



**Invitation to the 2024 Annual General Meeting
of Shareholders**

Central Plaza Hotel Public Company Limited

on 29 April 2024, at 2.30 p.m.

through electronic means (e-AGM)

Remarks:

- 1. For shareholders who wish to attend the e-AGM, please follow the Guidelines for attending the Annual General Meeting of Shareholders through electronic means (e-AGM) (Enclosure 5).**
- 2. The conference system shall be available on 29 April 2024 from 01.00 p.m. onward.**
- 3. The Meeting only be conducted through electronics means. No physical meeting is provided.**

March 22, 2024

- Subject: Invitation to the 2024 Annual General Meeting of Shareholders
- Attention: Shareholders of Central Plaza Hotel Public Company Limited
- Attachment:
1. Minute of the Annual General Meeting of Shareholders 2023
 2. 2023 Annual Report (56-1 One Report) (QR Code)
 3. Profiles of the Nominated Persons to be appointed as Directors to replace the Directors who are due to retire by rotation in 2024.
 4. Articles of Association of the Company related to the Shareholders Meeting
 5. Procedures and Instructions for attending the Annual General Meeting of Shareholders through electronics means (e-AGM)
 6. Name list and profile of Independent Directors 2024
 7. Proxy Form
 8. DAP e-Shareholder Meeting Manual (for Shareholder)
 9. Privacy Notice

The Board of Directors Meeting of Central Plaza Hotel Public Company Limited (“the Company”) resolved to convene the 2024 Annual General Meeting of Shareholders on **Monday, 29 April 2024 at 2.30 p.m.** only through electronic media (“e-AGM”) to consider the following agenda:

The Shareholders were invited to propose their agenda(s) for this Annual General Meeting in advance from October 1, 2023 to February 1, 2024. The information was announced via the Company’s website (<https://investor.centarahotelsresorts.com>) and the Stock Exchange of Thailand (SET)’s news and information system. However, there was no agenda proposed by shareholders.

Agenda 1: To ratify minute of the 2023 Annual General Meeting of Shareholders (AGM)

Facts and Rationales:

The 2023 Annual General Meeting of Shareholders was held on April 25, 2023 (Details as shown in *Attachment No.1*).

Board of Directors' opinion:

The minute of the 2023 Annual General Meeting of Shareholders should be ratified and approved as written.

Vote Required: Majority vote of the shareholders attending the meeting and casting their votes.

Agenda 2: To acknowledge the Company's performance for the year 2023

Facts and Rationales:

The Company has summarized the Company's performance in 2023 as provided in the 2023 Annual Report (Form 56-1 One Report) under item Business and Performance. (Details as shown in *Attachment No.2*).

Board of Directors' opinion:

The Board of Directors proposed the Company's performance of 2023 to the Shareholder's Meeting for consideration and acknowledgement.

Vote Required: Voting is not required as this agenda is for shareholders' acknowledgement.

Agenda 3: To approve the audited financial statements for the year ended December 31, 2023

Facts and Rationales:

The consolidated financial statements for the year ended December 31, 2023, together with the Auditor's report as appeared in 2023 Annual Report (Form 56-1 One Report) which were audited by the Company's auditor and were reviewed by the Audit Committee. (Details as shown in *Attachment No.2*).

Board of Directors' opinion:

The Board of Directors deemed it appropriate to propose to the Shareholders' Meeting to consider and approve the financial statements for the year ended December 31, 2023, which

have been reviewed by the Audit Committee and have been audited by EY Office Company Limited. Based on the auditor’s opinion, the consolidated financial statements of the Company and its subsidiaries were presented fairly in all material respects and in accordance with generally accepted auditing standards.

Vote Required: Majority vote of the shareholders attending the meeting and casting their votes.

Agenda 4: To consider and approve the allocation of profit for the statutory reserve and dividend payment for the 2023 performance.

Facts and Rationales:

The Company’s dividend policy is to allocate not less than 60% of the Net Profit (after tax) for the year as dividends, except in the event of major business expansion. Then consideration may be given to allocate less than 60% of the Net profits as dividend payments.

Due to the impact of the COVID-19 situation, the Company had no dividend payment during the period from 2019 to 2022. However, in 2023, the Company had a net profit of Baht 1,248 million with a net profit according to the consolidated financial statements of Baht 634 million.

Therefore, the Board proposed to the Shareholders’ Meeting to approve a dividend payment to shareholders holding 1,350 million shares, at a rate of 0.42 baht per share, totaling Baht 567 million.

The comparison of the rate of dividend from the result of performance in 2023 with the dividend payout rate in the latest year:

Detail of dividend payment	Year 2018 (The latest year payout)	Year 2023 (Propose)
1. Consolidated Net Profit (THB)	2,177,612,186	1,248,095,936
2. Total shares	1,350,000,000	1,350,000,000
3. Annual dividend (THB/share)	0.65	0.42
4. Total dividend amount (THB)	877,500,000	567,000,000
5.Dividend payout ratio compared with net profit according to the consolidated financial statements	40.3%	45.4%

Additionally, The Company had set aside the legal reserves up to the ten percent of the registered capital according to Clause 116 of the Public Companies Act,1992 (BE.2535) as well as the Company's Articles of Association; therefore, no additional legal reserves is required.

Board of Directors' opinion:

The Board of Directors deemed it appropriate to propose to the Shareholder's Meeting to consider and approve the dividend payment for 2023 performance at THB 0.42 per share. The date to record the name of shareholders who are entitled to receive the dividend payment (Record Date) will be fixed on 9 May 2024 and the dividend would be paid to shareholders on 27 May 2024. However, the right to receive dividend is not confirmed until being approved by the 2024 e-AGM.

Vote Required: Majority vote of the shareholders attending the meeting and casting their votes.

Agenda 5: To approve the appointment of re-election directors whose tenures have ended for the year 2024.

Facts and Rationales:

According to comply with section 71 of the Public Limited Companies Act B.E. 2535 and the Articles of Association of the Company, at every annual general meeting of shareholders, one-third of the Company's directors must be retired. The Directors who have held office longest shall retire and the directors retiring may be re-elected. In 2024, there are 4 directors to be retired by rotation in this meeting as follows:

1. Mr. Prin Chirathivat Director /
Member of Nomination and Compensation Committee /
Member of Risk Management and Corporate Governance
Committee
2. Mrs. Sirikate Chirakiti Director
3. Ms. Sopawadee Lertmanaschai Independent Director /
Chairman of Audit Committee
4. Mr. Chaiwat Thongkamkoon Independent Director /
Member of Audit Committee /
Member of Nomination and Compensation Committee

The Company had given the shareholders an opportunity to nominate directors in advance by distributing details via its website (<https://investor.centarahotelsresorts.com>) and SET's news and information system from October 1, 2023, to February 1, 2024. However, none of the shareholders proposed the names of individuals to be elected for directorship to the Company.

The Nomination and Compensation Committee, excluding members with conflicts of interest, has conducted a thorough and comprehensive screening process in accordance with the established criteria, regulations, and relevant laws, as well as following the company's designated process. In the case of nominating independent directors must be qualified person regarding the Charter of Board of Director. Independent Directors able to be appointed for not more than 2 consecutive terms of office and must not hold an independent director position for more than 9 years to maintain the degree of independence in expressing any opinions or discharging the duty as an "Independent Director" of the Company. The Board could extend independent directors' terms as seen fit when independent directors complete their terms, the Board may nominate their names to the AGM for possible re-election and extension of their terms.

The Nomination and Compensation Committee, excluding members with conflicts of interest, recommended the Board of Directors deems it appropriate to propose the Shareholders' Meeting to approve the re-election of all 4 retiring directors to retain office for another term.

Furthermore, the individuals proposed in this instance have undergone a thorough screening process by the Board of Directors, ensuring they possess qualifications suitable for the Company's business operations. For nominated independent directors will be able to provide unbiased opinions in accordance with relevant criteria.

Board of Directors' opinion:

The Board, excluding the directors having a conflict of interest, considered that the person nominated this time has passed the process specified by the Company and has qualifications under the relevant regulations including requirements relating to independent directors and well-suited for the Company's business operations. Due to such a reason, the Board resolved as proposed by the Nomination and Compensation Committee to propose the Shareholders' Meeting in 2024 to approve the re-election of all 4 retiring directors to retain office for another term as follows.

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|---|---|
| 1. Mr. Prin Chirathivat | Director /Member of Audit Committee /
Member of Risk Management and Corporate Governance
Committee / Member of Nomination and Compensation
Committee |
| 2. Mrs. Sirikate Chirakiti | Director |
| 3. Ms. Sopawadee Lertmanaschai ¹ | Independent Director /
Chairman of Audit Committee |
| 4. Mr. Chaiwat Thongkamkoon ¹ | Independent Director /
Member of Audit Committee /
Member of Nomination and Compensation Committee |

All are duly qualified under the Articles of Association of the Company, the Public Company Limited Act, and requirements of the Office of the Securities and Exchange Commission (SEC) and SET. In addition, since they are variously knowledgeable, experienced in fields relevant to the conduct of business, can devote their time and expertise for maximum benefit of the Company as well as all shareholders and stakeholders, they should be appointed as directors (Details as shown in *Attachment No.3*).

Remark:¹ The Company has defined much stricter qualifications for independent directors than those required by the Securities and Exchange Commission and the Stock Exchange of Thailand as detailed in 2023 Annual Report (56-1 One Report) (Details as shown in *Attachment No.2*)

Vote Required: *Majority vote of the shareholders attending the meeting and casting their votes. The directors will be considered and appointed individually.*

Agenda 6: Approval of the remuneration for the Board of Directors for the year 2024

Facts and Rationales:

To ensure that the Board receives appropriate and fair remuneration regarding section 90 of Public Limited Companies Act B.E. 2535 and the Company's Articles of Association, the Nomination and Remuneration Committee had proposed to the Board an approach for the determination of directors' remuneration, taking into account their responsibilities, performance relative to the Company's overall operational performance and related factors, inclusive of comparisons to remuneration of other companies within the same or similar industry and business sectors as the Company. The Nomination and Remuneration Committee deemed it appropriate to recommend the Board to propose the shareholders to consider and approve the

remuneration for the Board of Directors for 2024 in amount not exceeding Baht 10 million, maintaining the Directors' fee structure as in 2023.

Board of Directors' opinion:

The Board considered and agreed with the proposal made by the Nomination and Remuneration Committee to recommend the shareholders to approve the remuneration for the Board of Directors for 2024, not exceeding the budget of Baht 10 million, maintaining the Directors' fee structure as in 2023 as the following detail:

(1) Monetary Remuneration

• **Quarterly retainer and Meeting attendance fee**

Remuneration	2023	2024 (Propose)	Change
1. Quarterly Remuneration (Baht/Quarter)			
- Chairman	100,000	100,000	0
- Chairman of Audit Committee	70,000	70,000	0
- Director	60,000	60,000	0
2. Meeting allowance for the Board of Director (Baht/Attendance)			
- Chairman	35,000	35,000	0
- Director	30,000	30,000	0
3. Meeting allowance for the Audit Committee (Baht/Attendance)			
- Chairman	40,000	40,000	0
- Director	30,000	30,000	0
4. Meeting allowance for the Nomination & Compensation Committee (Baht/Attendance)			
- Chairman	35,000	35,000	0
- Director	30,000	30,000	0

Remuneration	2023	2024 (Propose)	Change
5. Meeting allowance for the Risk Management & Corporate Governance Committee (Baht/Attendance)			
- Chairman	35,000	35,000	0
- Director	30,000	30,000	0

- **Bonus**

The bonus will be allocated to directors by which the Board of Directors is authorized to determine the conditions, the details, and the rate of bonus payment as appropriate together with consideration of the Company's performance outcomes. In addition, the amount of bonus being allocated to each director is depended on the performance and the participation in the meeting. The Executive Director will not receive any director's bonus, however.

(2) **Other Remunerations**

The Company provides meal allowance at the outlets to Board of Director at the amount 80,000 Baht.

Meal allowance	2023	2024 (Proposed)	Change
Proposal for shareholders' approval (person/per annual)	80,000	80,000	0

Vote Required: Not less than two-thirds of the total number of votes of the shareholders attending the meeting.

Agenda 7: Approval of the appointment of the External Auditors and determination of the audit fee for the year 2024

Facts and Rationales:

According to comply with section 120 of the Public Limited Companies Act B.E. 2535 prescribes that the annual general meeting of shareholders shall consider and approve an appointment of an auditor and determine the remuneration of auditor of the Company every year. In this regard, the Audit Committee had considered that the auditor and audit fees are

appropriate and recommended the Board of Directors deems it appropriate to propose the Shareholders' Meeting to approve the appointment of the auditor of the Company and its subsidiaries and audit fee of the Company for the year 2024.

Board of Directors' opinion:

The Board of Directors considered and agreed with the proposal made by the Audit Committee and recommended the Shareholders' Meeting proceed as follows:

(1) To consider and appoint EY Office Company Limited., as the auditor of the Company and its subsidiaries for the year 2024, namely:

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|---------------------------------|----------------------|
| 1. Mr. Wichart Lokatekrawee | Certified No 4451 or |
| 2. Miss Kamontip Lertwitworatep | Certified No 4377 or |
| 3. Miss Satida Ratananurak | Certified No 4753 or |
| 4. Miss Siriwan Nitdamrong | Certified No 5906 |

Whereby, all of the abovementioned persons are all fully independent of and have no vested interests whatsoever in the Company and/or its Subsidiaries.

Additionally, EY Office Company Limited., is the authorized auditor of the Company, 40 subsidiary companies and 1 property fund. The current authorized auditor is Mr. Wichart Lokatekrawee (Certified No. 4451) who has been the Company's auditor since 2018 - 2023 (totaling to 6 year).

(2) To approve the audit fees for the year 2024 will be Baht 2,087,000 (two million eighty seven thousand baht only), an increase of 10% from the year 2023 due to the Company received the discount from COVID-19 situation in 2023.

	2023	Propose 2024	Increasing (decreasing)
1. Audit Fee (Baht)	1,890,000	2,087,000	197,000
2. Non-Audit Fee	-	-	-

Vote Required: Majority vote of the shareholders attending the meeting and casting their votes.

Agenda 8: To consider other business (if any)

In this regard, the Company has fixed the record date on which Shareholders have the right to attend the Annual General Meeting of Shareholders for the year 2024 as of March 14, 2024, and to receive dividend payments as of May 9, 2024.

Therefore, the Company hereby invites all shareholders to attend the 2024 Annual General Meeting of Shareholders on the date and time mentioned which shall be **convened through electronic only**. The registration for e-AGM will be opened in advance via **the DAP e-Shareholder Meeting system from 11 April 2024 at 8.00 a.m.** onwards.

However, it is recommended that the shareholders should study **“the procedures and instructions for attending the e-AGM”** (*Attachment No.5*) and related Articles of Association (*Attachment No.4*). If shareholders have any quires, please submit the question regarding the Meeting agenda in advance via email: centel_companysecretary@chr.co.th or ir@chr.co.th

Yours Faithfully,

-Signed-

(Mr.Suthikiati Chirathivat)

Chairman

- Translation -

**Minutes of the Annual General Meeting of Shareholders for the year 2023
of
Central Plaza Hotel Public Company Limited**

Date, time and place of the meeting

The meeting was held on Tuesday, April 25, 2023 at 2:30 p.m., through electronic means (e-AGM) only. The Company was recorded the meeting and provided the electric voting (e-Voting)

Mr. Suthikiati Chirathivat, the Chairman of the Board, gave an opening speech to the Meeting and assigned Mrs.Paranee Galviroj, the Company Secretary to introduce the Board of Directors, Executives, the External Auditor, and inspector assigned to witness the vote counting.

Directors attended at the Meeting Room

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|-------------------------------|--|
| 1. Mr. Suthikiati Chirathivat | Chairman of the Board |
| 2. Mr. Sudhisak Chirathivat | Director |
| 3. Mr. Sudhitham Chirathivat | Director |
| | Member of Nomination and Compensation Committee |
| | Member of Risk Management and Corporate Governance Committee |
| 4. Mr. Gerd Kurt Steeb | Independent Director |
| 5. Mr.Thirayuth Chirathivat | Chief Executive Officer |
| | Director |
| | Member of Risk Management and Corporate Governance Committee |

Directors attended via electronic media

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|------------------------------|--|
| 1. Mr. Suthichai Chirathivat | Honorary Chairman |
| 2. Mr. Prin Chirathivat | Director |
| | Member of Nomination and Compensation Committee |
| | Member of Risk Management and Corporate Governance Committee |

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| 3. | Mrs.Supatra Chirathivat | Director
Senior Executive Vice President - Corporate Affairs & Social Responsibilities |
| 4. | Ms. Sopawadee Lertmanaschai | Independent Director
Chairman of Audit Committee |
| 5. | Mr. Norachit Sinhaseni | Independent Director
Member of Audit Committee
Chairman of Nomination and Compensation Committee
Chairman of Risk Management and Corporate Governance Committee |
| 6. | Mr. Chaiwat Thongkamkoon | Independent Director
Member of Audit Committee
Member of Nomination and Compensation Committee |
| 7. | Mrs. Chintana Boonyarat | Director |
| 8. | Mrs. Sirikate Chirakiti | Director |

Directors attending the Meeting 12 directors attended the meeting, representing 100%, details are as follows:

Advisors of the Board and Executives attended at the Meeting Room

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| 1. | Mr. Dan Chinsupakul | Advisor to Chairman of the Board |
| 2. | Mr. Gun Srisompong | Chief Financial Officer and Vice President of Finance and Administration |
| 3. | Mrs. Paranee Galviroj | Company Secretary |

Executives attended via electronic media

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| 1. | Mr. Nath Vongphanich | President, Central Restaurant Group Co., Ltd. |
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Auditor attended via electronic media

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|----|--------------------------------|--------------------------------|
| 1. | Mr.Wichart Lokatekrawee | Auditor from EY Office Limited |
| 2. | Ms. Supaporn Siridonthanakasem | Auditor from EY Office Limited |

Voting Inspector

- | | | |
|----|-------------------------------|---|
| 1. | Mr. Khemchat Apichatrojanakul | Photiyainithitham Legal and Accounting Office |
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The Company Secretary informed the Meeting that there were 3 shareholders attending the meeting in person totaling 3,800 shares and 1,315 proxies attending the meeting, representing 1,103,414,350 shares. In total, 1,318 authorized proxies, representing 1,103,418,150 shares or

81.73% of the total shares, exceeding one-third of the total number of shares issued, thus, constituted the required quorum for the Annual General Meeting as per the Company's Articles of Association. However, the Company is still open for shareholders to register and attend the Meeting and cast their votes on agenda items which are not yet voted.

Before considering the various Agenda Items in the Meeting, the Chairman requested Mrs. Paranee Galviroj, the Company Secretary, to explain the voting rights and procedures, criteria of an invalid voting ballot, and procedures for comments and inquiries, then proceeded with the meeting agendas.

Voting Rights

1. Shareholders have voting rights equal to the number of shares they hold, each 1 share shall represent 1 voting right.
2. Shareholders shall use all their existing voting rights to vote for either approving, disapproving or abstaining from voting only, except for the shareholders who are foreign investors and appointed a custodian in Thailand for safekeeping their shares, in which case, they can cast their votes separately, the total number of votes must not exceed the number of available voting rights. Should the Custodian who acts as a proxy did not use all the available voting rights, the unused voting rights shall be deemed abstain vote.

Voting practices

1. As this meeting is conducted via electronic media, therefore, the ballots were not printed for the attendees.
2. To cast each vote, each shareholders shall go to the e-Voting tab to vote on each agenda within the 1-minute time limit.
Once the vote is chosen, a pop-up window will show up to confirm the vote, the Shareholders are instructed to choose OK to confirm their voting.
3. In the event that the shareholder wishes to change the vote, the Shareholder may change the vote by re-selecting the type of vote again. However, if the Agenda has been closed for voting, the Shareholders will not be able vote or change their vote.
For attendees via a mobile device or tablet, please switch from Zoom Application back to Chrome to cast votes in the e-Voting menu.
4. Once you have finished casting the vote, please return to the e-meeting windows (Zoom Application) to continue viewing and hearing the content of the meeting.
5. The system will collect all the votes and counting the votes casted via e-Voting and advance voting via proxies.

For Shareholders who appointed a proxy to attend the meeting on their behalf via Proxy Form A and Proxy Form B, as well as foreign shareholders who appointed a custodian in Thailand to safeguard their shares and appointed a proxy via Proxy Form C, the company shall record their votes in each agenda as they have specified their votes in advance.

Instances where a voting slip is considered invalid

1. Where a voting via proxy appointment form contains more than one type of vote for the same Agenda Item; except those voting ballots are submitted by the appointed local Thai Custodian for overseas Shareholders to safeguard the investments and shareholdings, whereby they can specify different types of votes.
2. Where there are corrections or crossing out of the votes by the Shareholder or Authorized Proxy without an accompanying signature to verify
3. Where a proxy appointment form is damaged to the extent that the vote cannot then be read clearly

Expressing opinions or comments / inquiries

Shareholder who wishes to pose an inquiry may do so by following these steps;

1. Go to the Chat menu in the Zoom Application and type in your inquiries
2. Press 'Enter' to send the message to the system.

In case the shareholder wishes to ask a question through conversation, can be done as follows:

1. Go to the Participant menu below and Press the Raise Hand button.
2. When the MC calls your name, the staff will proceed to open the microphone for you to inquire. You will need to press Unmute and turn on the microphone on your device.
If the shareholder cannot speak through the microphone, the shareholders can type their questions via Chat instead so that the moderator will read the questions to the Meeting instead.
3. When posing inquiries, the attendees are instructed to specify their names and surnames and identify whether the attendee is attending in person or via a proxy before commencing for the clear and thorough record of the Minutes of Meeting.
4. The Company allows the attendees to submit the inquiries in each agenda, in the event that no attendee have any inquiry within 2 minutes, the Company shall carry on with the meeting. Should the attendee have any further inquiry, the inquiry may be submitted via Chat and the staff shall read the inquiry of the attendee later on.

Before commencing with each agenda item of the meeting, Shareholders are advised that between 1st October 2022 and 1st February 2023, the Company had opened a website (<http://www.centarahotelsresorts.com/investors.html>) to allow the shareholders to submit their comments regarding additional agenda item at the meeting as well as nominate any person as a director of the Company according to the criteria of Good Governance on the Shareholder's rights. It appears that, to the date in which the Board of Director had a meeting to specify the date for the Annual General Meeting of Shareholders of 2023, no shareholder had submitted any comment whatsoever, the Board of Director therefore determined the agenda items according to the law and the Company's Article of Association.

Agenda Item 1. To consider the adoption of the Minutes of the Annual General Meeting of 2022 held on April 28th, 2022.

The Chairman proposed that the Meeting consider adopting the Minutes of Meeting of the Annual General Meeting of 2022 held on April 28th, 2022, the document of which has been delivered to the Shareholders together with the Invitation Letter of this Annual General Meeting.

The Chairman then welcomed shareholders' queries for more details and other views. There were no queries or recommendations, the Chairman asked to cast the votes to consider the adoption of the Minutes of the Annual General Meeting of 2022 held on April 28th, 2022.

Resolution: The Meeting have considered the matter and resolved to adopt the Minutes of the Annual General Meeting of 2022, held on April 28th, 2022, with the following votes:

Approve	1,103,151,450	votes (99.98%)
Disapprove	-	votes
Abstentions	266,700	votes (0.02%)
Invalid voting ballots	-	votes

Agenda Item 2. To acknowledge the Operating Performance Results of the Company for Full Year (FY) 2022

The Chairman invited Mr.Thirayuth Chirathivat, Chief Executive Officer, to present the report of the operating performance results of the Company for FY/2022 to the Meeting, the report, as presented by Mr. Thirayuth Chirathivat, can be summarized as follows;

Hotel Business

In the previous year, regarding the Covid-19 pandemic situation, the Government entered the stage of fully reopened, with the removal of the Thailand Pass registration and quarantine schemes. These factors create more confidence among to tourist in overall, and positive impact to the Company's operation. Furthermore, the number of international tourists from neighboring countries such as Malaysia, Singapore, the Philippines, India, etc. arrivals continued to increase significantly compared to the previous period. As a result, positively affects the overview of the hotel and tourism businesses continuously, especially in the fourth quarter of 2022 which are approximately 5.5 million tourists in Thailand and 11.2 million in total year 2022. This situation has a positive effect on business improvement continuously.

In 2022, the Company has opened a total of 4 new hotels which are Centara Riverside Hotel Chiang Mai, Centara Hotel Korat, Centra by Centara Hotel Bangkok Phra Nakhon and Al Hail Waves Hotel Managed by Centara.

On 31st December 2022, the Company has a total of 92 Hotels (19,348 rooms) across 13 other countries worldwide, which includes 50 hotels (10,406 rooms) in operation and 42 hotels

(8,942 rooms) under development. In the 50 hotels in operation, 19 hotels (5,051 rooms) are owned by the Company, and 31 hotels (5,355 rooms) are hotels under management contract.

In 2022, hotel business has a total revenue of 6,541 million Baht, increased by 4,209 million Baht (or 180%) compared to the same period of the previous year and currently at a loss of 161 million Baht, the loss decreased by 1,784 million Baht (or 92%) compared to the same period in the previous year.

Overall, the Occupancy Rate (OCC) increased from 19% to 52% while Average Room Rate (ARR) increased 7% compared to the same period in the previous year to 4,791 Baht, resulted in the Revenue Per Available Room (RevPar) increased 193% compared to the previous year to 2,486 Baht. However, the hotel Overseas are continuing growth. In Maldives has RevPar grew by 50% and in Dubai by 32% compared to the previous year.

The strong recovery of the hotel business in 2022 was due to significant recovery of five-star and luxury hotels located in tourist attractions, particularly in Bangkok, Pattaya, Phuket, and Samui.

Although, recovery trends in hospitality industry were unclouded by many positive factors including China reopening earlier than expected. However, high inflation causes higher operating expenses of the hotel business including wage, cost of raw materials, energy cost, and commercial banks' interest rate. The Company has plans to mitigate the impact of cost-push inflation. In 2023, the Company will recognize the operating performance from a new owned hotel which is Centara Grand Hotel Osaka, 5-star hotel with 515 keys, is targeted to open on July 1, 2023.

Rewards and Achievements

- Hotels and Resorts under Centara Group have been presented with these following rewards;
 - Thailand Sustainability Investment Award (THSI) for 5th consecutive year, Stock Exchange of Thailand
 - Outstanding Investor Relations Award for the 3rd year
 - Outstanding Sustainability Model Organization in the Thai Capital Market for Supporting the Disabled 2022.
 - Outstanding Disability Employer Award from the Ministry of Social Development and Human Security (Centara Grand Beach Resort & Villa Hua Hin)
 - GSTC-Recognised Standard from the Global Sustainable Tourism Commission
- Thailand Tourism Standard Award of 2022
 - Centara Reserve Samui
- World Luxury Hotel Awards 2022
 - Centara Grand Island Resort & Spa Maldives
 - Centara Ras Fushi Resort & Spa Maldives
 - Centara West Bay Hotel & Residences Doha
- Travelers' Choice Awards of 2022 from TripAdvisor, 11 hotels
- G Green Awards of 2022, awarded to environmental-friendly hotels from the Department of Environmental Quality Promotion, Ministry of Natural Resources and Environment

- Gold Class Centara Grand Beach Resort & Villas Hua Hin
 Centara Grand Mirage Beach Resort Pattaya
 Centra by Centara Phu Pano Resort Krabi
 Centra by Centara Government & Convention Chaeng Watthana
 COSI Krabi Ao Nang Beach
- Silver Class Centara Grand at Central Plaza Ladprao

Food Business

Last year the overall of the food business continued growing. Restaurants have fully reopened services, resulting in positive revenue continuously, especially driven by Dine-in channel. Although affected by material price inflation and increases in minimum wage.

As for the operation results in 2022, the Company has an income of 11,675 million Baht from the food business, an increase of 2,372 million Baht (or 25%) from the same period of the previous year, and have attained a profit of 559 million Baht, an increase of 348 million Baht (or 165%) from 2021.

Overall, the Net profit of the food business continued growing YoY driven by all distribution channels: dine-in, takeaway, and delivery, in which dine-in reported the strongest growth. KFC, Auntie Anne's, Ootoya, and Pepper Lunch were the key growth drivers compared to the previous year.

At the end of 2022, the Company had in total of 1,580 outlets (included Joint Venture brand), an increase of 197 outlets compared to Q4/2021. Most of the outlet expansion was driven by Arigato (+75), Mister Donut (+45), and Shinkanzen Sushi (+44), a new Joint Venture brand acquired in May 2022.

For 2022, the Same Store Sales (SSS) increased by 20% compared to the previous year (2021: -14%). The top four brands reported SSS growth at 17% compared to the previous year and the others were at 39% compared to the previous year in aggregate. While the Total Systems Sales (TSS) was 26% compared to the previous year with the top four brands' TSS at 23% and the others' TSS at 46% in aggregate compared to the same period last year.

However, factors that may impact ongoing business operations in 2023 which are fluctuating raw materials prices, together with cost increase in the electricity supply and wage hike are challenges to effective cost controls. The company has realized the situation and has been focusing on three key pillars; namely: generating revenues, decreasing costs and expenses, and being cautious and prudent on business expansion and investment projects. For revenue generating, the company is concentrating on the growth of all distribution channels: dine-in, takeaway, delivery, and new e-commerce channels.

Rewards and Achievement

- Central Restaurants Group Co., Ltd.
 - “Thailand Digital Excellence Awards 2022” in the ESG Revolution category at the TMA Excellence Awards 2022 organized by the Thailand Management Association (TMA). The General Prayut Chan-o-cha, Prime Minister, presided over the ceremony and presented awards to leading organizations in Thailand.
 - “The Asia Corporate Excellence & Sustainability Awards 2022” (ACES) in Industry Champions of the Year category from MORS Group.
 - “Organizations for supporting for Person with Disabilities for the year 2022 at an excellent level” for 8 consecutive years on the International Day of Persons with Disabilities 2022.
- KFC
 - Awarded “The Most Powerful Brands of Thailand 2022”, the ultimate powerful brand for three consecutive years of the Department of Marketing Faculty of Commerce and Accountancy Chulalongkorn University in the Chain Restaurant category.
- Mister Donuts
 - No. 1 Brand Thailand Awards 2021-2022 in the category of donuts for the sixth consecutive year
- Brown Café
 - Awarded “Restaurant Guru Recommended 2022”
- Salad Factory
 - “The Goodlife Good Choice Awards 2022” from Goodlife update which is a quality media under Amarin Group in the Good Health category.
 - “The Robinhood academy awards 2022”, which is the Merchant Popular award, the most popular healthy restaurant of the year.
- Shikanzen Sushi
 - “The Robinhood academy awards 2022”, which is the Merchant Popular award, the most popular sushi restaurant of the year.

The company has joined Thailand’s Private Sector Collective Action Coalition Against Corruption (CAC) which is an initiative under Thailand’s Institute of Directors (IOD), the Thai Chamber of Commerce, Foreign Chambers of Commerce, Thai Listed Companies Association, The Thai Bankers’ Association, The Federation of Thai Capital Market Organizations, The Federation of Thai Industries, and The Tourism Council of Thailand on 1st September 2011 and was evaluated and certified as a member of Thailand’s Private Sector Collective Action Coalition Against Corruption on 22nd April, 2016 and has been completed the 2nd renewed on October 5, 2022 and shall renew the membership again after 3 years.

The Company has laid out the “Anti-Corruption Policies” as a guideline for all employees of the Company to adhere to in their operation as well as for all relevant stakeholders to acknowledge the Company’s intention and business operation guidelines, the Company also publicizes its Anti-Corruption Policies on the Company’s website and issued letters for all its trading partners to notify them to keep the business dealings honest and transparent under the measures that have been

laid out and invited all trade partners to express their intention to join the Private Sector Collective Action Coalition Against Corruption. Furthermore, the Company also communicated its no-gift policies to its employees as well as notifying all its stakeholders through the Company's website for all parties to strictly adhere to.

The Chairman then welcomed shareholders' queries for more details and other views. There were no queries or recommendations, the Chairman asked to cast the votes to acknowledge the Operating Performance Results of the Company for Full Year (FY) 2022

Resolution: The Meeting acknowledged the Operating Performance Results of the Company for Full Year (FY) 2022 (no voting required)

Agenda Item 3. To consider and approve the financial statements for the year ended on December 31st, 2022, which have been certified by the auditor.

The Chairman has invited Mr. Gun Srisompong, Chief Financial Officer and Vice President of Finance and Administration, to present the details for the consideration of the Shareholders.

Mr. Gun Srisompong stated that the Company's separate financial statement and the consolidated financial statement for the year ended on December 31st 2022 have been audited by the auditor who expressed his unqualified opinion detailed as follows;

The overall business situation in 2022 showed an improvement in the domestic hotel industry, particularly in the second half of the year after the country fully reopened in July 2022, and due to the government-supported "Rao Tiew Duay Kan" (We travel together) program aimed at boosting the tourism industry. Additionally, Centara hotels have resumed normal operations, with all 19 company-owned hotels operating in Q4/2022, and all company-managed hotels operating.

Despite the war situation between Russia and Ukraine, the overall picture in 2022 showed that it did not significantly affect tourism, which is the Company's primary business. Phuket Province welcomed Russian tourists, accounting for 15% of all foreign tourists arriving in Phuket in 2022. In terms of the food business, the Company has continued to expand with new brands. In May 2022, Central Restaurants Group Co., Ltd. acquired 51% of shares in Food Selection Group Co., Ltd., which operates a Japanese food distribution business under the Shinkansen Sushi brand. By the end of 2022, there were a total of 44 branches in operation.

According to the consolidated financial statements of the Company and its subsidiaries as of December 31, 2022, the Company had a total asset of 48,166 million Baht, comprising of current assets of 6,315 million Baht, an increase of 10% compared to 2021, mainly from an increase in trade and other receivables and a rise of inventories on operation activities and non-current assets of 41,851 million Baht. Total liabilities of 29,275 million Baht, a decrease of 2.9% compared to the end of 2021. The decreases in total liabilities were mainly from a decline in bank overdrafts and short-term loans from financial institutions and a decrease in lease liabilities.

The Company had total Shareholders' Equity of Baht 18,891 million, an increase 2.5%, mainly resulted from an increase in unappropriated retained earnings of operation result in 2022.

In addition to the Company's business situation, Mr. Gun Srisompong reported on the Company's liquidity as of 31 December 2022. The Company had cash and cash equivalents of approximately 3,100 million baht, with approximately 1,800 million baht from the hotel business and 1,300 million baht from the food business. Moreover, in Q1/2023, the hotel business has a credit line of approximately 3,600 million baht, and the Finance Department plans to issue debentures to repay loans and debentures due within Q2/2023 and Q3/2023. The Company has also sought additional loans to support investment activities for new projects in the Maldives and renovation projects at Centara Karon Resort Phuket and Centara Grand Mirage Beach Resort Pattaya. At present, several financial institutions have shown interest in granting credit to the Company, and negotiations are ongoing. In summary, the Company's overall liquidity is sufficient for its business operations.

At the ended of 31 December 2022, the Company achieved total Revenues of 18,216 million Baht (2021: 11,635 million Baht), an increase of 6,581 million Baht (or 57%), with the proportion of total revenues between the Hotel Business and the Food Business being 36%:64% respectively. The Company achieved an EBITDA of 4,411 million Baht (2021: 2,004 million Baht), an increase of 2,407 million Baht (or 120%) compared to the previous year according to the growth from both the hotel and food businesses. An EBITDA Margin of 24% was an increase from the same period last year (2021: 17%). The Company had a Net profit of 398 million Baht compared to a Net loss of 1,734 million Baht last year or a growth of 123% compared to the previous year.

The Company's interest-bearing debt (excluding lease liabilities) at the end of 2022 was approximately 15,300 million baht, representing a 2% decrease compared to 2021. The Company is also in the process of acquiring loans and debentures at a fixed interest rate and using operating cash flow to repay loans with high floating interest rates.

Mr. Gun Srisompong also reported on the Company's business plan for the next three years for both the hotel and food businesses. The total expected investment is approximately 15,000 to 23,000 million Baht. In 2023, the expected investment plan is approximately 4,400 to 6,800 million Baht, with approximately 1,000 to 1,500 million Baht for the food business and 3,400 to 5,300 million Baht for the hotel business. The investment will be made for the development of two new islands in the Maldives, and for the renewal of a long-term lease of a hotel in Hua Hin, which is currently in the process of negotiation and contract drafting with the lessor. Renovations for two hotels, Centara Karon Resort Phuket and Centara Grand Mirage Beach Resort Pattaya, will begin in Q3/2023.

According to the business outlook in 2023 for the Company's hotel and food businesses is as follows. The hotel business is expected to have an average occupancy rate of 68% to 72%, with an average revenue per room of 3,350 to 3,650 Baht. For the food business, it is expected that the sales growth of existing branches (%SSS) will be 7% to 9%, the growth rate of total sales (%TSS) will be 13% to 15%, and the number of branches will increase by an estimated 120 to 150 branches.

The Board of Directors has considered and approved the consolidated financial statements of the Company and its subsidiaries as of 31 December 2022, as presented in the 2022 Annual

Report on pages 249 to 367. The financial statements have been audited by certified auditors from EY Office Limited and have been prepared in accordance with financial reporting standards. The financial statements present correct and accurate data and have been reviewed by the Audit Committee.

The Chairman then welcomed shareholders' queries for more details and other views. There were no queries or recommendations, the Meeting therefore proceeded to cast the votes.

Resolution: The shareholders' Meeting has considered and resolved to approve the financial statements for the year ended on December 31, 2022, which have been audited and certified by a certified public accountant with the following votes;

Approve	1,103,418,150	votes (100%)
Disapprove	-	votes
Abstentions	-	votes
Invalid voting ballots	-	votes

Agenda Item 4. To consider and approve the allocation of profit for the statutory reserve and no dividend payment for the 2022 operating results.

The Chairman has invited Mr. Gun Srisompong, Chief Financial Officer and Vice President of Finance and Administration, to present the details to the Shareholders for consideration.

Mr. Gun Srisompong declared that the Company's dividend payment policy stipulated dividend payment shall be no less than 60 percent of the net profit after income tax, unless in the event of business expansion, in which case, it may consider refraining from paying dividends or pay dividends at less than 60 percent of its net profit.

When considering dividend payment, the net profit will be referred to from the separate financial statements. Although the Company had a net profit of 398 million baht in 2022 according to the consolidated financial statements, the separate financial statement still showed a net loss of 29 million baht. Furthermore, the Company has an investment plan for business expansion as described on Agenda 3. However, the management team is confident that the operational results in 2023 will show significant improvement.

The Board has considered that the Meeting shall approve no dividends payment for the performance of the year 2022.

The Chairman then welcomed shareholders' queries for more details and other views. There were no queries or recommendations, the Meeting therefore proceeded to cast the votes.

Resolution: The Meeting considered and unanimously resolved to approve no dividends payment for the performance of the year 2022 by a majority of vote of the shareholders attending the Meeting and vote as follows:

Approve	1,103,281,150	votes (99.99%)
Disapprove	137,000	votes (0.01%)
Abstentions	-	votes
Invalid voting ballots	-	votes

Agenda Item 5. To consider and appoint Directors to replace those who retire by rotation for the year 2023

The Chairman invited Mrs.Paranee Galviroj, the Company Secretary, to propose to the Meeting to consider appointing Directors to replace those retiring by rotation for the year 2023

Mrs.Paranee Galviroj declared that, according to the Company's Articles of Association, one-third of the Directors shall be retired, in each Annual General Meeting of Shareholders, in 2023, there are 4 Directors who shall be retired by rotation as follows;

- | | |
|------------------------------|--|
| 1. Mr. Norachit Sinhaseni | Independent Director /
Member of Audit Committee /
Chairman of Nomination and Compensation Committee /
Chairman of Risk Management and Corporate Governance Committee |
| 2. Mrs. Chintana Boonyarat | Director |
| 3. Mrs. Supatra Chirathivat | Director /
Senior Executive Vice President - Corporate Affairs & Social Responsibilities |
| 4. Mr. Thirayuth Chirathivat | Chief Executive Officer /
Director /
Member of Risk Management and Corporate Governance Committee |

The company had allowed the Shareholders to nominate an individual to be considered as the Director of the Company in advance between 1st October 2022 – 1st February 2023 by publicizing via the Stock Exchange of Thailand news system as well as the Company's Website (<http://www.centarahotelsresorts.com/investors.html>). However, no shareholder made any nomination for an individual to be considered as the Director of the Company.

The Board of Directors, excluding those Directors who have interests over the matter, had considered and agreed with the proposal of the Nomination and Compensation Committee. It is deemed appropriate to propose to the shareholders to consider appointing 4 retired Directors in 2023 to be the Company's Director for another term, namely.

- | | |
|------------------------------|--|
| 1. Mr. Norachit Sinhaseni | Independent Director /
Member of Audit Committee /
Chairman of Nomination and Compensation
Committee /
Chairman of Risk Management and Corporate
Governance Committee |
| 2. Mrs. Chintana Boonyarat | Director |
| 3. Mrs. Supatra Chirathivat | Director /
Senior Executive Vice President - Corporate Affairs &
Social Responsibilities |
| 4. Mr. Thirayuth Chirathivat | Chief Executive Officer /
Director /
Member of Risk Management and Corporate
Governance Committee |

The brief Resume of each Directors are presented in the attachment number 3, regarding the document of Invitation to the 2023 Annual General Meeting of Shareholders.

All individuals nominated in this meeting had undergone a thorough consideration by the Board of Directors and found to have the appropriate qualification for the operation of the Company's business, furthermore, the individual nominated as an Independent Director shall be able to provide independent comment under the relevant regulations.

Every individual proposed to be appointed as Directors have all the qualifications sets forth in the Company's Articles of Association, the Public Company Limited Act, the requirements of the Securities and Exchange Commission and the Stock Exchange of Thailand. Each of the proposed individual has a wide range of knowledge and abilities and has experience in hotel business management and other businesses that are beneficial to the Company, able to devote their time and talent to the best interests of the Company, its shareholders and all of its stakeholders, hence, they are suitable to hold the position of the Company's Directors. It shall be noted that the Company had set forth the criteria of Director's independence to a stricter standards than as required by the requirements of the Securities and Exchange Commission.

Remarks: The Company had set forth the criteria of Director's independence to a stricter standards than as required by the requirements of the Securities and Exchange Commission, details are presented in the 2022 Annual Report, page 219-220.

The Chairman then welcomed shareholders' queries for more details and other views. There were no queries or recommendations, the Meeting therefore proceeded to cast the votes by individually.

Resolution The Meeting has considered and resolved to appoint 4 retired Directors in 2023 to be the Company's Director for another term as proposed above, by a majority of vote of the shareholders attending the Meeting and vote with individual resolutions as follows:

1. Mr. Norachit Sinhaseni	receives the following votes		
Approve	1,095,778,198	votes (99.31%)	
Disapprove	7,639,952	votes (0.69%)	
Abstained	-	votes	
Invalid voting ballots	-	votes	
2. Mrs. Chintana Boonyarat	receives the following votes		
Approve	1,092,865,197	votes (99.04%)	
Disapprove	10,552,953	votes (0.96%)	
Abstained	-	votes	
Invalid voting ballots	-	votes	
3. Mrs. Supatra Chirathivat	receives the following votes		
Approve	1,095,569,197	votes (99.29%)	
Disapprove	7,848,953	votes (0.71%)	
Abstained	-	votes	
Invalid voting ballots	-	votes	
4. Mr. Thirayuth Chirathivat	receives the following votes		
Approve	1,101,468,997	votes (99.82%)	
Disapprove	1,949,153	votes (0.18%)	
Abstained	-	votes	
Invalid voting ballots	-	votes	

Agenda Item 6. To consider and approve the Directors' compensation for the year 2023

The Chairman invited Mrs. Paranee Galviroj, the Company Secretary, to propose to the Meeting to consider and approve the Directors' compensation for the year 2023.

Mrs. Paranee Galviroj stated that the Nomination and Compensation Committee had thoroughly considered to determine the compensation for the Directors to be at a similar rate to other listed companies in the Stock Exchange of Thailand, considering the duty, responsibility, operational success that reflected to operational turnout, and other related surrounding factors as well as comparing with the compensation rates of other companies in the same or similar business segment. The Board of Directors therefore have considered and thereby agreed with the proposal of the Nomination and Compensation Committee, it is deemed appropriate to propose to the shareholders to consider and approve the Directors' compensation for the year 2023 in the amount

limit of not more than 10,000,000 Baht (Ten million Baht only), which has the same compensation payment structure in 2022 as laid out in Attachment Number 4, regarding the document of Invitation to the 2023 Annual General Meeting of Shareholders.

It shall be noted that in 2022, the actual compensation paid to the Company's Directors is 9,855,000 Baht, (nine million and eight hundred fifty-five thousand Baht only), which is in accordance with the payment structure approved by the Shareholders, details are shown in the 2022 Annual Report, page 243.

The details of the compensation are as follows;

1. Monetary Compensation

- Quarterly Compensation and Meeting Allowance

Type of Compensation	Compensation (Baht)		
	2022	2023 Proposal	Increased
1. Quarterly Compensation (Baht/Quarter)			
- Chairman of the Board of Director	100,000	100,000	-
- Chairman of the Audit Committee	70,000	70,000	-
- Director	60,000	60,000	-
2. Meeting Allowance for Directors Meetings (Baht/Time)			
- Chairman	35,000	35,000	-
- Director	30,000	30,000	-
3. Meeting Allowance for Executive Directors Meetings (Baht/Time)			
- Chairman	35,000	35,000	-
- Director	30,000	30,000	-
4. Meeting Allowance for Audit Committee Meetings (Baht/Time)			
- Chairman	40,000	40,000	-
- Director	30,000	30,000	-
5. Meeting Allowance for Nomination and Compensation Committee Meetings (Baht/Time)			
- Chairman	35,000	35,000	-
- Director	30,000	30,000	-

6. Meeting Allowance for Risk Management and Corporate Governance Committee Meeting (Baht/Time)			
- Chairman	35,000	35,000	-
- Director	30,000	30,000	-
The Amount limit pending Shareholders' Approval	10,000,000	10,000,000	-

- Bonus

The Company shall pay bonuses to the Directors upon conditions, details, forms and appropriate bonus payout rates as determined by the Board of Directors. The bonus shall be paid to Directors based on their performance and participation in the Meetings. The Company shall allocate the bonus from the remaining budget at the end of the year to each Director based on the Company's performance, operating performance and participation during Meetings. Executive Directors of the Company shall not receive Director's bonuses.

2. Other Compensations

The Company has granted the right to receive services at its hotels' restaurants to each Director at the amount limit of 80,000 Baht per Director

Restaurant Service Cost	2022	2023 Proposal	Increased
The Amount limit pending Shareholders' Approval (per person/per year)	80,000	80,000	-

The Chairman then welcomed shareholders' queries for more details and other views. There were no queries or recommendations, the Meeting therefore proceeded to cast the votes.

Resolution: The Meeting has considered and resolved to approve the directors' Compensation as proposed above for the year 2023 at the amount not exceeding 10.0 million Baht, by votes of not less than two-thirds of the shareholders who attend the Meeting and vote;

Approve	1,101,832,150	votes (99.86%)
Disapprove	1,586,000	votes (0.14%)
Abstentions	-	votes
Invalid voting slips	-	votes

Agenda Item 7. To consider and approve the appointment of auditors and to determine the audit fee for the year 2023

The Chairman invited Ms. Sopawadee Lertmanaschai, Chairwoman of Audit Committee, to present a report on the appointment of auditors and determination of the audit fees for the year 2023 for the Meeting to consider and approve.

Ms. Sopawadee Lertmanaschai, Chairwoman of Audit Committee had presented the report to the Meeting, which can be summarized as follows;

The Board of Directors, with the consideration and recommendation of the Audit Committee, agrees to appoint the auditors from EY Office Co., Ltd. to be the auditor of the Company and its subsidiaries for the year 2023 as follows:

1. Mr. Wichart Lokatekrawee Certified Public Account Registration No. 4451, or;
2. Ms. Kamonthip Lertwitworatthep Certified Public Account Registration No. 4377, or;
3. Ms. Sathida Rattananurak Certified Public Account Registration No. 4753, or;
4. Ms. Siriwan Nitdamrong Certified Public Account Registration No. 5906

The persons appointed above is independent and does not hold any interests with the Company, its subsidiary, executive, major shareholder or any affiliated person thereof.

Currently, EY Office Co., Ltd. is the auditor for the 40 companies and subsidiaries, and 1 mutual fund. The Company's auditor is Mr. Wichart Lokatekrawee, Certified Public Account Registration No. 4451, who has been the Company's auditor from 2018 to 2022 in total 5 years.

The Board of Directors, with the recommendation of the Audit Committee, agrees to propose to the Meeting to consider and approve the audit fees for the Company for the year 2023 at the amount of 1,890,000 Baht (one million eight hundred and ninety thousand Baht only), increase 21 percent compared to 2022 due to the Company received a discount from COVID-19 situation in 2022.

The Chairman then welcomed shareholders' queries for more details and other views. There were no queries or recommendations, the Meeting therefore proceeded to cast the votes.

Resolution: The Meeting has considered and resolved to appoint EY Office Co., Ltd. to be the auditor of the Company and its subsidiaries for the year 2023 and approved the audit fee for year 2023 is 1,890,000 Baht as proposed above by a majority of vote of the shareholders attending the Meeting and vote as follows;

Approve	1,068,748,011	votes (96.86%)
Disapprove	34,670,139	votes (3.14%)
Abstentions	-	votes
Invalid voting slips	-	votes

Agenda Item 8. To consider other matters (if any)

As no further inquiry or proposal for consideration is made in the Meeting, the Chairman of the Meeting therefore thanked all shareholders for taking their time to attend the Meeting and declared the Meeting closed at 3:50 p.m.

Chairman of the Board

(Mr. Suthikiati Chirathivat)

Minute-Taker

(Ms. Piyawan Navarat)

Company Secretary

(Mrs. Paranee Galviroj)

QR Code Downloading Procedures for the 2023 One Report

The Thailand Securities Depository Co., Ltd., as a securities registrar under the Stock Exchange of Thailand, has developed a system which allows SET Listed Companies to send to the shareholders documents regarding the General Meeting of Shareholders and the 56-1 One Report in the form of E-books accessible through QR Code, thus allows the shareholders to access the information with ease.

The aforementioned documents could be downloaded from the QR Code by following the steps below.

For iOS System (iOS 11 and above)

1. Turn on the mobile camera.
2. Turn the mobile camera to the QR Code to scan it.
3. The notification will appear on top of the screen. Click on the notification to access documents regarding the meeting.

Remark: If the notification does not appear on the mobile phone, the QR Code can be scanned with other applications such as QR CODE READER, Facebook or Line.

For Android System

1. Open applications such as QR CODE READER, Facebook or Line.

How to scan the QR Code with Line application

Open Line application and click on "Add friend" → Choose "QR Code" → Scan the QR Code

2. Scan the QR Code to access documents regarding the meeting.



One Report 2023

Biography of director nominated for re-election to replace the director retire by rotation in 2024

1. Mr. Prin Chirathivat



Position	<ul style="list-style-type: none"> - Director - Member of Nomination and Compensation Committee - Member of Risk Management and Corporate Governance Committee
Date of being a director of the Company	- 29 April 1994
Date of Birth	- 25 December 1962
Age	- 61 ปี
Term of service	<ul style="list-style-type: none"> - 1st Term : 29 April 1994 - 24 April 1997 - 2nd Term: 24 April 1997 - 27 April 2000 - 3rd Term: 27 April 2000 - 27 April 2003 - 4th Term: 24 April 2003 - 24 April 2006 - 5th Term: 24 April 2006 - 24 April 2009 - 6th Term: 24 April 2009 - 23 April 2012 - 7th Term: 23 April 2012 - 23 April 2015 - 8th Term: 23 April 2015 - 30 April 2018 - 9th Term: 30 April 2018 - 28 April 2021 - 10th Term: 28 April 2021 - AGM 2024
% Shareholding in the Company	- 29,263,374 shares (or 2.17% of paid up shares)
Education	<ul style="list-style-type: none"> - MBA (Business Management) Sasin Graduate Institute of Business Administration, Chulalongkorn University - B.A. (Accounting) Skidmore College, USA - National Defense College, The Joint State - Private Sectors Course, class 22

- 2019, Senior Executive Development Training Program, Royal Thai Police
- 2004, Diploma in Capital Market Academy, Class 1
- Institute of Security Psychology, Class 73
- Advanced Certificate Course in Public Economics Management for Executives (King Prajadhipok's Institute), Class 4
- 2008, The Program of Senior Executive on Justice Administration (Class 13)
- 2023 Board Nomination and Compensation Program (BNCP) Batch 16/2023
- 2021, Advanced Audit Committee Program (AACP)
- 2018, Corporate Governance for Capital Market Intermediaries (CGI)
- 2009, Advanced Audit Committee Program (AACP), Monitoring Fraud Risk Management (MFM), Monitoring of Quality of Financial Reporting (MFR)
- 2007, Monitoring the Internal Audit Function (MIA) Monitoring the System of Internal Control and Risk Management (MIR)
- 2005, Director Accreditation Program (DAP), Audit Committee Program (ACP), The Role of Chairman (RCP)
- 2000, Director Certification Program (DCP)
- Chairman of Audit Committee, Bualuang Securities Plc.
- Advisor, Market for Alternative Investment (MAI)
- Director, Malee Sam Pran Plc.
- Director, Thanamitr Factoring Plc.
- Director, Indra Insurance Plc.
- Executive director, Interlife John Hancock Life Insurance Plc.
- Director, General Guard Service Co., Ltd.

Completed Program from Thai Institute of Directors (IOD)

Experience

- Executive director, Central Department Store Co., Ltd.
- Investment Banking, Thanachart Securities Plc.

Other Current Positions

- Listed Company
 - Member of Audit Committee, Bumrungrad Hospital Plc.
 - Director, Member of Risk Management Committee and Advisory of Nomination and Remuneration Committee, Central Pattana Plc.
 - Director, Central Retail Corporation Plc.
- Non-Listed Company
 - Director, Member of Executive Committee, Deputy Group CEO, Central Group of Companies Co., Ltd.
- Other companies which materially compete directly or have related business with the Company (possible conflict of interest)
 - -None-

Meeting Attendance in 2023

- | | |
|--|-----|
| • The Board of Director's meetings | 6/6 |
| • Nomination and Compensation Committee's meeting | 1/1 |
| • Risk Management and Corporate Governance's meeting | 4/4 |

2. Mrs. Sirikate Chirakiti



Position	- Director
Date of being a director of the company	- 29 June 2020
Date of Birth	- 12 June 1956
Age	- 67 ปี
Term of service	- 1 st Term: 29 June 2020 - AGM 2024
% Shareholding in the Company	- 13,797,260 shares (or 1.02 % of paid up shares)
Education	- Master of Business Administration International Business Education and Research, University of Southern California (Dean's List) - Bachelor of Chemistry, George Washington University - 2022 Executive Architect Council Training, batch 4 - 2020, Senior Executive Program on Metropolitan Development (Mahanakhon, Class 8) - 2020, Real Estate Business Executive Development Program (MINI MRE @ TBS) - 2019 Intermediate Certificate Courses - Good Governance for Medical Executives, class 7 (PorPor. 7) - 2015, Advanced Security Management Program, Class 6 (ASMP) - 2014, Capital Market Academy Programs, Class 18 (CMA 18)
Completed Program from Thai Institute of Directors (IOD)	- 2020 Director Certification Program (DCP)
Experience	- Purchasing Director (Home products) Head office - Central Department Store - Assistant Manager, Chidlom Branch and Director of Purchasing Department (Home products) Head office - Central Department Store

- Branch Manager of Hua Mak Branch and Director of Purchasing Department (Home Products) Hua Mak Branch - Central Department Store
- Senior Executive Vice President, Purchasing Department - Central Department Store
- Senior Executive Vice President, Branch Administration - Central Department Store
- Co-Managing Director - Central Department Store
- Executive Director – Central Retail

Other Current Positions

- | | |
|---|--|
| - Listed Company | - -None- |
| - Non-Listed Company | - Director, Central Department Store Company Limited (CDS) |
| - Other companies which materially compete directly or have related business with the Company (possible conflict of interest) | - -None- |

Meeting Attendance in 2023

- | | |
|------------------------------------|-----|
| • The Board of Director’s meetings | 6/6 |
|------------------------------------|-----|

3. Ms. Sopawadee Lertmanaschai



Position	- Independent Director - Chairman of Audit Committee
Date of being a director of the company	- 30 April 2018
Date of Birth	- 24 December 1953
Age	- 70 ปี
Term of service	- 1 st Term : 30 April 2018 - 28 April 2021 - 2 nd Term : 28 April 2021 - AGM 2024
% Shareholding in the Company	- -None-
Education	- Master of Science (Accounting), Thammasat University (1984) - Bachelor of Law, Thammasat University (1979) - Bachelor of Science (Accounting), Thammasat University (1973)
Completed Program from Thai Institute of Directors (IOD)	- Board Nomination and Compensation Program (BNCP) 16/2023 - Successful Formulation and Execution of Strategy (SFE) 6/2010, Thai Institute of Directors - Audit Committee Program (ACP) 27/2009 - Director Certification Program (DCP) 2/2000
Experience	- Secretary General, Government Pension Fund - Commissioner, Securities and Exchange Commission, Thailand - Director and Chairman of the Audit Committee, Waterworks Authority - Director, Provincial Metropolitan Electricity Authority - Director, Government Pharmaceutical Organization
Other Current Positions	- Listed Company - Independent Director and Member of the Audit Committee, Maybank Kim Eng Securities (Thailand) Plc

- Independent Director, J.S.P. Property Plc
- Director, The Stock Exchange of Thailand
- Advisor to Chairman of the Board of Directors and Member of the Investment Committee, Dhipaya Insurance Plc
- Non-Listed Company
 - Independent Director, Chotiwat Manufacturing Co., Ltd.
 - Chairman of the Board, KTBST REIT Management Co.,Ltd.
 - Director and Secretary, Sangvian Foundation
- Other companies which materially compete directly or have related business with the Company (possible conflict of interest)
 - -None-

Meeting Attendance in 2023

- The Board of Director’s meetings 6/6
- Audit Committee’s meeting 8/8

Information regarding to appointed Independent Director:

The relationship in the Company, Subsidiary, Associated Company, or other independent director conflicted business entity in present of during the past 2 years

- Not being a director who takes part in the management of the Company, employee, staff member, or advisor receiving a regular salary

- Not being a professional service provider (i.e. auditor or legal advisory)

- Not having business relationship significantly in a way that may impact the performing task independently (i.e. buy – sell materials/ products/ service or financial support)

Charter of the Board of Director regarding Term of Office

An Independent Director can be appointed for not more than 2 consecutive terms of office and can be re-elected for additional terms. The total of each term should not exceed 9 years, in order to maintain a degree of independence in expressing any opinions or discharging the duty as an “Independent Director” of the Company.

The Board could extend independent directors’ terms as seen fit. When independent directors complete their terms, the Board may nominate their names to the AGM for possible re-election and extension of their terms.

4. Mr. Chaiwat Thongkamkoon



Position	<ul style="list-style-type: none"> - Independent Director - Member of Audit Committee - Member of Nomination and Compensation Committee
Date of being a director of the company	- 28 April 2021
Date of Birth	- 30 November 1959
Age	- 64 ปี
Term of service	- 1 st Term : 28 April 2021 – AGM 2024
% Shareholding in the Company	- -None-
Education	<ul style="list-style-type: none"> - Master of Science (Transport Planning and Engineering), The University of Leeds, England - Bachelor of Engineering (Civil Engineering) Faculty of Engineering, Kasetsart University - Bachelor of Law, Faculty of Law, Thammasat University
Completed Program from Thai Institute of Directors (IOD)	<ul style="list-style-type: none"> - 2023 Chairman Forum : หัวข้อ Leadership Amidst Volatility and Distrust - 2016 Director Certification Program (DCP)
Experience	<ul style="list-style-type: none"> - Permanent Secretary, Ministry of Transport - Director-General Office of Transport and Traffic Policy and Planning - Deputy Director-General Office of Transport and Traffic Policy and Planning - Director of Freight Transport Bureau, Department of Land Transport - Senior Expert in Freight Transport Level 9, Department of Land Transport - Senior Expert in land Transport Planning Level 9, Department of Land Transport

- Chief of Freight Transport, Department of Land Transport
- Director of Technical and Planning Division, Department of Land Transport Other Current Positions

Other Current Positions

- Listed Company
- Independent Director and Chairman of the Board, AMA Marine Public Company Limited
- Listed Company
- -None-
- Other companies which materially compete directly or have related business with the Company (possible conflict of interest)
- -None-

Meeting Attendance in 2023

- The Board of Director's meetings 6/6
- Audit Committee's meeting 8/8
- Nomination and Compensation Committee's meeting 1/1

Information regarding to appointed Independent Director:

The relationship in the Company, Subsidiary, Associated Company, or other independent director conflicted business entity in present of during the past 2 years

- Not being a director who takes part in the management of the Company, employee, staff member, or advisor receiving a regular salary

- Not being a professional service provider (i.e. auditor or legal advisory)

- Not having business relationship significantly in a way that may impact the performing task independently (i.e. buy – sell materials/ products/ service or financial support)

Charter of the Board of Director regarding Term of Office

An Independent Director can be appointed for not more than 2 consecutive terms of office and can be re-elected for additional terms. The total of each term should not exceed 9 years, in order to maintain a degree of independence in expressing any opinions or discharging the duty as an “Independent Director” of the Company.

The Board could extend independent directors' terms as seen fit. When independent directors complete their terms, the Board may nominate their names to the AGM for possible re-election and extension of their terms.

Articles of Association in relation with the shareholder's Meeting

1. Calling of the Shareholders Meeting

Clause 33:

The board of directors shall hold a shareholder meeting as the annual ordinary meeting within 4 months from the ending day of the company's account year period cycle.

Other meetings than the aforesaid shall be called "extraordinary meetings", and the board of directors may summon a shareholder meeting as an "extraordinary meeting" at any time as it may see fit or a number of shareholders whose shares total not less than one fifth of the number of all the distributed shares or not fewer than 25 shareholders whose shares total not less than one tenth of the number of all the distributed shares, subscribing their names, may make a written request that a shareholder meeting be held as an extraordinary meeting at any time but must clearly state the reason for requesting that the meeting be summoned in the said letter. The board of directors must hold the meeting within 1 month from the date of receipt of the letter from the shareholders.

Clause 34

In summoning shareholder meeting the board of directors must make a written notice of meeting appointment stating the place, the day, the time, the agenda and the matter to refer to the meeting together with reasonable details by clearly stating whether it is a matter for information, for approval or for consideration as the case may be, including the opinion on the said matter of the board of directors, and also send it for the information of the shareholders and the registrar not less than 7 days before the day of meeting and publish it in a newspaper for 3 successive days not less than 3 days before the day of meeting.

The location would be place of meeting under paragraph one must be in the locality where the head office is located or a locality in a nearby province, unless the board of directors has otherwise prescribed in the notice of meeting appointment.

2. The Quorum

Clause 35

At the shareholder meeting there must be present not fewer than 25 Shareholders and shareholder proxies (if any) or not less than one half of the number of all the shareholders and a total not less than one third of the number of all the distributed shares must be counted in order to form a quorum.

In the case where it appears that at any shareholder meeting, when one hour has elapsed behind the appointed time, the number of the shareholders who are present fails to procure such quorum as prescribed, if the shareholder meeting is one summoned on account of shareholder's request, it shall be extinguished. If that shareholder meeting is not one summoned on account of shareholders' request, it shall be re-appointed, and the letter of meeting is not one summoned on account of shareholders' request, it shall be re-appointed, and the letter of meeting appointment shall be sent to the shareholders not less than 7 days before the date of meeting. At this latter meeting a quorum does not need to be procured.

3. Voting

Clause 36

In voting not a shareholder meeting whether by any method, one share shall be counted as one vote. The shareholder meeting's resolution shall consist of votes as follows:

- (1) In the usual case, the majority of votes of the shareholders who are present and vote at the meeting shall prevail. If votes are equal, the chairman of the meeting shall vote one more vote as the casting vote.
- (2) In the case of the amendment of articles of association, votes not less than three fourths of the number of all the votes of the shareholders who are present and the meeting and have the right to vote shall prevail:
- (3) Election of director will be complied with the following rules and method (as per clause 15)
 - (1) One shareholder has votes equal to one share per one vote.
 - (2) Each shareholder must use all the votes that he has under (1) to elect one person or several persons to be director or directors but may not share any part of the vote with any person.
 - (3) The persons getting the highest votes respectively downward are elected directors equal to the member that should exist or should be elected at that time. In the case where the persons who are elected in a next downward sequence have equal votes exceeding the number of directors that should exist or should be elected at that time, the person being the chairman shall be the user of the casting vote.

Procedures and Instructions for attending the e-AGM

Registration

1. Document for Registration and Appointment of Proxy

1.1 In case the shareholder is present at the meeting in person, please use the following documents.

- Individual shareholder with Thai nationality
 - (1) Citizen Identification card
 - Individual shareholder with foreign nationality
 - (1) Notice of Meeting with QR Code
 - (2) Shareholder's certificate of alien registration or passport or document used in lieu of passport.
- In case of change of first name-surname, please provide the evidence verifying such change.

1.2 In case the shareholder is present at the meeting by Proxy

- The shareholders can appoint any person to be their proxies as they wish.
- Shareholders are recommended to appoint an Independent Director as their proxies by specifying any one of the following independent directors below.

Name	Position	Age (year)	Address	Special Conflict of interest in the proposed agenda
1.Mr. Norachit Sinhaseni	Independent Director / Member of Audit Committee / Chairman of Nomination and Compensation Committee / Chairman of Risk Management and Corporate Governance Committee	69	Central Plaza Hotel Public Company Limited. 999/99 Rama 1 Road, Patumwan, Bangkok, 10330	No special conflict of interest in Agenda 1, 2, 3, 4, 5, 6, 7 and 8
2. Ms.Sopawadee Lertmanaschai	Independent Director / Chairman of Audit Committee	70		Has special conflict of interest in Agenda 5 and no special conflict of interest in Agenda 1, 2, 3, 4, 6, 7 and 8
3. Mr.Chaiwat Thongkamkoon	Independent Director / Member of Audit Committee / Member of Nomination and Compensation Committee	64		Has special conflict of interest in Agenda 5 and no special conflict of interest in Agenda 1, 2, 3, 4, 6, 7 and 8

Independent Director is the person who fully qualified and independent as determined by the Board of Directors' charter which stricter than the guideline of the Securities and Exchange Commission which showed in the qualification and profiles of the independent directors under Annual Report 2023 (Form 56-1 One Report) (*Attachment No.2*)

Appointment of Proxy, please use the following documents

• **Individual shareholder with Thai nationality**

- (1) Notice of Meeting with QR Code
- (2) Proxy Form A or Form B
- (3) Photocopy of the shareholder's citizen identification card or civil servant identification card which are certified true and correct by the shareholder.
- (4) Photocopy of proxy's citizen identification card, driving license or civil servant identification card or passport (in case of foreign person) which are certified true and correct by the proxy.

• **Individual shareholder with foreign nationality**

- (1) Notice of Meeting with QR Code
- (2) Proxy Form A or Form B
- (3) Photocopy of the shareholder's certification of alien registration or passport or document used in lieu of passport which are certified true and correct by the shareholder.
- (4) Photocopy of proxy's citizen identification card, driving license or civil servant identification card or passport (in case of foreign person) which are certified true and correct by the proxy.

• **Shareholder is juristic person registered in Thailand.**

- (1) Notice of Meeting with QR Code
- (2) Proxy Form A or Form B
- (3) Photocopy of citizen identification card or civil servant identification card of the authorized director(s) which are certified true and correct by the authorized directors(s) power to bind such juristic person.
- (4) Photocopy of certification document issued by Ministry of Commerce or competent authority issued no longer than 1 year which certified true and correct by the authorized director(s) power to bind such juristic person.
- (5) Photocopy of proxy's citizen identification card, driving license or civil servant identification card or passport (in case of foreign person) which are certified true and correct by the proxy.

• **Shareholder is a juristic person registered in a foreign country.**

- (1) Notice of Meeting with QR Code
- (2) Proxy Form A or Form B
- (3) Photocopy of juristic person's certification document and citizen identification card or passport (in case a foreigner) of the authorized director(s) which its signature is certified by Notary Public no longer than 1 year.
- (4) Photocopy of proxy's citizen identification card, driving license or civil servant identification card or passport (in case of foreign person) which are certified true and correct by the proxy.

• **Shareholder is a juristic person registered in a foreign country for which a custodian in Thailand is appointed.**

- (1) Notice of Meeting with QR Code

- (2) Proxy Form C
- (3) Power of Attorney executed by the shareholder authorizing the custodian to execute the proxy form on behalf of such shareholder.
- (4) Letter confirming that the person executing the proxy form has obtained a license for being a custodian.
- (5) Photocopy of proxy's citizen identification card, driving license or civil servant identification card or passport (in case of foreign person) which are certified true and correct by the proxy.

2. Procedures for Registration

The registration can be made on desktop computer, laptop, tablet, or Smartphone with a camera, through web browsers such as Google Chrome, Internet Explorer or Safari, and is compatible with both iOS and Android operating systems.

(Recommend using Google Chrome for the maximum efficiency of the system)

(2.1) For shareholders who wish to attend the meeting themselves, can register through the Link below:

[Registration - DAP e-Shareholder Meeting](#)



The registration can be made from **11 April 2024 at 8.00 a.m. onwards**. Upon the completion of the identity verification, shareholders will receive an e-mail with username and password to log in the DAP e-Shareholder Meeting system.

(2.2) For shareholders who wish to appoint a Proxy:

In case that the shareholders cannot register by themselves, shareholders must submit documents as in item 1 to the Company by **23 April 2024** via 2 channels as follows:

- E-mail: centel_companysecretary@chr.co.th , ir@chr.co.th
- By post: The Company Secretary Office, Central Plaza Hotel Public Company Limited
25th floor Centara Grand & Bangkok Convention Center at CentralwOrld
999/99 Rama 1 Road, Pathum Wan, Bangkok 10330

Upon the completion of identify verification, a proxy holder will receive an e-mail with username and password to log in the DAP e-Shareholder Meeting system through e-mail of the proxy holder as specified in the proxy form.

Attending the Annual General Meeting of Shareholders via Electronic media

The 2024 Annual General Meeting of Shareholders will be held on **29 April 2024 at 02.30 p.m. via electronic media only** as the following procedure:

(3.1) System Log-in

- The meeting attendee can **log in to the DAP e-Shareholder Meeting system from 01.00 p.m.** with username and password together with the OTP at below Link or QR Code:

<https://portal.eservice.setgroup.or.th/>



- When logging in the DAP e-Shareholder Meeting system, the attending shareholders can click the button **“Joining the Meeting”** to enter the Webex system to attend meeting broadcast. If the screen does not work, click Open Webex on the top right to view the meeting via Application Cisco Webex Meeting instead.

The registration can be made on desktop computer, laptop, tablet, or Smartphone with a camera, through web browsers such as Google Chrome, Internet Explorer or Safari, and is compatible with both iOS and Android operating systems.

(Recommend using Google Chrome for the maximum efficiency of the system)

(3.2) Voting in each agenda item

- During the voting period, the Chairman will propose the Shareholders’ Meeting to consider and pass a resolution on each agenda item, the DAP e-Shareholder Meeting system will enable the attending shareholders to cast votes for either “Approve”, “Disapprove”, or “Abstain”. Voting must be completed within the specified period. If not within the specified period, it will be deemed that such an attending shareholder approved according to the consideration of the Shareholders’ Meeting. If there is still time left for voting on such an agenda item, the attending shareholder can go back to change votes within the specified period.
- If the shareholders have already casted votes on each agenda item in the proxy form, the Company will record votes as specified in the proxy form only.

(3.3) Vote Counting

- The Company will record the votes from Disapprove and Abstain on each agenda item. The rest of the votes will be counted as Approve. For shareholders or proxies that registered to attend the meeting and not click any button to express their votes, the Company, then, considers as Approve. The vote counting base includes votes for approval and disapproval only. The abstained votes will not be counted as the vote counting base pursuant to Section 107 (1) of the Public Limited Companies Act.

- Upon the completion of vote counting on each agenda item, the results of the vote counting will be announced to the Meeting for acknowledgment, divided into approval, disapproval, and abstention in percentage. The voting results of the agenda on the election of directors will be announced on an individual basis.

(3.4) Asking the Question

If the shareholders or proxies wish to ask questions, they can submit any recommend or question via 2 procedures as follows:

1. **Submit any recommend or question prior to the meeting day via 2 channels** as follows:

- E-mail: centel_companysecretary@chr.co.th , ir@chr.co.th
- By post: The Company Secretary Office , Central Plaza Hotel Public Company Limited
25th floor Centara Grand & Bangkok Convention Center at CentralwOrld
999/99 Rama 1 Road, Pathum Wan, Bangkok 10330

2. **Submit questions on the meeting day from 01.30 p.m. onward** by typing questions on each agenda item. The Company will read and answer the questions of each shareholder according to the sequence of agenda items.

In case of shareholders pr proxies wish to **ask questions on the Microphone for each agenda**, please process as follows:

- (1) Type the question and indicate that **“I want to ask myself “**
- (2) When it comes to the sequence of your question, the staff will inform you to turn on microphone and camera.
- (3) Then, please inform your name, surname and specify that you are shareholder or proxy.

The Company will conduct the meeting mainly in Thai language. For non-Thai speaker, the staff will ask question in the meeting room on your behalf and send the answer to you via Q&A box later.

Should there be any questions or problems with the E-AGM, kindly contact the following:

The Company Secretary Office
Central Plaza Hotel Public Company Limited
25th floor Centara Grand & Bangkok Convention Center at CentralwOrld
999/99 Rama 1 Road, Pathum Wan, Bangkok 10330
Tel.: 02-769-1234 ต่อ 6614
E-mail: centel_companysecretary@chr.co.th

**Please find more information about Registration and Log in at
“DAP e-Shareholder Meeting Manual (for Shareholder)
regarding the *Attachment No. 8***

List of independent directors proposed by CENTEL to serve as proxies



- 1. Mr. Norachit Sinhaseni**
(Independent Director / Member of Audit Committee / Chairman of Nomination and Compensation Committee / Chairman of Risk Management and Corporate Governance Committee)
Age: 69 ปี
Address: Central Plaza Hotel Public Company Limited.
999/99 Rama 1 Road, Patumwan, Bangkok, 10330
No special conflict of interest in Agenda 1, 2, 3, 4, 5, 6, 7 and 8



- 2. Ms. Sopawadee Lertmanaschai**
(Independent Director / Chairman of Audit Committee)
Age: 70 ปี
Address: Central Plaza Hotel Public Company Limited.
999/99 Rama 1 Road, Patumwan, Bangkok, 10330
Has special conflict of interest in Agenda 5
No special conflict of interest in Agenda 1, 2, 3, 4, 6, 7 and 8



- 3. Mr. Chaiwat Thongkamkoon**
(Independent Director / Member of Audit Committee / Member of Nomination and Compensation Committee)
Age: 64 ปี
Address: Central Plaza Hotel Public Company Limited.
999/99 Rama 1 Road, Patumwan, Bangkok, 10330
Has special conflict of interest in Agenda 5
No special conflict of interest in Agenda 1, 2, 3, 4, 6, 7 and 8

เขียนที่ _____
Written at _____
วันที่ _____ เดือน _____ พ.ศ. _____
Date Month Year

1. ข้าพเจ้า _____ สัญชาติ _____
I/We _____ Nationality _____
อยู่บ้านเลขที่ _____ ถนน _____ ตำบล/แขวง _____
Residing at No Road Sub district _____
อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____
District Province Postal Code

2. เป็นผู้ถือหุ้นของ บริษัท โรงแรมเซ็นทรัลพลาซ่า จำกัด (มหาชน)
being a shareholder of Central Plaza Hotel Public Company Limited
โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
Holding the share in the amount of _____ shares and the voting right equals to _____ votes as follows
 หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
ordinary share shares equal to voting right votes

3. ขอมอบฉันทะให้
Hereby appoint

(1) นาย / นาง / นางสาว _____ อายุ _____ ปี
Mr. / Mrs. / Miss Age Years
อยู่บ้านเลขที่ _____ ถนน _____ ตำบล/แขวง _____
Residing at No Road Sub-district _____
อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____ หรือ
District Province Postal Code

(2) นาย / นาง / นางสาว _____ อายุ _____ ปี
Mr. / Mrs. / Miss Age Years
อยู่บ้านเลขที่ _____ ถนน _____ ตำบล/แขวง _____
Residing at No Road Sub-district _____
อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____ หรือ
District Province Postal Code

(3) นาย / นาง / นางสาว _____ อายุ _____ ปี
Mr. / Mrs. / Miss Age Years
อยู่บ้านเลขที่ _____ ถนน _____ ตำบล/แขวง _____
Residing at No Road Sub-district _____
อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____ หรือ
District Province Postal Code

คนหนึ่งคนใดเพียงคนเดียว เป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้า ในการประชุมผู้ถือหุ้นสามัญประจำปี 2567 วันจันทร์ที่ 29 เมษายน 2567 เวลา 14.30 น. โดยรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ หรือจะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย
anyone of the above as my/our proxy holder to attend and vote at 2024 Annual General Meeting of Shareholders on April 29, 2024, at 2.30 p.m. through electronic means (e-AGM), or on the date and at the place as may be postponed or changed.

กิจการใดที่ผู้รับมอบฉันทะกระทำไปในการประชุมนั้น ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ
I/We Shall be fully liable for any action taken by the proxy holder at the meeting.

ลงชื่อ _____ ผู้มอบฉันทะ
Signature (_____) Proxy Grantor

ลงชื่อ _____ ผู้รับมอบฉันทะ
Signature (_____) Proxy Holder

ลงชื่อ _____ ผู้รับมอบฉันทะ
Signature (_____) Proxy Holder

ลงชื่อ _____ ผู้รับมอบฉันทะ
Signature (_____) Proxy Holder

หมายเหตุ

Remarks:

ผู้ถือหุ้นที่มอบฉันทะ จะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้ใช้ประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคน เพื่อแยกการลงคะแนนเสียงได้
A shareholder shall appoint only one proxy holder to attend and vote at the Meeting. A shareholder may not appoint more than one proxy holder, each with the voting right in respect of a certain portion of shares.

เขียนที่
Written at

วันที่ เดือน พ.ศ
Date Month Year

1. ข้าพเจ้า สัญชาติ
I/We Nationality
อยู่บ้านเลขที่ ถนน ตำบล/แขวง
Residing at No Road Sub district
อำเภอ/เขต จังหวัด รหัสไปรษณีย์
District Province Postal Code

2. เป็นผู้ถือหุ้นของ บริษัท โรงแรมเซ็นทรัลพลาซ่า จำกัด (มหาชน)
being a shareholder of Central Plaza Hotel Public Company Limited
โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้
Holding the share in the amount of shares and the voting right equals to votes as follows

หุ้นสามัญ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง
ordinary share shares equal to voting right votes

3. ขอมอบฉันทะให้ (สามารถมอบให้กรรมการอิสระ โดยมีรายละเอียดตามสิ่งที่ส่งมาด้วย 6)
Hereby appoint (May grant proxy to independent Director of which details as in Attachment 6)

(1) นาย / นาง / นางสาว อายุ ปี
Mr. / Mrs. / Miss Age
Years

อยู่บ้านเลขที่ ถนน ตำบล/แขวง
Residing at No Road Sub-district
อำเภอ/เขต จังหวัด รหัสไปรษณีย์ หรือ
District Province Postal Code

(2) นาย / นาง / นางสาว อายุ ปี
Mr. / Mrs. / Miss Age
Years

อยู่บ้านเลขที่ ถนน ตำบล/แขวง
Residing at No Road Sub-district
อำเภอ/เขต จังหวัด รหัสไปรษณีย์ หรือ
District Province Postal Code

(3) นาย / นาง / นางสาว อายุ ปี
Mr. / Mrs. / Miss Age
Years

อยู่บ้านเลขที่ ถนน ตำบล/แขวง
Residing at No Road Sub-district
อำเภอ/เขต จังหวัด รหัสไปรษณีย์ หรือ
District Province Postal Code

คนหนึ่งคนใดเพียงคนเดียว เป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้า ในการประชุมผู้ถือหุ้นสามัญประจำปี 2567 วันจันทร์ที่ 29 เมษายน 2567 เวลา 14.30 น. โดยรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ หรือจะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

anyone of the above as my/our proxy holder to attend and vote at 2024 Annual General Meeting of Shareholders on April 29, 2024, at 2.30 p.m. through electronic means (e-AGM), or on the date and at the place as may be postponed or changed.

4. ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้
I/We therefore would like to vote for each agenda item as follows:

รายการ Agenda Items	เห็นด้วย (เสียง) For (Votes)	ไม่เห็นด้วย (เสียง) Against (Votes)	งดออกเสียง (เสียง) Abstain (Votes)
<p>ระเบียบวาระที่ 1: พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2566 ซึ่งประชุมเมื่อวันที่ 25 เมษายน 2566</p> <p>Agenda Item 1: To ratify minute of the 2023 Annual General Meeting of Shareholders (AGM)</p> <p><input type="checkbox"/> (1) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการ ตามที่เห็นสมควร The proxy holder shall vote independently as to his/her consideration</p> <p><input type="checkbox"/> (2) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ The proxy holder shall vote according to the shareholder's requirement as follows</p>			
<p>ระเบียบวาระที่ 2: รับทราบผลการดำเนินงานของบริษัทในรอบปี 2566</p> <p>Agenda Item 2: To acknowledge the Company's performance for the Year 2023</p> <p><input type="checkbox"/> (1) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการ ตามที่เห็นสมควร The proxy holder shall vote independently as to his/her consideration</p> <p><input type="checkbox"/> (2) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ The proxy holder shall vote according to the shareholder's requirement as follows</p>			
<p>ระเบียบวาระที่ 3: พิจารณานุมัติงบการเงินสำหรับปีสิ้นสุด วันที่ 31 ธันวาคม 2566 ซึ่งผู้สอบบัญชีได้ตรวจสอบรับรองแล้ว</p> <p>Agenda Item 3: To approve the audited financial statements for the year ended December 31, 2023</p> <p><input type="checkbox"/> (1) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการ ตามที่เห็นสมควร The proxy holder shall vote independently as to his/her consideration</p> <p><input type="checkbox"/> (2) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ The proxy holder shall vote according to the shareholder's requirement as follows</p>			
<p>ระเบียบวาระที่ 4: พิจารณานุมัติการจ่ายกำไรและการจ่ายเงินปันผล สำหรับการดำเนินงานประจำปี 2566</p> <p>Agenda Item 4: To consider and approve the allocation of profit for the statutory reserve and dividend payment for the 2023 operating results</p>			

<p style="text-align: center;">รายการ Agenda Items</p>	<p style="text-align: center;">เห็นด้วย (เสียง) For (Votes)</p>	<p style="text-align: center;">ไม่เห็นด้วย (เสียง) Against (Votes)</p>	<p style="text-align: center;">งดออกเสียง (เสียง) Abstain (Votes)</p>
<p><input type="checkbox"/> (1) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการ ตามที่เห็นสมควร The proxy holder shall vote independently as to his/her consideration</p> <p><input type="checkbox"/> (2) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ The proxy holder shall vote according to the shareholder's requirement as follows</p>			
<p>ระเบียบวาระที่ 5: พิจารณาแต่งตั้งกรรมการแทนกรรมการที่ต้องออกตามวาระประจำปี 2567 Agenda Item 5: To approve the appointment of re-election directors whose tenures have ended for the year 2024</p> <p><input type="checkbox"/> (1) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการ ตามที่เห็นสมควร The proxy holder shall vote independently as to his/her consideration</p> <p><input type="checkbox"/> (2) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ The proxy holder shall vote according to the shareholder's requirement as follows</p> <p><input type="checkbox"/> เลือกกรรมการทั้งหมด Vote for all the nominated candidates as a whole</p> <p><input type="checkbox"/> เลือกกรรมการตามรายบุคคล Vote for an individual nominee</p> <p>(5.1) นายปริญญา จิราธิวัฒน์ Mr. Prin Chirathivat</p> <p>(5.2) นางสิริเกศ จิรakit Mrs. Sirikate Chirakiti</p> <p>(5.3) นางสาวโสภาวดี เลิศมนัสชัย Ms. Sopawadee Lertmanaschai</p> <p>(5.4) นายชัยวัฒน์ ทองคำคุณ Mr. Chaiwat Thongkamkoon</p>			
<p>ระเบียบวาระที่ 6: พิจารณานุมัติการกำหนดค่าตอบแทนกรรมการประจำปี 2567 Agenda Item 6: To approve and fix directors' remuneration for the year 2024</p> <p><input type="checkbox"/> (1) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการ ตามที่เห็นสมควร The proxy holder shall vote independently as to his/her consideration</p>			

รายการ Agenda Items	เห็นด้วย (เสียง) For (Votes)	ไม่เห็นด้วย (เสียง) Against (Votes)	งดออกเสียง (เสียง) Abstain (Votes)
<input type="checkbox"/> (2) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ The proxy holder shall vote according to the shareholder's requirement as follows			
ระเบียบวาระที่ 7: พิจารณานุมัติแต่งตั้งผู้สอบบัญชีและกำหนดค่าสอบบัญชีประจำปี 2567 Agenda Item 7: To approve the appointment of the Auditors and to approve the audit fees for the year 2024 <input type="checkbox"/> (1) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร The proxy holder shall vote independently as to his/her consideration <input type="checkbox"/> (2) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ The proxy holder shall vote according to the shareholder's requirement as follows			
ระเบียบวาระที่ 8: พิจารณาเรื่องอื่นๆ (ถ้ามี) Agenda Item 8: To consider other business (if any) <input type="checkbox"/> (1) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร The proxy holder shall vote independently as to his/her consideration <input type="checkbox"/> (2) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ The proxy holder shall vote according to the shareholder's requirement as follows			

5. การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้อง และไม่ใช้การลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Voting of proxy holder in any agenda that is not as specified in this proxy shall be considered as invalid and not my voting as a shareholder.

6. ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้, หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่เราได้ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I have not declared a voting intention in any agenda, or my determination is not clear or in case the meeting considers or passes resolutions in any matters apart from those agenda specified above, including the case that there is any amendment or addition of any fact, the proxy holder shall have the right to consider and vote as to his/her consideration.

กิจการใดที่ผู้รับมอบฉันทะกระทำไปในการประชุมนั้น ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ
I/We shall be fully liable for any action taken by the proxy holder at the meeting.

ลงชื่อ _____ ผู้มอบฉันทะ
Signature (_____) Proxy Grantor

ลงชื่อ _____ ผู้รับมอบฉันทะ
Signature (_____) Proxy Holder

ลงชื่อ _____ ผู้รับมอบฉันทะ
Signature (_____) Proxy Holder

ลงชื่อ _____ ผู้รับมอบฉันทะ
Signature (_____) Proxy Holder

หมายเหตุ
Remarks:

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
A shareholder shall appoint only one proxy holder to attend and vote at the Meeting. A shareholder may not appoint more than one proxy holder, each with the voting right in respect of a certain portion of shares.
2. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล
In agenda regarding the appointment of new directors, the ballot can be either for all the nominated candidates as a whole or for an individual nominee.
3. ในกรณีที่มิ่วาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแบบ
In case there is any further agenda apart from specified above brought into consideration in the Meeting, the proxy holder may use the Attachment to Proxy Form B.

ใบประจำต่อแบบหนังสือมอบฉันทะ แบบ ข

Attachment to Proxy Form B

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท โรงแรมเซ็นทรัลพลาซ่า จำกัด (มหาชน)

The proxy of the shareholder of Central Plaza Hotel Public Company Limited

ในการประชุมผู้ถือหุ้นสามัญประจำปี 2567 วันจันทร์ที่ 29 เมษายน 2567 เวลา 14.30 น. โดยรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ หรือจะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

anyone of the above as my/our proxy holder to attend and vote at 2024 Annual General Meeting of Shareholders on April 29, 2024, at 2.30 p.m. through electronic means (e-AGM), or on the date and at the place as may be postponed or changed.

ระเบียบวาระที่

เรื่อง.....

Agenda Item: Subject:

(1) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy holder shall vote independently as to his/her consideration.

(2) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy holder shall vote according to the shareholder's requirement as follows:

เห็นด้วย

For

ไม่เห็นด้วย

Against

งดออกเสียง

Abstain

ระเบียบวาระที่

เรื่อง.....

Agenda Item: Subject:

(1) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy holder shall vote independently as to his/her consideration

(2) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy holder shall vote according to the shareholder's requirement as follows:

เห็นด้วย

For

ไม่เห็นด้วย

Against

งดออกเสียง

Abstain

ระเบียบวาระที่

เรื่อง.....

Agenda Item: Subject:

(1) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy holder shall vote independently as to his/her consideration

(2) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy holder shall vote according to the shareholder's requirement as follows:

เลือกกรรมการทั้งหมด

Vote for all the propose nominees as a whole

เลือกกรรมการตามรายบุคคล

Vote for an individual nominee

ชื่อ Name	เห็นด้วย (เสียง) For (Votes)	ไม่เห็นด้วย (เสียง) Against (Votes)	งดออกเสียง (เสียง) Abstain (Votes)
(2.1)			
(2.2)			
(2.3)			
(2.4)			

ข้าพเจ้าขอรับรองว่ารายการในใบประจำต่อแบบหนังสือมอบฉันทะ ถูกต้องบริบูรณ์และเป็นความจริงทุกประการ

I/We certified that the information contained in this Attachment to Proxy Form is complete and true.

ลงชื่อ _____ ผู้มอบฉันทะ
Signature (_____) Proxy Grantor

ลงชื่อ _____ ผู้รับมอบฉันทะ
Signature (_____) Proxy Holder

ลงชื่อ _____ ผู้รับมอบฉันทะ
Signature (_____) Proxy Holder

ลงชื่อ _____ ผู้รับมอบฉันทะ
Signature (_____) Proxy Holder

เขียนที่
 Written at
 วันที่ เดือน พ.ศ
 Date Month Year

1 ข้าพเจ้า สัญชาติ
 I/We Nationality
 อยู่บ้านเลขที่ ถนน ตำบล/แขวง
 Residing at No Road Sub district
 อำเภอ/เขต จังหวัด รหัสไปรษณีย์
 District Province Postal Code

2 เป็นผู้ถือหุ้นของ บริษัท โรงแรมเซ็นทรัลพลาซ่า จำกัด (มหาชน)
 being a shareholder of Central Plaza Hotel Public Company Limited
 โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้
 Holding the share in the amount of shares and the voting right equals to votes as follows
 หุ้นสามัญ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง
 ordinary share shares equal to voting right votes

3. ขอมอบฉันทะให้ (สามารถมอบให้กรรมการอิสระ โดยมีรายละเอียดตามสิ่งที่ส่งมาด้วย 6)
 Hereby appoint (May grant proxy to independent Director of which details as in Attachment 6)

(1) นาย / นาง / นางสาว อายุ ปี
 Mr. / Mrs. / Miss Age Years
 อยู่บ้านเลขที่ ถนน ตำบล/แขวง
 Residing at No Road Sub-district
 อำเภอ/เขต จังหวัด รหัสไปรษณีย์ หรือ
 District Province Postal Code

(2) นาย / นาง / นางสาว อายุ ปี
 Mr. / Mrs. / Miss Age Years
 อยู่บ้านเลขที่ ถนน ตำบล/แขวง
 Residing at No Road Sub-district
 อำเภอ/เขต จังหวัด รหัสไปรษณีย์ หรือ
 District Province Postal Code

(3) นาย / นาง / นางสาว อายุ ปี
 Mr. / Mrs. / Miss Age Years
 อยู่บ้านเลขที่ ถนน ตำบล/แขวง
 Residing at No Road Sub-district
 อำเภอ/เขต จังหวัด รหัสไปรษณีย์ หรือ
 District Province Postal Code

คนหนึ่งคนใดเพียงคนเดียว เป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมผู้ถือหุ้นสามัญประจำปี 2567 วันจันทร์ที่ 29 เมษายน 2567 เวลา 14.30 น. โดยรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ หรือจะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย
 anyone of the above as my/our proxy holder to attend and vote at 2024 Annual General Meeting of Shareholders on April 29, 2024, at 2.30 p.m. through electronic means (e-AGM), or on the date and at the place as may be postponed or changed.

ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี้ ดังนี้
 I/We would like to grant proxy holder to attend and vote in the Meeting as follows:

- มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือ และมีสิทธิออกเสียงลงคะแนนได้
 Grant proxy the total amount of shares holding and entitled to vote.
- มอบฉันทะบางส่วน คือ หุ้นสามัญ หุ้นและมีสิทธิออกเสียงลงคะแนนได้ เสียง
 Grant partial shares of Ordinary share Shares, Entitled to voting right votes

4 ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้
I/We therefore would like to vote for each agenda item as follows:

รายการ Agenda Items	เห็นด้วย (เสียง) For (Votes)	ไม่เห็นด้วย (เสียง) Against (Votes)	งดออกเสียง (เสียง) Abstain (Votes)
<p>ระเบียบวาระที่ 1: พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2566 ซึ่งประชุมเมื่อวันที่ 25 เมษายน 2566</p> <p>Agenda Item 1: To ratify minute of the 2023 Annual General Meeting of Shareholders (AGM)</p> <p><input type="checkbox"/> (1) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการ ตามที่เห็นสมควร The proxy holder shall vote independently as to his/her consideration</p> <p><input type="checkbox"/> (2) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ The proxy holder shall vote according to the shareholder's requirement as follows</p>			
<p>ระเบียบวาระที่ 2: รับทราบผลการดำเนินงานของบริษัทในรอบปี 2566</p> <p>Agenda Item 2: To acknowledge the Company's performance for the Year 2023</p> <p><input type="checkbox"/> (1) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการ ตามที่เห็นสมควร The proxy holder shall vote independently as to his/her consideration</p> <p><input type="checkbox"/> (2) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ The proxy holder shall vote according to the shareholder's requirement as follows</p>			
<p>ระเบียบวาระที่ 3: พิจารณาอนุมัติงบการเงินสำหรับปีสิ้นสุด วันที่ 31 ธันวาคม 2566 ซึ่งผู้สอบบัญชีได้ตรวจสอบรับรองแล้ว</p> <p>Agenda Item 3: To approve the audited financial statements for the year ended December 31, 2023</p> <p><input type="checkbox"/> (1) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการ ตามที่เห็นสมควร The proxy holder shall vote independently as to his/her consideration</p> <p><input type="checkbox"/> (2) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ The proxy holder shall vote according to the shareholder's requirement as follows</p>			
<p>ระเบียบวาระที่ 4: พิจารณาอนุมัติการจ่ายกำไรและการจ่ายเงินปันผล สำหรับการดำเนินงานประจำปี 2566</p> <p>Agenda Item 4: To consider and approve the allocation of profit for the statutory reserve and dividend payment for the 2023 operating results</p>			

<p style="text-align: center;">รายการ Agenda Items</p>	<p style="text-align: center;">เห็นด้วย (เสียง) For (Votes)</p>	<p style="text-align: center;">ไม่เห็นด้วย (เสียง) Against (Votes)</p>	<p style="text-align: center;">งดออกเสียง (เสียง) Abstain (Votes)</p>
<p><input type="checkbox"/> (1) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการ ตามที่เห็นสมควร The proxy holder shall vote independently as to his/her consideration</p> <p><input type="checkbox"/> (2) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ The proxy holder shall vote according to the shareholder's requirement as follows</p>			
<p>ระเบียบวาระที่ 5: พิจารณาแต่งตั้งกรรมการแทนกรรมการที่ต้องออกตามวาระประจำปี 2567 Agenda Item 5: To approve the appointment of re-election directors whose tenures have ended for the year 2024</p> <p><input type="checkbox"/> (1) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการ ตามที่เห็นสมควร The proxy holder shall vote independently as to his/her consideration</p> <p><input type="checkbox"/> (2) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ The proxy holder shall vote according to the shareholder's requirement as follows</p> <p><input type="checkbox"/> เลือกกรรมการทั้งหมด Vote for all the nominated candidates as a whole</p> <p><input type="checkbox"/> เลือกกรรมการตามรายบุคคล Vote for an individual nominee</p> <p>(5.1) นายปริญญา จิราธิวัฒน์ Mr. Prin Chirathivat</p> <p>(5.2) นางสิริเกศ จิรกิติ Mrs. Sirikate Chirakiti</p> <p>(5.3) นางสาวโสภาวดี เลิศมนัสชัย Ms. Sopawadee Lertmanaschai</p> <p>(5.4) นายชัยวัฒน์ ทองคำคูณ Mr. Chaiwat Thongkamkoon</p>			
<p>ระเบียบวาระที่ 6: พิจารณาอนุมัติการกำหนดค่าตอบแทนกรรมการประจำปี 2567 Agenda Item 6: To approve and fix directors' remuneration for the year 2024</p> <p><input type="checkbox"/> (1) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการ ตามที่เห็นสมควร The proxy holder shall vote independently as to his/her consideration</p>			

รายการ Agenda Items	เห็นด้วย (เสียง) For (Votes)	ไม่เห็นด้วย (เสียง) Against (Votes)	งดออกเสียง (เสียง) Abstain (Votes)
<input type="checkbox"/> (2) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ The proxy holder shall vote according to the shareholder's requirement as follows			
ระเบียบวาระที่ 7: พิจารณานุมัติแต่งตั้งผู้สอบบัญชีและกำหนดค่าสอบบัญชีประจำปี 2567 Agenda Item 7: To approve the appointment of the Auditors and to approve the audit fees for the year 2024 <input type="checkbox"/> (1) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร The proxy holder shall vote independently as to his/her consideration <input type="checkbox"/> (2) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ The proxy holder shall vote according to the shareholder's requirement as follows			
ระเบียบวาระที่ 8: พิจารณาเรื่องอื่นๆ (ถ้ามี) Agenda Item 8: To consider other business (if any) <input type="checkbox"/> (1) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร The proxy holder shall vote independently as to his/her consideration <input type="checkbox"/> (2) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ The proxy holder shall vote according to the shareholder's requirement as follows			

5. การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้อง และไม่ใช้การลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น
Voting of proxy holder in any agenda that is not as specified in this proxy shall be considered as invalid and not my voting as a shareholder.
6. ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
In case I have not declared a voting intention in any agenda or my determination is not clear or in case the meeting considers or passes resolutions in any matters apart from those agenda specified above, including the case that there is any amendment or addition of any fact, the proxy holder shall have the right to consider and vote as to his/her consideration.

กิจการใดที่ผู้รับมอบฉันทะกระทำไปในการประชุมนั้น ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ
I/We shall be fully liable for any action taken by the proxy holder at the meeting

ลงชื่อ _____ ผู้มอบฉันทะ
Signature (_____) Proxy Grantor
ลงชื่อ _____ ผู้รับมอบฉันทะ
Signature (_____) Proxy Holder
ลงชื่อ _____ ผู้รับมอบฉันทะ
Signature (_____) Proxy Holder
ลงชื่อ _____ ผู้รับมอบฉันทะ
Signature (_____) Proxy Holder

หมายเหตุ

Remarks:

1. หนังสือมอบฉันทะแบบ ค. นี้ ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศ และแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทย เป็นผู้รับฝาก และดูแลหุ้นให้เท่านั้น

Only foreign shareholders as registered in the registration book who have custodian in Thailand can use the Proxy Form C.

2. หลักฐานที่ต้องแนบพร้อมทั้งหนังสือมอบฉันทะ คือ

Evidences to be enclosed with the proxy form are:

- (1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน
Power of Attorney from shareholder authorizes a custodian to sign the Proxy Form on behalf of the shareholder.

- (2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจคัสโตเดียน (Custodian)
Letter of certification to certify that the signer in the Proxy Form have a permit to act as a Custodian.

3. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

A shareholder shall appoint only one proxy holder to attend and vote at the Meeting. A shareholder may not appoint more than one proxy holder, each with the voting right in respect of a certain portion of shares.

4. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล

In agenda regarding the appointment of new directors, the ballot can be either for all the nominated candidates as a whole or for an individual nominee.

5. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค. ตามแบบ

In case there is any further agenda apart from specified above brought into consideration in the Meeting, the proxy holder may use the Attachment to Proxy Form C.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค

Attachment of Proxy Form C

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท โรงแรมเซ็นทรัลพลาซ่า จำกัด (มหาชน)
The proxy of the shareholder of Central Plaza Hotel Public Company Limited

ในการประชุมผู้ถือหุ้นสามัญประจำปี 2567 วันจันทร์ที่ 29 เมษายน 2567 เวลา 14.30 น. โดยรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ หรือ จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

anyone of the above as my/our proxy holder to attend and vote at 2024 Annual General Meeting of Shareholders on April 29, 2024, at 2.30 p.m. through electronic means (e-AGM), or on the date and at the place as may be postponed or changed.

ระเบียบวาระที่

เรื่อง.....

Agenda Item: Subject:

(1) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy holder shall vote independently as to his/her consideration.

(2) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The proxy holder shall vote according to the shareholder's requirement as follows:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
For Against Abstain

ระเบียบวาระที่

เรื่อง.....

Agenda Item: Subject:

(1) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy holder shall vote independently as to his/her consideration.

(2) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The proxy holder shall vote according to the shareholder's requirement as follows:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
For Against Abstain

ระเบียบวาระที่

เรื่อง.....

Agenda Item: Subject:

(1) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy holder shall vote independently as to his/her consideration

(2) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The proxy holder shall vote according to the shareholder's requirement as follows:

เลือกกรรมการทั้งหมด
Vote for all the propose nominees as a whole
 เลือกกรรมการตามรายบุคคล
Vote for an individual nominee

ชื่อ Name	เห็นด้วย (เสียง) For (Votes)	ไม่เห็นด้วย (เสียง) Against (Votes)	งดออกเสียง (เสียง) Abstain (Votes)
(2.1)			
(2.2)			
(2.3)			
(2.4)			

ข้าพเจ้าขอรับรองว่ารายการในใบประจำต่อแบบหนังสือมอบฉันทะ ถูกต้องบริบูรณ์และเป็นความจริงทุกประการ
I/We certified that the information contained in this Attachment to Proxy Form is complete and true

ลงชื่อ _____ ผู้มอบฉันทะ

Signature (_____) Proxy Grantor

ลงชื่อ _____ ผู้รับมอบฉันทะ

Signature (_____) Proxy Holder

ลงชื่อ _____ ผู้รับมอบฉันทะ

Signature (_____) Proxy Holder

ลงชื่อ _____ ผู้รับมอบฉันทะ

Signature (_____) Proxy Holder

User Manual

e-Shareholder Meeting System



Contents

1 Preparation for DAP e-Shareholder Meeting

2 Steps of e-Registration

3 Steps of joining the e-Meeting

4 e-Question and e-Voting functions

5 Resetting password

1 Preparation for DAP e-Shareholder Meeting

For registration, please prepare an electronic device with a camera.



PC Computer



Notebook



Tablet



Mobile



Access to DAP e-Shareholder Meeting
via Web Browser.



Google Chrome
(recommended)



Safari



Edge

Documents required for registration

Individual shareholder



ID Card

or



Passport

Juristic person



Juristic person certificate



ID Card

or



Passport

Preparation for DAP e-Shareholder Meeting

e-Registration via DAP e-Shareholder Meeting system

Attend the meeting in person

Thai person Foreign person Juristic person

Proxy to another person (A)

Proxy to another person (B)

Proxy to independent director (B)



**DAP
e-Shareholder
Meeting**

Register by sending documents to the company*

1



For registration, shareholders submit the documents for identity verification to the company, as specified in the invitation to the shareholders' meeting

2



The company officer will check the information and proceed registration. The system will inform the shareholders of the registration result and username for attending the meeting.

* Please study the details of registration such as document list / document submission, as specified in the invitation to the shareholders' meeting

In case of proxy

For shareholder who is unable to attend the meeting, they may appoint a proxy. Please find more information about proxy in the invitation letter to shareholders' meeting.

2 Steps of e-Registration

Log in to register from the registration link provided in the invitation to the shareholders' meeting.

1 Click “New registration”

DAP E-Shareholder Meeting

TEST LISTED

Annual General Meeting of Shareholder for the year 2022 No. 1/2022
10 February 2022 via electronic meeting (E-AGM) at 3.00 PM

Login

Email
Email

Password
Password

[Forgot password](#)

Login

or

New registration

[Investor Registration Manual](#)

Recommended Browser: Chrome



2 Shareholders accept the terms and conditions for attending the shareholders' meeting via DAP e-Shareholder system by marking and click “OK”

ข้อตกลงและเงื่อนไขในการเข้าร่วมประชุมผู้ถือหุ้นผ่านระบบ DAP e-Shareholder Meeting

ข้อตกลงและเงื่อนไขในการเข้าร่วมประชุมผู้ถือหุ้นผ่านระบบ DAP e-Shareholder Meeting

1 / 2 | 36% | [Icons]

1

มีทั้งจากระบบ DAP e-Shareholder Meeting มีการใช้เทคโนโลยีเพื่อช่วยพิสูจน์ตัวตนของผู้ถือหุ้นก่อนการอนุมัติ (Approve) ให้เข้าร่วมประชุมผ่านระบบ DAP e-Shareholder Meeting เช่น มีการใช้ข้อมูลภาพใบหน้าตรงสองและจดจำใบหน้า (Face Recognition) ซึ่งข้อมูลดังกล่าวเป็นข้อมูลส่วนบุคคลที่มีความอ่อนไหวและมีความจำเป็นหรือที่เกี่ยวข้องกับการเข้าร่วมการประชุมที่ผู้จัดประชุมได้จัดขึ้น

ผู้ถือหุ้นยินยอมให้ผู้จัดประชุมเก็บรวบรวม ใช้ และเปิดเผยข้อมูลส่วนบุคคลที่มีความอ่อนไหวของข้อมูลผู้ถือหุ้น เพื่อวัตถุประสงค์ในการเข้าร่วมการประชุมที่ผู้จัดประชุมได้จัดขึ้น

หากผู้ถือหุ้นได้อ่านและตกลงผูกพันตามข้อตกลงและเงื่อนไขในการเข้าร่วมประชุมผู้ถือหุ้นผ่านระบบ DAP e-Shareholder Meeting รวมถึงการให้ความยินยอมเกี่ยวกับข้อมูลส่วนบุคคลที่มีความอ่อนไหวตามที่ระบุไว้ข้างต้นนี้แล้ว โปรดกดปุ่ม "ตกลง" ด้านล่างเพื่อดำเนินการต่อไป

ยกเลิก **ตกลง**

2.1 Attend the meeting in person – Individual person with the ID Card



1 Choose a registration form

Attend in person Proxy

2 Specify the type of shareholder

Thai person Foreign person / Person without the ID card Juristic person

3 Fill out shareholder's information

- Name-Surname
- ID card number / laser code on the back of the ID card (optional)
- Date of birth
- Email address (It will be used as your username when logging in)
- Password
- Mobile phone number

Your password must be between 8-15 characters and must contain:

1. Uppercase letter
2. Lowercase letter
3. Number or Special characters

Shareholders consent to receive documents in electronic format from the meeting organizer by marking and click “Next”

4 Enter OTP

OTP will be sent to the mobile phone number and email you have entered.

(If shareholder have entered a foreign phone number, the OTP will be only sent to your email.)

Enter OTP and click “Next”

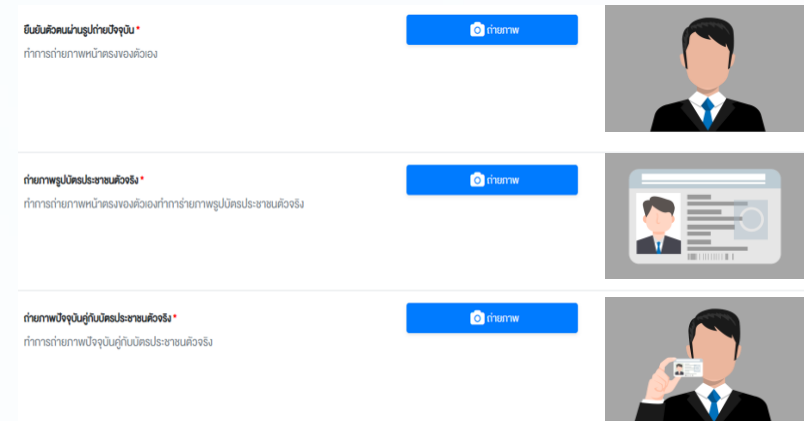
5 Take pictures of yourself

Shareholders need to take pictures of yourself holding the ID card as explained in 3 steps below:

Picture 1 : Picture of yourself

Picture 2 : Picture of your ID card

Picture 3 : Picture of yourself holding the ID card



6 Review registration and securities holding information

Please keep your username and password confidential. Your login account should never be disclosed to others.

The screenshot shows a registration review page with the following sections:

- Register**
 - ชื่อผู้ลงทะเบียน: ธีรเดช ธีรเดช
 - ชื่อจริง: ธีรเดช
 - ชื่อ-นามสกุล: ธีรเดช ธีรเดช
 - เลขที่บัตรประชาชน: 31080321196
 - เลขบัตร: 71940614384
 - อีเมล: wpt001@home.com
 - เบอร์โทร: +66 8124697
- รูป KIC**
 - รูปถ่ายหน้าคุณ (ปัจจุบัน)
 - รูปถ่ายบัตรประชาชน
 - รูปถ่ายปัจจุบันคู่กับบัตรประชาชน
- ข้อมูลการถือครองหุ้น**

ชื่อ	หุ้น	ราคา	มูลค่า	ราคา
1	หุ้นสามัญ	10,000	10,000	10,000 บาท (รวมค่าธรรมเนียม)
รวม	10,000	10,000	10,000	

Shareholders review the registration information and securities holding information. If the information is correct, click “Submit”

2.2 Attend the meeting in person – Foreign person / Person without the ID card OR Juristic Person

1 Choose a registration form

2 Specify the type of shareholder

3 Fill out personal information

Attend in person Proxy

Thai person Foreign person / Person without the ID card Juristic person

Foreign person / Person without the ID card

- Name-Surname
- Passport / Non-Thai ID / Government Officer Number
- Email address (It will be used as your username when logging in)
- Password
- Mobile phone number

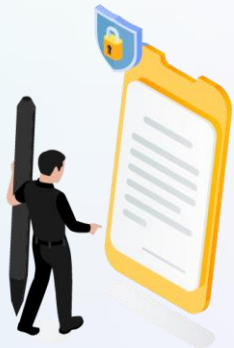
Juristic person

- Juristic person Name (Company Name)
- Registration Number
- Juristic person representative information: ID card number / laser code on the back of the ID card and date of birth (optional)
- Email address (It will be used as your username when logging in)
- Password
- Mobile phone number

Your password must be between 8-15 characters and must contain:

1. Uppercase letter
2. Lowercase letter
3. Number or Special characters

Shareholders consent to receive documents in electronic format from the meeting organizer by marking and click “Next”



4 Enter OTP

OTP will be sent to the mobile phone number and email you have entered.

(If shareholder have entered a foreign phone number, the OTP will be only sent to your email.)

Enter OTP and click “Next”

5 Take a picture of yourself / Attach files



Take a picture of yourself and upload attachments as specified in the invitation letter

 อัปโหลดไฟล์



Upload attachments as specified in the invitation letter

 อัปโหลดไฟล์

6 Review registration and securities holding information

Please keep your username and password confidential. Your login account should never be disclosed to others.



Shareholders review the registration information and securities holding information. If the information is correct, click “Submit”

2.3 Proxy to another person (A)



1 Choose a registration form

Attend in person Proxy

2 Fill out the information of the shareholder who appoints a proxy and enter OTP

- Name-Surname
- ID card number / laser code on the back of the ID card
- Date of birth
- Email Address
- Mobile phone number

Shareholders consent to receive documents in electronic format from the meeting organizer by marking and click “Next”

- Enter OTP

3 Specify the type of proxy

Proxy to another person (A) Proxy to independent director (B)

4 Fill out proxies information

- Name-Surname / Age
- ID card number / Address
- Email Address
- Mobile phone number

 อัปโหลดไฟล์

The shareholder uploads the proxy form A with attachments as specified in the invitation letter

Proxy form A can be downloaded at

 เอกสารใบมอบฉันทะ ก.

Click “Next”

Review registration
and securities holding
information



Shareholders review the registration information and securities holding information. If the information is correct, click “Submit”

Proxies will receive an email with the initial password.

Proxies will have to reset a new password before logging in to DAP e-Shareholder Meeting



2.4 Proxy to another person (B)



1 Choose a registration form

Attend in person Proxy

2 Fill out the information of the shareholder who appoints a proxy and enter OTP

- Name-Surname
- ID card number / laser code on the back of the ID card (optional)
- Date of birth
- Email Address
- Mobile phone number

Shareholders consent to receive documents in electronic format from the meeting organizer by marking and click “Next”

- Enter OTP

3 Specify the type of proxy

Proxy to another person (B) Proxy to independent directors (B)

4 Fill out proxies information

Proxy to another person (B)

- Name-Surname / Age
- ID card number / Address
- Email Address
- Mobile phone number

Proxy to another person (B)

- Independent Director’s name

5

Cast a vote in advance

Agenda No 1 To acknowledge the overall operation of the Company during 2020

Agenda No 2 To consider and approve the Balance Sheet Statement and Profit and Loss Statement for the fiscal year ended 31st December 2020

Agree Disagree Abstain

Agenda No 3 To consider and approve the appointment of Directors for replacement of those who retired.

Agenda No 3.1 Mr. Somchai Kamtong

Agree Disagree Abstain

The shareholder who appoints a proxy cast a vote in advance for all agenda. There are 3 voting options:

- Agree
- Disagree
- Abstain

อัพโหลดไฟล์

The shareholder uploads the proxy form B with attachments as specified in the invitation letter

Proxy form B can be downloaded at

เอกสารใบมอบอำนาจฯ

Click “Next”

6

Review registration and securities holding information



Shareholders review the registration information and securities holding information. If the information is correct, click “Submit”

The shareholder will receive an email informing your proxy registration result to confirm that the proxy registration has been completed. However, the shareholder will not receive the password, as the proxy are appointed to independent director and your vote was already casted.

3 Steps of joining the e-Meeting



1

<https://portal.eservice.setgroup.or.th>

Shareholders log in to DAP e-Shareholder Meeting system on the date and time specified by the company

Click the meeting link in the email received from the system.

2

Login

Email

Password

[Forgot password](#)

Enter Username (email address that you have registered) and Password

3

Meeting list

Company Name Meeting Type Status Year Search Cancel

Company Name Meeting Type Status Year

Annual General Meeting of Shareholder for the year 2022 No. 1/2022 Meeting

บริษัท กสอ.ไทย SET

19 July 2022 AGM Online Join Meeting

1. Search for the meeting by finding the Company name / Meeting type etc.
2. Click “Join Meeting” on the meeting you wish to join

4

Meeting list [Join Meeting](#)

Meeting information | [Agenda](#) | [Q&A](#) | [Summary voting results](#)

Meeting information

Company Name USJH neaoujou SET
Company Symbol TEST
Meeting Name Annual General Meeting of Shareholder for the year 2022 No. 1/2022
Meeting Type AGM
Meeting Location via electronic meeting (E-AGM) at 3:00 PM

Stock information details

No.	Full name	Common Stock	Preferred Stock	Address
1	neaoujou neaoujou	1,000	1,000	23/28 nuj 5 neaoujou neaoujou neaoujou neaoujou
Total		1,000	1,000	

Menu bar will display information as follow:

1. Meeting information
2. Meeting agenda
3. Your question list
4. Voting result (after announced)

- Click “Join Meeting” [Join Meeting](#)
- Agree to the terms and conditions of service by marking and click “Join Meeting”
- Confirm name and voting rights
- Enter OTP



3 Steps of joining the e-Meeting

Meeting Room

Open WebEx Leave Meeting

DAP e-Shareholder Meeting

1

Unmute Start video Start Sharing

3 4

Send Question or Vote Submit Vote Send Question

Agenda

- To acknowledge the overall operation of the Company during 2021
- To consider and approve the Balance Sheet Statement and Profit and Loss Statement for the fiscal year 2020
- ★ To consider and approve the appointment of Directors for replacement of those who retired.
- 2 Mr. A
Mr. B
- Agenda No 4 To consider appointing auditors and setting audit fees for the year 2022
- Agenda No 4.1 To consider appointing auditors of ABC Company in place of the former company whose contract has expires in 2021
- Agenda No 4.2 To consider and approve the audit fee for the year 2022

Description

- Meeting Display: Webex Meeting screen will be embedded in DAP e-Shareholder Meeting, If the screen does not work, click 'Open WebEx' on the top right to view the meeting via Application Cisco Webex Meeting instead
- Current agenda will be indicated by star icon and yellow bar
- e-Voting functions: voting can be casted only within appointed time frame
- e-Question functions: queueing your questions for both current and upcoming agenda
- Your questions submitted in the meeting
- Voting results: It will be only shown after the company has announced results for each agenda

Q&A 5 Summary voting results 6

Q&A

⊕ To acknowledge the overall operation of the Company during 2021

Question : I would like to know the operating results of the company in 2021
Remark : Completed
06 February 2022 14:09 Delete

Question : สอบถามการเลือกตั้งกรรมการที่จะครบกำหนดผลออก
Remark : ยกยอดไปตอบในวาระที่ 3 Completed
06 February 2022 14:09 Delete

4 e-Question and e-Voting functions



e-Question functions

DAP e-Shareholder Meeting

ประชุมสามัญผู้ถือหุ้นประจำปี 2564

Agenda

- To acknowledge the overall operation of the Company during 2021
- To consider and approve the Balance Sheet Statement and Profit and Loss Statement for the fiscal year: 2020
- To consider and approve the appointment of Directors for replacement of those who retired.
Mr. A
Mr. B
- Agenda No 4 To consider appointing auditors and setting audit fees for the year 2022
Agenda No 4.1 To consider appointing auditors of ABC Company in place of the former company whose contract has expires in 2021
Agenda No 4.2 To consider and approve the audit fee for the year 2022

Submit Vote Send Question

During the meeting, shareholders can submit questions in advance:

1. Click “Submit Vote” **Send Question**
2. Vote within the period of time given for both your vote rights and proxy’s (if any)
Click “Submit Vote” **Send Question**

Send Question

Agenda *

Agenda No 4 To consider appointing auditors and setting audit fees for the year 2022

Questioner *

สมาชิกสามัญผู้ถือหุ้น

Question (Optional)

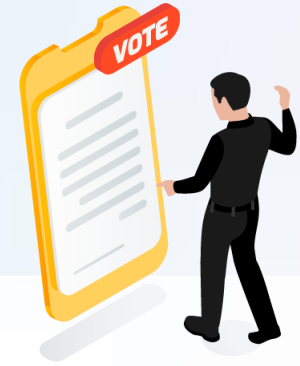
1/1000

Close Send Question

When you are allowed to ask questions, the company will call your name. Please turn on your microphone and/or camera (VDO) to ask such question by yourself

4 e-Question and e-Voting functions

e-Voting functions



Submit Vote
Send Question

Submit Vote
×

Agenda
To consider and approve the Balance Sheet Statement and Profit and Loss Statement for the fiscal year ended 31st December 2020

Submit Vote

Agree All
 Disagree All
 Abstain All

Shareholder: Mr. A Tester

Agree
 Disagree
 Abstain

1) Proxy: Mr. B Testerproxy

Agree
 Disagree
 Abstain

2) Proxy: Mr. C Testerproxy

Agree
 Disagree
 Abstain

Close
Submit Vote

For each agenda, there are 3 voting options:
“Agree”, “Disagree” and “Abstain”

1. Click “Submit Vote”
2. Vote within the period of time given for both your
vote rights and proxy’s (if any)
3. Click “Submit Vote” Submit Vote

Shareholders are able to vote only within given time frame.

4 e-Question and e-Voting functions



e-Voting functions

1

DAP E-Shareholder Meeting

การประชุมสามัญผู้ถือหุ้นประจำปี 2565 ครั้งที่ 1/2565
บริษัท คสอ. โดย SET

Annual General Meeting of Shareholder for the year 2022 No. 1/2022
TEST LISTED

วันจันทร์ที่ 31 มกราคม 2565 เวลา 13:00 (31 January 2022 13:00)

วาระที่ 2 พิจารณาอนุมัติงบการเงินและงบกำไรขาดทุนสุทธิปีสิ้นสุด ณ วันที่ 31 ธันวาคม 2564
(Agenda No 2 To consider and approve the Balance Sheet Statement and Profit and Loss Statement for the fiscal year ended 31st December 2021)

สรุปผลการลงคะแนน

	จำนวนเสียงทั้งหมด (Number of Votes)	ร้อยละ (Percentage)
เห็นด้วย (Agree)	45,000	60.00%
ไม่เห็นด้วย (Disagree)	15,000	20.00%
งดออกเสียง (Abstained)	15,000	20.00%
บัตรเสีย (Voided ballot)	0	-
รวม	75,000	100.00%

e-Summary

การพิจารณา: การลงคะแนนไม่น้อยกว่า 3/4 ของจำนวนเสียงทั้งหมดของผู้ถือหุ้นสามัญและไม่มีสิทธิออกเสียงลงคะแนน และสิทธิคัดค้าน (Veto)
Resolution:

2

Send Question or Vote Submit Vote Send Question

Q&A Summary voting results

Summary voting results

No.	Agenda Name	Vote	Summary
1	To acknowledge the overall operation of the Company during 2021		
2	To consider and approve the Balance Sheet Statement and Profit and Loss Statement for the fiscal year ended 31st December 2020	🟢	
3	To consider and approve the appointment of Directors for replacement of those who retired.		
4	Mr. A	🟢	
5	Mr. B	🟢	


🟢 Agenda has voting, Voting Result Summary

After the closing of voting in each agenda, the company will announce results. Shareholders can check the result of each agenda by clicking the icon

5 Resetting password



To retrieve your password, shareholders can reset password by clicking “**Forgot password**” button.



**DAP
E-Shareholder
Meeting**

TEST LISTED

Annual General Meeting of Shareholder for the year 2022 No. 1/2022
10 February 2022 via electronic meeting (E-AGM) at 3.00 PM

Login

Email

Password

Forgot password

Login

or

[Investor Registration Manual](#)
 Recommended Browser: Chrome

1 Reset password via email


ลืมรหัสผ่าน

อีเมล *

กรุณากรอกอีเมลที่ลงทะเบียนไว้

รหัสรีเซตรหัสผ่านคือหมายเลขโทรศัพท์มือถือ

Enter your registered email



ส่งอีเมลสำเร็จ

กรุณาตรวจสอบอีเมลของท่านเพื่อทำการรีเซตรหัสผ่านใหม่

Check your inbox

รีเซตรหัสผ่าน

อีเมล

รหัสผ่าน

ยืนยันรหัสผ่าน

Set new password

5 Resetting password



2 Reset password via mobile phone number

Click the link to reset password
via mobile phone

Forgot password ✕

Email *

Email

Please enter the registered email address

[Password reset with mobile number](#)

Close Submit

Enter your mobile phone number

Forgot password ✕

Mobile number *

Mobile number

Please enter the registered mobile address

[Password reset with email](#)

Close Submit

Request for OTP and enter OTP

Please fill 6 digits to confirm

Reference Code : FBJMFV

[Resend OTP](#) (01:22)

Set new password

Reset password

Password

Confirm password

Submit



To download user manual



shareholders could study more information at:

<https://www.set.or.th/e-shareholder-meeting>



Or scan the following QR Code:



Privacy Notice

We, Central Plaza Hotel Public Company Limited (the “Company”), respect your concerns about data privacy. To ensure the compliance with Thailand Personal Data Protection Act B.E. 2562, we would like to inform you of the following information.

1. What Personal Data we collect

We will collect or obtain the following types of information directly from you which may include but not limited to the following Personal Data:

- General Data: such as name, surname, address, date of birth, telephone number, email address, nationality, occupation, taxpayer identification number, identification card number, juristic person registration number, number of shares
- Sensitive Data: such as race, religion, blood type, photo or video footage taken at our premises, health information, medical history, or disability in connection with the operation of the meeting activities you attend. We will use our best effort to provide the sufficient security measure to protect your Sensitive Data.

We may receive Personal Data directly from you, registration form, proxy (if any), health questionnaire (if any), or a copy of the identification card or similar identification document that you register to attend the meeting.

In addition, the identification document that you send to us such as a copy of the identification card or other similar official document may appear the sensitive data i.e. race, blood type, or religion, you can conceal such Sensitive Data before submitting the document to us. If you have not concealed such Sensitive Data, we reserve the right to do so, and it does not constitute the collection of your Sensitive Data.

2. Why we collect, use, and disclose your Personal Data

We collect, use, and disclose your Personal Data for the following purposes:

- to call for, hold and organize the shareholders' meeting which includes your identity authentication, document transmission, performing any action in order to comply with the resolution of the shareholders' meeting, company management, organizing activities, and sending any newsletter or offers for the benefit of the shareholders;

- to prepare the minutes of the shareholders' meeting and for your meeting attendance, to protect the security, and to exercise our rights or protect the legitimate interest of us and individuals within the limit which you might reasonably have been expected;
- to prevent or suppress a danger to life, body or health of you and individuals such as contacting a person in emergency or disease prevention and control procedure. This is to achieve the objectives of health care to prevent the infection of serious diseases, and to comply with practices and procedures of the shareholders' meeting;
- to comply with our legal obligations and/or cooperate with court, regulators, government authority and law enforcement bodies for the exercising of such official authority vested in us; and
- for public interest in protection others in our premises.

Where we need to collect, use, and disclose your Personal Data as required by law, or for performance of a contract with you and you fail to provide that Personal Data to us, we may not be able to serve you our full range of services or perform the contract we have or are trying to enter into with you (for example, to allow you to enter the meeting and/or access to our premises).

3. How long do we retain your Personal Data

We retain your Personal Data for as long as it is reasonably necessary to fulfil the purpose for which we obtained them. However, we may retain your Personal Data for a longer duration, if required by applicable law.

4. What are your rights with regards to your Personal Data

Subject to the conditions and exceptions under the applicable laws, you may have the rights to access and/or obtain copy of, port, rectify, delete, destroy or anonymize certain Personal Data that we have about you, restrict and/or object to certain activities, in which we engage with respect to your Personal Data. If we process your Personal Data based on your consent, you may withdraw your consent, but we may not be able to provide you with our full range of services. You may also have the right to request us to disclose how we obtain your Personal Data without your consent and lodge a complaint with the competent authority under the applicable laws.