

The Invitation to the 2024 Annual General Meeting of Shareholders

On Monday, April 22, 2024 at 10.00 a.m.

Via electronic Means (E-AGM)
according to the Emergency Decree on
Electronic Meetings B.E. 2563

The system will be available at 08:00 a.m.

Note :

1. Shareholders wishing to attend the meeting can proceed according to the procedure for submitting the request form to attend the meeting via electronic media and proxy (Enclosure 9 and 10)
2. The electronic registration will be available from April 11, 2024 at 8:30 a.m. onwards and shall be closed on April 22, 2024 Until the end of the meeting. (On meeting day available at 08:00 a.m. 2 hours before the opening of the meeting)
3. The company will meeting via electronic media only, without arranging a meeting place to accommodate shareholders to prevent the spread of the Coronavirus Disease 2019 (COVID-19).



บริษัท โคมานชี อินเตอร์เนชั่นแนล จำกัด (มหาชน)
เลขที่ 161 ซอยสุขุมวิท 55 (ทองหล่อ) แขวงคลองตันเหนือ
เขตวัฒนา กรุงเทพมหานคร 10110
โทร 02 120 6252
เลขประจำตัวผู้เสียภาษี 0107559000273

COMANCHE INTERNATIONAL PUBLIC COMPANY LIMITED
161 Soi Sukhumvit 55 (Thong Lor), Klongtan-nua,
Wattana, Bangkok 10110
Tel: 02 120 6252
Tax ID 0107559000273

Privacy Notice for the 2024 Annual General Meeting of Shareholders

Comanche International Public Company Limited ("the Company") inform the shareholders, proxy holders and referred persons of our compliance with the Personal Data Protection Act B.E. 2562 (2019) ("the PDPA") as follows:

- 1. Personal Data Collected:** It is necessary for the Company to collect your personal data i.e., name, surname, address, telephone number, photo, identification number, and information related to electronic systems access and usage such as IP Address (in case of online access to the meeting). For identity verification, it is necessary for the Company to collect a copy of your identification card which may contain religion information that is considered sensitive data. The Company has no intention of collecting such Sensitive Data. Accordingly, you can redact such data. The Company will record and broadcast the meeting for shareholders and our legitimate interests.
- 2. The Collection of Personal Data:** In the direct collection of your personal data, we will use the personal data only as necessary and in accordance with the specified purposes. the Company may collect your Personal Data from other sources, such as securities registrars or Thailand Securities Depository Co., Ltd. (TSD). but only in necessity and in accordance with measures required by law.
- 3. Purposes for the Collection, Use and Disclosure of Personal Data:** The Company collect, use, and disclose your personal data for the purposes of calling and convening the 2024 Annual General Meeting of Shareholders only as required by law.

Therefore, the Company will collect, use, and disclose your personal data and the referred person such as director without your consent as authorized by the PDPA, for the legitimate interests of the Company or any other persons or juristic persons and for compliance with law. However, please be informed that you are required by law to notify this Privacy Notice of the Company to the Data Subject to whom you referred.

- 4. Personal Data Retention Period:** The Company will retain your personal data only for the duration necessary for the purposes specified in this Privacy Notice. In the case that it is not possible to specify the personal data retention period, the Company will retain the personal data as may be expected per data retention standards such as the longest legal prescription of 10 years.
- 5. Your Rights as a Data Subject:** As the owner of Personal Data, you have the rights as stipulated in the PDPA, including right to withdraw your consent; right to access, copy and disclosure of how we collect your personal data; right to correct, delete, destroy or anonymize personal data; right to request suspension of the processing of personal data; right to transfer personal data; right to complaint noncompliance with law, right to dissent to the processing or disclosing of personal data.
- 6. Disclosure of Personal Data to Third Party:** The Company may be required to disclose personal data to other persons or juristic persons or regulatory authorities as necessary in connection with the purposes contained herein such as technology service provider, regulators or government agencies or by the order of regulatory officials. The Company may also disclose your personal data to the public as required by law or by good corporate governance principles, such as in the Minutes of Annual General Meeting of Shareholders, 56-1 One Report and the Company's website.

- 7. Contact channels:** Enquiries or questions on the personal data protection can be addressed to the following: Comanche International Public Company Limited, 161 Soi Sukhumvit 55 (Thong Lor), Klongtan Nua, Wattana, Bangkok 10110, Email: ir@comancheinternational.com

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April 1, 2024

Subject: The Invitation to the 2024 Annual General Meeting of Shareholders

To: Shareholders of Comanche International Public Company Limited

- Enclosure:**
1. Copy of the Minutes of the 2023 Annual General Meeting of Shareholders, held on April 21, 2023
 2. QR Code for downloading the Annual Financial Statements 2023 and Annual Report 2023 (56-1 One Report)
 3. Information of the Nominated person to be appointed as Directors to replace the Directors who retired by rotation
 4. Information of the Nominated Auditors for the year 2024
 5. Report Form for Capital Increase (F53-4)
 6. Information of Independent Directors who are Proxy Holders for Shareholders and Define of Independent Director
 7. The Articles of Association of the Company regarding the Shareholders' Meeting
 8. The List of Documents that must be Presented and Submitted to the Company for Registering for the Meeting Voting Criteria for Vote Counting and Announcement of Vote Results
 9. Guidelines for attending of Electronic Meeting and wishing attend the 2024 Annual General Meeting by Electronic Media via Web Browser Link or Scan QR Code
 10. Proxy Form B

(Able to download Proxy Form A or Form C from <http://investor.comancheinternational.com>)

Regarding the Board of Directors Meeting of Comanche International Public Company Limited (“the Company”) No. 1/2024, held on February 28, 2024, it was resolved to hold the 2024 Annual General Meeting of Shareholders on Monday, April 22, 2024 at 10.00 a.m. via electronic means (E-AGM), in compliance with the Emergency Decree on Electronic Meetings B.E. 2563 (2020) and other related laws and regulations to consider matters according to the board’s opinions to the following agendas:

Agenda 1 To certify the Minutes of the 2023 Annual General Meeting of Shareholders.

Facts and Reasons:

The Company held the 2023 Annual General Meeting of Shareholders on April 21, 2023. The minutes of meeting were prepared and submitted to the Stock Exchange of Thailand within 14 days from the date of the Annual General Meeting of Shareholders and published on the Company's website and the Company did not receive any proposals to amend the minutes. A copy of the meeting minutes is enclosed as Enclosure No. 1.

Opinion of the Board of Directors:

The Board of Directors considered the minutes of the 2023 Annual General Meeting of Shareholders, held on April 21, 2023, were recorded correctly and completely. Therefore, deemed it appropriate to propose the shareholders' meeting to certify the minutes accordingly.

Voting:

This agenda must be approved by majority vote of the shareholders who attended the meeting and voted.

Agenda 2 To acknowledge the Company's operating results for the year 2023.

Facts and Reasons:

According to Article 46 of the Company's Articles of Association, determines that at the Annual General Meeting of Shareholders should acknowledge the report of the board of directors regarding the company's operating results in the past year. The Company summarized the report of the Company's operating results and necessary changes in 2023, as appeared in the Annual Report 2023 (56-1 One Report) via QR Code enclosed as Enclosure No. 2 or Company's website.

Opinion of the Board of Directors:

The Board of Directors deemed it appropriate to propose the shareholders' meeting to acknowledge the operating results of the Company in 2023.

Voting:

This agenda is for acknowledgment, no voting.

Agenda 3 To consider and approve the Financial Statements for the year ended December 31, 2023.

Facts and Reasons:

According to Section 112 of the Public Limited Company Act B.E. 2535 (1992) and Article 50 of the Company's Articles of Association, the Board of Directors must have a statement of financial position and a profit and loss statement for the year ended to propose to the Annual General Meeting of Shareholders for approval. The financial statements for the year ended December 31, 2023, have been audited and certified by Mr. Jadesada Hungsapruet the auditor from Karin Audit Company Limited and have been considered by the Audit Committee and the Board of Directors. Details appeared in the Financial Statements 2023 via QR Code are enclosed as Enclosure No. 2 or Company's website.

Summary of the Consolidated Operating Performance and Financial Position as follows:

Unit : Million Baht

| Consolidated Operating Performance | Year 2023 | Year 2022 |
|------------------------------------|-----------|-----------|
| Total Revenue | 308.45 | 86.70 |
| Total expenses | 305.73 | 111.23 |
| Net Profit/(Loss) | 2.72 | (24.53) |

| Consolidated Financial Position | Year 2023 | Year 2022 |
|---------------------------------|-----------|-----------|
| Total Assets | 415.91 | 390.21 |
| Total Liabilities | 66.82 | 43.84 |
| Total Shareholder's Equities | 349.09 | 346.37 |

Opinion of the Audit Committee:

The Audit Committee considered and reviewed the financial statements and has an opinion that the Company prepares accounting reports and financial statements of the company in accordance with the accounting standards prescribed by law, including the disclosure of information in financial statements sufficient and timely for the benefit of shareholders.

Opinion of the Board of Directors:

The Board of Directors deemed it appropriate to propose the shareholders' meeting the approval the financial statements for the year ended December 31, 2023, have been audited and certified by the auditor from Karin Audit Company Limited and have been considered by the Audit Committee and the Board of Directors

Voting:

This agenda must be approved by majority vote of the shareholders who attended the meeting and voted.

Agenda 4 To consider and approve the omission of the dividend payment and the omission of the allocation of profit to be legal reserve.

Facts and Reasons:

According to Section 115 of the Public Limited Company Act B.E. 2535 (1992) and Article 56 of the Company's Articles of Association, requires the Company to pay dividends from net profits only, and Article 57 of the Company's Articles of Association specifies that the Company must allocate part of the annual net profit as a reserve, constituting not less than 5 percent of the annual net profit until the reserve amount is not less than 10 percent of the registered capital. The company has a policy to pay dividends of not less than 40 percent of net profit after corporate income tax of the separate financial statements and after legal reserves. However, the Company may set a dividend payment less than the aforementioned amount, depending on the annual operating results, cash flow, and future investment plans of the Company and its subsidiaries.

Considering the Company's operating results as shown in the separate financial statements of the Company for the year ended December 31, 2023, the Company incurred a net loss of -5,229,572 Baht for the fiscal year and an accumulated loss of -66,960,595 Baht. Therefore, the purpose is to omit dividend payment and omit the allocation of profit as legal reserve.

Opinion of the Board of Directors:

The Board of Directors deemed it appropriate to propose to the shareholders' meeting the approval of the omit dividend payment and omit the allocation of profit as legal reserve according to the proposed details.

Voting:

This agenda must be approved by majority vote of the shareholders who attended the meeting and voted.

Agenda 5 To consider and approve the election of directors to replace the directors who retire by rotation.

Facts and Reasons:

According to Section 71 of the Public Limited Company Act B.E. 2535 (1992) and Article 22 of the Company's Articles of Association specifies every Annual General Meeting of Shareholders, one-third (1/3) of the directors of the company shall retire by rotation. If their number is not a multiple of three (3), then the number nearest to one-third (1/3) shall retire, the directors who have been in office the longest shall retire. A retiring director is eligible for re-election. In this year, there are 2 directors who are due to retire by rotation as follows:

- 1) Mr. Tananrat Sriduang Director / Risk Management Committee
- 2) Mr. Naphon Boriboon Director

The Information of 2 directors is enclosed as Enclosure No. 3

The Nominee has been reviewed by the Company's process and has qualifications outlined to the relevant regulations and suitable for the Company's business operations. Recruiting directors, the Company provided shareholders the opportunity to nominate qualified person(s) for the directorship from November 22, 2023 – January 22, 2024, through SET news release and the Company's website. There was no proposal of directorship to the Company.

Opinion of the Nomination and Remuneration Committee:

The Nomination and Remuneration Committee considered various qualifications, knowledge and experiences, as well as the performance, positions and duties of individual directors which consists of having full qualifications and not being prohibited with Section 68 of the Public Limited Company Act B.E. 2535 (1992), regulations by the Securities and Exchange Commission and the Stock Exchange of Thailand along with other related criteria. The committee concluded that 2 directors who are due to retire by rotation being a qualified person with knowledge, abilities, and experiences that are beneficial to the business operations. Deemed appropriate to nominate a person who has been considered by the Nomination and Remuneration Committee according to the established criteria, to the Board of Directors for consideration and Shareholders' meeting respectively for consideration and re-election to be the Company's in replacement of directors who will retire by rotation as namely:

- 1) Mr. Tananrat Sriduang to be re-elected as Director for another term
- 2) Mr. Naphon Boriboon to be re-elected as Director for another term

Opinion of the Board:

The Board of Directors (excluding nominated directors) had carefully and thoroughly considered and deemed it appropriate to propose the shareholders' meeting to consider and approve the elect person(s) to be the Company's Directors to replace those who are due to retire by rotation for another term, namely: 1) Mr. Tananrat Sriduang 2) Mr. Naphon Boriboon, in accordance with the recommendations of the Nomination and Remuneration Committee.

Voting:

This agenda must be approved by majority vote of the shareholders who attended the meeting and voted.

Agenda 6 To consider and approve the determination remuneration of directors for the year 2024.

Facts and Reasons:

According to Section 90 of the Public Limited Company Act B.E. 2535 (1992), the payment of directors' remuneration shall be in accordance with the resolution of the shareholders' meeting which consists of votes of not less than two-thirds (2/3) of the total number of votes of the shareholders attending meeting.

Opinion of the Nomination and Remuneration Committee:

The Nomination and Remuneration Committee considered the remuneration criteria and procedure for proposing compensation carefully, suitable and comparing in reference to businesses or industries in the same sector or similar to the Company, the performance in the past year, results of the annual performance evaluation of the committee and responsibility of directors as well as the overall economic conditions. The Remuneration Committee considered and deemed it to propose directors' remuneration for the year 2024 without any other benefits, maintaining the same rate as 2023. The details of meeting allowance per time are as follows:

Comparison table of directors' remuneration for the year 2022 – 2024

| Positions | 2024 (Proposed year) | 2023 | 2022 |
|-------------------------------|-------------------------|--------|--------|
| The Board of Directors | | | |
| Chairman of the Board | 30,000 | 30,000 | 30,000 |
| Director | 15,000 | 15,000 | 15,000 |
| The Audit Committee | | | |
| Chairman of Audit Committee | 20,000 | 20,000 | 20,000 |
| Audit Committee | 15,000 | 15,000 | 15,000 |

| Positions | 2024 (Proposed year) | 2023 | 2022 |
|---|---------------------------------|-------------|-------------|
| The Nomination and Remuneration Committee | | | |
| Chairman of Nomination and Remuneration Committee | 15,000 | 15,000 | 15,000 |
| Nomination and Remuneration Committee | 15,000 | 15,000 | 15,000 |
| The Risk Management Committee | | | |
| Chairman of Risk Management Committee | 15,000 | 15,000 | 15,000 |
| Risk Management Committee | 15,000 | 15,000 | 15,000 |
| Corporate Governance Committee | | | |
| Chairman of Corporate Governance Committee | 15,000 | 15,000 | 15,000 |
| Corporate Governance Committee | 15,000 | 15,000 | 15,000 |
| Executive Committee | | | |
| Chairman of Executive Committee | - | - | - |
| Executive Committee | - | - | - |
| Other Remuneration | 2024 (Proposed year) | 2023 | 2022 |
| | Non-Other benefits | | |

Opinion of the Board:

The Board of Directors considered and deemed it appropriate to propose to the shareholders' meeting to approve the remuneration of directors for the year 2024 maintaining the same rate as 2023, as proposed by the Nomination and Remuneration Committee.

Voting:

This agenda must be approved by not less than two-thirds (2/3) of the total number of votes of the shareholders attending the meeting.

Agenda 7 To consider and approve the appointment of auditors and the determination of the audits fee for the year 2024.

Facts and Reasons:

According to Section 120 of the Public Limited Company Act B.E. 2535 (1992) and Article 53 of the Company's Articles of Association, the Annual General Meeting of Shareholders shall appoint an auditor and determine the audit fee. In appointing the auditor, the former auditor may be re-appointed.

Opinion of the Audit Committee:

The Audit Committee considered Karin Audit Company Limited as the auditors of the Company for the year 2024. This appointment is the second fiscal year with the firm, Karin Audit Company Limited is an audit firm known for its independence, high expertise, and good understanding of the Company's business

to ensure that the Company's audit will be proceeded in a timely, agile, and efficiency, including an appropriate audit fee rate. The Audit Committee deemed it to propose to the Board of Director to consider and approve the appointment of auditors of the Company and its subsidiaries for the year 2024, using the same auditing firm from Karin Audit Company Limited. By assigning one of the auditors as below to audit and provide opinions on the financial statements of the Company and its subsidiaries for the year 2024 as namely:

| No. | List of Auditors | CPA. Reg. No. | Note |
|-----|---------------------------|---------------|--|
| 1. | Mr. Jadesada Hungsapruerk | 3759 | 1 Year of Audit Service for the Company or |
| 2. | Miss Kannika Wipanurat | 7305 | or |
| 3. | Miss Bongkotrat Suamsiri | 13512 | |

The information of the 3 Auditors is enclosed as Enclosure No. 4

or another certified public auditor from Karin Audit Company Limited to be the auditor of the Company and its subsidiaries who are fully qualified as specified by the Securities and Exchange Commission and has knowledge and experience suitable to be an auditor for the year 2024. They are authorized to audit, review, prepare and provide opinions on the financial reports of the Company and subsidiaries. The nominated auditor above does not have any relationship or interest in the company, subsidiaries, executives, major shareholders, or related parties that could affect their independent performance of duties and the determination of the audit fee of 2,289,000 Baht without other service charges.

Information comparing auditor compensation for the past year.

| List | Karin 2567 (Proposed year) | Karin 2566 | Increase (Decrease) |
|-----------------------|-------------------------------|------------|------------------------|
| Audit Fee for Groups | 2,289,000 | 1,355,000 | 934,000 |
| Other Service Charges | Non-Other Service Charges | | |

Opinion of the Board:

The Board of Directors considered and deemed it appropriate to propose the shareholders' meeting to consider and appointment of auditors from Karin Audit Company Limited and the determination of the audit fee for the year 2024 of 2,289,000 Baht without other service charges, in accordance with the opinion of the audit committee.

Voting:

This agenda must be approved by majority vote of the shareholders who attended the meeting and voted.

Agenda 8 To consider and approve the extension of allocation of the newly issued ordinary shares under the General Mandate, which will be expired by the date of the 2024 Annual General Meeting of Shareholders.

Facts and Reasons:

According to Article 45 of the Company's Articles of Association specifies (e) increase or decrease of the company's capital, the shareholders' meeting must be approved by not less than three-fourths (3/4) of the total number of votes of shareholders who attended the meeting and were entitled to vote.

The Company has planned for continuous business expansion and growth to generate income and profit, which will generate returns to the shareholders. In support the Company's business expansion as targeted and to increase the capability in sourcing fund from capital market suitably and flexibly in the case the Company has necessity to use fund. The Board of Directors deemed it appropriate to propose the 2024 Annual General Meeting of Shareholders to consider and approve the extension of allocation of the newly issued ordinary shares under the General Mandate, which will be expired by the date of the 2024 Annual General Meeting of Shareholders. Details of allocation of the newly issued ordinary shares under the General Mandate, the Report Form for Capital Increase is enclosed as Enclosure No. 5

Opinion of the Board:

The Board of Directors considered and deemed it appropriate to propose the shareholders' meeting to consider and approve the extension of allocation of the newly issued ordinary shares under the General Mandate, in the amount of not exceeding 80,400,000 shares at a par value of 0.50 Baht per share, which will be expired by the date of the 2024 Annual General Meeting of Shareholders as follows:

- Method 1: Allocation of not exceeding 40,200,000 shares, equivalent to 30 percent of the paid-up capital, to offer to existing shareholders in proportion to their shareholding (Right Offering: RO).
- Method 2: Allocation of not exceeding 26,800,000 shares, equivalent to 20 percent of the paid-up capital, to offer to public (Public Offering: PO).
- Method 3: Allocation of not exceeding 13,400,000 shares, equivalent to 10 percent of the paid-up capital, to offer to specific persons (Private Placement: PP).

The condition of the allocation of newly issued ordinary shares, as mentioned above, in accordance with the resolutions approved by the 2023 Annual General Meeting of Shareholders, held on April 21, 2023, in all respects. The allocation may be conducted through Method 1, 2, or 3, either individually or in combination. The additional paid-up capital must not exceed 30 percent of the paid-up capital or not exceeding 40,200,000 shares on the date when the board of directors has resolved to increase the capital. If the allocation is made through Method 2 and 3, the increase must not exceed 20 percent of the paid-up capital or 26,800,000 shares on the date when the board of directors has resolved to increase the capital.

Voting:

This agenda must be approved by not less than three-fourths (3/4) of the total number of votes of shareholders who attended the meeting and were entitled to vote.

Agenda 9 To Consider Other Matters (if any)

According to Section 105, paragraph two, of the Public Limited Company Act B.E. 2535 (1992), specified after the meeting has concluded as specified in paragraph one, shareholder(s) who collectively hold a total of not less than one-third (1/3) of the total shares sold, may request the meeting to consider matters other than those specified in the meeting invitation.

In addition, the Company has published the invitation to attend the 2024 Annual General Meeting of Shareholders, including all attachments on the Company's website (<http://investor.comancheinternational.com>). If the shareholders who have any questions regarding the proposed agendas may send their questions in advance to ir@comancheinternational.com. Shareholders who are entitled to attend the 2024 Annual General Meeting of Shareholders are those whose names are listed on the Record Date on March 20, 2024.

The Company would like to invite the shareholders to attend the 2024 Annual General Meeting of Shareholders on Monday, April 22, 2024, at 10.00 a.m. only via electronic means (E-AGM), and registration will commence at 08:00 a.m. Shareholders wishing to attend the meeting may attend the meeting in person or by appointing another individual or a proxy including an independent director of the Company, to attend and vote on their behalf. Please send the evidence and proxy as enclosure to the Company at the address below by April 17, 2024 (if sending by post) to ensure processing of your request.

Comanche International Public Company Limited (Company Secretary)
161 Soi Sukhumvit 55 (Thong Lor), Klongtan Nua,
Wattana, Bangkok 10110
Tel. 02 120 6252

Yours Sincerely,

--Wasawat Prasertsin--

(Mr. Wasawat Prasertsin)

Chief Executive Officer

Comanche International Public Company Limited



Minutes of the 2023 Annual General Meeting of Shareholders

Enclosure 1

Comanche International Public Company Limited

Via electronic media (E-AGM)

Held on Friday, 21st April 2023 at 13.30 hrs.

Before the meeting

Before proceeding with the agenda, Miss Siriwaranya Boonketthanapipat, Emcee of the Meeting (“Emcee”), welcomed all shareholders to 20230 annual general meeting of shareholders of Comanche International Public Company Limited (“the Company”) and informed shareholders, there were 0 shareholders by themselves, representing the total number of 0 shares, and 27 proxy holders, representing the total number of 72,284,234 shares. Total number of shares, both in persons and by proxies, representing the total number of 72,284,234 shares or 53.9434 percent of the total number of issued shares, totaling 134,000,000 shares which has more than 25 shareholders and the total number of shares is more than one-third of the total number of shares sold. A quorum was constituted as stipulated in the law and the Company’s Articles of Association, before proceeding with the agendas and procedures regarding the voting and counting of votes in each agenda acknowledgment of shareholders as per following.

1. Voting practices for those who attend the meeting in person and of the proxies.

1.1 At this general meeting of shareholders voting hold one share for one vote. However, the meeting on each agenda shareholders can vote for, agree, disagree or abstain on each agenda. Vote counting will be counted only shareholders voted against and/or abstained only. Then those votes will be deducted from the total number of votes. The remainder of the meeting attendance will be considered as agreeing votes on that agenda.

In voting, the shareholders can choose the agenda they wish to vote on. The system will display a button for voting are 1. agree (green) 2. disagree (red) 3. abstain (orange)

If shareholders want to cancel the last vote, can press the button. “Cancel the last vote” in which the shareholders can amend their votes until that agenda is closed for voting. "Cancel the last vote" or "not vote", the company will assume that you agree with that agenda. And voting can be changed until the notice of voting closes.

1.2 Proxy accepting proxies from many shareholders press to select "User icon" and press the button "Switch account" to access the accounts of other shareholders.

1.3 Any shareholder who has a special interest in any agenda will not have the right to vote on that agenda.

1.4 Shareholders have time to vote for 1 minute after the announcement of the opening of voting for each agenda. and when the voting result for each agenda has been closed. The result of that agenda will be announced to the meeting later.

1.5 Shareholders who make a proxy for others to attend the meeting and voting form according to the wishes of the shareholders. The Company used the votes of agreeing, disagreeing or abstaining

according to the wishes of the shareholders It has already been included in the registration for voting according to the agenda.

1.6 Voting in this 2023 Annual General Meeting of Shareholders is.

- 1) Agenda 1, 3, 4, 5, 7 and 11 must be approved by a majority vote of the majority of shareholders attending the meeting and having the right to vote.
- 2) Agenda 6 must be approved with a vote of not less than three-fourths (2/3) of the total votes of the shareholders attending the meeting and having the right to vote.
- 3) Agenda 9 and 10 must be approved by a vote of not less than three-fourths (3/4) of the total votes of the shareholders attending the meeting and having the right to vote.
- 4) Agenda 8 must be approved by a vote of not less than three-fourths (3/4) of the total votes of the shareholders attending the meeting and having the right to vote without objection from 10 percent of the total votes of the shareholders attending the meeting and having the right to vote.

*Note : Agenda 2 No voting is required as it is an agenda for acknowledgment.

2. Questioning in the conference room

2.1 Before voting on each agenda, the Company will give the meeting attendees an opportunity to ask questions or express opinions on issues related to that agenda as appropriate.

2.2 Attendee wishing to ask questions or express their opinions on any agenda can ask questions by pressing the button "Send a question / Question", choose an agenda, then type the question, then click on the symbol, send a question, or ask a question with voice by pressing the "Record/Record" button and ask a question with voice Once the question has been asked, press the "Stop for Record" button and press the "Send Question" button.

2.3 In case there are any questions related to that agenda, A lot of questions have been sent into the system. The company will consider and select questions as appropriate.

The registration and voting system conducted by Inventech Systems (Thailand) Company Limited, the Company has recorded the meeting in the form of video media.

The Emcee informed procedures regarding the voting and counting of votes then introduced directors and executives who attended the Meeting as follows.

Directors attending the Meeting.

1. Mr. Wasawat Prasertsin Acting Chairman of the Board / Nomination and Remuneration Committee / Corporate Governance Committee
2. Dr. Somchai Wongsabsin Independent Director / Director / Chairman of the Audit Committee / Chairman of the Risk Management Committee / Chairman of the Corporate Governance Committee
3. Dr. Soonthorn Pibulcharoensit Independent Director / Director / Chairman of the Nomination and Remuneration Committee / Audit Committee
4. Mr. Ekachai Panitaumnuaysuk Independent Director / Director / Audit Committee / Risk Management Committee

5. Dr. Kumpol Buriyameathagul Director / Risk Management Committee / Nomination and Remuneration Committee / Corporate Governance Committee
6. Mr. Tananrat Sriduang Director

The directors attending total 6 directors and the Meeting accounted for 100 percent of the total number of directors.

Attendee

1. Miss. Laddawan Janaudon Accounting and Financial Manager
2. Miss Bongkoch Pantee Company Secretary / Meeting Recorder

Auditors of the Company attending the Meeting.

1. Ms. Sarocha Homjan Assistant Certified Public Accountant (Thailand), Dhamniti Audit Company Limited

The Meeting commenced at 01.30 p.m.

Mr. Wasawat Prasertsin, Acting Chairman of the Meeting (“the Chairman”), announced to start the Meeting 2023 Annual General Meeting of Shareholders and assigned to Miss Siriwaranya Boonketthanapipat to conduct the meeting.

The Emcee proceeded the Meeting according to each agenda as follows:

Agenda 1 The Consideration and certification of the Minutes of the 2022 Annual General Meeting of Shareholders.

The Emcee informed the Meeting that the Company arranged the 2022 Annual General Meeting of Shareholders, held on 22nd April 2022 and the Company had already prepared the Minutes of the Meeting and submitted to the Stock Exchange of Thailand within 14 days as per the Attachment in the Meeting Invitation Letter. The Board of Directors has considered the minutes of the 2022 Annual General Meeting of Shareholders recorded correctly and completely.

Therefore, Resolution on this agenda shall be approved by a majority vote of the shareholders attending the meeting and casting their votes. The Emcee informed to the Meeting that whether shareholders have any inquiry or not, which there was no question. The Emcee asked the meeting to vote and the resolution of the meeting as follows:

Resolution The Meeting resolved to certify the minutes of the 2022 Annual General Meeting of Shareholders held on 22nd April 2022.

with the votes as follows:

| | | | | |
|-------------|------------|--|----------|---------|
| Approved | 72,284,234 | votes or | 100.0000 | percent |
| Disapproved | - | votes or | - | |
| Abstained | - | votes or | - | |
| Out of | 72,284,234 | votes who attended the meeting and had the right to vote on this agenda. | | |

Agenda 2 To Acknowledge the Company's Operating Results for the Year 2022.

The Emcee informed the Meeting that the 2022 business operation report of the Company was shown in the QR Code format attached to the Meeting Invitation Letter and the Company had already disclosed at the Company's website <http://investor.comancheinternational.com>. The Board of Directors has considered the report on such performance and deemed that it was correct and sufficient, therefore proposing to the General Meeting of Shareholders for acknowledgment.

Miss Laddawan Janaudon Accounting and Financial Manager summarized the Company's performance to the Meeting that for the year 2021 the performance are as following details.

For the year 2022 Group of Companies generated revenue from sales and rendering services amount of THB 75.87 million which increased amount of THB 30.43 million or 66.97% increased as compared with the previous year amount of THB 45.44 million, the following key reasons from Comanche, which increased in amount of THB 12.92 million. This was mainly due to recovery from the effects posed by Novel Coronavirus 2019 (COVID-19), causing hotels to resume operations and revenue from digital currency mining by Coman Crypto increased the amount of THB 17.34 million as compared with the previous year. Win Star Tech and Roomz, there were no material changes. And THB 10.84 million in other income increased the amount of THB 7.16 million, which had other income amount of THB 3.68 million. This was mainly due to the increase in gain on the sale of investments in subsidiaries of THB 8.03 million in quarter 2 of 2022. Divided into profit from sale of Synature Co., Ltd. amount of THB 4.97 million, AI Soft Co., Ltd. amount of THB 1.43 million and Comanche Gogoji Co., Ltd. amount THB 1.64 million.

Group of Companies had administrative expenses amount of THB 22.81 million, which decreased in amount of THB 8.09 million or -26.18% decrease as compared with the previous year, which stood at THB 30.90 million the following key reasons, Comanche had administrative expenses THB 18.85 million, which decreased in amount of THB 11.64 million as compared with the previous year which stood at THB 30.49 million. This was due to in 2021 was a period before corporate reorganization.

Financial Position as at 31 December 2022 the Company and its subsidiaries presented total assets of THB 390.15 million, THB 98.69 million decrease as compared to that as at 31 December 2021 due to the following key reasons, decrease from current assets THB 96.87 million, decreased from cash and cash equivalents of THB 190.40 million, due to Baht 103.85 million deposited in a fixed deposit account, Advance payment for shares fee amount of THB 115 million and also, the decreased from sale of investment in 3 subsidiaries amount of THB 33.75 million. Liabilities as at 31 December 2022, THB 43.78 million, a THB 25.71 million or -37.00% decrease as compared to that as at 31 December 2021 due to the following key reasons, decreased from employee benefit liabilities of THB 17.23 million, mainly decrease from the sale of investment in 3 subsidiaries amount of THB 14.56 million and shareholders' equity decreased from net loss attributable to owners of the parent in 2022 in the amount of THB 46.28 million. Decreased THB 11.73 million from dividend payment. Decreased from portion of liability THB 11.86 million resulting from contract

termination amount of THB 6.32 million and decrease from the sale of investment in 3 subsidiaries amount of THB 8.37 million.

Factors or events that may significantly affect the financial position and operating results in the future.

Factors affecting the group's operations in trading and exporting businesses are reliance on a single customer and supplier. In addition, in case the situation of COVID-19 returning may affect the company's exports as well. However, the management has prepared for the factors affecting the current situations or circumstances, controllable and uncontrollable, that may occur and affect the Company's operations. In addition, the company's financial ratios for the past year have been considered, which reflect the Company's financial position. The capital structure of the company comes from the shareholders' equity for business use. The company has no loans from financial institutions, therefore, the company Therefore, there is no financial risk from obligations to pay debts and interest expenses. The Company does not have too many liabilities that will affect the financial position and ability to pay debts in the future.

There were some inquiries from shareholders as follows:

Miss. Nithipan Witthayakul (Proxy Holder) from Thai Investors Association

Questions The establishment of a subsidiary, Coman Crypto Company Limited (“Coman Crypto”) for Bitcoin Mining. Has the Company thoroughly considered the following issues?

- 1.A risk assessment of potential risks and impacts
- 2.Availability of expert
- 3.Management process and internal control system
- 4.Controlling and storing digital assets
- 5.Monitoring and supervision mechanism
- 6.Opinion of the Audit Committee
7. Comply with the rules of acquisition and disposition of assets

Dr. Somchai Wongsabsin Independent Director / Chairman of the Audit Committee, Answer questions as follows:

From all the questions, the company has completed all of them. The management has assessed the risks. Before the establishment of Coman Crypto, the Company tested the market first by investing in the purchase of a mining machine in the amount of 10 Rig and get well rewarded. The company has expanded production capacity and operations, the company has reduced the risk by outsourcing, proficient in recruiting personnel, operational, production and responsible for the electricity bill which is the main expense. The company has software to control and store assets which the Company can monitor and always supervise and the Audit Committee has agreed with this business that performed in accordance with the rules of acquisition and disposition of assets.

There was no question. The Emcee resolution of the meeting as follows:

Resolution The Meeting has acknowledged the Company's Operating Results for the Year 2022.

The chairman informed, on behalf of Comanche International Public Company Limited, would like to inform that the Company has an ideology in conducting business with adhering to social responsibility and all groups of stakeholders according to good corporate governance and the Company's code of conduct. As policies and guidelines for various groups of stakeholders of the company to ensure that the company has a policy to determine the responsibilities and requirements for proper action to prevent corruption in all business activities of the Company and business decisions and actions that may have risks of corruption are carefully considered and acted upon. The company has prepared "Anti-Corruption Policy" in report to be a clear guideline for conducting business and developing to a sustainable organization and disseminating. Policies are already posted on the company's website.

Agenda 3 **The Consideration and approval of the Financial Statements for the year 2022 ended 31st December 2022.**

The Emcee informed the Meeting that the Statement of Financial Positions and the Statement of Profit or Loss for the year 2022 ended 31st December 2022 which already audited and certified by Ms. Sulalit Ardsawang Certified Public Accountant (Thailand) of Dharmniti Audit Company Limited and had already been approved by the Audit Committee, as shown in the form of QR Code in the 2023 Meeting Invitation Letter which had been delivered to shareholders and the Company had already published on the Company's website at <http://investor.comancheinternational.com>.

The Board of Directors has considered and agreed to propose to the shareholders' meeting to approve the financial statements for the year 2022 ended 31st December 2022.

Therefore, Resolution on this agenda shall be approved by a majority vote of the shareholders attending the meeting and casting their votes. The Emcee informed to the Meeting that whether shareholders have any inquiry or not, which there was no question. The Emcee asked the meeting to vote and the resolution of the meeting as follows:

Resolution The Meeting resolved to approve the financial statements for the year 2022 ended December 2022.

with the votes as follows:

| | | | | |
|-------------|------------|--|----------|---------|
| Approved | 72,284,234 | votes or | 100.0000 | percent |
| Disapproved | - | votes or | - | |
| Abstained | - | votes or | - | |
| Out of | 72,284,234 | votes who attended the meeting and had the right to vote on this agenda. | | |

Agenda 4 **To consideration and approval the omission of the dividend payment and the omission of the allocation of profit to be legal reserve.**

The Emcee informed the Meeting that the Public Limited Companies Act B.E. 2535 Section 115 and the Company's Articles Clause 56, specifying that the Company shall pay the dividend from profit only and the Company's Articles of Association Clause 57, specifying that the Company shall allocate the annual net profit in partially for reserved capital not less than 5 percent of the annual net profit until the reserved capital shall be the amount not less than one-tenth (1/10) of registered capital. The Company shall have the policy to pay dividend not less than 40 percent of the net profit after deducting corporate income tax of the separate financial statements and after deducting legal reserve. Nevertheless, the Company may specify paying a dividend less than the above-mentioned amount depending on the annual performance, cash flow, and investment plan in the future of the Company and subsidiaries.

Considering the Company's operating results as shown in the separate financial statements of the Company for the year 2022 ended December 31, 2022, the Company had a net loss in the fiscal year amount of -72,654,334 baht and accumulated loss in the amount of -61,731,023 baht. Therefore, the omission of dividend payment and omission of the allocation of profit as legal reserve.

The Board of Directors has considered and agreed to propose to the shareholders' meeting to approve the omission of the dividend payment and the omission of the allocation of profit to be legal reserve.

Therefore, Resolution on this agenda shall be approved by a majority vote of the shareholders attending the meeting and casting their votes. The Emcee informed to the Meeting that whether shareholders have any inquiry or not, which there was no question. The Emcee asked the meeting to vote and the resolution of the meeting as follows:

Resolution The Meeting resolved to approve the omission of the dividend payment and the omission of the allocation of profit to be legal reserve from the operating year 2022.

with the votes as follows:

| | | | | |
|-------------|------------|--|----------|---------|
| Approved | 72,284,234 | votes or | 100.0000 | percent |
| Disapproved | - | votes or | - | |
| Abstained | - | votes or | - | |
| Out of | 72,284,234 | votes who attended the meeting and had the right to vote on this agenda. | | |

Agenda 5 **To consideration and approval of the appointment of directors to replace retiring directors.**

The Emcee informed the Meeting that the Meeting the Public Limited Companies Act B.E. 2535 Section 71 and the Company's Articles Clause 22 is specified that every annual general meeting of shareholders the directors shall be vacated from the office by one-third (or close to one-third) by allowing the directors who are in the office for the longest term to vacate. Moreover, the directors who vacate office under this agenda may be re-elected to the position.

In the nomination of directors, the Company allowed shareholders to nominate persons to be elected as directors during 21st December 2022 to 21st February 2023 through the News System of the Stock Exchange of Thailand and published on the Company's website which appeared that no shareholders proposed the person to be elected as a director.

In this year, there are 2 directors who are being vacated by rotation, namely.

- 1) Dr. Somchai Wongsabsin Independent Director / Chairman of the Audit Committee / Chairman of the Risk Management Committee / Chairman of the Corporate Governance Committee
- 2) Dr. Soonthorn Pibulcharoensit Independent Director / Audit Committee / Chairman of the Nomination and Remuneration Committee /

The Board of Directors (excluding nominated directors) has considered that the person nominated as an independent director has qualifications in accordance with the laws related to the independent directors. Agree to propose to the shareholders' meeting approve the re-appointment of the directors who retired by rotation for another term.

Therefore, Resolution on this agenda shall be approved by a majority vote of the shareholders attending the meeting and casting their votes. The Emcee informed to the Meeting that whether shareholders have any inquiry or not, which there was no question. The Emcee asked the meeting to vote and the resolution of the meeting as follows:

Resolution The Meeting resolved to approve the re-elect be retired directors for another term, namely.

- 1) Dr. Somchai Wongsabsin Independent Director / Chairman of the Audit Committee / Chairman of the Risk Management Committee / Chairman of the Corporate Governance Committee

with the votes as follows:

| | | | | |
|-------------|------------|--|----------|---------|
| Approved | 72,284,234 | votes or | 100.0000 | percent |
| Disapproved | - | votes or | - | |
| Abstained | - | votes or | - | |
| Out of | 72,284,234 | votes who attended the meeting and had the right to vote on this agenda. | | |

- 2) Dr. Soonthorn Pibulcharoensit Independent Director / Audit Committee / Chairman of the Nomination and Remuneration Committee

with the votes as follows:

| | | | | |
|-------------|------------|--|----------|---------|
| Approved | 72,284,234 | votes or | 100.0000 | percent |
| Disapproved | - | votes or | - | |
| Abstained | - | votes or | - | |
| Out of | 72,284,234 | votes who attended the meeting and had the right to vote on this agenda. | | |

Agenda 6 To consideration and approval of the remuneration of the board of directors and sub-committees for the year 2023.

The Emcee informed the Meeting that the Public Limited Companies Act B.E. 2535 Section 90 specified that the remuneration payment for directors to comply with the resolution of the Shareholders' Meeting, which comprised of the votes not less than two-thirds of the total number of votes of shareholders who attend the Meeting.

The Nomination and Remuneration Committee jointly considered the remuneration with criteria and procedure for proposing compensation carefully by scrutinizing various suitability and comparing in reference to businesses or industries in the same sector as the company or similar to the Company, the Company's performance in the past year, performance and responsibility of directors as well as the overall economic conditions. The Nomination and Remuneration Committee have considered and agreed to propose the directors' remuneration for the year 2023, without any other benefits. Which is the same amount as 2022.

The Board of Directors has considered and agreed to propose to the shareholder's meeting to approve the remuneration of the board of directors and sub-committees for the year 2023 as proposed by the Remuneration Committee. The details of remuneration for directors are as follows:

Table of directors' remuneration (Meeting allowance per time) for the year 2023

Unit: Baht

| Committee | Positions | 2023 Meeting allowance per time |
|---|---|---------------------------------|
| The Board of Directors | Chairman of the Board | 30,000 |
| | Director | 15,000 |
| The Audit Committee | Chairman of the Audit Committee | 20,000 |
| | Audit Committee | 15,000 |
| The Nomination and Remuneration Committee | Chairman of the Nomination and Remuneration Committee | 15,000 |
| | Nomination and Remuneration Committee | 15,000 |
| The Risk Management Committee | Chairman of the Risk Management Committee | 15,000 |
| | Risk Management Committee | 15,000 |
| The Corporate Governance Committee | Chairman of the Corporate Governance Committee | 15,000 |
| | Corporate Governance Committee | 15,000 |

This agenda, Mr. Wasawat Prasertsin held a number of shares of the company 2,126,100 shares and Mr. Thananrat Sriduang held 216,900 shares of the Company, it is considered to have interests in this agenda, therefore, the number of shares of the two persons is not included in voting.

Therefore, Resolution on this agenda shall be approved by at least two-thirds of the shareholders attending the meeting and casting their votes. The Emcee informed to the Meeting that whether shareholders have any inquiry or not, which there was no question. The Emcee asked the meeting to vote and the resolution of the meeting as follows:

Resolution The Meeting resolved to approve the remuneration of directors and sub-committees for the year 2023 (same amount as 2022).

with the votes as follows:

| | | | | |
|-------------|------------|--|----------|---------|
| Approved | 69,941,234 | votes or | 100.0000 | percent |
| Disapproved | - | votes or | - | |
| Abstained | - | votes or | - | |
| Out of | 69,941,234 | votes who attended the meeting and had the right to vote on this agenda. | | |

Agenda 7 To consideration and approval of the appointment of the auditors and the determination of the audit fees for the year 2023.

The Emcee informed the Meeting that the Public Limited Companies Act B.E. 2535 Section 120 and the Company's Article 53 specifies that, the Annual General Meeting of Shareholders shall appoint an auditor and determine the amount of the audit fee of the Company every year and determine the amount of remuneration for auditor.

The Audit Committee has considered the independence, appropriateness and reasonableness of the auditor's remuneration, agree to propose of the appointment of auditors from Karin Audit Company Limited as auditors for the Group of Companies for the year 2023, is a company that provides auditing services with standards and expertise in auditing, including having an appropriate audit fee.

The Board of Directors has considered and agreed to propose to the shareholder's meeting to appointment of the auditors of the Company and subsidiaries, using the same audit firm from Karin Audit Company Limited. By assigning one of the auditors as below to audit and opinions on the financial statements of the Company and subsidiaries for the year 2023.

1. Mr. Jadesada Hungsapruerk Certified Public Accountant License No. 3759 and/or
2. Miss Kannika Wipanurat Certified Public Accountant License No. 7305and/ or
3. Miss Bongkotrat Suamsiri Certified Public Accountant License No. 13512

or another certified public auditor by Karin Audit Company Limited to be the auditor of the Company and subsidiaries. who are fully qualified as specified by the Securities and Exchange Commission and has knowledge and experience suitable to be an auditor for the year 2023, with the authority to audit, review, prepare and opinions on the financial reports of the Company and subsidiaries.

The nominated auditor has no relationship and/or conflict of interest with the Company/subsidiary/management/major shareholders. or persons related to such persons in a manner that will affect the independent performance of duties in any way and determined the remuneration of the auditor of the Company and subsidiaries for the year 2023 in the total amount of THB 1,355,000 without other service charges.

Therefore, Resolution on this agenda shall be approved by a majority vote of the shareholders attending the meeting and casting their votes. The Emcee informed to the Meeting that whether shareholders

have any inquiry or not, which there was no question. The Emcee asked the meeting to vote and the resolution of the meeting as follows:

Resolution The Meeting resolved to appointment of an auditor from Karin Audit Company Limited to be the audit firm of the Company and its subsidiaries for the year 2023 and approve the audit fee for the Company and its subsidiaries for the year 2023 in the total amount of THB 1,355,000 without other service charges.

with the votes as follows:

| | | | | |
|-------------|------------|--|----------|---------|
| Approved | 72,284,234 | votes or | 100.0000 | percent |
| Disapproved | - | votes or | - | |
| Abstained | - | votes or | - | |
| Out of | 72,284,234 | votes who attended the meeting and had the right to vote on this agenda. | | |

Agenda 8 To consideration and approval to change the objective of utilization of the proceeds obtained from an initial public offering (IPO).

The Emcee informed the Meeting that the according to the Capital Market Supervisory Board No. Tor.Jor. 39/2559 Application for permission to offer for sale of newly issued shares, Clause 38 (6) (a) if there is a change in the purpose of using the proceeds as specified in the application for permission or the registration statement for the sale of securities and the persuasive letter, must be approved by a majority vote of not less than three-fourths of the total votes of the shareholders attending the meeting and having the right to vote without objection from 10 percent of the total votes of the shareholders attending the meeting and having the right to vote.

The Board of Directors has considered, Because the Company has changed business structure to reduce the risk of relying on personnel with specific expertise from the software business. By disposing of investments in subsidiaries at the beginning of the year and in the year 2022, the Company has plans to expand the business and has invested in businesses that receive additional returns in the form of recurring income as the main income for financial stability and reduce risk with every factor and every event that may occur. Therefore, agree to propose to the shareholders to consider the change the objective of utilization of the proceeds obtained from an initial public offering (IPO) with the following details:

The newly proposed objectives of capital utilization

| Objective of capital utilization | Spending Amount (Million Baht) | The estimated period of capital utilization |
|--|-----------------------------------|--|
| Budget to invest in trading business, import and export business. | 35.00 | Within 2023 |
| Budget to invest in ongoing business and other business that continues to pay of revenues (Recurring Income) and working capital budget. | 80.36 | Within 2023 |
| Total | 115.36 | |

The change the purpose of utilizing proceeds received from the initial public offering of newly issued ordinary shares can be divided into 2 objectives as follows:

1. Invest in trading business, import and export business.

Within the year 2023, the Company aims to expand the scope of business more widely. The company invest in the business of trading, which is imported and exported to foreign countries which is expected to be able to make the highest profit for the company.

2. Invest in ongoing business and other business that continues to pay of revenues (Recurring Income) and working capital budget.

Within 2023, the Company aims to conduct a feasibility study to invest or joint venture with other companies that generate continuous income (Recurring Income) for income stability and used as working capital of the company to support future investments.

Therefore, Resolution on this agenda shall be approved by at least three-fourth of the shareholders attending the meeting and casting their votes without objection from 10 percent of the total votes of the shareholders attending the meeting and having the right to vote. The Emcee informed to the Meeting that whether shareholders have any inquiry or not, which there was no question. The Emcee asked the meeting to vote and the resolution of the meeting as follows:

Resolution The Meeting resolved to approve the change of the objective of utilization of the proceeds obtained from an initial public offering (IPO)

with the votes as follows:

| | | | | |
|-------------|------------|--|----------|---------|
| Approved | 72,284,234 | votes or | 100.0000 | percent |
| Disapproved | - | votes or | - | |
| Abstained | - | votes or | - | |
| Out of | 72,284,234 | votes who attended the meeting and had the right to vote on this agenda. | | |



Agenda 9 To consideration and approval of the amendment of the company's articles of association to be in line with the Public Limited Companies Act, (No.4) B. E. 2535.

The Emcee informed the Meeting that the Company's Article 45 specifies that, (d) Amendment to the memorandum of association or the articles of association of the company, must be approved by the shareholders' meeting with a vote of not less than three-fourths of the shareholders attending the meeting and having the right to vote. And to comply with the announcement of the Public Limited Companies Act (No. 4) B.E. 2565, which requires that public limited companies can use electronic methods in board meetings and shareholders' meetings, sending letters or documents as well as granting proxies in shareholders' meetings with the following details:

| Articles | Original | Amendment |
|----------------------|--|--|
| <p>No. 29</p> | <p>The Board of Directors must meet at least once every three (3) months. The place of the meeting may be held in the area where the company's head office is located or in other provinces throughout the Kingdom or any other place as the Chairman deems appropriate. The chairman of the board or the director assigned by the chairman will call the board of directors' meeting.</p> <p>Two (2) or more directors may request the Chairman to call a meeting of the Board of Directors. In such cases, the chairman or the director assigned by the chairman shall schedule the date of the meeting within fourteen (14) days from the date of request.</p> <p>Calling the Board meeting, the Chairman of the Board or a person assigned by the Chairman shall send a meeting notice to the directors at least seven (7) days prior to the meeting date, except in case of urgent to protect the rights or benefits of the company. The chairman of the board or a person assigned by the chairman may inform the meeting by other methods and schedule an earlier meeting date.</p> | <p>The Board of Directors must meet at least once every three (3) months. The place of the meeting may be held in the area where the company's head office is located or in other provinces throughout the Kingdom or any other place as the Chairman deems appropriate. The chairman of the board or the director assigned by the chairman will call the board of directors' meeting.</p> <p>the Board meeting under paragraph one, it may be conducted through electronic media as provided in the law governing electronic conferencing. In such a case It shall be deemed that the head office of the company is the meeting place.</p> <p>Two (2) or more directors may request the Chairman to call a meeting of the Board of Directors. In such cases, the chairman or the director assigned by the chairman shall schedule the date of the meeting within fourteen (14) days from the date of request.</p> <p>Calling the Board meeting, the Chairman of the Board or a person assigned by the Chairman shall send a meeting notice to the directors at least three (3) days prior to the meeting date, except in case of urgent to protect the rights or benefits of the company. The chairman of the board or a person assigned by the chairman may inform the meeting by electronic means or other methods and schedule an earlier meeting date.</p> |
| <p>No. 36</p> | <p>The Board of Directors shall hold an annual general meeting of shareholders within four (4) months from the end of the Company's fiscal year at the locality where the head office is located, nearby provinces or any other place as the Chairman deems appropriate, and all other meetings are called extraordinary meetings.</p> | <p>The Board of Directors shall hold an annual general meeting of shareholders within four (4) months from the end of the Company's fiscal year at the locality where the head office is located, nearby provinces or any other place, it may be conducted through electronic media as provided in the law governing electronic conferencing. In such a case, it shall be deemed that the head office of the company is the meeting place. as the Chairman deems appropriate, and all other meetings are called extraordinary meetings.</p> |

| Articles | Original | Amendment |
|---------------|--|--|
| No. 39 | <p>Calling a shareholders' meeting whether it's a general meeting or extraordinary meeting, the Board of Directors shall prepare a meeting invitation specifying the place, date, time and agenda of the meeting and matters to be presented to the meeting along with appropriate details. By stating that the matter will be proposed for acknowledgment, for approval, or for consideration including the opinion of the Board of Directors on such matters and delivered to the shareholders and the registrar for acknowledgment not less than seven (7) days prior to the meeting date or not less than any other period for the matter to be proposed to the meeting as specified by law specifically and advertise the meeting notice in a newspaper for three (3) consecutive days and not less than three (3) days prior to the meeting date, notices sent to shareholders by registered mail.</p> | <p>Calling a shareholders' meeting whether it's a general meeting or extraordinary meeting, the Board of Directors shall prepare a meeting invitation specifying the place, date, time and agenda of the meeting and matters to be presented to the meeting along with appropriate details. By stating that the matter will be proposed for acknowledgment, for approval, or for consideration including the opinion of the Board of Directors on such matters and delivered to the shareholders and the registrar for acknowledgment not less than seven (7) days prior to the meeting date or not less than any other period for the matter to be proposed to the meeting as specified by law specifically and advertise the meeting notice in a newspaper or electronic via a publicly accessible website or accordance with the rules prescribed by the Registrar for three (3) consecutive days and not less than three (3) days prior to the meeting date, notices sent to shareholders by registered mail.</p> <p>Sending the meeting notice to shareholders may be done by electronic means, through channels, methods within the period specified by the Company or in accordance with the criteria prescribed by the Registrar, and the Board shall determine the place to be used as the meeting place under paragraph one.</p> |
| No. 40 | <p>Shareholders may give a proxy to other persons who are coming of age to attend the meeting and vote on their behalf. The proxy form must be dated and signed by the shareholder granting the proxy and must be in the form prescribed by the registrar.</p> <p>with at least the following details:</p> <p>(a) the number of shares held by the grantor</p> <p>(b) name of the proxy</p> <p>(c) The time of the meeting where a proxy is granted to attend and vote at the meeting.</p> <p>This proxy form must be submitted to the chairman of the Board or the person designated by the chairman at the meeting before the proxy attends the meeting.</p> | <p>Shareholders may give a proxy to other persons who are coming of age to attend the meeting and vote on their behalf. The proxy form must be dated and signed by the shareholder granting the proxy and must be in the form prescribed by the registrar.</p> <p>with at least the following details:</p> <p>(a) the number of shares held by the grantor</p> <p>(b) name of the proxy</p> <p>(c) The time of the meeting where a proxy is granted to attend and vote at the meeting.</p> <p>This proxy form must be submitted to the chairman of the Board or the person designated by the chairman at the meeting before the proxy attends the meeting.</p> <p>The proxy under the first paragraph may be done by electronic means instead, it must use a</p> |

| Articles | Original | Amendment |
|----------------------|---|---|
| | | <p>safe and reliable method that the proxy is made by the shareholders, in accordance with the rules prescribed by the registrar.</p> |
| <p>No. 44</p> | <p>The chairman of the shareholders' meeting is responsible for conducting the meeting in accordance with the Company's Articles of Association concerning meetings. The meeting must be conducted in accordance with the order of the agenda specified in the meeting notice, unless the meeting resolves to change the order of the agenda with a vote of not less than two-thirds (2 / 3) of the number of shareholders present at the meeting.</p> <p>When the meeting has completed consideration under paragraph one, shareholders holding shares in aggregate of not less than one-third (1/3) of the total number of shares sold may request the meeting to consider matters other than those specified in the meeting notice.</p> <p>In the case, the meeting cannot finish considering the matters according to the agenda in the first paragraph or has not finished considering the matter proposed by the shareholder under the second paragraph, as the case may be, 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 send a meeting notice by specifying the place, date, time and agenda of the meeting to shareholders not less than seven (7) days prior to the meeting date. The notice of the meeting shall be published in a newspaper for three (3) consecutive days and not less than three (3) days. the day before the meeting</p> | <p>The chairman of the shareholders' meeting is responsible for conducting the meeting in accordance with the Company's Articles of Association concerning meetings. The meeting must be conducted in accordance with the order of the agenda specified in the meeting notice, unless the meeting resolves to change the order of the agenda with a vote of not less than two-thirds (2/3) of the number of shareholders present at the meeting.</p> <p>When the meeting has completed consideration under paragraph one, shareholders holding shares in aggregate of not less than one-third (1/3) of the total number of shares sold may request the meeting to consider matters other than those specified in the meeting notice.</p> <p>In the case, the meeting cannot finish considering the matters according to the agenda in the first paragraph or has not finished considering the matter proposed by the shareholder under the second paragraph, as the case may be, 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 send a meeting notice by specifying the place, date, time and agenda of the meeting to shareholders not less than seven (7) days prior to the meeting date. The notice of the meeting shall be published in a newspaper or electronic via a publicly accessible website or in accordance with the rules prescribed by the registrar for three (3) consecutive days and not less than three (3) days. the day before the meeting.</p> <p>Sending the meeting notice to shareholders may be done by electronic means, through channels, methods within the period specified by the Company or in accordance with the criteria prescribed by the Registrar, and the Board shall determine the place to be used as the meeting place under paragraph one.</p> |

| Articles | Original | Amendment |
|----------|--|---|
| No. 64 | The Company's seal shall be used as affixed herein.  | The Company's seal shall be used as affixed herein.  |

The Board of Directors has considered and agreed to propose to the shareholders' meeting to amend the company's articles of association to be in line with the Public Limited Companies Act, (No.4) B. E. 2535. This will reduce the burden and facilitate the business operations of public limited companies and the population and increase the country's competitiveness.

Therefore, Resolution on this agenda shall be approved by at least three-fourth of the shareholders attending the meeting and casting their votes. The Emcee informed to the Meeting that whether shareholders have any inquiry or not, which there was no question. The Emcee asked the meeting to vote and the resolution of the meeting as follows:

Resolution The Meeting resolved to approve the amendment of the company's articles of association No. 29, 36, 39, 40 and 44 to be in line with the Public Limited Companies Act, (No.4) B. E. 2565. which requires that public limited companies can use electronic in board meetings and shareholders' meetings, sending letters and proxies and amendment of the company's articles of association No. 64 company seal. with the votes as follows:

| | | | | |
|-------------|------------|--|----------|---------|
| Approved | 72,284,234 | votes or | 100.0000 | percent |
| Disapproved | - | votes or | - | |
| Abstained | - | votes or | - | |
| Out of | 72,284,234 | votes who attended the meeting and had the right to vote on this agenda. | | |

Agenda 10 To consideration and approval of the increase of the company's registered capital under the general mandate and the amendment of Clause 4 of the Memorandum of Association (Registered Capital) to be in line with the increase of the Company's registered capital.

The Emcee informed the Meeting that the increase of the company's registered capital under the general mandate to increase liquidity and working capital, making the company ready to run a business. Also, to increase the flexibility of the company's capital structure. Including expanding the company's business in the future. the Company has not yet determined the details of the utilization of capital increase proceeds totaling THB 40,200,000 from company's registered capital THB 67,000,000 to THB 107,200,000 by issuing 80,400,000 (ordinary shares / preferred shares) with a par value of THB 0.50 each, and the amendment of Clause 4 of the Memorandum of Association (Registered Capital) to be in line with the increase of the Company's registered capital.

| | | | | |
|--------|------------------------------|-------------|-------|---|
| “No 4. | Registered Capital | 107,200,000 | THB | (One hundred seven million two hundred thousand baht) |
| | Number of shares | 214,400,000 | Share | (Two hundred fourteen million four hundred thousand baht) |
| | Par value | 0.50 | THB | (Zero point five baht) |
| | Paid-up capital divided into | | | |
| | Ordinary shares | 134,000,000 | Share | (One hundred and thirty-four million baht) |
| | Preferred shares | -None- | Share | (- Share)” |

In this regard, the person entrusted by the Managing Director in registering the amendment of the Memorandum of Association of the Department of Business Development Ministry of Commerce has the power to cancelling the existing provision and replacing it or take any action to comply with the order of the registrar.

Therefore, Resolution on this agenda shall be approved by at least three-fourth of the shareholders attending the meeting and casting their votes. The Emcee informed to the Meeting that whether shareholders have any inquiry or not, which there was no question. The Emcee asked the meeting to vote and the resolution of the meeting as follows:

Resolution The Meeting resolved to approve the increase of the company's registered capital under the general mandate totaling THB 40,200,000 from company's registered capital THB 67,000,000 to THB 107,200,000 and the amendment of Clause 4 of the Memorandum of Association (Registered Capital) to be in line with the increase of the Company's registered capital.

with the votes as follows:

| | | | | |
|-------------|------------|--|---------|---------|
| Approved | 72,284,134 | votes or | 99.9998 | percent |
| Disapproved | 100 | votes or | 0.0001 | percent |
| Abstained | - | votes or | - | |
| Out of | 72,284,234 | votes who attended the meeting and had the right to vote on this agenda. | | |

Agenda 11 To consideration and approval of the allocation of issued ordinary shares under the general mandate.

The Emcee informed the Meeting that Continuing from Agenda 10 increase of the company's registered capital under the general mandate and to comply with the law at the shareholders' meeting to allocation of issued ordinary shares under the general mandate. Agreed to propose to the shareholder's meeting to allocation of issued ordinary shares under the general mandate. The Company's objective is to use as capital to support future business, not more than 80,400,000 shares with a par value of THB 0.50 each per share as follows:

Method 1: Allocation of not more than 40,200,000 new ordinary shares with a par value of 0.50 Baht per share, equivalent to 30 percent of the paid-up capital, to offer to existing shareholders in proportion to their shareholding (Rights Offering).

Method 2: Allocation of not more than 26,800,000 new ordinary shares with a par value of 0.50 Baht per share, equivalent to 20 percent of the paid-up capital, to offer to general public (Public Offering).

Method 3: Allocation of not more than 13,400,000 new ordinary shares with a par value of 0.50 Baht per share, equivalent to 10 percent of the paid-up capital, to offer to Private Placement.

The allocation of newly issued ordinary shares according to Method 1, 2, 3 above, by one or many methods combined the additional paid-up capital must not exceed 30 percent of the paid-up capital on the date the board of directors has resolved to increase the capital or not more than 40,200,000 shares. However, if the allocation under Method 2 and 3 the increase must not exceed 20 percent of the paid-up capital or not more than 26,800,000 shares on the date the board of directors has resolved to increase the capital.

Therefore, Resolution on this agenda shall be approved by a majority vote of the shareholders attending the meeting and casting their votes. The Emcee informed to the Meeting that whether shareholders have any inquiry or not, which there was no question. The Emcee asked the meeting to vote and the resolution of the meeting as follows:

Resolution The Meeting resolved to approve the allocation of issued ordinary shares under the general mandate, not more than 80,400,000 shares with a par value of THB 0.50 each per share.

with the votes as follows:

| | | | | |
|-------------|------------|--|---------|---------|
| Approved | 72,284,134 | votes or | 99.9998 | percent |
| Disapproved | 100 | votes or | 0.0001 | percent |
| Abstained | - | votes or | - | |
| Out of | 72,284,234 | votes who attended the meeting and had the right to vote on this agenda. | | |

Agenda 12 To consider other matters (if any)

The Chairman informed the Meeting that the Meeting was complete all agendas as specified in the meeting invitation letter. The Chairman informed to the Meeting that whether shareholders have any inquiry or not.

Then, the Chairman informed there was no other additional agenda. The Chairman thanked all shareholders for their support and valuable time to attend the 2023 Annual General Meeting of Shareholders and closed the meeting.

The meeting adjourned at 14:40 hrs.

-- Wasawat Prasertsin --

(Mr. Wasawat Prasertsin)

Acting Chairman of the Board

-- Bongkoch Pantee --

(Miss Bongkoch Pantee)

Company Secretary

QR Code for download in digital book



Annual Report 2023 (56-1 One Report)



Financial statements for the year 2023

Shareholders can download information via QR Code by following the steps below:



For iOS system
(iOS 11 and above)

1. Turn on the camera (Camera) on the phone.
2. Scan (point your phone's camera at it) at the QR Code.
3. The screen will have a message. (Notification) up to the top, press on the message.


**Note : In case there is no message (Notification) on mobile phones, shareholders can scan the QR Code from the application. (Application) other such as QR Code Reader, Facebook and Line etc.



For Android system

1. Open the QR Code Reader application, Facebook or Line. The process of scanning a QR Code via Line enters Line and selects Add friend. Select QR Code Scan QR Code.
2. Scan QR Code

Information of the Nominated person to be appointed as Directors to replace the Directors who retired by rotation

| | | |
|--|---|---|
| Name-Surname | Mr. Tananrat Sriduang |  |
| Type of Director to be Appointed | <ul style="list-style-type: none"> - Director - Risk Management Committee | |
| Age | 42 Years | |
| Education | - | |
| Training from Thai Institute of Directors (IOD) | - Director Accreditation Program (DAP) Class of 210/2023 | |
| Experience | ❖ Listed Companies 2023– Present <ul style="list-style-type: none"> ● Comanche International Public Company Limited <ul style="list-style-type: none"> - Director - Risk Management Committee | |
| | ❖ Other Listed Companies None | |
| | ❖ Non-Listed Company 2023 – Present <ul style="list-style-type: none"> ● BT Grand Petroleum Company Limited <ul style="list-style-type: none"> - Director ● BT Bowtipcoffee Company Limited <ul style="list-style-type: none"> - Director ● BT Bowtiwaratree Company Limited <ul style="list-style-type: none"> - Director ● Roomz International Company Limited <ul style="list-style-type: none"> - Director ● Win Star Tech Company Limited <ul style="list-style-type: none"> - Director | |
| Board member / Management in Other Entities that may have conflict of interest | None | |
| COMAN shareholding (As of 31/12/2023) | 0.16 % | |
| Meeting attendance in 2023 | <ul style="list-style-type: none"> - Board of Director attend 3 times out of 4 - Risk Management Committee attend 0 time out of 0 | |
| Date appointed as a director | February 24, 2023 | |
| Years served as a director of the Company | 1 Year | |
| A history of violation of securities laws and futures contracts | None | |

Information of the Nominated person to be appointed as Directors to replace the Directors who retired by rotation

| | | |
|--|---|---|
| Name-Surname | Mr. Naphon Boriboon |  |
| Type of Director to be Appointed | - Director | |
| Age | 67 Years | |
| Education | - Studying Master's Degree in Political Science, Bangkok Thonburi University - Bachelor's Degree of Arts (Community Development) , Rajabhat Rajanagarindra University | |
| Training from Thai Institute of Directors (IOD) | None | |
| Experience | ❖ Listed Companies 2023 – Present <ul style="list-style-type: none"> Comanche International Public Company Limited - Director | |
| | ❖ Other Listed Companies None | |
| | ❖ Non-Listed Company 2022 – Present <ul style="list-style-type: none"> Advisor to the Protection the Committee on Consumer Protection Present Siam Electric Construction Company Limited - Managing Director Advisor to the Minister of Culture President of the Eastern Region Press and Public Relations Association Kao Tour Thai (Online News) - Director | |
| Board member / Management in Other Entities that may have conflict of interest | None | |
| COMAN shareholding (As of 31/12/2023) | None | |
| Meeting attendance in 2023 | - Board of Director attend 1 time out of 4 | |
| Date appointed as a director | August 11, 2023 | |
| Years served as a director of the Company | 7 Months | |
| A history of violation of securities laws and futures contracts | None | |

Criteria, and Methods for Nomination, The Board of Directors has considered that the directors to be nominated have qualifications according to the laws and do not have prohibited qualifications according to the announcement of the Capital Market Supervisory Board (CMSB).

**Information of the Nominated Auditors for the year 2024
(Karin Audit Company Limited)**

| 1. Mr. Jadesada Hungsapruerk | |
|-------------------------------------|--|
| C.P.A Reg. No. | 3759 |
| No. of years of auditing | 1 Year |
| Education | Year 1987 Bachelor of Accounting, Thammasat University |
| Experience | 2005 – Present Karin Audit Company Limited - Founder |
| | 2003 – Present Mahachai Hospital Public Company Limited - Director and Audit Committee |
| | 2020 – Present TPP Healthcare International Company Limited - Director and Audit Committee |
| 2. Miss Kannika Wipanurat | |
| C.P.A Reg. No. | 7305 |
| No. of years of auditing | never been an auditor of the company |
| Education | Year 2016 Master of Science - Major Accounting, Thammasat University Year 1998 Bachelor of Accounting, Thammasat University |
| Experience | 2005 – Present Karin Audit Company Limited - Managing Director |
| | 2003 - 2004 Grant Thornton Limited - Director and Audit Committee |
| 3. Miss Bongkotrat Suamsiri | |
| C.P.A Reg. No. | 13512 |
| No. of years of auditing | never been an auditor of the company |
| Education | Year 2003 Bachelor of Business Administration (Accounting) Rajamangala institute of Technology Bangkok Commercial Campus |
| Experience | 2020 – Present Karin Audit Company Limited - Director |
| | 2005 - 2019 Karin Audit Company Limited - Senior Auditor |

The 3 auditors nominated above have no relationship or interest in the company, subsidiaries, executives, major shareholders, or related parties that could affect their independent performance of duties.

(F53-4)

Report Form for Capital Increase
Comanche International Public Company Limited
February 28, 2024

Comanche International Public Company Limited, hereby report the resolution of the Board of Directors' meeting No 1/2024, dated February 28, 2024, relating to the capital increase and allotment of capital increase shares as follows:

1. Capital increase:

The meeting of the Board of Directors passed a resolution that the extension of the period for the allocation of newly issued ordinary shares under the General Mandate, as approved by the 2023 Annual General Meeting of Shareholders held on April 21, 2022 and will be terminated on the date of 2024 Annual General Meeting of Shareholders for another yearly term (the first period of extension) which had approval for the increase in the company's registered capital" from THB 67,000,000 to THB 107,200,000 by issuing 80,400,000 ordinary shares with a par value of THB 0.50 each, totaling THB 40,200,000 Details of capital increase as follows:

| Type of capital increase | Type of securities | Number of shares | Par value (THB/share) | Total (THB) |
|--|--------------------|------------------|-----------------------|-------------|
| <input type="checkbox"/> Specifying the purpose of utilizing the capital | Ordinary shares | - | - | - |
| | Preferred shares | - | - | - |
| <input checked="" type="checkbox"/> General Mandate | Ordinary shares | 80,400,000 | 0.50 | 40,200,000 |
| | Preferred shares | - | - | - |

2. Allotment of capital increase shares:

2.1 Specifying the purpose of utilizing the capital

| Allotted to | Number of shares | Ratio (old : new) | Selling price (THB/share) | Subscription and payment period | Remark |
|-------------|------------------|-------------------|---------------------------|---------------------------------|--------|
| - | - | - | - | - | - |

2.2 General Mandate

| Allotted to | Type of securities | Number of shares | Percentage of paid-up capital* | Remark |
|----------------------|--------------------|------------------|--------------------------------|--------|
| 1. Rights Offering | Ordinary shares | 40,200,000 | 30 | - |
| 2. Public Offering | Ordinary shares | 26,800,000 | 20 | - |
| 3. Private Placement | Ordinary shares | 13,400,000 | 10 | - |

*Note : Percentage of paid-up capital on the date that the Board of Directors resolved with the approval to increase capital under General Mandate

By assigning the Board of Directors and / or persons assigned by the Board of Directors has the following powers

1) Consider the offering of newly issued ordinary shares at one time or many times. However, the allocation of newly issued ordinary shares according to **Method 1, 2, 3** above, by one or many methods **combined the additional paid-up capital must not exceed 30 percent of the paid-up capital** on the date the board of directors has resolved to increase the capital or not more than 40,200,000 shares. However, if the allocation under **Method 2 and 3** the increase **must not exceed 20 percent of the paid-up capital** on the date the board of directors has resolved to increase the capital or not more than 26,800,000 shares.

2) Specify objectives, date and time of offering, offering price including details and conditions related to the allocation of ordinary shares. The above allotment of the new ordinary shares (a) must not be allotted to connected persons according to the Notification of the Capital Market Supervisory Board No. Tor Chor. 21/2551 regarding the rules for connected transactions 2008 and the Stock Exchange of Thailand in the subject of Disclosure of information and the practice of listed companies on connected transactions 2003 regarding the offering of shares to the public or to private placement. In determining the offering price of newly issued shares to the private placement must be the best price according to the market conditions during the offering of shares, which must not be less than 90 percent of the market price, according to the Notification of the Capital Market Supervisory Board No. Tor Chor. 72/2558 regarding the permission for listed companies to offer newly issued shares to private placement. In which the market price is the weighted average trading price of the ordinary shares of the company on the Market for Alternative Investment, not less than seven consecutive business days but not more than fifteen consecutive business days, before the first day of the company offering the newly issued shares to the private placement, and

3) Negotiate, agreed to sign related documents and contracts, and take any other necessary actions appropriately in connection with the issuance and offering of the newly issued ordinary shares, including the registering of additional ordinary shares as listed securities on the Market for Alternative Investment.

In this regard, the aforementioned allocation of newly issued ordinary shares must be completed within the date that the company holds the next annual general meeting of shareholders or within the date specified by law to have a regular shareholders' meeting in the following year, whichever comes first. In this regard, the company shall completely allocation the newly issued shares either by the date of the next Annual General Meeting of Shareholders or by the date required by law to be fixed as the date of the next Annual General Meeting of Shareholders, whichever is the earlier.

3. Schedule for a shareholders' meeting to approve the capital increase and allotment of capital increase shares

The 2024 Annual General Meeting of Shareholders is scheduled to be held on April 22, 2024 at 10.00 a.m., in the form of electronic meeting (E-AGM)

- Specifying the list of shareholders with the rights to attend this meeting (Record date) on March 20, 2024
- Specifying the book-closing date to share transfers in order to determine the rights to attend this meeting from (date) - until the meeting has been duly convened.

4. Seeking approval of the capital increase and share allotment from related government agency, and approval conditions

- 4.1 The Annual General Meeting of Shareholders approves the extension of the period for the allocation of newly issued ordinary shares also other related matter.
- 4.2 The Company will register the amendment of the paid-up capital with the Department of Business Development, the Ministry of Commerce within 14 days after the date on which the Company receives the entire share payment.
- 4.3 The Company is required to obtain an approval from the Stock Exchange of Thailand for the listing of such newly issued ordinary shares which will be offered by way of a rights offering, a public offering and/or a private placement on the Market for Alternative Investment (mai).

5. Objectives of the capital increase and plans for utilizing the increased capital:

The Company shall issue the capital increases ordinary shares to increase liquidity and working capital to the Company. However, The Company has not set objective for to capital increase.

6. Benefits that the Company will receive from the capital increase and share allotment:

The capital increase will provide the Company with liquidity and working capital increase in order to expand the business potential as well as help the Company financially stronger. This will result in benefit to the Company and its shareholders in the long term.

7. Benefits that the shareholders will receive from the capital increase and share allotment:

7.1 Dividend policy

The capital increase will help reduce the financial costs as well as the financial burden which will result in an increase in the Company's profit. In the case that the warrant holders exercise their rights under such warrants to purchase the ordinary shares in the future, the Company's shareholders will benefit from this as the Company will be able to utilize the funds thereof with its future projects and for the Company's working capital. When the Company generates more profits, the Company will be able to pay dividends to the shareholders in line with the dividend payment policy at the rate of not less than 40 percent of the net profit according to the Company's separate financial statements after deduction of corporate income tax and legal reserve as required by laws, and any obligations under loan agreement (with additional obligations). In this regard, the dividend payment rate can be adjusted depending on the Company's operating result, financial position, liquidity, investment plan, working capital needed for business operation, business expansion and other related factors in relation to the management of the Company as the Board of Directors and/or shareholders of the Company deem appropriate. However, there shall not be any accumulated loss on the equity.

7.2 The subscriber of capital increase shares will be entitled to receive dividends from the company's operations. Starting from the subscriber to receive shares Registered as a shareholder of the company with the name appearing as a shareholder in the company's shareholder register.

7.3 Others

-None-

8. Other details necessary for shareholders' decision making in the approval of the capital increase and share allotment:

The Board of Directors is of the opinion that the increase of the registered capital by the allocation of the newly issued ordinary shares of the Company General Mandate will help support the business and fundraising of the company in the future.

9. Time schedule of action in case the Board of Directors passes a resolution with the approval of the capital increase or allotment of new shares:

| No. | Procedures of the capital increase | Date/Month/Year |
|-----|---|---|
| 1. | Date of the Board of Directors' Meeting no.1/2024 | February 28, 2024 |
| 2. | The record date for the purpose of determining the eligible shareholders to attend the 2024 Annual General Meeting of Shareholders | March 20, 2024 |
| 3. | Date of the 2024 Annual General Meeting of Shareholders | April 22, 2024 |
| 4. | Register the increase of the paid-up capital and the amendment of the Company's Memorandum of Association with the Department of Business Development, the Ministry of Commerce | Within 14 days from the date of receiving payment for the newly issued share time to time |
| 5. | Offer for sale of newly issued ordinary shares under the general mandate to Right Offering and/or Public Offering and/or Private Placement | Within 12 months from the date of Shareholders Meeting's resolution |

The Company hereby certify that the information contained in this report form is correct and complete in all respects.


Yours sincerely

--Wasawat Prasertsin--

(Mr. Wasawat Prasertsin)
Chief Executive Officer

**Information of Independent Directors who are Proxy Holders for Shareholders and Define of
Independent Director**

|  | Name/Position/Age | Address | Vested interest in the agenda proposed |
|---|---|---|--|
| | Dr. Somchai Wongsabsin - Chairman of the Board of Director - Independent Director - Chairman of the Audit Committee - Chairman of the Risk Management Committee - Chairman of the Good Corporate Governance <u>Age : 52 Years</u> | 99/160 Moo 8, Racha Thewa Bang Phli, Samut Prakan 10540 | None |
| | | | Company's securities holding (%) |
| | | None | |

|  | Name/Position/Age | Address | Vested interest in the agenda proposed |
|---|--|---|--|
| | Dr. Soonthorn Pibulcharoensit - Independent Director - Audit Committee - Chairman of the Nomination and Remuneration Committee <u>Age : 52 Years</u> | 35/168 Ekachai Rd.,Bang Nam Chuet, Samut Sakhon 74000 | None |
| | | | Company's securities holding (%) |
| | | None | |

|  | Name/Position/Age | Address | Vested interest in the agenda proposed |
|---|---|--|--|
| | Mr. Ekachai Panitaumnuaysuk - Independent Director - Audit Committee - Risk Management Committee - Nomination and Remuneration Committee <u>Age : 33 Years</u> | 31 Mahesak 3 Rd., Suriyawong, Bangrak, Bangkok 10500 | None |
| | | | Company's securities holding (%) |
| | | None | |

Note : Details of 3 Independent Directors appeared in the Annual Report 2023 (Form 56-1 One Report)

Define of Independent Director (Notification of Capital Market Supervisory Board 39/2559)

1. Holding no more than 1% of total voting shares* including the shareholding of persons related to the independent directors
2. Not currently be or never been the company's executive director, worker, employee, salaried consultant, or controlling parties*. Exception: It has been at least two years after the person has held the position.
3. Not by blood or legally registered with other directors, executives, major shareholders, controlling parties, or persons who will be nominated as directors, executives, or controlling parties of the company or subsidiary.
4. Not currently having or never had any relations with the company* in the way that such relation may impede the person from having independent views. Also, the person should not currently be or never be a significant shareholder or controlling person for persons having business relations with the company*. Exception: It has been at least two years after the person has held the position.
5. Not currently being or never been the company's auditor*. Also, the person should not currently be or never be a significant shareholder, controlling person, or partners of current auditor's auditing firm*. Exception: It has been at least two years after the person has held the position.
6. Not currently be providing or never provided professional services, legal consulting, nor financial consulting services to the company with a fee more than THB 2 million per year*. Also, the person should not currently be or never be a significant shareholder, controlling person, or partners of current service providers. Exception: It has been at least two years after the person has held the position.
7. Not currently a director appointed to represent the company's directors, major shareholders, or the shareholder related to major shareholder.
8. Not currently be operating under similar business nature and significant competition to the company or subsidiary; or not a significant partner of the partnership, executive director, salaried worker, employee, or consultant; or holding more than 1% of voting shares of any other companies operating under similar business nature and significant competition to the company and subsidiary.
9. Not under any conditions that may impede the person from having independent views towards the company's operations.

**Including the parent company, subsidiary, affiliate, major shareholder(s), or controlling parties of the company*

If granting proxy to an independent director to exercise the right on your behalf, please submit a proxy form along with a copy of your ID card or a copy of the company affidavit signed to certify the accuracy and return to the company by 5:00 p.m. on April 17, 2024, at the following address:

Proxy Form – Company Secretary
Comanche International Public Company Limited
161 Soi Sukhumvit 55 (Thong Lor), Klongtan Nua,
Wattana, Bangkok 10110
Tel 02 120 6252

The Articles of Association of the Company regarding the Shareholders' Meeting

Section 3 The Board of Directors

Article 19 The shareholders' meeting shall elect the Board of Directors which comprise of the directors at least five (5) persons to be responsible for managing the entire business of the Company and have authority and duty to act under the scope of law, objective, articles of association of the Company, resolution of the Annual General Meeting of shareholders, as well as to have the authority to act any matters in accordance with the Memorandum or such related matters. Additionally, the directors shall be either shareholders or not.

At least half (1/2) directors of the total directors must have residence in Thailand and the Company's directors shall have a qualification and have no prohibited characteristics according to the law.

Article 21 Except as stated in Article 25, the shareholders' meeting shall elect the directors according to the principle and criteria as follows:

- (1) Each shareholder shall have one vote per one share.
- (2) Each shareholder shall exercise all the votes to elect one or several persons as director(s), however it must not exceed the number of directors to be elected in the election.
- (3) In case that shareholders exercise the vote to elect more than one person as directors, shareholders shall have the vote to elect each person equal to the total of existing votes of themselves, which not allowing to divide the votes not equally.
- (4) The person who gains the maximum votes respectively shall be elected as directors equal to the number of directors that requires to fulfill in those election. In case that person, who gains the votes in the second rank of election, has the votes equally as exceeding a number of directors that requires to fulfill in those election, then the Chairman of the Meeting must be the final vote decisively to finalize the total of directors as required in those election.

Article 22 In every Annual General Meeting, one-thirds (1/3) of the directors shall retire from the office by rotation. If the directors cannot be divided directly by three (3) parts, then the number of directors nearest shall be retired equal to portion of one-thirds (1/3).

The directors shall retire at the first year and the second year after the Company's registration by using the raffles method to retire first, and, for the other years, the directors who have longest term in the office shall retire from the office, but those directors who retires from the office shall be re-elected.

Article 25 In case of the vacancy of directorship position because of other reasons beside the rotation term, then the Board of Directors shall select the person who has a qualification and has no prohibited character according the law to be appointed as director in replacement of directorship in the fourth coming Board of Directors' Meeting, except for the term of the office of director shall be remained less than two (2) months. The person who is selected as replacement shall have the term of office only equal to the remaining term of its replacement.

Resolution of the Board of Directors' Meeting according to the first paragraph shall comprise with the votes not less than three-fourths (3/4) of the total remaining directors.

In case that the directorship position is vacant and left the remaining number of directors less than the quorum to be constituted, the remaining directors shall arrange the shareholders' Meeting to elect the director in replacement of all vacant directorship positions within one (1) month starting from the date of the number of vacancy director until less than the quorum to be constituted and the person who is appointed as director in replacement shall have the term of office only equal to the remaining term of office in its replacement.

Article 26 The shareholders' meeting shall resolve to terminate the director before the term of office with the total votes not less than three-fourths (3/4) of the total shareholders and proxies from shareholders (if any) who attend the meeting and having the right to vote and the total shares collection not less than half (1/2) of the total shares held by shareholders and proxies from shareholders (if any) who attend the meeting and having the right to vote.

Article 35 Do not allow the Company to pay cash or any other assets to the directors except for the payment as remuneration to the directors. However, the director shall have the right to be entitled to receive the remuneration, meeting allowance, allowance, and other benefits from the Company in the term of pension, bonus or remuneration in another type in the same way in accordance with the regulation and articles of association of the Company or the resolution of the shareholders' Meeting to agreed and comprise of the votes not less than two-thirds (2/3) of the total votes of shareholders to attend the Meeting by fixing the exact amount or placing the criteria and shall fix form times to times or shall be effective onwards until there will be any amendment. Besides, it shall receive allowance and other benefits according to the Company's regulations.

In the first paragraph shall not affect the right of the staff or employees of the Company who shall be elected as director that the right to be entitled to receive remuneration and benefits as staffs or employees of the Company shall be remained.

Sector 4 Shareholders' Meeting

Article 36 The Board of Directors shall hold an annual ordinary meeting of shareholders within four (4) months from the end of the fiscal year of the Company at the location of the Head Quarter, nearby provinces, or other venues according to the Chairman of the Board shall agree and other meetings beside this meeting shall be called as the Extraordinary General Meeting.

Article 37 The Board of Directors shall call the shareholders' meeting as the Extraordinary General Meeting whenever it deems to be appropriate or one shareholder or the shareholders who have the total shares to collect together not less than tenth (10) percent of the total issued shares shall agree to prepare a letter to pass to the Board of Directors to call the shareholders' meeting as the Extraordinary General Meeting in any times, but it requires to mention the clear reasons to call the meeting at the

forementioned letter. In this case, the Board of Directors shall arrange the shareholders' meeting within forty-five (45) days starting from the date of receiving such letter from the shareholders.

If the Board of Directors does not prepare the shareholders' meeting within the period specified in the first paragraph, all shareholders, or any other shareholder group, who gather shares together in accordance with the articles of association, may call for the meeting within forty-five (45) days count from the period specified in the first paragraph. In this case, it is deemed to be a shareholder meeting called by the board of directors. The company must be responsible for necessary expenses incurred from arranging the meeting and providing reasonable facilitation.

In the case where the shareholder meeting appears to have been called by the shareholders under paragraph two, if the number of shareholders present at the meeting was not sufficient to form a quorum as specified in Article 42, the shareholders mentioned in the second paragraph must jointly bear the responsibility for reimbursing the expenses incurred by the company for holding the meeting at that time.

Article 38 In the shareholders' meeting, the shareholders who have the right to be entitled to attend the meeting and have the right to vote, shall be the shareholders who have the name on the list of shareholders in registration book upon the specified date of the Board of Directors and the share number of each shareholder who has the right to vote according to the shown names of shareholders registration book in the same day. However, the rights of such person shall not be affected even though the data of shareholder registration book as of the meeting date is amended.

The determined date by Board of Directors according to the first paragraph shall be in advance before the shareholders' meeting date not more than two (2) months.

Article 39 In order to call a shareholders' meeting either the Annual General Meeting or Extraordinary General Meeting, the Board of Directors shall prepare the invitation letter to mention the place, date, time, and agendas to be proposed to the meeting as enclosed the appropriate details. Also specify the proposed agendas for acknowledgement, for approval or for consideration as well as the Board's opinions in such agendas and submit to the shareholders and registrar for information not less than seven (7) days before the meeting date or not less than any other time duration for the matters to be proposed to the meeting according to the law required and specific. The advertisement for announcement of meeting arrangement in the newspaper or through electronic media through a website that is generally accessible or according to the criteria specified by the registrar. It must be advertised for three (3) consecutive days and at least three (3) days before the meeting date.

Sending meeting notices to shareholders may be conducted electronically, following the channels, methods, and period specified by the company, or as per criteria by the registrar. The Board of Director shall determine the meeting place according to the first paragraph.

Article 40 The shareholders may authorize the proxy to the person being underage to attend the meeting and have a right to vote on their behalf. The proxy form shall be shown as the date and signature of the proxy grantor and complied with the registrar required, shall be at least the following details:

- (1) The total shareholding by the grantor
- (2) Name of the proxy
- (3) Meeting number for the proxy for attending the meeting and having the right to vote.

The proxy form shall be submitted to the Chairman of the Board or who the Chairman of the Board assigns at the meeting before the proxy to attend the meeting.

Granting a proxy according to first paragraph may be through electronic media instead by chosen method must be secure and reliable to ensure that the proxy is made by the shareholder in accordance with the criteria set by the registrar.

Article 41 In case of authorization for a proxy, both persons who are either shareholders or not shareholders shall have the right to vote according to the vote number for the proxy, besides the voting that they have the right to vote personally as shareholder as well.

Article 42 In every shareholders' meeting, shall have shareholders and proxy holder from shareholders (if any) to attend the meeting not less than twenty-five (25) persons or not less than half (1/2) of the total shareholders and shall count the shares together not less than one-thirds (1/3) of the total issued shares and it deems as a quorum to be constituted.

In case any shareholders meeting has passed one (1) hour as scheduled, the total shareholders to attend the meeting not deemed as a quorum to be constituted. If such shareholders' meeting is called by the shareholders because the shareholders requests, therefore, such meeting shall be cancelled. If such meeting is not called by the request of the shareholders, then it shall re-arrange the meeting and submit the invitation letter to the shareholders not less than seven (7) days prior to the meeting date and this subsequent meeting shall not require for a quorum to be constituted.

Article 43 In shareholders' meeting, appoint the Chairman of the Board to be the Chairman of the Meeting. If the Chairman of the Board is not in the Meeting or not be able to perform the duty, then the Vice Chairman of the Board shall perform as the Chairman of the Meeting. However, if there is no Vice Chairman of the Board or have, but not in the Meeting or not be able to perform a duty, then the shareholders to attend the meeting shall select any shareholders to be the Chairman of the Meeting.

Article 44 The Chairman of the shareholders' Meeting has duties to control the meeting to comply with the Articles of Association of the Company. This meeting shall proceed according to the respective agendas as specified in the invitation letter, except for the meeting shall resolve to convert the ranking of agendas with the vote not less than two-thirds (2/3) of total shareholders who attends to the meeting.

Whenever the meeting considers the agendas successfully according to the first paragraph, the shareholders who collect the shares together not less than one-thirds (1/3) of the total issued shares,

shall be able to require the Meeting to consider other matters beyond the specified agendas as stated in the invitation letter.

In case that the Meeting has considered the respective agendas not completed according to the first paragraph or considered the agendas proposed by the shareholders not completed according to the second paragraph depend on each case and there must be necessary to postpone the consideration. The Meeting then need to state the venue, day, time, and meeting agendas to the shareholders not less than seven (7) days prior to the meeting date. However, the advertisement of meeting announcement to newsletter or through electronic media through a website that is generally accessible or according to the criteria specified by the registrar. It must be advertised for three (3) consecutive days and at least three (3) days before the meeting date.

Sending meeting notices to shareholders may be conducted electronically, following the channels, methods, and period specified by the company, or as per criteria by the registrar. The Board of Director shall determine the meeting place according to the first paragraph.

Article 45 Unless it shall specify with other cases in this Articles of Association, the voting method in the shareholders' meeting not even by raising the hands or by collecting the votes confidentially, it shall be given one (1) share to equal to one (1) vote. The shareholders who are the stakeholder in special case in any matters, then such shareholders shall not have the right to vote for such mentioned matters unless it shall be a vote for director election and resolution of the shareholders' meeting is comprised of the votes as follows:

- (1) In normal case, it deems on using the votes of majority of shareholders who attend the meeting and have the right to vote. If they have the vote equally, then the Chairman of the Meeting shall have the final vote to be decisive vote.
- (2) In the following cases, it deems to use the vote not less than three-fourths (3/4) of the total vote of shareholders who attend to the meeting and have the right to vote.
 - (a) Sales or transfer the enterprise of the whole company or some important parts to other persons.
 - (b) Purchase of acceptance for transferring the enterprise of the Public Company Limited or Company Limited to be acquired to the Company.
 - (c) Engagement, amendment, or cancellation regarding to the rental of enterprise of the whole company or important parts, assignment to the other persons to manage the company's business or merging the business together with the other persons with the purpose of sharing the profit and loss.
 - (d) Amendment of the Memorandum or the Articles of Association of the Company.
 - (e) Increase or reduce the capital of the Company.
 - (f) Issuance of the bonds to be offered to the public.
 - (g) Amalgamation or dissolution of the Company.

Article 46 The Annual General Meeting requires considering at least the following matters:

- (1) To acknowledge the Board of Directors' report regarding the Company's performance report for the previous fiscal year.
- (2) To consider and approve of the financial statements of the Company for the previous fiscal year.
- (3) To consider and approve of the allocation of retained earnings and dividend payment and be allocated as legal reserve.
- (4) To consider and elect the directors in replacement of those who retired by rotation and fix its remuneration of the directors.
- (5) To consider and appoint the auditor and fix its audit fee.
- (6) Other matters.

Article 47 In case of the Company or subsidiaries according to the definition of law pertaining to securities and stock of exchange to entering related transaction or acquisition or disposal the important assets of the Company according to the specified criteria in the law pertaining to securities and stock of exchange, then the Company shall practice according to the principle and criteria as stated in such matters.

Sector 5 Accounts, Finance and Audit

Article 48 Fiscal year of the Company shall start from January 1 and ended as of December 31 of every year.

Article 49 The Company shall prepare and keep the accounting as well as the auditing according to the related law required and shall prepare the financial statement and profit and loss at least one time in the cycle of twelve (12) months as deemed as the fiscal year of the Company.

All books and accounting of the Company shall be prepared and kept according to the principle and practice of the international accounting as accepted in general in Thailand.

Article 50 The Board of Directors shall prepare the financial statement and profit and loss ended for the fiscal year of the Company and shall propose to the shareholders' meeting for the Annual General Meeting to consider and approve the financial statement and profit and loss. In this case, the Board of Directors shall require the auditor to audit the financial statement and profit and loss to be complete prior to be proposed to the shareholders' meeting to consider and approve at the Annual General meeting.

Article 51 The Board of Directors shall prepare such mentioned financial statement and profit and loss that shall be correct and complete as follows:

- (1) Total income and expenses included both transaction causing to receive or pay cash in every transaction and having a profit or loss for the Company.
- (2) Assets and liabilities of the Company.
- (3) Capital portion of the shareholders and reserved capital.

Article 52 The Board of Director shall delivery the following documentations to the shareholders enclosed with the invitation letter for the Annual General Meeting.

- (1) The copies of audited statement and profit and loss as well as audited report of auditor
- (2) The Annual report of the Board of Director and supporting documents of such report (if any)

Article 53 The shareholders' Meeting shall appoint the auditor of the Company and fix the amount of remuneration for the auditor. However, the auditor who is no longer the Company's auditor shall be entitled to re-elect as the Company's auditor.

The auditor shall not be the director, staff, employee, or any other designation in the Company. However, the Company shall rotate the auditor according to the specified law pertaining to the securities and stock of exchange and/or related law.

Article 54 The auditor shall have the authority to audit the accounting, document, and other evidence regarding the income and expenses including assets and liabilities of the Company during the business hour of the Company. The auditor shall have the authorization to inquiry the directors, staffs, employees, other designations of the Company and delegate of the Company included with those persons to clarify the facts or submit the documents or evidence regarding to the business operation of the Company.

Article 55 The auditor shall be responsible to attend the meeting for the shareholders' meeting of the Company every time that has the agenda to consider the financial statement and profit or loss statement and problems pertaining to the Company's accounting to clarify the audit report to the shareholders and the Company shall submit the report and all documentations to the shareholders that requires to have in the shareholders' meeting to the auditor as well.

Sector 6 Dividend and Legal Reserved

Article 56 Do not allow the Company to pay dividends from other type of money besides cash from the profit included with retained earnings. In case that the Company still has the accumulated deficit, then shall not allow to pay dividend.

Dividend shall be divided to pay according the total share at each share equally. Unless the Company shall issue the preferred stocks and fix the preferred stocks to be entitled to receive the dividend against to the ordinary shares, therefore it shall be allocated the dividend as stated. However, the dividend payment shall be approved by the shareholders' Meeting.

The Board of Director may pay the interim dividend to the shareholders from times to times whenever it is considered that the Company has enough profit to do so. When the Company has already announced and has the dividend payment, it shall be informed of such dividend payment to the shareholders in the forthcoming shareholders' meeting.

In case that the Company shall not complete issued shares to the public according to the registered share number or registered increase capital, then the Company shall pay all dividend or some



บริษัท โคมานชี อินเตอร์เนชั่นแนล จำกัด (มหาชน)
เลขที่ 161 ซอยสุขุมวิท 55 (ทองหล่อ) แขวงคลองตันเหนือ
เขตวัฒนา กรุงเทพมหานคร 10110
โทร 02 120 6252
เลขประจำตัวผู้เสียภาษี 0107559000273

COMANCHE INTERNATIONAL PUBLIC COMPANY LIMITED
161 Soi Sukhumvit 55 (Thong Lor), Klongtan-nua,
Wattana, Bangkok 10110
Tel: 02 120 6252
Tax ID 0107559000273

portions by issuing new ordinary shares to the shareholders that are allowed to perceive the approval from the shareholders' Meeting.

Dividend payment shall be preceded within one (1) month starting from the resolution date of the shareholders' Meeting or the Board of directors' Meeting depending on the cases. However, it shall be informed as a letter to the shareholders and required to advertise the announcement of dividend payment in a newspaper for the three (3) consecutive days.

Article 57 The Company shall allocate a portion of the annual net profit as a reserved capital not less than one-twentieth (1/20) of the annual net profit deducting with the accumulative deficit carried forward (if any) until the legal reserved shall be the amount of not less than one-tenths (1/10) of the registered capital. Besides the reserved capital above-mentioned, the Board of Directors may propose to the Shareholders' Meeting to resolve to allocate the other reserved money according to the appropriate consideration for any other business operation of the Company.

The list of documents that must be presented and submitted to the company for registering for the meeting

1. If you wish to attend the meeting via electronic means in person, please attach copy of your ID card or passport (for foreigners) with your signature (Photocopies are acceptable)
2. If you grant a proxy, please attach the proxy form along with the required supporting documents, attach copy of your ID card or passport (for foreigners) with their signature (Photocopies are acceptable) for both the proxy grantor and proxy holder.

Please follow the Guidelines for attending the Electronic Meeting by Inventech Connect (Live Streaming) in Enclosure 9

Voting criteria for vote counting and announcement of vote results

1. **Voting practices for those who attend the meeting in person and of the proxies.**
 - 1.1 At this general meeting of shareholders voting hold one share for one vote. However, the meeting on each agenda shareholders can vote for, agree, disagree or abstain on each agenda. Vote counting will be counted only shareholders voted against and/or abstained only. Then those votes will be deducted from the total number of votes. The remainder of the meeting attendance will be considered as agreeing votes on that agenda.

In voting, the shareholders can choose the agenda they wish to vote on. The system will display a button for voting are 1. agree (green) 2. disagree (red) 3. abstain (orange)

If shareholders want to cancel the last vote, can press the button. "Cancel the last vote" in which the shareholders can amend their votes until that agenda is closed for voting. "Cancel the last vote" or "not vote", the company will assume that you agree with that agenda. And voting can be changed until the notice of voting closes.
 - 1.2 Proxy accepting proxies from many shareholders press to select "User icon" and press the button "Switch account" to access the accounts of other shareholders.
 - 1.3 Any shareholder who has a special interest in any agenda will not have the right to vote on that agenda.
 - 1.4 Shareholders have time to vote for 1 minute after the announcement of the opening of voting for each agenda. and when the voting result for each agenda has been closed. The result of that agenda will be announced to the meeting later.
 - 1.5 Shareholders who make a proxy for others to attend the meeting and voting form according to the wishes of the shareholders. The Company used the votes of agreeing, disagreeing or abstaining according to the wishes of the shareholders. It has already been included in the registration for voting according to the agenda.

Voting in this 2024 Annual General Meeting of Shareholders is.

- 1) Agenda 1, 3, 4, 5 and 7 must be approved by majority vote of the shareholders who attended the meeting and voted.
- 2) Agenda 6 must be approved by not less than two-thirds (2/3) of the total number of votes of the shareholders attending the meeting.
- 3) Agenda 8 must be approved by not less than three-fourths (3/4) of the total number of votes of shareholders who attended the meeting and were entitled to vote.

**Note : Agenda 2 No voting is required as it is an agenda for acknowledgment.*


2. Questioning in the conference room

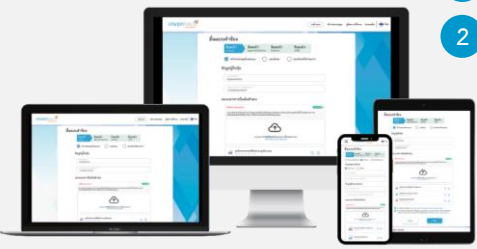
- 2.1 Before voting on each agenda, the Company will give the meeting attendees an opportunity to ask questions or express opinions on issues related to that agenda as appropriate.
- 2.2 Attendee wishing to ask questions or express their opinions on any agenda can ask questions by pressing the button "Send a question / Question", choose an agenda, then type the question, then click on the symbol, send a question, or ask a question with voice by pressing the "Record/Record" button and ask a question with voice Once the question has been asked, press the "Stop for Record" button and press the "Send Question" button.
- 2.3 In case there are any questions related to that agenda, A lot of questions have been sent into the system. The company will consider and select questions as appropriate.
- 2.4 In case of shareholders having problems accessing the meeting system or voting system. Please study and follow the guidelines in Enclosure 9 together with the invitation letter or contact Inventech Call Center at 02-931-9150 in case of system failure during the meeting. Shareholders will receive an email to return to the meeting through the backup system.

Guidelines for attending of Electronic Meeting by Inventech Connect

Shareholders and proxies wishing to attend the meeting can proceed according to the procedure for submitting the request form to attend the meeting via electronic media as follows:

Step for requesting Username & Password from via e-Request system

1. The Shareholders must submit a request to attend the meeting by Electronic Means via Web Browser at <https://con.inventech.co.th/COMAN155165R/#/homepage> or scan QR Code  and follow the steps as shown in the picture



- 1 Click link URL or scan QR Code in the letter notice Annual General Meeting
- 2 Choose type request for request form to 4 step
 - Step 1 Fill in the information shown on the registration
 - Step 2 Fill in the information for verify
 - Step 3 Verify via OTP
 - Step 4 Successful transaction, The system will display information again to verify the exactitude of the information
- 3 Please wait for an email information detail of meeting and Password

**** Merge user accounts, please using the same email and phone number ****

2. For Shareholders who would like to attend the Meeting either through the Electronic Means by yourself or someone who is not the provided independent directors, please note that the electronic registration will be available from 11 April 2024 at 8:30 a.m. and shall be closed on 22 April 2024 Until the end of the meeting.


3. The electronic conference system will be available on 22 April 2024 at 8:00 a.m. (2 hours before the opening of the meeting). Shareholders or proxy holders shall use the provided Username and Password and follow the instruction manual to access the system.


Appointment of Proxy to the Company's Directors

For Shareholders who authorize one of the Company's Independent Directors to attend and vote on his or her behalf, The Shareholders can submit a request to attend the meeting by Electronic Means of the specified procedures or send the proxy form together with the required documents to the Company by mail to the following address. The proxy form and required documents shall be delivered to the Company by 17 April 2024 at 5.00 p.m.

Comanche International Public Company Limited (Company Secretary)
161 Soi Sukhumvit 55 (Thong Lor), Klongtan Nua, Wattana, Bangkok 10110
Tel. 02 120 6252

If you have any problems with the software, please contact Inventech Call Center

 02-931-9141

 @inventechconnect

The system available during 11 – 22 April 2024 at 08.30 a.m. – 05.30 p.m.

(Specifically excludes holidays and public holidays)

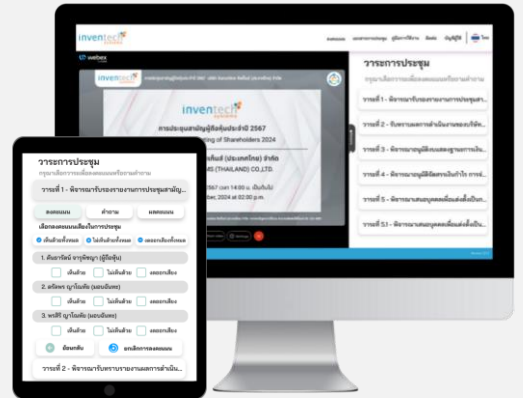


Report a Problem

@inventechconnect

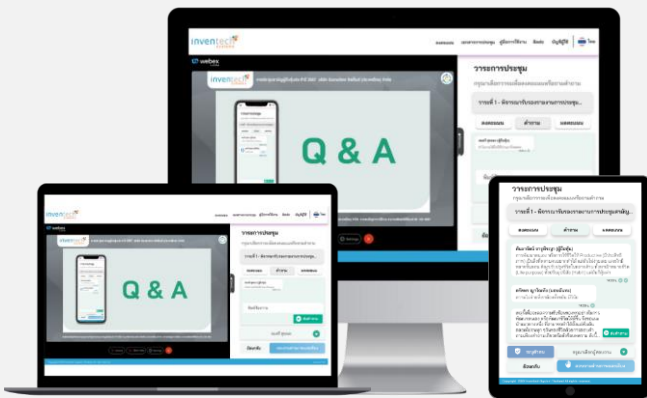
Steps for registration for attending the meeting (e-Register) and voting process (e-Voting)

- 1 Get email and password that you received from your email or request OTP
- 2 Click on “Register” button, the system has already registered and counted as a quorum.
- 3 Click on “Join Attendance”, Then click on “Join Meeting” button
- 4 Select which agenda that you want to vote
- 5 Click on “Vote” button
- 6 Click the voting button as you choose
- 7 The system will display status your latest vote



To cancel the last vote, please press the button “Cancel latest vote (This means that your most recent vote will be equal to not voting, or your vote will be determined by the agenda result) Shareholders can conduct a review of the votes on an agenda basis. When the voting results for that agenda are closed.

Step to ask questions via InvenTech Connect



- Select which agenda
 - Click on “Question” button
- 1 Ask a question
 - Type the question then click “Send”
 - 2 Ask the question via video
 - Click on “Conference”
 - Click on “OK” for confirm your queue
 - Please wait for the queue for you then your can open the microphone and camera

How to use InvenTech Connect



User Manual e-Request



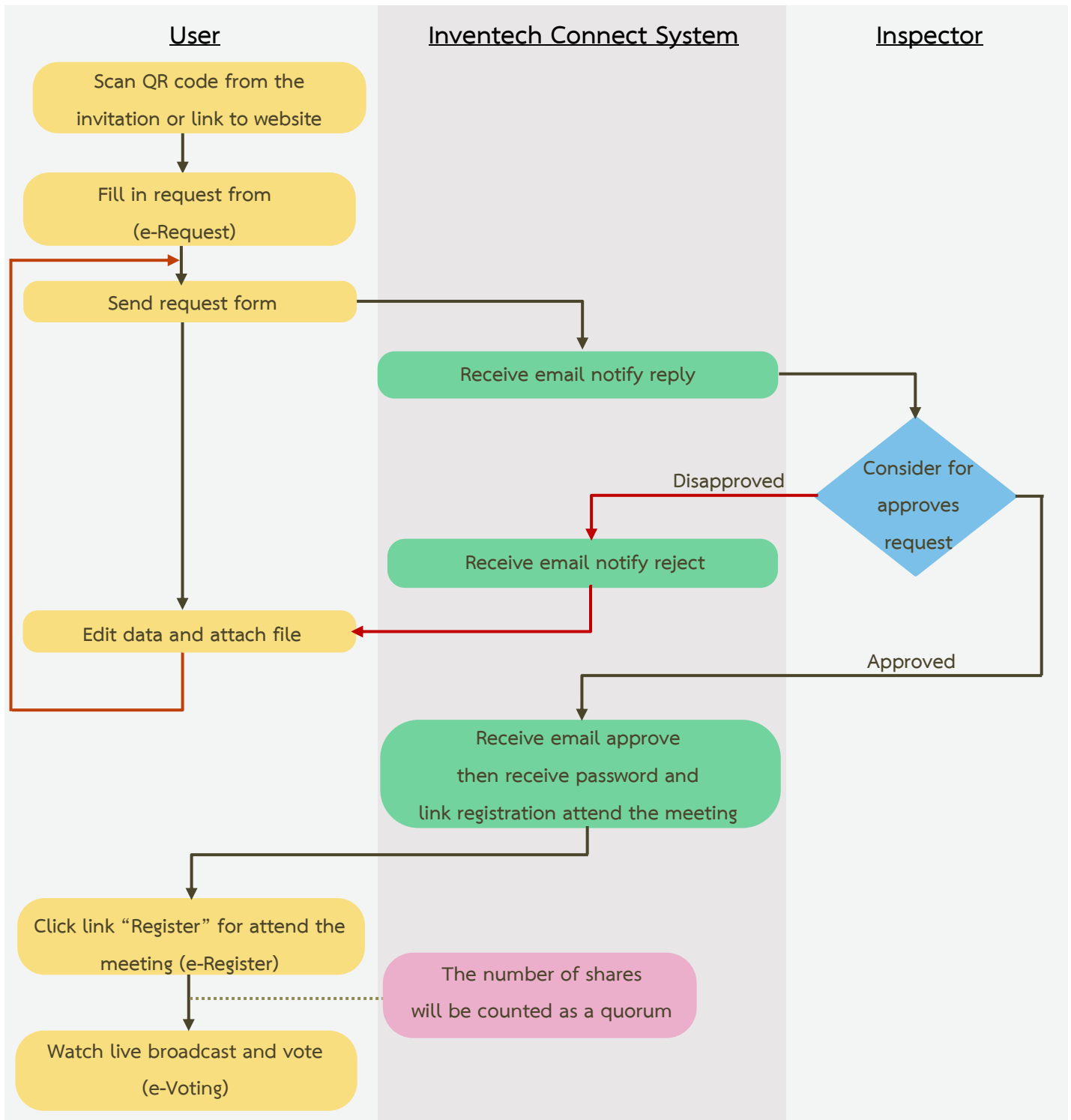
User Manual e-Voting



Video of using InvenTech Connect

* Note Operation of the electronic conferencing system and InvenTech Connect systems. Check internet of shareholder or proxy include equipment and/or program that can use for best performance. Please use equipment and/or program as the follows to use systems.

1. Internet speed requirements
 - High-Definition Video: Must be have internet speed at 2.5 Mbps (Speed internet that recommend).
 - High Quality Video: Must be have internet speed at 1.0 Mbps.
 - Standard Quality Video: Must be have internet speed at 0.5 Mbps.
2. Equipment requirements.
 - Smartphone/Tablet that use IOS or android OS.
 - PC/Laptop that use Windows or Mac OS.
3. Requirement Browser Chrome (Recommend) / Safari / Microsoft Edge **** The system does not supported internet explorer.**



Condition of use

In case Merge account/change account

In case filing request multiple by using the same email and phone number, the systems will merge account or in case user has more than 1 account, you can click on "Change account" and the previous account will still count the base in the meeting.

In case Exit the meeting

Attendees can click on "Register to leave the quorum", the systems will be number of your shares out from the meeting base.

อากรแสตมป์
20 บาท
Duty Stamp
20 Baht

หนังสือมอบฉันทะ (แบบ ข)

Proxy Form (Form B)

เลขทะเบียนผู้ถือหุ้น _____
Shareholders' Registration No.

เขียนที่ _____

Written at

วันที่ _____ เดือน _____ พ.ศ. _____

Date Month Year

1. ข้าพเจ้า _____ สัญชาติ _____
I/We _____ Nationality
อยู่บ้านเลขที่ _____
Address

2. เป็นผู้ถือหุ้นของ บริษัท โคนแมนชี อินเตอร์เนชั่นแนล จำกัด (มหาชน) (“บริษัท”)
being a shareholder of Comanche International Public Company Limited (“The Company”)
โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
holding shares at the total amount of _____ shares and having the right to vote equal to _____ votes as follows:

- หุ้นสามัญ _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
ordinary share shares and having the right to vote equal to _____ votes
- หุ้นบุริมสิทธิ _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
preference share shares and having the right to vote equal to _____ votes

3. ขอมอบฉันทะให้
hereby appoint

- (1) ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
Name Age years, residing at
ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
Road Tambol/Khwaeng Amphoe/Khet
จังหวัด _____ รหัสไปรษณีย์ _____ หรือ
Province Postal Code or
- (2) ดร. สมชาย วงศ์ทรัพย์สิน อายุ 52 ปี
Dr. Somchai Wongsabsin Age 52 years
อยู่บ้านเลขที่ 99/160 หมู่ 8 ต.ราชาเทวะ อำเภอบางพลี สมุทรปราการ 10540 หรือ
residing at 99/160 Moo 8, Racha Thewa Bang Phli, Samut Prakan 10540 or
- (3) ดร. สุนทร พิบูลย์เจริญสิทธิ์ อายุ 52 ปี
Dr. Soonthorn Pibulcharoensit Age 52 years
อยู่บ้านเลขที่ 35/168 ถนนเอกชัย เมืองบางน้ำจืด สมุทรสาคร 74000 หรือ
residing at 35/168 Ekachai Rd., Bang Nam Chuet, Samut Sakhon 74000 or
- (4) นายเอกชัย พาณิชย์อำนวยสุข อายุ 32 ปี
Mr. Ekachai Panitamnaysuk Age 32 years
อยู่บ้านเลขที่ 31 ถนน มหเสถียร 3 แขวง สุริยวงศ์ เขต บางรัก กรุงเทพมหานคร 10500 หรือ
residing at 31 Mahesak 3 Rd., Suriyawong, Bangrak, Bangkok 10500 or

คนใดคนหนึ่งเป็นผู้แทนของข้าพเจ้า เพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี 2567 ในวันจันทร์ที่ 22 เมษายน 2567 เวลา 10.00 น. ผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Only one of them shall act as my/our proxy to attend and vote on my/our behalf at the 2024 Annual General Meeting of Shareholders to be held on Monday, April 22, 2024, at 10.00 a.m. via E-Meeting (E-AGM) or at such other date, time and place as may be postponed or changed.

4. ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I/We hereby authorize the proxy holder to vote on my/our behalf in the meeting as follows:

วาระที่ 1 รับรองรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2566

Agenda 1 To certify the minutes of the 2023 Annual General Meeting of Shareholders.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) The proxy holder is entitled to consider and vote on my/our behalf as deemed appropriate in all aspects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) The proxy holder shall vote according to my/our intention as follows:
- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain

วาระที่ 2 รับทราบผลการดำเนินงานของบริษัท ประจำปี 2566

Agenda 2 To acknowledge the Company's 2023 operating results.

(ไม่ต้องลงมติ เนื่องจากเป็นการรายงานให้ผู้ถือหุ้นรับทราบ)

(No voting is required since this agenda is for acknowledgement only.)

วาระที่ 3 พิจารณานุมัติงบการเงิน ประจำปี 2566 สิ้นสุดวันที่ 31 ธันวาคม 2566

Agenda 3 To consider and approve the Financial Statements for the year ended December 31, 2023.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) The proxy holder is entitled to consider and vote on my/our behalf as deemed appropriate in all aspects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) The proxy holder shall vote according to my/our intention as follows:
- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain

วาระที่ 4 พิจารณานุมัติการงดจ่ายเงินปันผลและงดการจัดสรรกำไรเป็นทุนสำรองตามกฎหมาย

Agenda 4 To consider and approve the omission of the dividend payment and the omission of the allocation of profit to be legal reserve.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) The proxy holder is entitled to consider and vote on my/our behalf as deemed appropriate in all aspects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) The proxy holder shall vote according to my/our intention as follows:
- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain

วาระที่ 5 พิจารณานุมัติเลือกตั้งกรรมการแทนกรรมการที่จะต้องลาออกจากตำแหน่งตามวาระ

Agenda 5 To consider and approve the appointment of directors to replace the directors who retire by rotation.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) The proxy holder is entitled to consider and vote on my/our behalf as deemed appropriate in all aspects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) The proxy holder shall vote according to my/our intention as follows:
- การเลือกตั้งกรรมการทั้งหมด
- Appointment of all directors.
- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain
- การเลือกตั้งกรรมการเป็นรายบุคคล ดังรายนามต่อไปนี้
- Appointment of individual directors, namely;
1. นายฐนันดรรัฐ ศรีด้วง / Mr. Tananrat Sriduang
- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain
2. นายณพล บริบูรณ์ / Mr. Naphon Boriboon
- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain

วาระที่ 6 พิจารณานุมัติกำหนดค่าตอบแทนคณะกรรมการประจำปี 2567

Agenda 6 To consider and approve the remuneration of directors for the year 2024.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) The proxy holder is entitled to consider and vote on my/our behalf as deemed appropriate in all aspects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) The proxy holder shall vote according to my/our intention as follows:
- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain

วาระที่ 7 พิจารณานุมัติแต่งตั้งผู้สอบบัญชีและกำหนดค่าตอบแทนผู้สอบบัญชี ประจำปี 2567

Agenda 7 To consider and approve the appointment of auditors and the determination of the audits fee for the year 2024.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) The proxy holder is entitled to consider and vote on my/our behalf as deemed appropriate in all aspects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) The proxy holder shall vote according to my/our intention as follows:
- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain

วาระที่ 8 พิจารณานุมัติการขยายระยะเวลาการจัดสรรหุ้นสามัญเพิ่มทุนแบบมอบอำนาจทั่วไป (General Mandate) ซึ่งจะครบกำหนดในวันประชุมสามัญผู้ถือหุ้น ประจำปี 2567

Agenda 8 To consider and approve the extension of allocation of the newly issued ordinary shares under the General Mandate, which will be expired by the date of the 2024 Annual General Meeting of Shareholders.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) The proxy holder is entitled to consider and vote on my/our behalf as deemed appropriate in all aspects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) The proxy holder shall vote according to my/our intention as follows:
- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain

วาระที่ 9 พิจารณาเรื่องอื่น ๆ (ถ้ามี)

Agenda 9 To consider other matters (if any)

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) The proxy holder is entitled to consider and vote on my/our behalf as deemed appropriate in all aspects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) The proxy holder shall vote according to my/our intention as follows:
- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain

5. การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

The voting of the proxy holder in respect of any agenda in contrary to the manner set forth above shall be considered incorrect and shall invalidate my/our vote.

6. ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลง หรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

If I/We have not specified my/our voting intention for any agenda or not clearly specified or if the meeting considers or passes resolutions in on any matters other than those specified above, including any amendments or additions, the proxy holder shall have the right to consider and vote on my/our behalf as they deem appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any action undertaken by the proxy holder at the meeting, except in cases that the proxy holder does not vote according to my/our intention.

ลงชื่อ/Signed _____ ผู้มอบฉันทะ/Proxy Grantor
()

ลงชื่อ/Signed _____ ผู้รับมอบฉันทะ/Proxy Holder
()

หมายเหตุ / Remark

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าร่วมประชุมและออกเสียงลงคะแนนไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกลงคะแนนเสียงได้

The shareholder appointing a proxy must authorize only one proxy to attend and vote at the meeting, and all votes of shareholders may not be split among more than one proxy.

2. วาระแต่งตั้งกรรมการสามารถเลือกแต่งตั้งกรรมการทั้งชุดหรือแต่งตั้งกรรมการเป็นรายบุคคล

In the agenda for the appointment of directors, either nominated directors as a whole or elect each nominated director individually.

3. ในกรณีที่วาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ

If there is any agenda considered in the meeting other than specified above, the proxy holder may use the Annex to the Proxy form B attached.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.

The Continued list of Proxy Form B.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท โคแมนชี อินเตอร์เนชั่นแนล จำกัด (มหาชน)

The proxy on behalf of the shareholder of **Comanche International Public Company Limited**

ในการประชุมสามัญผู้ถือหุ้นประจำปี 2567 ในวันจันทร์ที่ 22 เมษายน 2567 เวลา 10.00 น. ผ่านสื่ออิเล็กทรอนิกส์ หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

The 2024 Annual General Meeting of Shareholders to be held on Monday, April 22, 2024, at 10.00 a.m. via E-Meeting or at such other date, time and place as may be postponed or changed.

วาระที่ _____ เรื่อง _____

Agenda No. Subject:

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy holder is entitled to consider and vote on my/our behalf as deemed appropriate in all aspects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote according to my/our intention as follows:
- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain

วาระที่ _____ เรื่อง _____

Agenda No. Subject:

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy holder is entitled to consider and vote on my/our behalf as deemed appropriate in all aspects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote according to my/our intention as follows:
- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain

วาระที่ _____ เรื่อง _____

Agenda No. Subject:

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy holder is entitled to consider and vote on my/our behalf as deemed appropriate in all aspects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote according to my/our intention as follows:
- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain

วาระที่ _____ เรื่อง เลือกตั้งกรรมการ (ต่อ)

Agenda No. Subject: The election of directors (continued)

ชื่อกรรมการ/Name of director _____

- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain

ชื่อกรรมการ/Name of director _____

- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain

ชื่อกรรมการ/Name of director _____

- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain