



Invitation to the Annual General Meeting of Shareholders

**No.1/2024**

บริษัท ชุมพรอุตสาหกรรมน้ำมันปาล์ม จำกัด (มหาชน)  
Chumporn Palm Oil Industry Public Company Limited



**CHUMPORN PALM OIL INDUSTRY PUBLIC COMPANY LIMITED**

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March 25, 2024

Subject : Invitation to the Annual General Meeting of Shareholders No. 1/2024

To : Shareholders

- Enclosures :
1. Annual Report for the year 2023 (One Report) in QR Code format.
  2. Information on proposed candidates to be elected as directors.
  3. Independent Directors Definition.
  4. Auditors' details.
  5. Company's Articles of Association relating to the General Meeting of Shareholders.
  6. Independent Director proposed to serve as Proxy for Shareholders.
  7. Guidelines on How to Attend Annual General Meeting of Shareholder via Electronic Meeting (E-AGM) and How to Attend the Meeting by Proxy.
  8. Proxy Form.

The Board of Directors of Chumporn Palm Oil Industry Public Company Limited has resolved to hold the Annual General Meeting of Shareholders No.1/2024 on Thursday, April 25, 2024 at 14.00 hours in form of electronic meeting (E-AGM) only, regulated under the Emergency Decree on Electronic Meetings, B.E.2563 (2020) and other relevant laws and regulations.

In accordance with the good corporate governance practice, the company provided the opportunity for the shareholders to propose agenda items in advance from October 1, 2023 to December 30, 2023 through the company's website and the SET news system. It appeared that no shareholder had proposed any agenda items for the Annual General Meeting of Shareholders. Therefore, the Board of Directors sets forth the following agenda items:

**Agenda 1** To acknowledge the Company's performance and Annual Report year 2023

**Objectives and reasons** : The summary of company's performance for the year 2023 is shown in the Annual Report for the year 2023 (One Report) which can download from QR Code.

**Board's opinion** : The Board of Directors requests the Meeting to acknowledge company's performance and Annual Report for the year 2023.

**Required vote** : As this item is for information to shareholders, there will be no voting.

**Agenda 2**

To consider and approve the financial statements for the year ended December 31, 2023

**Objectives and reasons** : In compliance with relevant law stipulates that a company shall prepare its financial statements at the end of the fiscal year of the company and arrange for them to be audited and certified by the company's auditor before to propose for shareholders' approval.

**Board's opinion** : The Board of Directors requests the Meeting to consider and approve the financial statements for the year ended December 31, 2023, as duly audited and certified by the Company's auditor from EY Office Limited., and reviewed by the Audit and Risk Management Committee. The details are shown in financial statement in the Annual Report for the year 2023 (One Report) which can download from QR Code.

The statements of financial position and income

Unit : Million Baht

Description	Consolidated financial statements	Separate financial statements
Total assets	4,476.36	3,821.63
Total liabilities	1,836.74	1,715.84
Revenue from sales	5,255.24	5,321.15
Total revenue	5,269.49	5,333.75
Profit for the year	151.23	12.35
Earnings per share (Baht/Share)	0.239	0.020

**Required vote** : Majority vote of the Shareholders who attend the meeting and cast votes.

**Agenda 3**

To consider and approve the dividend payment and statutory legal reserve for year 2023

**Objectives and reasons** : The dividend payment policy for the company and subsidiaries is not less than 40% of the net profit after deduction statutory legal reserves and income tax of the consolidated financial statements. The dividend payment would be considered to operation and retained earnings of separate financial statements of the company that could be able to make a dividend payment without any against the law and also take into consideration of economic situation and operation performance.

**Board's opinion :** As per the operation results and the financial status of the company in year 2023. The consolidated financial statement is showed the company and its subsidiaries' profit for the year amounting Baht 151,228,546. The Board of Directors propose to the Meeting to consider and approve the distribution of dividends for the year 2023 at Baht 0.11 per share, paid to 632,752,650 shares, totaling an amount of Baht 69,602,791.50 or 46% of profit for the year listed on the consolidated financial statement, in compliance with the Company's dividend payment policy. The dividend is without tax exemption and there has been allocated profit as statutory legal reserved Baht 617,587.

The Company has set the record date which shareholders have the right to attend the Annual General Meeting of Shareholder No.1/2024 and receive the dividend on Friday, March 15, 2024 and the dividend payment will be made on Friday, May 17, 2024.

Please note the entitlement of shareholders to receive the payment of divided on the same date of record date for the right to attend meeting (mentioned above) is still pending and shall be finalized by the Shareholder Meeting.

#### Dividend payment information

Description	Year 2023 (proposed)	Year 2022	Year 2021
Net profit / (Loss) for the year on separate financial statement (Million Baht)	<b>12.35</b>	133.72	168.43
Net profit / (Loss) for the year on consolidated financial statement (Million Baht)	<b>151.23</b>	329.48	292.26
Shares (Million Shares)	<b>632.75</b>	632.75	632.75
Unappropriated retained earnings on separate financial statement (Million Baht)	<b>125.64</b>	244.07	237.11
Dividend (Baht/Share)	<b>0.11</b>	0.21	0.19
Total amount of dividends paid (Million Baht)	<b>69.60</b>	132.88	120.22
Payout ratio (%)	<b>46</b>	40.33	41

Remark : Dividend for the year 2023 is paid from profits of the Company that are subject to corporate income tax at the rate of 20 percent. Therefore, individual shareholders who are domiciled in Thailand can apply for tax credit in the amount equal to the product of dividend times 20/80, provided that the shareholders shall comply with Section 47 bis of the Revenue Code.

**Required vote :** Majority vote of the Shareholders who attend the meeting and cast votes.

**Agenda 4**

To consider and elect the directors in replacement of those to be retired by rotation

**Objectives and reasons** : According to Article 17 of the Company's Articles of Association stipulates that, at every Annual General Meeting of Shareholders, one-third of the total number of directors must retire. If the number of directors is not a multiple of three, directors in a number closest to one-third shall retire. The retired directors may be re-appointed for another term. In this year 4 directors are retired by rotation as follows;

- 1) Mr.Rachoj Tawintermsup Director
- 2) Mr.Banphot Hongthong Independent Director, Chairman of the Board of Directors and Chairman of the Nomination and Remuneration Committee
- 3) Mr.Saravut Menasavet Independent Director and Member of the Audit and Risk Management Committee
- 4) Mr.Paiboon Kujareevanich Independent Director and Member of the Audit and Risk Management Committee

Furthermore, the Company provided an opportunity for the shareholders to propose agenda items for the meeting and nominate qualified candidate(s) for the director nominee in advance from October 1, 2023 to December 30, 2023 through the company's website and SET news system, there was no proposal of director nominee submitted to the Company.

The three independent directors, Mr.Banphot Hongthong, Mr.Saravut Menasavet and Mr.Paiboon Kujareevanich informed the meeting that they have completed their term of office as directors and that compliance with good governance principles regarding the term of office of independent directors should not exceed 6–9 years; therefore, all three independent directors notified the meeting of their intention not to renew the term of directors of the Company. All three independent directors would perform their duties as directors until the end of the term of office on the date of the Annual General Meeting of Shareholders No. 1/2024.

The Nomination and Remuneration Committee excluding the directors, who may have a conflict of interest in the agenda, agreed to propose one director who retired by rotation to be re-elected to resume the directorship for another term and propose another three external experts to serve as independent director of the company to replace the retiring directors as follows;

- 1) Mr. Rachoj Tawintermsup Director (rejoining as a director for another term)
- 2) Mr. Prakob Vivitjinda Independent Director (replacing the retiring director)
- 3) Dr. Apichai Boontharawara Independent Director (replacing the retiring director)
- 4) Mr. Supapat Ongsangkung Independent Director (replacing the retiring director)



The Nomination and Remuneration Committee carefully considered the qualifications of each director according to the Company's stipulated process and determined that the qualifications of the four directors are qualified, knowledgeable, competent, and have experience in business related to the Company's operations, which can help develop its operations. Moreover, they are fully qualified under the Public Limited Companies Act, and directors no. 2), 3), and 4) meet the independent director qualification requirements of the Company and comply with the laws related to the requirements regarding independent directors, and have no other characteristics that prevent them from giving an independent opinion on the Company's operations.

**Board's opinion** : The Board of Directors deemed it appropriate to propose to the Annual General Meeting of Shareholders to consider and approve the appointment of one director who retired by term to serve as the Company's director for another term and to propose approval of the appointment of three external experts to serve as independent directors of the Company to replace the retiring directors as follows:

- |    |             |               |                      |
|----|-------------|---------------|----------------------|
| 1) | Mr. Rachoj  | Tawintermsup  | Director             |
| 2) | Mr. Prakob  | Vivitjinda    | Independent Director |
| 3) | Dr. Apichai | Boontherawara | Independent Director |
| 4) | Mr. Supapat | Ongsangkung   | Independent Director |

The Board of Directors excluding the directors, who may have a conflict of interest in the agenda, carefully considered the qualifications of each director according to the Company's stipulated process and determined that all four directors are fully qualified according to the Public Limited Companies Act and in accordance with the relevant criteria, as well as having the experience, knowledge, and abilities suitable for the Company's business operations. In addition, the Board of Directors considered the qualifications of the directors no. 2), 3) and 4) and determined that they have qualifications in accordance with the Company's independent director qualification requirements and in line with the laws related to the requirements regarding independent directors and have no other characteristics that prevent them from giving an independent opinion on the Company's operations. Therefore, it is deemed appropriate to propose to the Annual General Meeting of Shareholders to consider and approve the appointment of directors according to the list as proposed. Details of the profiles of the four directors were enclosed with the meeting invitation letter ([Enclosure No.2](#)), and the nomination criteria and procedures appear in ([Enclosure No.1](#)) on the topics of Nomination of Directors and Top Executives and Criteria and Procedures for Appointment of Directors.

**Required vote** : Majority vote of the Shareholders who attend the meeting and cast votes.

**Agenda 5**

To consider and approve remuneration and meeting allowance for director

**Objectives and reasons** : According to Article 15 of the Company's Articles of Association stipulates that, remuneration and meeting allowance for director shall be considered and approved by the Shareholder Meeting. In this regard, the Company hereby proposes for approval for both remuneration and meeting allowance of the Board and the Sub-committees.

**Board's opinion** : The Board of Directors considered the remuneration and meeting allowance for director by compared with other similar business and took into account commensuration with duties and assigned responsibilities and the operating performance. The other benefit is not paid to directors, apart from the remuneration and meeting allowance for director only. The Board of Directors agreed to propose to the Meeting to consider and approve the remuneration and meeting allowance for director of year 2024. The details are as follow;

- 1) To consider and approve the meeting allowance for year 2024 which is increased from the previous year by consideration to increase meeting allowance for the Board of Directors because of the directors are assigned more duties and responsibilities.

Meeting Allowance	Position	Baht/Person/Meeting		
		Year 2024 <i>(proposed increased from the previous year)</i>	Year 2023	Year 2022
The Board of Directors	Chairman	***40,000***	30,000	30,000
	Member	***30,000***	25,000	25,000
The Audit and Risk Management Committee	Chairman	30,000	30,000	30,000
	Member	25,000	25,000	25,000
The Nomination and Remuneration Committee	Chairman	25,000	25,000	25,000
	Member	20,000	20,000	20,000
The Executive Committee	Chairman	30,000	30,000	30,000
	Member	25,000	25,000	25,000
The Corporate Governance and Sustainable Development Committee	Chairman	25,000	25,000	25,000
	Member	20,000	20,000	20,000

2. To consider and approve the director's remuneration for year 2024 of Baht 4,500,000 which is equal from the previous year and the Chairman of the board of directors will distribute as appropriate.

Detail	Year 2024 <i>(proposed equal from the previous year)</i>	Year 2023	Year 2022
The director's remuneration	Baht 4,500,000	Baht 4,500,000	Baht 4,500,000

**Required vote** : Not less than two-thirds of the vote of the Shareholders who attend the meeting and cast votes.

#### **Agenda 6**

**To consider and appoint the auditors and fix their audit fee**

**Objectives and reasons** : According to Section 120 of Public Limited Companies Act B.E. 2535 stipulates that the Annual General Meeting of Shareholders shall appoint an auditor and fix the audit fee every year.

**Board's opinion** : The Board of Directors propose to the Meeting to consider and approve

- |     |              |                  |                                 |
|-----|--------------|------------------|---------------------------------|
| (1) | Ms.Pimjai    | Manitkajohnkit   | C.P.A. Registration No. 4521 or |
| (2) | Mrs.Gingkarn | Atsawarangsarit  | C.P.A. Registration No. 4496 or |
| (3) | Ms.Rosaporn  | Decharkom        | C.P.A. Registration No. 5659 or |
| (4) | Ms.Sumana    | Punpongsanon     | C.P.A. Registration No. 5872 or |
| (5) | Ms.Nummon    | Kerdmongkhonchai | C.P.A. Registration No. 8368 or |
| (6) | Ms.Wilaiporn | Chaowiwatkul     | C.P.A. Registration No. 9309    |

of EY Office Limited as the auditors for the year 2024. The audit fee for the year 2024 is Baht 1,825,000 which is increased from previous year Baht 1,750,000, There is no audited in accordance with compliance to BOI standard fee because the exercise of rights has expired and other service fees besides this are the corporate income tax audit service fee for the year 2024 Baht 190,000.

The Audit and Risk Management Committee has considered and evaluated that EY Office Limited., is specialized in the business, independent and fair and they have more experience in the field of auditing. They are also knowledgeable and understand the business characteristics of the Group Companies and able to give constructive advice. The fee is also considered in the same range as other in the industry. The auditors do not have any relationship and/or any conflict of interest with the Company, Subsidiaries, Management, Major Shareholder or related persons and are not the Company's shareholder. In the case that identified auditors are unable to perform their duties, EY Office Limited is authorized to assign another auditor to perform the audit and express an opinion on the Company's financial statements in their place. In addition, EY Office Limited is also the auditor for subsidiaries. Auditors' details have been sent to Shareholders along with this notice. (Enclosure No.4)

**Required vote** : Majority vote of the shareholders who attend the meeting and cast votes.



**Agenda 7** To consider and approve the amendment of the Company's Articles of Association.

**Objectives and reasons** : The Public Limited Companies Act (No. 4) B.E. 2565 (2022) has been published in the Government Gazette and effective May 24, 2022; the law has been updated to support the management of meetings by electronic means. Therefore, it was proposed to amend the Articles of Association of the Company to be consistent with the Public Limited Companies Act as amended in 2022.

**Board's opinion** : It is appropriate to propose to the Shareholders Meeting to consider and approve the amendment of the Company's Articles of Association, Article 30, Article 32, Article 34, Article 36, Article 37, Article 44, Article 45, and Article 54, and request the Shareholders Meeting to approve the amendment and addition of the wording in the Company's revised Articles of Association in the event that the Public Limited Companies Registrar issues an order and/or recommendation to amend the said document to comply with the order of the Registrar without affecting the substance of the amendment of the Articles of Association of the Company as approved. Details are as follows:

Current Company's Articles of Association	To propose the amendment
<p>Article 30.</p> <p>The Board of Directors' meeting shall be held at the locality where the Company's headquarters or a nearby province is located or at any other place as determined by the Chairman of the Board of Directors or the person designated by the Chairman of the Board of Directors.</p>	<p>Article 30.</p> <p>The Board of Directors' meeting shall be held at the locality where the Company's headquarters or a nearby province is located or at any other place as determined by the Chairman of the Board of Directors or the person designated by the Chairman of the Board of Directors.</p> <p><i><u>The meeting of the Board of Directors under paragraph one may be conducted via electronic means, as provided for in the law on electronic meetings.</u></i></p>
<p>Article 32.</p> <p>The Company's general meeting shall be held at the locality where the Company's headquarters or at any other place as determined by the Board of Directors.</p>	<p>Article 32.</p> <p>The Company's general meeting shall be held at the locality where the Company's headquarters <i><u>or a nearby province is located, or conducted via electronic media as provided for in the law on electronic meetings,</u></i> or at any other place as determined by the Board of Directors.</p>

Current Company's Articles of Association	To propose the amendment
<p>Article 34.</p> <p>In the notice of the shareholders' meeting, the Board of Directors shall prepare a notice stating the place, date, time, agenda, and matters to be proposed to the meeting, together with reasonable details, and clearly specify that the matters proposed are for acknowledgment, approval, or consideration, along with the opinion of the Board of Directors on such matters. The notice must be delivered to the shareholders and the Registrar not less than seven (7) days before the date of the meeting.</p> <p>Furthermore, the notice of the meeting of shareholders shall be advertised in the newspaper not less than three consecutive days before the date of the meeting.</p>	<p>Article 34.</p> <p>In the notice of the shareholders' meeting, the Board of Directors shall prepare a notice stating the place, date, time, agenda, and matters to be proposed to the meeting, together with reasonable details, and clearly specify that the matters proposed are for acknowledgment, approval, or consideration, along with the opinion of the Board of Directors on such matters. The notice must be delivered to the shareholders and the Registrar not less than seven (7) days before the date of the meeting.</p> <p>Furthermore, the notice of the meeting of shareholders shall be advertised in the newspaper not less than three consecutive days before the date of the meeting, <u>or advertised by electronic means or any other means in accordance with the rules and methods prescribed or permitted by law.</u></p>
<p>Article 36.</p> <p>At the shareholders' meeting, shareholders may authorize others to attend the meeting and vote on their behalf. The proxy shall be made in writing, signed by the proxy, and in the form prescribed by the Public Limited Companies Registrar, and shall at least include the following items:</p> <ul style="list-style-type: none"> <li>a. Number of shares held by the proxy;</li> <li>b. Proxy's name;</li> <li>c. The time of the meeting at which the proxy is present and voting.</li> </ul> <p>The said proxy shall be submitted to the Chairman of the Board of Directors or a person designated by the Chairman of the Board of Directors before the proxy attends the meeting.</p>	<p>Article 36.</p> <p>At the shareholders' meeting, shareholders may authorize others to attend the meeting and vote on their behalf. The proxy shall be made in writing, signed by the proxy, and in the form prescribed by the Public Limited Companies Registrar, and shall at least include the following items:</p> <ul style="list-style-type: none"> <li>a. Number of shares held by the proxy;</li> <li>b. Proxy's name;</li> <li>c. The time of the meeting at which the proxy is present and voting.</li> </ul> <p>The said proxy shall be submitted to the Chairman of the Board of Directors or a person designated by the Chairman of the Board of Directors before the proxy attends the meeting.</p> <p><u>The proxy may be made by electronic means that are secure and reliable, and the proxy was executed by shareholders in accordance with the rules prescribed or permitted by law.</u></p>

Current Company's Articles of Association	To propose the amendment
<p>Article 37.</p> <p>In the event that the meeting fails to finish the consideration of the agenda set forth in the notice of the meeting or fails to finish the consideration of matters proposed by shareholders with shares totaling not less than one-third of the total number of shares sold and it is necessary to postpone the consideration, the meeting shall determine the place, date, and time of the next meeting, and the Board of Directors shall send a notice specifying the place, date, time, and agenda to the shareholders not less than seven days before the meeting. The notice of the meeting shall also be advertised in the newspaper not less than three days before the date of the meeting.</p>	<p>Article 37.</p> <p>In the event that the meeting fails to finish the consideration of the agenda set forth in the notice of the meeting or fails to finish the consideration of matters proposed by shareholders with shares totaling not less than one-third of the total number of shares sold and it is necessary to postpone the consideration, the meeting shall determine the place, date, and time of the next meeting, and the Board of Directors shall send a notice specifying the place, date, time, and agenda to the shareholders not less than seven days before the meeting. The notice of the meeting shall also be advertised in the newspaper not less than three days before the date of the meeting, <u>or advertised by electronic means or any other means in accordance with the rules and methods prescribed or permitted by law.</u></p>
<p>Article 44.</p> <p>When the Company wishes to reduce its capital, a written notice of the capital reduction resolution must be sent to the Company's creditors, who are known to the Company within fourteen days from the date of the resolution of the shareholders' meeting. The deadline for submission of objections must be within two months from the date of receipt of the notice of the resolution. Such a resolution must also be advertised in newspapers for a period of fourteen days.</p>	<p>Article 44.</p> <p>When the Company wishes to reduce its capital, a written notice of the capital reduction resolution must be sent to the Company's creditors, who are known to the Company within fourteen days from the date of the resolution of the shareholders' meeting. The deadline for submission of objections must be within two months from the date of receipt of the notice of the resolution. Such a resolution must also be advertised in newspapers for a period of fourteen days <u>or advertised by electronic means or any other means in accordance with the rules and methods prescribed or permitted by law.</u></p>

Current Company's Articles of Association	To propose the amendment
<p>Article 45.</p> <p>It is forbidden to declare dividends except by a resolution of the shareholders' meeting or a resolution of the Board of Directors in the event of an interim dividend payment.</p> <p>The payment of dividends must be notified in writing to the shareholders and advertised in a local newspaper, and the dividends must be paid within one month of the date of such resolution.</p>	<p>Article 45.</p> <p>It is forbidden to declare dividends except by a resolution of the shareholders' meeting or a resolution of the Board of Directors in the event of an interim dividend payment.</p> <p>The payment of dividends must be notified in writing to the shareholders and advertised in a local newspaper <u>or by electronic means or by any other means in accordance with the rules and methods prescribed or permitted by law</u>, and the dividends must be paid within one month of the date of such resolution.</p>
<p>Article 54.</p> <p>The Board of Directors shall submit the following documents to the shareholders together with the notice of the Annual General Meeting:</p> <p>(1) A copy of the balance sheet and profit and loss statement audited by the auditor, along with the auditor's report; and</p> <p>(2) Annual report of the Board of Directors and supporting documents.</p>	<p>Article 54.</p> <p>The Board of Directors shall submit the following documents to the shareholders together with the notice of the Annual General Meeting:</p> <p>(1) A copy of the balance sheet and profit and loss statement audited by the auditor, along with the auditor's report; and</p> <p>(2) Annual report of the Board of Directors and supporting documents.</p> <p><u>In addition, the aforementioned documents may be processed by electronic means in accordance with the rules and procedures prescribed or permitted by law.</u></p>

**Required vote** : Not less than three-quarters of the vote of the Shareholders who attend the meeting and cast votes.

**Agenda 8** To consider other issues (if any)

**Objectives and reasons** : This agenda is designated so that shareholders can raise query and/or express comments to the Board of directors and/or request the Board of director to provide explanation. There will be neither proposal for the Meeting to consider and approve, nor be any voting on this agenda.

The Company has set the record date which shareholders have the right to attend the Annual General Meeting of Shareholder No.1/2024 and receive the dividend on Friday, March 15, 2024 and the dividend payment will be made on Friday, May 17, 2024.

Please note the entitlement of shareholders to receive the payment of dividend on the same date of record date for the right to attend meeting (mentioned above) is still pending and shall be finalized by the Shareholder Meeting.

As the Annual General Meeting of Shareholders No.1/2024 will be held via electronic meeting (E-AGM) only, the Company hereby invites you, as a shareholder to attend the E-AGM in compliance with the Guidelines on How to Attend Annual General Meeting of Shareholder via electronic meeting (E-AGM) and How to Attend the Meeting by Proxy (Enclosure No.7). Shareholder must submit the registration form to attend the E-AGM and identification documents to the Company by April 19 2024 (by post) and April 23, 2024 (by E-mail).

If shareholder could not attend the E-AGM, you may appoint any of the Company's independent directors (Enclosure No.6) or another person to be present and to vote on your behalf.

On the date of the Annual General Meeting of Shareholders No.1/2024 via E-AGM, the attendance registration will begin at 13.00 hours.

This letter of invitation to the Annual General Meeting of Shareholders No.1/2024, along with supporting documents and proxy forms (Enclosure No.8), is available on the Company's website : <https://www.cpi-th.com/th/ir-meeting-information/g>

According to the announcement of the Personal Data Protection Act B.E. 2562 (2019), the Company will collect and use personal information of shareholders or attendees such as names, surnames, contact places, e-mails and telephone numbers for the purpose of confirming the right to attend the meeting liaison and submitting additional documents later and will record photos or movie during the meeting to use or dissemination according to the objectives of the meeting.

The Company has put in place measures to secure your information as required by law and will not disclose your information to any other third parties unless necessary for the purpose of holding such meetings or complying with applicable laws.

Yours sincerely,



Mr. Banphot Hongthong  
Chairman of the Board of Directors

### Information on proposed candidates to be elected as directors



**Name** : Mr. Racho J. Tawintermsup  
**Position** : Director / Authorized Director / Deputy Chief Executive Officer  
**Appointed date** : 24 February 2014 (in officer for 10 years 2 months, propose to be re-elected for another 3 years, totaling 13 years 2 months)  
**Age** : 37 years  
**Education** : University of Essex, UK, LLB LAW  
MBA, Sasin Graduate Institute of Business Administration of Chulalongkorn University  
**Training** : None  
**Shareholding of Company** : 0.94%  
**Shareholding of subsidiaries** : 1 share of CPI Agrotech Company Limited, 1 share of CPP Company Limited, 1 share of CPI Power Company Limited  
**Spouses' shareholding of Company or Subsidiaries** : None  
**Change of securities holding of Company** : None  
**Change of securities holding of Company or Subsidiaries last year** : None  
**Family Relationship among Company's Directors** : Son to Mr. Takon Tawintermsup  
Nephew to Mr. Karoon Nuntileepong and  
Mr. Kosol Nuntileepong

**Positions in other businesses that may cause conflict of interest to the Company** : None

**Experience in the past 5 years** :

Listed Companies total 1 company

2018 - Present	Deputy Chief Executive Officer	Chumporn Palm Oil Industry Public Company Limited
2014 - Present	Director	Chumporn Palm Oil Industry Public Company Limited
2014 - 2017	Assistant Managing Director	Chumporn Palm Oil Industry Public Company Limited
2011 - 2014	Secretary to Management Office	Chumporn Palm Oil Industry Public Company Limited

Company Limited/Others total 6 companies

2020 - Present	Director	CPI Power Company Limited
2019 - Present	Director	C K Trading (1965) Company Limited
2016 - Present	Assistant Managing Director	CPI Agrotech Company Limited
2014 - Present	Director	CPP Company Limited
2014 - Present	Director	CPI Agrotech Company Limited
2006 - Present	Director	Chumporn Holding Company Limited



## Meeting Attendance in year 2023

Meeting	Attendance to the meeting / Total meeting in year 2023	Percentage
1) The Board of Directors	4/4	100

Having conflict of interest in the Company, Subsidiaries, affiliates or any legal entities at present or in the past 2 years.

- does not be a professional service provider (i.e., auditor, lawyer).
- does not have the significant business relations, that may affect the ability to perform independently.

Information on an offense under the Securities and Exchange Act B.E. 2535 or the Derivatives Act B.E. 2546 for the past 5 years on the following offenses

- No acts of dishonesty or negligence.
- No disclosure or dissemination of false information that may cause misleading or conceal the truth that should be disclosed which may affect the decision of the shareholders, investors or related persons.
- No unfair conduct or taking advantage of investors in trading securities or futures contract or have a joint or support for such those actions.
- No criminal record in property-related offenses committed by dishonesty and transactions that may cause conflicts of interest with the Company.

## Information on proposed candidates to be elected as directors

**Name** : Mr. Prakob Vivitjinda  
**Position** : Independent Director  
**Appointed date** : (First proposal to serve as independent director)  
**Age** : 63 years  
**Education** : Master of Engineering (Environmental Technology),  
 King Mongkut's Institute of Technology Thonburi  
 : Bachelor of Engineering (Industrial Engineering), Rajamangala Institute of  
 Technology (Thewet)  
 : Diploma High Vocational (Industrial Technology), Rajamangala Institute of  
 Technology, Technical Krungthep Campus  
**Training** : Certificate, Inspector-level Ministry  
 : Certificate, Top Executive Program in Commerce and Trade (TEPCoT)  
 (Class 11), Commerce Academy  
 : Certificate, Top Executive Program in city administration (Class 2)  
 : National Defence College Diploma (Class 57)  
 : Certificate, Senior Executive Program : Visionary and Moral Leader (Class 75)  
**Shareholding of Company** : None  
**Shareholding of subsidiaries** : None  
**Spouses' shareholding of Company or Subsidiaries** : None  
**Change of securities holding of Company** : None  
**Change of securities holding of Company or Subsidiaries last year** : None  
**Family Relationship among Company's Directors** : None  
**Positions in other businesses that may cause conflict of interest to the Company** : None  
**Experience in the past 5 years :**  
Listed Companies total -None- company  
 2019 - 2021 Vice Chairman General Environmental Conservation Public Company Limited  
Company Limited/Others total -None- company  
 2019 - 2021 Director General, Department of Industrial Works, Ministry of Industry  
 2018 - 2019 Inspector General, Ministry of Industry  
 2017 - 2018 Deputy Director General, Department of Industrial Works, Ministry of Industry  
**Meeting Attendance in year 2023** : None



Having conflict of interest in the Company, Subsidiaries, affiliates or any legal entities at present or in the past 2 years.

- does not be a director that takes part in managing day-to-day operation, or being an employee, or advisor who receive a regular salary or fee.
- does not be a professional service provider (i.e., auditor, lawyer).
- does not have the significant business relations, that may affect the ability to perform independently.

Information on an offense under the Securities and Exchange Act B.E. 2535 or the Derivatives Act B.E. 2546 for the past 5 years on the following offenses

- No acts of dishonesty or negligence.
- No disclosure or dissemination of false information that may cause misleading or conceal the truth that should be disclosed which may affect the decision of the shareholders, investors or related persons.
- No unfair conduct or taking advantage of investors in trading securities or futures contract or have a joint or support for such those actions.
- No criminal record in property-related offenses committed by dishonesty and transactions that may cause conflicts of interest with the Company.

## Information on proposed candidates to be elected as directors



**Name** : Dr. Apichai Boontharawara  
**Position** : Independent Director  
**Appointed date** : (First proposal to serve as independent director)  
**Age** : 69 years  
**Education** : Ph.D. in Economics, University of Washington, USA  
                   : Master's degree, Economics (English Program), Thammasat University  
                   : Bachelor's degree, Economics, Thammasat University  
**Training** : Subsidiary Governance Program (SGP) Class 3/2022, Thai Institute of Directors  
                   : Role of the Chairman Program (RCP) Class 50/2022, Thai Institute of Directors  
                   : Strategic Board Master Program (SBM) Class 9/2020, Thai Institute of Directors  
                   : Monitoring the Internal Audit Function Program (MIA) Class 12/2012, Thai Institute of Directors  
                   : Director Certification Program (DCP) Class 53/2005, Thai Institute of Directors  
                   : Audit Committee and Continuing Development Program (ACP) Class 8/2005, Thai Institute of Directors  
                   : Director Accreditation Program (DAP) Class 17/2004, Thai Institute of Directors  
**Shareholding of Company** : None  
**Shareholding of subsidiaries** : None  
**Spouses' shareholding of Company or Subsidiaries** : None  
**Change of securities holding of Company** : None  
**Change of securities holding of Company or Subsidiaries last year** : None  
**Family Relationship among Company's Directors** : None  
**Positions in other businesses that may cause conflict of interest to the Company** : None  
**Experience in the past 5 years :**

Listed Companies total 4 companies

2022 - Present	Director	WHA Industrial Development Public Company Limited
2017 - Present	Independent Director	Kang Yong Electric Public Company Limited
2017 - Present	Director and Executive Committee	Thai Group Holdings Public Company Limited
2014 - Present	Director	WHA Corporation Public Company Limited
	Chairman of Nomination and Remuneration Committee	

Company Limited/Others total 3 companies

2011 - Present	Director	Southeast Capital Company Limited
2011 - Present	Director	Southeast Lift Insurance Public Company Limited
2011 - 2022	Director	Southeast Insurance Public Company Limited
2009 - Present	Audit Committee	Chiang Mai University

Meeting Attendance in year 2023 : None

Having conflict of interest in the Company, Subsidiaries, affiliates or any legal entities at present or in the past 2 years.

- does not be a director that takes part in managing day-to-day operation, or being an employee, or advisor who receive a regular salary or fee.
- does not be a professional service provider (i.e., auditor, lawyer).
- does not have the significant business relations, that may affect the ability to perform independently.

Information on an offense under the Securities and Exchange Act B.E. 2535 or the Derivatives Act B.E. 2546 for the past 5 years on the following offenses

- No acts of dishonesty or negligence.
- No disclosure or dissemination of false information that may cause misleading or conceal the truth that should be disclosed which may affect the decision of the shareholders, investors or related persons.
- No unfair conduct or taking advantage of investors in trading securities or futures contract or have a joint or support for such those actions.
- No criminal record in property-related offenses committed by dishonesty and transactions that may cause conflicts of interest with the Company.

### Information on proposed candidates to be elected as directors

**Name** : Mr. Supapat Ongsangkung  
**Position** : Independent Director  
**Appointed date** : (First proposal to serve as independent director)  
**Age** : 62 years  
**Education** : Master of business administration in finance, West Coast University, USA  
                   : Bachelor of science, Business Administration, Pepperdine University, USA  
**Training** : Certificate, Inspector-level Ministry  
                   : Certificate, Top Executive Program in Commerce and Trade (TEPCoT)  
                   : (Class 11), Commerce Academy  
                   : National Defence College Diploma (Class 55)  
                   : Certificate, Senior Executive Program : Visionary and Moral Leader (Class 58)



**Shareholding of Company** : None

**Shareholding of subsidiaries** : None

**Spouses' shareholding of Company or Subsidiaries** : None

**Change of securities holding of Company** : None

**Change of securities holding of Company or Subsidiaries last year** : None

**Family Relationship among Company's Directors** : None

**Positions in other businesses that may cause conflict of interest to the Company** : None

**Experience in the past 5 years :**

Listed Companies total -None- company

2022 - 2023	Independent Director	CPL Group Public Company Limited
	Chairman of Audit Committee	
	Chairman of Investment Advisory Committee	

Company Limited/Others total -None- company

2018 - 2023	Deputy Permanent Secretary, Ministry of Commerce
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2017 - 2018	Inspector General, Ministry of Commerce
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**Meeting Attendance in year 2023** : None

**Having conflict of interest in the Company, Subsidiaries, affiliates or any legal entities at present or in the past 2 years.**

- does not be a director that takes part in managing day-to-day operation, or being an employee, or advisor who receive a regular salary or fee.
- does not be a professional service provider (i.e., auditor, lawyer).
- does not have the significant business relations, that may affect the ability to perform independently.



Information on an offense under the Securities and Exchange Act B.E. 2535 or the Derivatives Act B.E. 2546 for the past 5 years on the following offenses

- No acts of dishonesty or negligence.
- No disclosure or dissemination of false information that may cause misleading or conceal the truth that should be disclosed which may affect the decision of the shareholders, investors or related persons.
- No unfair conduct or taking advantage of investors in trading securities or futures contract or have a joint or support for such those actions.
- No criminal record in property-related offenses committed by dishonesty and transactions that may cause conflicts of interest with the Company.

### Independent Directors Definition

An Independent Director is a qualified individual and possesses an independency according to the Company's Policy established by the Board of Directors which is equivalent restrictive to the criteria of the Stock Exchange of Thailand (SET) and The Securities and Exchange commission (SEC). An Independent Director must:

1. Do not own shares exceeding 1% of paid-up capital in the company, parent company, subsidiary, affiliate, or any organization that may have conflicts of interest with the company. This injunction also includes shares held by related parties.

2. Is not or has never been an Executive Director, employee, staff, advisor who receives salary, nor controlling parties of the company, parent company, subsidiary, affiliate, same-level subsidiaries or any organization that may have conflicts unless the foregoing status ended at least 2 years prior to the date of submitting the application to the Securities and Exchange Commission (SEC).

3. Is not the person who has relationship by means of descent or legal registration under the status of father, mother, spouse, brothers and sisters and children. The prohibitive persons also include spouses of daughters and sons of management, major shareholders, controlling party or the person who is in the process of nomination to be the management or controlling party of the applicant or its subsidiary.

4. Have no or never had business relationship with the company, parent company, subsidiary, affiliate, or any organization that may have conflicts in respect of holding the power which may cause the obstacle of the independent decision, including not being or never been the significant shareholder, or controlling parties of nay person having business relationship with the company, its parent company, subsidiary, affiliate, or any organization that may have conflicts unless the foregoing status ended at least 2 years prior to the date of submitting the application to the SEC.

The business relationship mentioned under the first paragraph shall include business transaction in ordinary business manner of rent, or lease the immovable property, transaction related to assets or services, or the financial support regardless of being lent or borrowed, guaranteed, secured, by assets, debt, and any otherwise similar performance which causes liability or obligation to the applicant or counter party, have provided that such liability is equal to or exceed 3% of the net tangible assets of the applicant or equal or above Baht20 million, whichever is lower. In this regard, the calculation of such liability shall be in accordance with the calculation method of the value of connected transaction under the Notification of Capital Market Supervisory Board governing the conditions of connected transaction mutatis mutandis. The liabilities incurred during a period of 1 year prior to the date of having business relationship with the above party shall be included on calculation of such liabilities.

5. Is not or has never been the auditor of the company, parent company, subsidiary, affiliate, or any organization that may have conflicts of interest, except in the case that the aforementioned status has been terminated unless the foregoing status ended at least 2 years prior to the date of submitting the application to the SEC.

6. Is not or has never been the professional service provider, including but not limited to legal service or financial advisor with received service fee more than Baht2 million per year from the company, parent company, subsidiary, affiliate, or any organization that may have conflicts unless the foregoing status ended at least 2 years prior to the date of submitting the application to the SEC.

7. Is not the Director who is nominated to be the representative of Directors of company, major shareholders, or any other shareholder related to the major shareholders.

8. Is not any otherwise which is unable to have the independent opinion regarding the business operation of the company.

### Auditors' details

#### Ms. Pimjai Manitkajohnkit



Ms. Pimjai Manitkajohnkit have been working for EY more over 20 years, and as an audit partner of the firm. Her experience has leading wide range of audit assignments for numerous large corporations in a variety of industries; comprising both SET-listed companies and multinational clients with cross-border businesses. Her areas of expertise are real estate, manufacturing and trading. Also has experience in overseeing management advisory and SET listing engagements.

Ms. Pimjai Manitkajohnkit graduated a Bachelor's degree in Accounting (2<sup>nd</sup> class honors) and also has a Master's degree in Accounting from Thammasat University. She is a Certified Public Accountant (Thailand), and an approved auditor of the Thai Securities and Exchange Commission and the Stock Exchange of Thailand and A member of Investigation Subcommittee of The Federation of Accounting Professions.

#### Mrs. Gingkarn Atsawarangsalit



Mrs. Gingkarn Atsawarangsalit has been working for EY more over 30 years, and as an audit partner of the firm. Her experience has serving audit clients in a wide range of industries, including retail, manufacturing, and telecommunications. Her clients include SET-listed companies and a large number of multinationals. She has extensive experience in regular audits, due diligence reviews, bond offerings and led specific projects of telecommunication and also leading engagement for Sarbanes-Oxley Act Section 404 implementation project, J-SOX internal control attestation procedures and IPO under Regulation S.

Mrs. Gingkarn Atsawarangsalit graduated a Bachelor's degree in Accounting (2<sup>nd</sup> class honors) from Chulalongkorn University and Master of Business Administration from Kasetsart University. She is a Certified Public Accountant (Thailand), an Approved auditor of the Thai Securities and Exchange Commission and the Stock Exchange of Thailand

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**Ms. Rosaporn Decharkom**


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Ms. Rosaporn Decharkom has been working for EY more over 25 years, and as an audit partner of the firm. Her experience has Leading a wide range of audit assignments for numerous large corporations in a variety of industries, comprising both SET-listed companies and multinational clients with cross-border businesses. Her areas of expertise are real estate, manufacturing and trading, information and technology, energy and logistics businesses and also Overseeing management advisory and SET listing engagements.

Ms. Rosaporn Decharkom graduated a Bachelor's degree in Accounting (2<sup>nd</sup> class honors) and Master's degree in Accounting from Thammasat University. She is a Certified Public Accountant (Thailand), an Approved auditor of the Thai Securities and Exchange Commission and the Stock Exchange of Thailand and A member of Investigation Subcommittee of the Federation of Accounting Professions.

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**Ms. Sumana Punpongsanon**


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Ms. Sumana Punpongsanon has been working for EY more over 25 years, and as an audit partner of the firm. Her experience has Providing audit services in a wide range of industries, including finance and securities, real estate, and manufacturing and trading, for numerous large corporations in a variety of industries, comprising both SET-listed companies and multinational clients with cross-border businesses. And also Overseeing management advisory and SET listing engagements

Ms. Sumana Punpongsanon graduated a Bachelor's degree in Accountancy and Master's degree in Accountancy from Chulalongkorn University. She is a Certified Public Accountant (Thailand), an Approved auditor of the Thai Securities and Exchange Commission and the Stock Exchange of Thailand and A Professional Accounting Committee on Auditing of the Federation of Accounting Professions under the Royal Patronage of his Majesty the King.

### Ms. Nummon Kerdmongkhonchai



Ms. Nummon Kerdmongkhonchai has been working for EY more over 20 years, and as an audit partner of the firm. Her experience has Providing audit services in a wide range of industries, including real estate, hotel, manufacturing and trading and service, for numerous large corporations in a variety of industries, comprising both SET listed companies and multinational clients with cross-border businesses. And also, Extensive experience in regular audits, internal control attestation, public offering and rendering of advisory services.

Ms. Nummon Kerdmongkhonchai graduated a Bachelor's degree in Accounting (2<sup>nd</sup> class honors) from Thammasat University and Master's degree in Business Administration from Chulalongkorn University. She is a Certified Public Accountant (Thailand), an Approved auditor of the Thai Securities and Exchange Commission and the Stock Exchange of Thailand and A member of Investigation Subcommittee of the Federation of Accounting Professions.

### Ms. Wilaiporn Chaowiwatkul



Ms. Wilaiporn Chaowiwatkul has been working for EY more over 20 years, and as an audit partner of the firm. Her experience has Providing audit services in a wide range of industries, including real estate, manufacturing and trading and service, for numerous large corporations in a variety of industries, comprising both SET listed companies and multinational clients with cross-border businesses. And also, Extensive experience in regular audits, internal control attestation, public offering and rendering of advisory services

Ms. Wilaiporn Chaowiwatkul graduated a Bachelor's degree in Accountancy and Master's degree in Business Administration from Chulalongkorn University. She is a Certified Public Accountant (Thailand), an Approved auditor of the Thai Securities and Exchange Commission of Thailand and A member of Investigation Subcommittee of the Federation of Accounting Professions.

#### Years of auditing the Company: Chumporn Palm Oil Industry Public Company Limited

<u>Name</u>		<u>C.P.A. Registration No.</u>	<u>Years of auditing the Company</u>
<u>Completely 5 consecutive fiscal years</u>			
1.	Ms. Pimjai Manitkajohnkit	4521	1 year ( Year 2023)
2.	Mrs. Gingkarn Atsawarangsalit	4496	(-) year
3.	Ms. Rosaporn Decharkom	5659	(-) year
4.	Ms. Sumana Punpongsanon	5872	1 year ( Year 2017)
5.	Ms. Nummon Kerdmongkhonchai	8368	(-) year
6.	Ms. Wilaiporn Chaowiwatkul	9309	(-) year



## Company's Articles of Association relating to General Meeting of Shareholders

### Section 3

#### Directors and Authority of the Directors

13. The company is required to have a board of directors consisting of a least 5 directors elected in the general meeting. Then the board of directors among itself is required to elect one of them to be the president and may elect a vice-president, managing director and other posts as deemed suitable and at least half of the total directors are required to reside in the Kingdom.
14. The meeting of shareholders is required to elect the directors in accordance with the following criteria and methods.
  - (1) One shareholder is eligible to cast one vote per one share held;
  - (2) Each shareholder is required to employ all votes entitled to him in accordance with (1) to elect one or several persons to become the directors but is not allowed to share any of his votes to any person;
  - (3) The persons having the maximum votes in order will be elected to be the directors equal to the number of directors allowed to be or elected at the time. If the persons in such order have equal votes and the number of the directors will exceed the number of directors allowed to be or elected at the time, the president is required to cast a decisive vote.
15. Bonus and remuneration of the directors are subject to the decision of the meeting of shareholders.
16. The directors of the company is not necessarily required to be the shareholder of the company.
17. In every annual general meeting, at least one-third of the directors (1/3) are required to be retired from office. If the number of directors could not be divided by three, the number closely equal to one-third (1/3) is required to be retired from office.

The directors who is required to be retired from office in the first and second year after registration of the company is required to draw a lottery to decide who is required to leave. For the year after that the director who has stay in the office for the longest is required to leave.

The director who has left the office may be elected to take the post again.

### Section 4

#### Shareholders' Meeting

32. The place of the meeting shall be in the province where the head office of the Company is located or branch office of the Company is located in a nearby province or any place that fix by the Board of Directors.
33. A general shareholders' meeting shall be held at least once in every year. Such meeting is called the "Ordinary Meeting". The meeting shall be held within four months after the end of the financial year of the Company. All other general meetings are called "Extra-ordinary Meetings".

The Board of Directors may call an extra-ordinary meeting of shareholders any time the Board considers it expedient to do so. Moreover, one or more shareholders holding shares in aggregate of not less than one-tenth of the total number of shares sold may at any time submit their names and request the Board of directors in writing to call for an extraordinary general meeting, provided that the subjects and reasons for the request to call such meeting shall be clearly stated in the said written request. In such an event, the Board of directors shall proceed to call a shareholders meeting to be held within forty-five days from the date of the receipt of such request from the said shareholders.

In case the Board of Directors fails to arrange for the meeting within such period under paragraph two, the shareholders who have subscribed their names or other shareholders holding the required aggregate number of shares may themselves call the meeting within forty-five days as from the date of expiration of the period under paragraph two. In such case, the meeting is deemed to be shareholders' meeting called by the Board of Directors and the Company shall be responsible for necessary expenses as may be incurred in the course of convening such meeting and the Company shall reasonably provide facilitation.

In the case where, at the meeting called by the shareholders under paragraph three, the number of the shareholders presented does not constitute quorum as prescribed by Clause 35., the shareholders under paragraph three shall jointly compensate the Company for the expenses incurred in arrangements for holding that meeting.

34. In calling a shareholders' meeting, the Board of Directors shall prepare a written notice calling the meeting that states the place, date, time and agenda of the meeting, and stating with reasonable detail the matters to be proposed to the meeting by indicating clearly whether it is a matter proposed for information, for approval or for consideration, including the opinions and recommendations of the Board of Directors in the said matters. The said notice shall be delivered to the shareholders, the Registrar and to each stock exchange upon which the Company is listed at least seven days prior to the date of the meeting.

The notice calling for the meeting shall also be published in a newspaper at least three days prior to the date of the meeting.

35. A quorum of a shareholders' meeting shall be constituted by shareholders and proxies (If any) attending at a shareholders' meeting amounting to not less than twenty-five persons or not less than one half of the total number of shareholders and in either case such shareholders shall hold shares amounting to not less than one-third of the total number of sold shares of the Company.

At any shareholders' meeting, if one hour has passed since the time specified for the meeting and the number of shareholders attending the meeting is still inadequate for a quorum

and if such shareholders' meeting was called as a result of a request by the shareholders, such meeting shall be cancelled. If such meeting was not called as a result of a request by the shareholders the meeting shall be called once again and the notice calling such meeting shall be delivered to shareholders not less than seven days prior to the date of the meeting. In the subsequent meeting a quorum is not required.

36. At a shareholders' meeting, a shareholder may authorize other persons as proxies to attend and vote at any meeting on his/her behalf.

The proxy shall be appointed, in writing signed by the principal and as specified by the Registrar, and the instrument of appointment shall contain at least the following particulars:-

- (a) the number of shares held by the principal;
- (b) the name of the proxy; and
- (c) the serial number of the meeting at which the proxy is authorized to attend and to vote. The instrument of proxy must be deposited with the Chairman or any other person assigned by the Chairman before the proxy attends the meeting.

37. If the meeting has not concluded the consideration of matters according to the sequence of the agenda in the notice or of the matters raised by shareholders, holding shares amounting to not less than one-third of the total number of shares sold, as the case may be, and it is necessary to postpone the consideration of such matters, the meeting shall determine the place, date and time for the next meeting and the Board of Directors shall, not less than seven days prior to the date of such next meeting, deliver to the shareholders a notice calling the meeting which indicates the place, date, time and the agenda of the meeting. The notice calling the meeting shall also be published in a newspaper not less than three days prior to the date of the meeting.

38. The Chairman of the Board shall be the Chairman of shareholders' meetings. If the Chairman of the Board is not present at a meeting or cannot perform his duty, and if there is a vice-chairman, the vice-chairman present at the meeting shall be the chairman of the meeting. If there is not a vice-chairman or the vice-chairman is not present at the meeting or cannot perform his duty, the shareholders present at the meeting shall elect one shareholder to be the chairman of the meeting.

39. In a shareholders' meeting, every shareholder shall have one vote for each share.

Any shareholder who has a special interest in any matter cannot vote on such matter except for voting on the election of directors.

Any resolutions or any business approval shall be passed by a simple majority of votes of shareholders attending the shareholders' meeting and being entitled to vote, except for the following events which shall be passed by three-fourths of votes of shareholders attending the meeting and being entitled to vote:-

- (a) the sale or transfer of the whole or material parts of the business of the Company to other person;
  - (b) the purchase or acceptance of transfer of the business of other companies or private companies by the Company;
  - (c) the making, amending or terminating of contracts with respect to the granting of a lease of the whole or important parts of the business of the Company, the assignment of the management of the business of the Company to any other persons or the amalgamation of the business with other persons with the purpose of profit and loss sharing;
40. The ordinary meetings shall usually be summoned for the purpose of:-
- (a) considering the report of the Board of Directors covering work done during the past period of time;
  - (b) considering approval of the balance sheets;
  - (c) considering distribution of dividends;
  - (d) electing new directors in place of those who retire by rotation;
  - (e) appointing an auditor; and/or
  - (f) transacting other business.

## Section 6

### Dividends and Reserves

45. No dividend payment is allowed to be declared except through the resolution of the meeting of shareholders or the board of directors if there is an interim dividend payment.
- Such dividend payment is required to be informed to the shareholders in writing and to be advertised in a local newspaper and to be paid within one month since such resolution has been.
46. The board of directors may pay interim dividends to the shareholders from time to time if it is evident to the board of directors that the company is profitable to do so and when the dividends are paid, the meeting of shareholders is required to be reported in the next meeting.
47. Such dividends shall be divided in accordance with the number of shares equally unless it is specified otherwise for preferred stock.
48. The company is required to appropriate part of the net profit as a legal reserve for at least one-twentieth of the annual net profit deducted by retained loss carried over (if any) until such reserve is not less than 10 percent of the registered capital.
- In addition to such reserve, the board of directors may propose the meeting of shareholders to make a resolution to appropriate other reserve as deemed beneficial to the operation of the company as well.

## Independent Director proposed to serve as Proxy for Shareholders

1. **Mr. Nopporn Picha** Age 75 years old

Position : Independent Director,  
Chairman of the Audit and Risk Management Committee,  
Member of the Nomination and Remuneration Committee,  
Vice Chairman of the Board of Directors

Address : 1168/91 30<sup>th</sup> Floor, Lumpini Tower, Rama IV Rd, Sathorn, Bangkok 10120

Special conflict of interests in the meeting agenda : No special conflict of interests in the meeting agenda.



2. **Mr. Paiboon Kujareevanich** Age 66 years old

Position : Independent Director,  
Member of the Audit and Risk Management Committee

Address : 1168/91 30<sup>th</sup> Floor, Lumpini Tower, Rama IV Rd, Sathorn Bangkok 10120

Special conflict of interests in the meeting agenda : No special conflict of interests in the meeting agenda.



3. **Mr. Saravut Menasavet** Age 75 years old

Position : Independent Director,  
Member of the Audit and Risk Management Committee

Address : 1168/91 30<sup>th</sup> Floor, Lumpini Tower, Rama IV Rd, Sathorn, Bangkok 10120

Special conflict of interests in the meeting agenda : No special conflict of interests in the meeting agenda.



**Remark** : Resume of Independent Directors are attached in One Report 2023

**Guidelines on How to Attend Annual General Meeting of Shareholder  
via Electronic Meeting (E-AGM) and How to Attend the Meeting by Proxy**

**1. For shareholders who want to attend the E-AGM by themselves**

1.1 Please complete the Registration Form for attending the Annual General Meeting of Shareholder via Electronic Meeting (E-AGM) attached to these guidelines. Please clearly provide your E-mail address and mobile phone number used for the registration and attach the following identification documents to confirm your attendance.

- **For individual shareholders**

A copy of a valid identification document issued by a competent authority, such as your national identification card, civil servant card, driver's license, or passport. And sign to certify a true copy.

- **For juristic person shareholders**

Either Proxy Form A or Proxy Form B, duly completed and signed by authorized directors, and the supporting documents as indicated in the "Supporting Documents for Proxies" section.

Shareholders must submit the Registration Form for attending the Annual General Meeting of Shareholder No.1/2023 via Electronic Meeting (E-AGM) and the identification documents to the Company by April 19, 2024 (by post) and April 23, 2024 (by E-mail) to the following addresses:

- by E-mail : [komklid@cpi-th.com](mailto:komklid@cpi-th.com) or
- by post to :

Company Secretary

Chumporn Palm Oil Industry Public Company Limited

1168/91 30th floor, Lumpini Tower, Rama IV Road, Thun Mahamek, Sathorn, Bangkok 10120

1.2 When the Company has received the registration form and identification documents as prescribed in Clause 1.1, the Company will examine the documents to confirm the meeting attendance. Once the examination is completed, the Company will send username and password, and the Weblink to attend the E-AGM.

Please refrain from sharing your username and password with others. If your username and password are lost, or if you have not received them by April 24, 2024. Please contact the Company immediately via telephone number 02-679-9166 ext. 300

1.3 The Company will send details, including your username and password, along with the manual for using the E-AGM system to your E-mail. Please study the manual for using the E-AGM system thoroughly.

1.4 On the date of Annual General Meeting of Shareholder No.1/2024 on April 25, 2024, the Company will allow shareholders and proxies to register their attendance in the E-AGM from 13.00 hours.



1.5 For casting the vote during the E-AGM, you may cast your vote in each agenda item by selecting “Approve” or “Disapprove” or “Abstain from voting”. If you do not cast your vote in any agenda item, the system will automatically count your vote as “Approve”

1.6 If you encounter any technical problems in using the E-AGM system before or during the meeting. Please contact Quidlab Company Limited, the service provider of the Company's E-AGM system. The Company will provide contact information of Quidlab Company Limited in the E-mail that the Company sends you the username and password.

## 2. For shareholders who wish to appoint other persons as their proxies to attend the E-AGM

Shareholders, who could not attend the E-AGM by themselves, may consider authorizing another person, or any of the following independent directors of the Company as their proxy to attend and vote on their behalf.

- **Mr. Nopporn Picha** Age 75 years old

Position : Independent Director,  
Chairman of the Audit and Risk Management Committee,  
Chairman of the Nomination and Remuneration Committee,  
Vice Chairman of the Board of Directors

Address : 1168/91 30<sup>th</sup> Floor, Lumpini Tower, Rama IV Rd, Sathorn, Bangkok 10120

Special conflict of interests in the meeting agenda : No special conflict of interests in the meeting agenda.

- **Mr. Paiboon Kujareevanich** Age 66 years old

Position : Independent Director,  
Member of the Audit and Risk Management Committee

Address : 1168/91 30<sup>th</sup> Floor, Lumpini Tower, Rama IV Rd, Sathorn, Bangkok 10120

Special conflict of interests in the meeting agenda : No special conflict of interests in the meeting agenda.

- **Mr. Saravut Menasavet** Age 75 years old

Position : Independent Director,  
Member of the Audit and Risk Management Committee

Address : 1168/91 30<sup>th</sup> Floor, Lumpini Tower, Rama IV Rd, Sathorn, Bangkok 10120

Special conflict of interests in the meeting agenda : No special conflict of interests in the meeting agenda.

Please complete and sign the proxy. You may use Proxy Form B (Enclosure No.8).

If you would prefer Proxy Form A or Proxy Form C, please download it from the Company's website :

<https://www.cpi-th.com/th/ir-meeting-information/g>

Please send the Registration Form for attending the Annual General Meeting of Shareholder No.1/2024 via Electronic Meeting (E-AGM), the proxy and supporting documents to the Company by April 19, 2024 (by post) and April 23, 2024 (by E-mail) to the following addresses :

- by E-mail : [komklid@cpi-th.com](mailto:komklid@cpi-th.com) or
- by post to :  
Company Secretary  
Chumporn Palm Oil Industry Public Company Limited  
1168/91 30th floor, Lumpini Tower, Rama IV Road, Thun Mahamek, Sathorn, Bangkok 10120

Supporting documents for proxy

- **For individual shareholders**
  - 1) Either Proxy Form A or Proxy Form B, duly completed and signed by the proxy grantor and the proxy. **and**
  - 2) A copy of a valid identification document issued by a competent authority of the shareholder, such as national identification card, civil servant card, driver's license, or passport. And sign to certify a true copy. **and**
  - 3) A copy of a valid identification document issued by a competent authority of the proxy, such as national identification card, civil servant card, driver's license, or passport. And sign to certify a true copy.
- **For juristic person shareholders**
  - 1) Either Proxy Form A or Proxy Form B, duly completed and signed by the representative (director) of the juristic person, as the proxy grantor and signed by the proxy. **and**
  - 2) A copy of the juristic person's registration certificate certified by the representative (director) of the juristic person, and the certificate must contain a statement indicating that the representative signing the proxy is authorized to act on behalf of the juristic person, which is a shareholder. **and**
  - 3) A copy of a valid identification document issued by a competent authority of the representative (director) of the juristic person, who is the proxy grantor, such as national identification card, civil servant card, driver's license, or passport. And sign to certify a true copy. **and**
  - 4) A copy of a valid identification document issued by a competent authority of the proxy, such as national identification card, civil servant card, driver's license, or passport. And sign to certify a true copy.
- **For a foreign investor as a shareholder and a custodian in Thailand is appointed as a depositary**
  - 1) Proxy Form C, duly completed and signed by proxy grantor and signed by the proxy. **and**
  - 2) Copies of the same set of supporting documents as those to be prepared by a juristic person shareholder, and the following additional documents;
    - 2.1) The power of attorney from the shareholder authorizing the custodian to sign the proxy on his or her behalf.

- 2.2) Certificate certifying that the person signing the proxy is licensed to engage in the custodian business. **and**
- 3) A copy of a valid identification document issued by a competent authority of the proxy, such as national identification card, civil servant card, driver's license, or passport. And sign to certify a true copy.

In case the documents as mentioned as above are not in Thai or English, The English translation shall be required and certified true and correct translation by the Shareholder or the authorized representative (s) of the juristic person.

**3. Shareholder who has questions regarding the agenda items to be considered at the E-AGM may send them via the following methods.**

- 3.1 During the E-AGM, shareholder present may submit their questions or comments through the E-AGM system.
- 3.2 Shareholders may submit their questions in advance to the Company before the E-AGM date by sending "Form for Submission of Questions for the Annual General Meeting of Shareholders in advance" to the following addresses :

- by E-mail : [komklid@cpi-th.com](mailto:komklid@cpi-th.com) or
- by post to :

Company Secretary

Chumporn Palm Oil Industry Public Company Limited

1168/91 30th floor, Lumpini Tower, Rama IV Road, Thun Mahamek, Sathorn, Bangkok 10120

**Criteria for submission of questions in advance**

- Being a shareholder, whose name is recorded on March 15, 2024 determined by the company to be entitled to attend and exercise his/her voting right in the Annual General Meeting of Shareholders No.1/2024.
- Must be relevant to the agenda of Annual General Meeting of Shareholders No.1/2024 or be significant information related to the company.

According to the announcement of the Personal Data Protection Act B.E. 2562 (2019), the Company will collect and use personal information of shareholders or attendees such as names, surnames, contact places, e-mails and telephone numbers for the purpose of confirming the right to attend the meeting liaison and submitting additional documents later and will record photos or movie during the meeting to use or dissemination according to the objectives of the meeting.

The Company has put in place measures to secure your information as required by law and will not disclose your information to any other third parties unless necessary for the purpose of holding such meetings or complying with applicable laws.

แบบฟอร์มลงทะเบียนสำหรับการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-AGM)

Registration Form for attending the Annual General Meeting of Shareholder No.1/2024 via Electronic Meeting (E-AGM)

วันที่.....เดือน.....พ.ศ.....  
Date Month Year

ข้าพเจ้า..... สัญชาติ.....  
I/We Nationality

อยู่บ้านเลขที่..... ถนน..... ตำบล/แขวง.....  
Address Road Tambol/Khweng

อำเภอ/เขต..... จังหวัด..... รหัสไปรษณีย์.....  
Amphur/Khet Province Post code

โทรศัพท์มือถือ..... อีเมล.....  
Mobile phone number E-mail

เป็นผู้ถือหุ้นของ บริษัท ชุมพรอุตสาหกรรมน้ำมันปาล์ม จำกัด (มหาชน) (“บริษัทฯ”) โดยถือหุ้น  
As a shareholder of Chumporn Palm Oil Industry Public Company Limited (“The Company”) holding

จำนวนรวมทั้งสิ้น.....หุ้น  
A total of Share(s)

ขอยืนยันว่าจะเข้าร่วมประชุมและออกเสียงลงคะแนนในการประชุมสามัญผู้ถือหุ้น ครั้งที่ 1/2567 ผ่านสื่ออิเล็กทรอนิกส์ (E-AGM)

ในวันพฤหัสบดีที่ 25 เมษายน 2567 เวลา 14.00 น. โดย

hereby confirm to attend the Annual General Meeting No.1/2024 via E-AGM on Thursday, April 25, 2024 at 14.00 hours by

☐ เข้าร่วมประชุม E-AGM ด้วยตนเอง และขอให้บริษัทฯ จัดส่ง Weblink สำหรับการเข้าร่วมประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) พร้อม  
ชื่อผู้ใช้ (Username) และรหัสผู้ใช้ (Password) มายังอีเมลข้าพเจ้า E-mail : .....

I hereby confirm to attend the meeting via E-AGM. Please send a Weblink for attending the E-AGM, Username and Password to my E-mail.

☐ มอบฉันทะให้ “กรรมการอิสระ” ของบริษัทฯ (นาย/นาง/นางสาว) .....เข้าร่วม  
ประชุม E-AGM แทนข้าพเจ้า

I hereby confirm to appoint Independent Directors (Mr./Mrs./Ms) to attend the meeting on my behalf via E-AGM.

☐ มอบฉันทะให้ นาย/นาง/นางสาว .....เข้าร่วมประชุม  
E-AGM แทนข้าพเจ้า และขอให้บริษัทฯ จัดส่ง Weblink สำหรับการเข้าร่วมประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) พร้อม ชื่อผู้ใช้  
(Username) และรหัสผู้ใช้ (Password) มายังอีเมลของผู้รับมอบฉันทะ E-mail : .....

I hereby confirm to appoint (Mr./Mrs./Mrs.) to attend the meeting on my behalf via E-AGM. Please send a Weblink for attending the E-AGM, Username and Password to his/her E-mail.

ลงนาม/Signed ..... ผู้ถือหุ้น / ผู้มอบฉันทะ  
( ) Shareholder / Proxy Grantor

ลงนาม/Signed ..... ผู้รับมอบฉันทะ  
( ) Proxy Holder

โปรดส่งแบบฟอร์มลงทะเบียนสำหรับการประชุมผู้ถือหุ้นผ่านสื่ออิเล็กทรอนิกส์ (E-AGM), หนังสือมอบฉันทะ และ สำเนาเอกสารประกอบการ  
มอบฉันทะ ให้บริษัทฯ ภายในวันที่ 19 เมษายน 2567 (กรณีส่งเอกสารทางไปรษณีย์) และ ภายในวันที่ 23 เมษายน 2567 (กรณีส่งเอกสาร  
ทางอีเมล (E-mail))

Please send the Registration Form for attending the Annual General Meeting of Shareholder No.1/2024 via Electronic Meeting  
(E-AGM), the proxy and supporting documents to the Company by April 19, 2024 (by post) and April 23, 2024 (by E-mail).

## แบบการส่งคำถามล่วงหน้าก่อนการประชุมสามัญผู้ถือหุ้น ครั้งที่ 1/2567

Form for Submission of Questions for the Annual General Meeting of Shareholders in advance

วันที่.....

Date

1. ข้าพเจ้า (นาย/นาง/นางสาว).....เป็นผู้ถือหุ้นของ  
I/We ..... being a shareholder

บริษัท ชุมพรอุตสาหกรรมน้ำมันปาล์ม จำกัด (มหาชน) จำนวน.....หุ้น  
of the Chumporn Palm Oil Industry Public Company Limited holding the total amount of ..... share(s)

อยู่บ้านเลขที่.....ถนน.....ตำบล/แขวง.....  
with address at ..... Road ..... Sub-District

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

หมายเลขโทรศัพท์มือถือ..... E-mail .....  
Phone number

2. มีความประสงค์ส่งคำถามล่วงหน้าก่อนการประชุมสามัญผู้ถือหุ้น ครั้งที่ 1/2567 ดังนี้  
would like to send questions in advance before the Annual General Meeting of Shareholders No. 1/2024 as follows:

คำถามที่ 1 .....

Question 1 .....

คำถามที่ 2 .....

Question 2 .....

คำถามที่ 3 .....

Question 3 .....

ลงนาม/Signed.....ผู้ถือหุ้น/Shareholder

(.....)

แบบหนังสือมอบฉันทะ แบบ ก. (แบบทั่วไปซึ่งเป็นแบบที่ง่ายไม่ซับซ้อน)  
ท้ายประกาศกรมพัฒนาธุรกิจการค้าเรื่อง กำหนดแบบหนังสือมอบฉันทะ (ฉบับที่ 5) พ.ศ.2550

PROXY FORM A (SIMPLE FORM)

According to Regulation of Department of Business Development Re : Form of Proxy (No.5) B.E.2550

เขียนที่.....  
Written at

วันที่.....เดือน.....พ.ศ.....  
Date Month Year

- (1) ข้าพเจ้า..... สัญชาติ.....  
I/We..... Nationality.....  
อยู่บ้านเลขที่..... ถนน..... ตำบล/แขวง.....  
with address at Road Sub-District.....  
อำเภอ/เขต..... จังหวัด..... รหัสไปรษณีย์.....  
District Province Postal Code
- (2) เป็นผู้ถือหุ้นของบริษัท ชุมพรอุตสาหกรรมน้ำมันปาล์ม จำกัด (มหาชน) โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น  
being a shareholder of the Chumporn Palm Oil Industry Public Company Limited holding the total amount of share(s)  
และออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้  
with the voting rights of vote(s) as follows;  
หุ้นสามัญ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง  
ordinary share share(s) with the voting rights of vote(s)  
หุ้นบุริมสิทธิ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง  
preferred share share(s) with the voting rights of vote(s)

- (3) ขอมอบฉันทะให้ / do hereby appoint either one of the following persons:

- (1) ชื่อ..... อายุ..... ปี อยู่บ้านเลขที่.....  
Name Age Years with address at  
ถนน..... ตำบล/แขวง..... อำเภอ/เขต.....  
Road Sub-District District  
จังหวัด..... รหัสไปรษณีย์..... หรือ  
Province Postal Code or
- (2) ชื่อ..... อายุ..... ปี อยู่บ้านเลขที่.....  
Name Age Years with address at  
ถนน..... ตำบล/แขวง..... อำเภอ/เขต.....  
Road Sub-District District  
จังหวัด..... รหัสไปรษณีย์..... หรือ  
Province Postal Code or
- (3) ชื่อ..... อายุ..... ปี อยู่บ้านเลขที่.....  
Name Age Years with address at  
ถนน..... ตำบล/แขวง..... อำเภอ/เขต.....  
Road Sub-District District  
จังหวัด..... รหัสไปรษณีย์.....  
Province Postal Code

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ครั้งที่ 1/2567  
วันพฤหัสบดีที่ 25 เมษายน 2567 เวลา 14.00 น. โดยวิธีการประชุมผ่านสื่ออิเล็กทรอนิกส์เพียงรูปแบบเดียวเท่านั้น หรือที่จะพึงเลื่อนไปในวัน เวลา  
และสถานที่อื่นด้วย

As only one of my / our proxy to attend and vote on my / our behalf at the Annual General Meeting of Shareholders No.1/2024 to be held on Thursday, April 25, 2024 at 14.00 hours via E-AGM only or at any adjournment thereof.

กิจการใดที่ผู้รับมอบฉันทะกระทำให้ในการประชุมนั้นให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

For any act performed by the Proxy at the meeting, it shall be deemed as such acts had been done by me / us in all respects.

ลงนาม/Signed.....ผู้มอบฉันทะ/Proxy Grantor

(.....)

ลงนาม/Signed.....ผู้รับมอบฉันทะ/Proxy Holder

(.....)

ลงนาม/Signed.....ผู้รับมอบฉันทะ/Proxy Holder

(.....)

ลงนาม/Signed.....ผู้รับมอบฉันทะ/Proxy Holder

(.....)

ปิดอากร  
แสตมป์  
20 บาท

หมายเหตุ/Remarks : ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนนไม่สามารถแบ่งแยก  
จำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้ / The Shareholder appointing the Proxy must authorize only one proxy to  
attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.

หนังสือมอบฉันทะ (แบบ ข.)

Proxy (Form B.)

เขียนที่.....

Written at

วันที่..... เดือน..... พ.ศ.....  
Date Month Year

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

อยู่บ้านเลขที่..... ถนน..... ตำบล/แขวง.....  
With address at Road Sub-District

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

(2) เป็นผู้ถือหุ้นของบริษัท ชุมพรอุตสาหกรรมน้ำมันปาล์ม จำกัด (มหาชน) โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น  
being a shareholder of the Chumporn Palm Oil Industry Public Company Limited holding the total amount of share(s)

และออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้  
shares with the voting rights of votes as follows;

หุ้นสามัญ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง  
ordinary share share(s) with the voting rights of vote

หุ้นบุริมสิทธิ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง  
preferred share share(s) with the voting rights of vote

(3) ขอมอบฉันทะให้ / do hereby appoint either one of the following persons:

(รายชื่อกรรมการอิสระเพื่อการรับมอบฉันทะปรากฏตามสิ่งที่ส่งมาด้วย 6) / (Independent Directors Proposed by the company to Act as Proxy for shareholders are in enclosure 6)

(1) ชื่อ..... อายุ.....ปี อยู่บ้านเลขที่.....  
Name Age Years with address at

ถนน..... ตำบล/แขวง..... อำเภอ/เขต.....  
Road Sub-District District

จังหวัด..... รหัสไปรษณีย์..... หรือ  
Province Postal Code or

(2) ชื่อ..... อายุ.....ปี อยู่บ้านเลขที่.....  
Name Age Years with address at

ถนน..... ตำบล/แขวง..... อำเภอ/เขต.....  
Road Sub-District District

จังหวัด..... รหัสไปรษณีย์..... หรือ  
Province Postal Code or

(3) ชื่อ..... อายุ.....ปี อยู่บ้านเลขที่.....  
Name Age Years with address at

ถนน..... ตำบล/แขวง..... อำเภอ/เขต.....  
Road Sub-District District

จังหวัด..... รหัสไปรษณีย์.....  
Province Postal Code

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นครั้งที่ 1/2567 วันพฤหัสบดีที่ 25 เมษายน 2567 เวลา 14.00 น. โดยวิธีการประชุมผ่านสื่ออิเล็กทรอนิกส์เพียงรูปแบบเดียวเท่านั้น หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

As only one of my / our proxy to attend and vote on my / our behalf at the Annual General Meeting of Shareholders No.1/2024 to be held on Thursday, April 25, 2024 at 14.00 hours via E-AGM only or at any adjournment thereof.

กิจการใดที่ผู้รับมอบฉันทะกระทำให้ในการประชุมนั้นให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

For any act performed by the Proxy at the meeting, it shall be deemed as such acts had been done by me / us in all respects.

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I authorize my Proxy to cast the votes according to my intentions as follows:

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
(a) The Proxy is entitled to cast the votes on my behalf at its own discretion
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
(b) The Proxy must cast the votes in accordance with my following instructions:

วาระที่ 1 รับทราบผลการดำเนินงานและรายงานประจำปี 2566

Agenda 1 To acknowledge the Company's performance and Annual Report year 2023.

เนื่องจากวาระนี้เป็นวาระเพื่อทราบ จึงไม่มีการออกเสียงลงคะแนน

As this item is for information to shareholders, there will be no voting.

วาระที่ 2 พิจารณานุมัติงบการเงิน สำหรับปีสิ้นสุด วันที่ 31 ธันวาคม 2566

Agenda 2 To consider and approve the financial statements for the year ended December 31, 2023.

- |                                   |                                      |                                     |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve                           | Disapprove                           | Abstain                             |

วาระที่ 3 พิจารณานุมัติจ่ายเงินปันผลและจัดสรรกำไรประจำปี 2566

Agenda 3 To consider and approve the dividend payment and statutory legal reserve for year 2023.

- |                                   |                                      |                                     |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve                           | Disapprove                           | Abstain                             |

วาระที่ 4 พิจารณานุมัติแต่งตั้งกรรมการแทนกรรมการที่ออกตามวาระ

Agenda 4 To consider and elect the directors in replacement of those to be retired by rotation.

- ☐ การแต่งตั้งกรรมการทั้งหมด  
To elect all directors.

- |                                   |                                      |                                     |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve                           | Disapprove                           | Abstain                             |

- ☐ การแต่งตั้งกรรมการเป็นรายบุคคล  
To elect each director individually.

- |                                   |                                      |                                     |
|-----------------------------------|--------------------------------------|-------------------------------------|
| (1) ชื่อกรรมการ                   | นายรชฏ ถวิลเดิมทรัพย์                | กรรมการ                             |
| Name of Director                  | Mr.Rachoj Tawintermsup               | Director                            |
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve                           | Disapprove                           | Abstain                             |
| (2) ชื่อกรรมการ                   | นายประกอบ วิวิธจินดา                 | กรรมการอิสระ                        |
| Name of Director                  | Mr.Prakob Vivitjinda                 | Independent Director                |
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve                           | Disapprove                           | Abstain                             |
| (3) ชื่อกรรมการ                   | ดร.อภิชัย บุญธีรवार                  | กรรมการอิสระ                        |
| Name of Director                  | Dr.Apichai Boontherawara             | Independent Director                |
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve                           | Disapprove                           | Abstain                             |
| (4) ชื่อกรรมการ                   | นายสุพัต อ่องแสงคุณ                  | กรรมการอิสระ                        |
| Name of Director                  | Mr.Supapat Ongsangkung               | Independent Director                |
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve                           | Disapprove                           | Abstain                             |



วาระที่ 5 พิจารณานุมัติค่าตอบแทนกรรมการและเบี้ยประชุมกรรมการ

Agenda 5 To consider and approve remuneration and meeting allowance for director.

☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐งดออกเสียง  
Approve Disapprove Abstain

วาระที่ 6 พิจารณานุมัติแต่งตั้งผู้สอบบัญชีและกำหนดค่าตอบแทน

Agenda 6 To consider and appoint the auditors and fix their audit fee.

☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐งดออกเสียง  
Approve Disapprove Abstain

วาระที่ 7 พิจารณานุมัติแก้ไขเพิ่มเติมข้อบังคับของบริษัทฯ

Agenda 7 To consider and approve the amendment of the Company's Articles of Association.

☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐งดออกเสียง  
Approve Disapprove Abstain

วาระที่ 8 พิจารณาเรื่องอื่นๆ (ถ้ามี)

Agenda 8 To consider other issues (if any).

☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐งดออกเสียง  
Approve Disapprove Abstain

- (5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

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

- (6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใดให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I do not specify the authorization or the authorization is unclear, or if the meeting considers or resolves any matter other than those stated above, or if there is any change or amendment to any fact, the Proxy shall be authorized to consider and vote the matter on my behalf as the Proxy deems appropriate.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

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

ปิดอากร  
แสตมป์  
20 บาท

ลงนาม/Signed \_\_\_\_\_ ผู้มอบฉันทะ/ Proxy Grantor  
( )

ลงนาม/Signed \_\_\_\_\_ ผู้รับมอบฉันทะ/Proxy Holder  
( )

ลงนาม/Signed \_\_\_\_\_ ผู้รับมอบฉันทะ/Proxy Holder  
( )

ลงนาม/Signed \_\_\_\_\_ ผู้รับมอบฉันทะ/Proxy Holder  
( )

#### หมายเหตุ / Remark

1. ผู้ถือหุ้นที่มอบฉันทะ จะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

The Shareholder appointing the Proxy must authorize only one proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.

2. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล

In the agenda relating the election of Directors, it is applicable to elect either directors as a whole or elect each director individually.

3. ในกรณีที่มิมีวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ

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

### ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.

#### REGULAR CONTINUED PROXY FORM B

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท ชุมพรอุตสาหกรรมน้ำมันปาล์ม จำกัด (มหาชน)

Authorization on behalf of the Shareholder of Chumporn Palm Oil Industry Public Company Limited

ในการประชุมสามัญผู้ถือหุ้น ครั้งที่ 1/2567 วันพฤหัสบดีที่ 25 เมษายน 2567 เวลา 14.00 น. โดยวิธีการประชุมผ่านสื่ออิเล็กทรอนิกส์เพียงรูปแบบเดียวเท่านั้น หรือที่จะพึงเลื่อนไปในวันเวลา และสถานที่อื่นด้วย

For the Annual General Meeting of Shareholders No.1/2024 to be held on Thursday, April 25, 2024 at 14.00 hours via E-AGM only or at any adjournment thereof.

วาระที่ \_\_\_\_\_ เรื่อง \_\_\_\_\_  
Agenda Re :

☐ เห็นด้วย  
Approve

☐ ไม่เห็นด้วย  
Disapprove

☐งดออกเสียง  
Abstain

วาระที่ \_\_\_\_\_ เรื่อง \_\_\_\_\_  
Agenda Re :

☐ เห็นด้วย  
Approve

☐ ไม่เห็นด้วย  
Disapprove

☐งดออกเสียง  
Abstain

วาระที่ \_\_\_\_\_ เรื่อง \_\_\_\_\_  
Agenda Re :

☐ เห็นด้วย  
Approve

☐ ไม่เห็นด้วย  
Disapprove

☐งดออกเสียง  
Abstain

วาระที่ \_\_\_\_\_ เรื่อง \_\_\_\_\_  
Agenda Re :

☐ เห็นด้วย  
Approve

☐ ไม่เห็นด้วย  
Disapprove

☐งดออกเสียง  
Abstain

วาระที่ \_\_\_\_\_ เรื่อง \_\_\_\_\_  
Agenda Re :

☐ เห็นด้วย  
Approve

☐ ไม่เห็นด้วย  
Disapprove

☐งดออกเสียง  
Abstain

แบบหนังสือมอบฉันทะ แบบ ค. (แบบที่ใช้เฉพาะกรณีผู้ถือหุ้นเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้  
คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้น)  
ท้ายประกาศกรมพัฒนาธุรกิจการค้า เรื่อง กำหนดแบบหนังสือมอบฉันทะ (ฉบับที่ 5) พ.ศ.2550

PROXY FORM C (FOR FOREIGN SHAREHOLDER

APPOINTING CUSTODIAN IN THAILAND)

According to Regulation of Department of Business Development

Re: Form of Proxy (No.5) B.E.2550

เขียนที่.....  
Written at

วันที่.....เดือน.....พ.ศ.....  
Date Month Year

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

สำนักงานตั้งอยู่เลขที่..... ถนน..... ตำบล/แขวง.....  
with address at Road Sub-District

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

ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ.....  
Acting as the custodian for

ซึ่งเป็นผู้ถือหุ้นของบริษัท ชุมพรอุตสาหกรรมน้ำมันปาล์ม จำกัด (มหาชน) โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น  
Being a shareholder of the Chumporn Palm Oil Industry Public Company Limited holding the total amount of share(s)

และออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้  
with the voting rights of votes as follows;

หุ้นสามัญ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง  
ordinary share share(s) with the voting rights of votes

หุ้นบุริมสิทธิ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง  
preferred share share(s) with the voting rights of votes

(2) ขอมอบฉันทะให้ / do hereby appoint either one of the following persons:

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

อยู่บ้านเลขที่..... ถนน..... ตำบล/แขวง.....  
with address at Road Sub-District

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

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

อยู่บ้านเลขที่..... ถนน..... ตำบล/แขวง.....  
with address at Road Sub-District

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

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

อยู่บ้านเลขที่..... ถนน..... ตำบล/แขวง.....  
with address at Road Sub-District

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

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ครั้งที่ 1/2567 วันพฤหัสบดีที่ 25 เมษายน 2567 เวลา 14.00 น. โดยวิธีการประชุมผ่านสื่ออิเล็กทรอนิกส์เพียงรูปแบบเดียวเท่านั้น หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

As only one of my / our proxy to attend and vote on my / our behalf at the Annual General Meeting of Shareholders No.1/2024 to be held on Thursday, April 25, 2024 at 14.00 hours via E-AGM only or at any adjournment thereof.

กิจการใดที่ผู้รับมอบฉันทะกระทำไปในการประชุมนั้นให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

For any act performed by the Proxy at the meeting, it shall be deemed as such acts had been done by me / us in all respects.

(3) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี้อย่างนี้

I / We authorize my / our Proxy to attend and cast the votes as follows:

☐ มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนได้

The Proxy is authorized for all shares held and entitled to vote.

☐ มอบฉันทะบางส่วน คือ

The Proxy is authorized for certain shares as follows:

☐ หุ้นสามัญ.....หุ้น และมีสิทธิออกเสียงลงคะแนนได้.....เสียง  
ordinary share shares, entitling to vote votes

☐ หุ้นบุริมสิทธิ.....หุ้น และมีสิทธิออกเสียงลงคะแนนได้.....เสียง  
preferred share shares, entitling to vote votes

รวมสิทธิออกเสียงลงคะแนนได้ทั้งหมด.....เสียง  
Total entitled vote votes

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้

I / We authorize my / our Proxy to cast the votes according to my / our intention as follows:

วาระที่ 1 รับทราบผลการดำเนินงานและรายงานประจำปี 2566

Agenda 1 To acknowledge the Company's performance and Annual Report year 2023.

เนื่องจากวาระนี้เป็นวาระแจ้งเพื่อทราบ จึงไม่มีการออกเสียงลงคะแนน

As this item is for information to shareholders, there will be no voting.

วาระที่ 2 พิจารณานุมัติงบการเงิน สำหรับปีสิ้นสุด วันที่ 31 ธันวาคม 2566

Agenda 2 To consider and approve the financial statements for the year ended December 31, 2023.

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The Proxy must cast the votes in accordance with my / our following instruction:

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

วาระที่ 3 พิจารณานุมัติจ่ายเงินปันผลและจัดสรรกำไรประจำปี 2566

Agenda 3 To consider and approve the dividend payment and statutory legal reserve for year 2023.

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The Proxy must cast the votes in accordance with my / our following instruction:

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

**วาระที่ 4** พิจารณานุมัติแต่งตั้งกรรมการแทนกรรมการที่ออกตามวาระ

**Agenda 4** To consider and elect the directors in replacement of those to be retired by rotation.

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The Proxy must cast the votes in accordance with my / our following instruction:

- ☐ การแต่งตั้งกรรมการทั้งหมด / To elect all directors.

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

- ☐ การแต่งตั้งกรรมการเป็นรายบุคคล / To elect each director individually.

(1) ชื่อกรรมการ **นายราชู ถวิลเดมพ์ทรัพย์** กรรมการ  
Name of Director **Mr.Rachoj Tawintermsup** Director

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

(2) ชื่อกรรมการ **นายประกอบ วิวิธจินดา** กรรมการอิสระ  
Name of Director **Mr.Prakob Vivitjinda** Independent Director

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

(3) ชื่อกรรมการ **ดร.อภิชัย บุญธีรवार** กรรมการอิสระ  
Name of Director **Dr.Apichai Boontherawara** Independent Director

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

(4) ชื่อกรรมการ **นายสุพัต อ่องแสงคุณ** กรรมการอิสระ  
Name of Director **Mr.Supapat Ongsangkung** Independent Director

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

**วาระที่ 5** พิจารณานุมัติค่าตอบแทนกรรมการและเบี้ยประชุมกรรมการ

**Agenda 5** To consider and approve remuneration and meeting allowance for director.

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The Proxy must cast the votes in accordance with my / our following instruction:

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

**วาระที่ 6** พิจารณานุมัติแต่งตั้งผู้สอบบัญชีและกำหนดค่าตอบแทน

**Agenda 6** To consider and appoint the auditors and fix their audit fee.

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The Proxy must cast the votes in accordance with my / our following instruction:

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

**วาระที่ 7** พิจารณานุมัติแก้ไขเพิ่มเติมข้อบังคับของบริษัทฯ

**Agenda 7** To consider and approve the amendment of the Company's Articles of Association.

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The Proxy must cast the votes in accordance with my / our following instruction:

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

**วาระที่ 8** พิจารณาเรื่องอื่นๆ (ถ้ามี)

**Agenda 8** To consider other issues (if any)

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The Proxy must cast the votes in accordance with my / our following instruction:

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

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ถือเป็นการลงคะแนนเสียงของผู้ถือหุ้น

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

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใดให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I do not specify the authorization or the authorization is unclear, or if the meeting considers or resolves any matter other than those stated above, or if there is any change or amendment to any fact, the Proxy shall be authorized to consider and vote the matter on my / our behalf as the Proxy deems appropriate.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

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

ปิดอากร  
แสตมป์  
20 บาท

ลงนาม/Signed.....ผู้มอบฉันทะ/Proxy Grantor

( )

ลงนาม/Signed.....ผู้รับมอบฉันทะ/Proxy Holder

( )

ลงนาม/Signed.....ผู้รับมอบฉันทะ/Proxy Holder

( )

ลงนาม/Signed.....ผู้รับมอบฉันทะ/Proxy Holder

( )

**หมายเหตุ/Remark:**

- หนังสือมอบฉันทะแบบ ค. นี้ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้ คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น  
This Proxy Form C shall be applicable only for the Shareholders listed in the share register book as the foreign investors appointing the Custodian in Thailand.
- หลักฐานที่ต้องแนบพร้อมหนังสือมอบฉันทะ คือ  
The following documents shall be attached with this Proxy Form:  
(1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน  
Power of Attorney from a shareholder authorizing a custodian to sign the Proxy Form on behalf of the shareholder.  
(2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน  
Letter certifying that the person signing the Proxy Form is authorized to engage in custodian business.
- ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้  
The Shareholder appointing the Proxy must authorize only one proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.
- วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล  
In the agenda relating the election of Directors, it is applicable to elect either nominated directors as a whole or elect each nominated director individually.
- ในกรณีที่มามีวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำตอบแบบหนังสือมอบฉันทะแบบ ค. ตามแนบ  
In case there are agenda other than the agenda specified above, the additional statement can be specified by the Shareholder in the Regular Continued Proxy Form C as enclosed.

**ใบประจำตอบแบบหนังสือมอบฉันทะแบบ ค.  
REGULAR CONTINUED PROXY FORM C**

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท ชุมพรอุตสาหกรรมน้ำมันปาล์ม จำกัด (มหาชน)

Authorization on behalf of the Shareholder of the Chumporn Palm Oil Industry Public Company Limited

ในการประชุมสามัญผู้ถือหุ้น ครั้งที่ 1/2567 วันพฤหัสบดีที่ 25 เมษายน 2567 เวลา 14.00 น. โดยวิธีการประชุมผ่านสื่ออิเล็กทรอนิกส์เพียงรูปแบบเดียวเท่านั้น หรือที่จะพึงเลื่อนไปในวันเวลา และสถานที่อื่นด้วย

For the Annual General Meeting of Shareholders No.1/2024 to be held on Thursday, April 25, 2024 at 14.00 hours via E-AGM only or at any adjournment thereof.

☐ วาระที่..... เรื่อง.....

Agenda

Re :

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

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(b) The Proxy must cast the votes in accordance with my following instruction:

☐ เห็นด้วย.....เสียง

Approve

votes

☐ ไม่เห็นด้วย.....เสียง

Disapprove

votes

☐ งดออกเสียง.....เสียง

Abstain

votes

☐ วาระที่..... เรื่อง.....

Agenda

Re :

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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Approve

votes

☐ ไม่เห็นด้วย.....เสียง

Disapprove

votes

☐ งดออกเสียง.....เสียง

Abstain

votes