director of the sub-committee who attended the meeting is:

The company has no other sub-committee as yet.

In order to generate transparency of the Extraordinary General Meeting to be complied with law and the Company's regulation, the Company did assign Mrs. Laddawan Kajornwit, a shareholder, as an auditor for votes counting of the shareholders or proxies who attend the meeting.

The meeting was commenced at 13.30 hours.

Pol. Gen. Prung Boonpadung, Chairman of the meeting, expressed his gratitude to the shareholders for attending the meeting and informed that 25 shareholders presented in person and by proxy, altogether hold 320,778,939 shares or equivalent to 37.09 percent of the total issued shares. Since a quorum of the meeting is pursuant to the Articles of Association of the Company, the Chairman then declared the Extraordinary General Meeting No.1/2022 and proposed the meeting to consider the matters on the following agenda.

Agenda 1 To Certify the Minutes of the Annual General Meeting of Shareholders on April 29th, 2022

The Chairman requested the meeting to certify the minute of the Annual General Meeting of the Shareholders of the 2022, as per the document enclosed with the Notice of the Meeting sent in advance and asked if there should be any amendments to the minute of the meeting.



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- Mr. Kraiwan Katavanich, a shareholder, suggested to amend wording in the Agenda 7, line number 3 page 14, of the Minutes of the 2022 Annual General Meeting of Shareholders held on April 29, 2022 as follows:

From : The company should provide QR Code in the meeting room so that the attendees can scan the documents.

To : The Company should provide QR Code in the meeting room so that the attendees can read the document.

There is no further question, the Chairman asked the meeting to certify the minutes of the 2022 Annual General Meeting of Shareholders on April 29th, 2022.

Resolution: After due consideration, the meeting, with the majority number of votes as follows, certified the minutes of the Annual General Meeting of Shareholders on April 29th, 2022.

Approved	320,942,139	votes	equivalent to	100.00000%
Disapproved	0	votes	equivalent to	-
Abstained	0	votes	equivalent to	-
Void	0	votes	equivalent to	-

Remark: In this agenda, there was 2 additional shareholder with 163,200 shares attended the Meeting.

Agenda 2 To Consider and Approve on partial business transfer of C.I. Group Public Company Limited to a subsidiary (CIG Blusolutions Company Limited) and authorize the Executive Committee to manage business transfers.

Ms. Wanphen Khaosuwan, secretary of the meeting, informed the shareholders that the resolution of the Board of Directors that the meeting duly considered and unanimously resolved to approve on partial business transfer of C.I. Group Public Company Limited to a subsidiary (CIG Blusolutions Company Limited) details are as shown in the enclosed document item 2, due to the partial business, the manufacturing of air-conditioning and refrigeration products, transfer will lead to better business segregation and risk management which not only create sustainable and continuous growth to the business, but also increase the efficiency of the company's operation and management inclusive of increasing opportunities in expanding businesses as the Company's group business plans

The Board assigned Ms. Rattanakamol Poomsanoh, Deputy Managing Director, informed to the meeting regarding business transfer plan that the C.I. Group Public Company Limited will transfer the business of manufacturing and distributing air conditioners chiller and components of air conditioning and refrigeration to a subsidiary (CIG Blusolutions Company Limited) by transferring assets related to the business as follows:



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1. Business of the company in the business of manufacturing and distributing air conditioners chiller and components of air conditioning and refrigeration
2. All assets related to and used in the business according to item 1
3. Executives, employees/personnel related to business according to item 1

After the partial transfer of the company's business is completed, The Company will maintain its status as a listed company on the Market for Alternative Investment (MAI) and is also a company that operates as a general business (Operating Company) from the business of designing, installing air conditioning systems and ready-made insulation walls and solutions for energy-saving buildings including mechanical systems Ventilation system and electrical system (Mechanical & Electrical (M&E)). In addition, it remains the main shareholder in CIG Blusolutions Co., Ltd. 99.97%. The transfer of such business will not affect the financial position and operating results of the Company and does not affect the shareholders of the Company.

The Chairman gave the shareholders and proxies the opportunity to ask questions or express opinions on this agenda.

There is no question; the Chairman then proposed the meeting to approve on partial business transfer of C.I. Group Public Company Limited to a subsidiary (CIG Blusolutions Company Limited) and authorize the Executive Committee to manage business transfers.

Resolution: After due consideration, the meeting, with the majority number of votes, resolved to approve on partial business transfer of C.I. Group Public Company Limited to a subsidiary (CIG Blusolutions Company Limited) and authorize the Executive Committee to manage business transfers.

Approved	320,942,139	votes	equivalent to	100.0000%
Disapproved	0	votes	equivalent to	-
Abstained	0	votes	equivalent to	-
Void	0	votes	equivalent to	-

Agenda 3 To Consider Other Matters (if any).

The Chairman provided times for open discussion.

There is no other question, the Chairman expressed his gratitude to the shareholders for attending the meeting and for their views and suggestions which the Board would take into consideration, and then declared the meeting is closed.



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The meeting adjourned at 14.00 hrs.

Pol.Gen.

Chairman

(Prung Boonpadung)

Secretary of the meeting

(Ms. Wanphen Khaosuwana)