



Document for the Shareholders' 2024 Annual General Meeting
Electricity Generating Public Company Limited

Friday, April 12, 2024 at 2.00 p.m.
Through Electronic Means (E-Meeting)

Shareholders who would like to attend the E-Meeting are required to submit a request to attend the meeting (e-Request) from April 3 - the end of Meeting
The registration system (e-Register) will be opened on April 12, 2024 from 12.00 noon until the end of Meeting

**Please read and thoroughly comprehend
the practices for Shareholders' 2024 AGM and Guidelines for Attending of E-Meeting**

EGCO CS/90/2024

March 15, 2024

Subject: Notice of the Shareholders' 2024 Annual General Meeting

To: Shareholders of the Electricity Generating Public Company Limited

Attachments:

1. Minutes of the Shareholders' 2023 Annual General Meeting
2. 2023 Annual Report (One-Report)
3. Profile of Proposed Auditors
4. Board Committees' Scope of Duties and Responsibilities
5. Profiles of Nominated Directors and Definition of Independent Director
6. Registration Form with QR Code
7. Practices for Shareholders' 2024 Annual General Meeting
8. Registration Document, Proxy and Voting
9. Guidelines for Attending of Electronic Meeting by Inventech Connect
10. Proxy Form B (Form A, B, and C can be downloaded from EGCO Group's website)
11. Profiles of Independent Directors as Volunteer Proxies of 2024 Annual General Meeting
12. Company's Articles of Association concerning Shareholders' Meeting
13. Privacy Notice for Shareholder, Proxy, and Attendee at the Shareholders' 2024 Annual General Meeting in accordance with the Personal Data Protection Act B.E. 2562 (2019)
14. Advance Inquiry Submission Form for the Shareholders' 2024 Annual General Meeting
15. Feedback Survey on 2023 One Report

Notice is hereby given that the Board of Directors of Electricity Generating Public Company Limited ("EGCO" or "Company") in the meeting no. 2/2024 on February 28, 2024 unanimously resolved to call the Shareholders' 2024 Annual General Meeting on April 12, 2024 at 2.00 p.m. **through Electronic Means (E-Meeting)**, which will be complied with the laws and regulation regarding the online meeting, to consider the following agendas.

Agenda 1 **To Consider and Approve the Minutes of the Shareholders' 2023 Annual General Meeting**

General Information: The Shareholders' 2023 Annual General Meeting was convened on April 12, 2023. The minutes of the meeting attached herewith as **Attachment # 1** were publicized on the Company's website (www.egco.com) on April 25, 2023.

Board of Directors' Opinion: The minutes of the meeting are accurate and complete. The Shareholders' meeting should approve the minutes of the Shareholders' 2023 Annual General Meeting.

Voting Requirement: Resolution shall be adopted by the majority of the votes of the Shareholders who attend the meeting and cast their votes.

Agenda 2 **To Acknowledge the Company's Performances in 2023**

General Information: The Company's 2023 Annual Report was published through the Stock Exchange of Thailand (SET) website. In order to facilitate Shareholders to simply access the file, Shareholders can download 2023 Annual Report (One-Report) by scanning the QR Code appeared on Attachment # 2.

The following is a summary of the Company's performance as reported in the Management Discussion and Analysis included in the 2023 Annual Report:

On March 24, 2023, the acquisition of 49% ownership of interest in Cogentrix RISEC Holdings, LLC (RISEC) via EGCO RISEC II, LLC, EGCO's wholly owned subsidiary, was completely successful. On November 11, 2022, EGCO RISEC II, LLC, entered into a purchase and sale agreement with Cogentrix RISEC CPOCP Holdings, LLC and Cogentrix RISEC CPP II Holdings, LLC. Moreover, RISEC was an operational 609 MW gas-fueled combined-cycle power facility, sited in Johnston, the State of Rhode Island, USA.

On June 30, 2023, Linden 6 power facility in the USA completed the commissioning process for the hydrogen blending initiative. This enabled the combined combustion of both natural gas and off-gas, including hydrogen generated at the adjacent oil refinery. Through this innovative approach, it was expected to curb CO2 emissions by reducing the quantity of natural gas utilized for power and steam generation. The implementation of hydrogen blending allowed Linden 6 to obtain refinery off gas containing hydrogen produced by Bayway Refinery anchored by Philipps 66 and blend it with natural gas to fuel gas turbine. The project was enhancing the overall operational efficiency of both Linden and Bayway Refinery, while reducing overall CO2 emissions by approximately 10% of annual CO2 emissions from Linden 6. Notably, this improvement was achieved within the gas turbine's strict NOx emission requirements.

On September 8, 2023, EGCO Compass II, LLC, a wholly owned subsidiary of EGCO domiciled in the USA, entered into a purchase and sale agreement with affiliates of Lotus Infrastructure Partners to acquire a 50% ownership interest in a 1,304 MW

portfolio of three operating natural gas-fired combined cycle power facilities (CCGT) which were situated in the Northeast of the USA, or the “Compass Portfolio”. This investment transaction was completed on January 9, 2024. Compass Portfolio consists of 1) Marcus Hook Energy, L.P. (Marcus Hook), a 912 MW CCGT facility located in the state of Pennsylvania; 2) Milford Power, LLC (Milford); and 3) Dighton Power, LLC (Dighton), which held 205 MW and 187 MW facilities, respectively, in the state of Massachusetts.

On October 4, 2023, the Extension of Petroleum Pipeline system to Northeastern Region Project managed by Thai Pipeline Network Company Limited (TPN), in which EGCO held a 44.6% ownership interest, fully commenced its operation. TPN operated an oil transportation service that utilized a pipeline network to deliver oil to the Northeastern Region of Thailand. Additionally, they provide terminal storage business. The pipeline system covered a total distance of 342 kilometers and boasted an annual transport capacity of up to 5,443 million liters. This infrastructure facilitated a connection between the storage facility of Thai Petroleum Pipeline Co., Ltd (Thappline) in Saraburi Province and TPN's proprietary storage terminal, capable of holding 157 million liters, located in the Ban Phai District of Khon Kaen Province. Since September 2023, the nation's prominent oil retail companies had been availing themselves of this service, consistently receiving oil shipments.

On December 12, 2023, Phoenix Power B.V. (PP), a wholly owned subsidiary of EGCO domiciled in the Netherlands. PP entered into a share subscription agreement with PT Chandra Daya Investasi (CDI) for the investment in 30% equity interest of CDI. This investment transaction was completed on December 18, 2023. CDI was a subsidiary of PT Chandra Asri Petrochemical Tbk Group (CAP), the largest integrated chemicals and infrastructure solutions company in Indonesia. CDI was an infrastructure and utility investment company with a portfolio of businesses, encompassing electricity generation and distribution, water supply, and tank and jetty management in Indonesia.

For progress of Yunlin construction project, the impact from COVID-19 during 2020-2021 was inevitable as the Taiwanese government enforced strict entry restriction and closed borders, which seriously affected travel and the transportation of large construction equipment. The construction area was located in the middle of the Taiwan Strait which was in the monsoon area causing a limited time for main installation work. Therefore, in the past year, all related parties had mutually agreed on the project's advancement through a restructuring plan, including restructuring the financial indebtedness and holding structure. As a result, EGCO Group needed to recognize an effect from the restructuring plan for the financial indebtedness and holding structure and impairment loss on asset under construction, which was an accounting item that

didn't affect cash flow. Yunlin offshore wind farm had made impressive progress. A total of 45 monopiles were installed. The project had transmitted a power capacity of 264 MW from 33 completed wind turbine generators to the grid. So far, the project's average capacity factor was as high as more than 40%, confirming its capability to generate future income. The project had been well prepared in all dimensions to complete the construction process within 2024 as planned, including closely following up on the progress of the project.

As of December 31, 2023, the EGCO Group had 44 domestic and overseas power plants with a total contracted capacity of 7,094 MW equity in 8 countries including Thailand, Lao PDR, the Republic of the Philippines, the Republic of Indonesia, the Commonwealth of Australia, the Republic of Korea, the Republic of China (Taiwan), and the USA. The power plants were operating with a total contracted capacity of 6,749 MW. Furthermore, the projects under development were accountable to the contracted capacity of 345 MW equity. Besides, EGCO also owned others 11 energy-related projects. By the way, EGCO Group had an additional construction project to replace the existing power plant, with a capacity of 59 MW equity.

For financial performance in 2023, EGCO Group recorded a net loss of THB 8,384 million, decreasing by THB 11,067 million from 2022's net profit of THB 2,683 million. The decrease of the net profit by THB 11,067 million was mainly due to the effects of the restructuring plan for the financial indebtedness and holding structure of joint ventures, and impairment from construction that had not progressed as planned for Yunlin project. Including impairment from the goodwill of Quezon power plant, from the end of the power purchase agreement (PPA) of EGCO Cogen power plant, and from the end of the revenue from the subsidy of adders of Solarco power plant, these were the accounting items that didn't affect cash flow and financial covenant.

The operational profit in 2023 (excluding the effects of Impairment, Financial Instruments, Deferred Tax, Foreign Exchange (FX) gains (losses) and Lease Income) was THB 8,734 million, decreasing by THB 3,063 million from the previous year, mainly due to a decrease in electricity sales from Khanom Electricity Generating Company Limited, Xayaburi Power Company Limited, Quezon Power (Philippines) Company Limited, and San Buenaventura Power Company Limited, and lower export sales and coal price of PT Manambang Muara Enim Company Limited. Apex Clean Energy Holdings, LLC was lower revenue recognition from sale of projects, together with the disposal of investments in Star Energy Geothermal Pte. Ltd. and Star Energy Geothermal (Salak – Darajat) B.V. in 2022. However, there were supporting factors from Paju Energy Services Company Limited and BLCP Power Company Limited

due to higher electricity sales, and Linden Topco, LLC had a higher unit price for electricity sales.

As of December 31, 2023, EGCO Group realized the total assets of THB 243,233 million, decreasing by THB 10,810 million, mainly due to a decrease in long-term loans to related parties.

EGCO Group recorded total liabilities of THB 138,007 million, increasing by THB 4,761 million, primarily due to the issuance of debenture and an increase in long-term loans for associates and joint ventures investment.

The Shareholders' equity was THB 105,226 million, decreasing by THB 15,571 million, mainly from a decrease in unappropriated retained earnings by THB 11,806 million, other components of equity by THB 3,761 million, and non-controlling interests by THB 4 million.

Among the challenges of business operation, EGCO Group strives to perform well ensuring its shareholders' sustainable growth. This effort aligns with its vision, mission, and national and international energy policy, demonstrating a commitment to achieving Net Zero Emissions by 2040.

In terms of business operations, EGCO not only aimed to operate and manage existing assets efficiently but was also concentrated on seeking new investment opportunities in renewable and clean energy, and related business. This strategic direction was accorded with the corporate strategic investment plan. In 2023, EGCO achieved two magnificent project completions namely 1) an investment in a Compass Portfolio, a high-quality gas-fired combined cycle power plant with stable capacity sales, and 2) an investment in Infrastructure and Utility Business in Indonesia, enabling EGCO to integrate into a promising market in the country with further potential expansion in Southeast Asia. Apart from these investments, EGCO anticipated realizing secure long-term revenues and widening its future businesses through partnerships.

For responsibilities in the community, society, and environment, EGCO regularly engaged in various activities in all aspects with the goal of fostering supportive coexistence among the power plant, community, society, and environment. In 2023, the highlighted activities for the community and society included: 1) a sustainable corporate waste management project or "EGCO Ecosystem", vocational scholarships

program, and Khanom Learning Center etc. In terms of environmental support, EGCO collaborated in the preservation and restoration of watershed forests and biodiversity through the power plant's CSR projects and the Thai Forest Conservation Foundation, which was founded and supported by EGCO Group. Furthermore, EGCO extended corporate image communication on CSR via online channels to align with the current lifestyle and be more accessible such as Facebook: EGCO Group, Tik Tok, and co-content with media etc.

Regarding corporate governance, EGCO Group consistently reinforced its governance practices to comply with the good corporate governance principle. In 2023, EGCO organized awareness-building activities for the Board of Directors, Management, and employees on the topic of "Insider Information". In terms of anti-corruption performance, EGCO promoted a clear understanding of practices through refreshing activities and knowledge sharing focused on the theme of 'Donation and Political Support' accompanied by relevant case studies.

According to the mentioned performance, EGCO was conferred prizes and adequately evaluated the assessments in various categories from related sectors in both national and international levels i.e. good corporate governance, sustainability disclosure, and the performance of CSR etc. These achievements could demonstrate the capability to perform the business in all aspects comprehensively and business direction for sustainable growth.

Board of Directors' Opinion: The Company's overall performance is satisfactory, then the Board proposes to the Shareholders' meeting to acknowledge the Company's 2023 performance and its future plan.

Voting Requirement: This agenda does not require Shareholders' voting.

Agenda 3

To Consider and Approve the Financial Statements for the year ended December 31, 2023

General Information: Section 112 of the Public Limited Companies Act, and Article 39 of the Company's Articles of Association state that the board of directors shall prepare the balance sheet and the profit and loss account as at the last day of the accounting year of the Company. Such statements which are audited by the Company's auditor shall be presented to the meeting of shareholders for approval at the annual ordinary meeting.

The Company's Financial Statements for the year ended December 31, 2023 were audited and certified by Ms. Amornrat Pearmpoonvatanasuk, Certified Public Accountant (Thailand) No. 4599, the Company's auditor, with the review of the Audit Committee. Details are presented in Attachment # 2 and the summary is as follows:

Description	Consolidated (THB'000)	Separate (THB'000)
Total Assets	243,232,670	125,941,384
Total Liabilities	138,006,956	44,642,803
Total Revenues	53,283,790	15,506,266
Shares of Profit from Investment in Associate and Joint Venture Entities	291,117	-
Net Profit (Loss) Attributable to Owner of the Parent	(8,384,074)	12,436,050
Earnings (Loss) per Share	(15.93)	23.62

Board of Directors' Opinion: The Financial Statements were audited by the auditor with the review of the Audit Committee. The Board of Directors is of the opinion that the Company's financial statements for the year 2023 present EGCO's financial position, financial performance, and cash flows fairly, in all material aspects and reliable manners and that such statements are in compliance with the Thai Financial Reporting Standards and all governing laws and regulations. The Board of Directors then proposes to the shareholders to approve the proposed Financial Statements for the year ended December 31, 2023.

Voting Requirement: Resolution shall be adopted by the majority of the votes of the shareholders who attend the meeting and cast their votes.

Agenda 4

To Consider and Approve the Dividend Payment from Operating Results of 2023

General Information: Section 116 of the Public Limited Companies Act, and Article 42 of the Company's Articles of Association state that the Company shall allocate not less than 5% of its annual net profit less the accumulated losses brought forward (if any) to a reserve fund until this fund attains an amount not less than 10% of the registered capital. With respect to this, the Company's reserved fund has reached the amount of THB 530 million which is 10% of the registered capital as required by law.

The Company has a policy to pay dividend either at approximately 40% of the consolidated net profit after taxation or at the steady incremental rate except in the circumstance where investments are required for business expansion, or

such dividend payment would significantly impact on the normal operation of the Company. In addition, the dividend payment shall not exceed the retained earnings of the Company. Moreover, EGCO informed shareholders in the Annual General Meeting no. 1/2011 that it strives to maintain both net profit and dividend pay-out ratio.

Additionally, Article 41 of the Company's Articles of Association states that the Board of Directors may pay interim dividend if the profit is adequate for doing so and shall report the same to the shareholders at the next meeting. The Company hereby reports to the shareholders that the Board of Directors in the meeting no. 15/2023 on August 31, 2023 resolved the interim dividend payment from the first half-year operation at THB 3.25 per share for 526,465,000 shares totaling THB 1,711 million. Consequently, the dividend payment was made on September 28, 2023.

To appropriate the profit as a dividend, the Company considers the net loss in 2023 amounting to THB 8,384 million or THB 15.93 per share, which has decreased from the 2022's net profit by THB 11,067 million. The operating profit in 2023 amounted to THB 8,734 million, decreasing by THB 3,063 million from the 2022's operating profit. Concerning the Company's future investment plan, cash flow, to maintain the dividend payout ratio and retained earnings of the separate financial statements, the dividend for 2023 should be paid at THB 6.50 per share, accountable to THB 3,422 million. The proposed dividend amount is the same amount as the approved dividend in 2022. As the interim dividend for the first half-year operation has been paid at THB 3.25 per share, the dividend for the second half-year operation will be paid on April 25, 2024 at THB 3.25 per share from unappropriated retained earnings, totaling THB 1,711 million for the aggregate shares of 526,465,000. The dividend payout ratio is higher than the company's dividend payment policy with the concern of the company's operating profit, future investment plan, and cash flow.

The comparison of the dividend payment between 2023 and 2024 is as follows:

Description	2024		2023	
	(Proposed)			
Net Profit / (Loss) (THB million)	(8,384)		2,683	
Number of shares	526,465,000		526,465,000	
Earnings (loss) per share (THB)	(15.93)		5.10	
Dividend per share (THB)	6.50		6.50	
	3.25	3.25	3.25	3.25
Dividend amount (THB million)	3,422		3,422	
Dividend Payout Ratio (%)	N/A		128	

Board of Directors' Opinion: The shareholders' meeting should acknowledge the payment of interim dividend for the first half-year operation of 2023 in the amount of 3.25 THB per share. Given the operating results, future investment plan, and the Company's cash flow, the shareholders' meeting is proposed to approve the dividend payment for the second-half year operation of 2023 at THB 3.25 per share from unappropriated retained earnings, amounting to THB 1,711 million, payable on April 25, 2024. As a result, the total 2023 dividend payment was THB 6.50 per share or THB 3,422 million.

Voting Requirement: Resolution shall be adopted by the majority of the votes of the shareholders who attend the meeting and cast their votes.

Agenda 5

To Consider the Appointment of the Auditors and to Determine the Audit Fee

General Information: Section 120 of the Public Limited Companies Act and Article 29 of the Company's Articles of Association state that the Company shall appoint the auditor and determine the audit fee at the Shareholders' Annual General Meeting. The Notification of the Capital Market Supervisory Board No. Tor Jor. 75/2561 dated November 20, 2018 regarding the amendment to the rules of auditor rotation, states that an auditor of a listed company in SET must be rotated every seven fiscal years, regardless of consecutiveness, and must refrain from performing audit services for such listed company for five consecutive fiscal years.

The Board of Directors and the Audit Committee considered that the auditors from PricewaterhouseCoopers ABAS Limited (PwC) professionalism, impartiality, independence, and extensive experience in conducting accounting audits within the energy sector. Given their comprehension of the power industry and familiarity with EGCO's operations, PwC consistently provides auditing services with valuable insights and exemplary time management.

Since PwC is a reputable and widely acceptable auditing firm adhering to international auditing standard, and possessing a global network, which facilitates the audit process in the countries where EGCO has invested, it is recommended that auditors from PwC be appointed as the Company's auditors for year 2024 by designating one of below auditors to perform auditing work and express opinions on the Company's financial statements;

1. Ms. Amornrat Pearmpoonvatanasuk, Certified Public Accountant (Thailand) No. 4599
2. Ms. Wanvimol Preechawat, Certified Public Accountant (Thailand) No. 9548
3. Mr. Boonrueng Lerdwisewit, Certified Public Accountant (Thailand) No. 6552
4. Ms. Rodjanart Banyatananusard, Certified Public Accountant (Thailand) No. 8435

Profiles of the proposed auditors are shown in the Attachment 3. As the list above, Ms. Amornrat Pearmpoonvatanasuk is the Auditor who has affixed the signature to review or audit and express opinion on the EGCO Group's financial statements from 2019-2023 for 5 years. The other three auditors have not yet signed on the EGCO Group's Financial Statements, nor have they provided any opinions. These practices complied with the regulation of the Capital Market Supervisory Board and the resolution of Audit Committee regarding the auditor rotation. The proposed audit fees and the out of pocket for year 2023 are detailed below:

Unit: THB

Audit Fee	2024 (Proposed)	2023
Audit Fee	4,275,000	3,144,000
Out-of-pocket expenses	190,000	175,000

* The 2023 Annual General Meeting approved the audit fee of THB 3,144,000

Comparing to the 2023 audit fee, the audit fee for 2024 was increased by THB 1,131,000 attributable to the business expansion in the group, impacting the consolidated financial statements. The higher auditing fee in 2024 is a result of the additional auditing service provided to newly invested companies: PT Chandra Daya Investasi and Compass Portfolio, and auditing cost associated to business combination.

Moreover, the non-audit fee in 2023 amounted to THB 44,530,000. During the year 2023, the total payment of THB 29,473,000 was made, leaving the remaining amount of THB 15,057,000 to be paid.

Additionally, the auditors from PwC have served as auditors of EGCO and all subsidiaries except Quezon Power (Philippines) Limited Co., ("Quezon"), Quezon Management Services Inc., Quezon Power, Inc. and Mauban Holdings Company Inc., which have appointed auditors from SyCip Gorres Velayo & Co., as their statutory auditors, since the auditors have experience and good acquaintance with companies' business. Also, EGCO's Board of Directors will take into account to ensure the completion of its financial statements within the timeframe.

It should be noted that PwC and the proposed auditors to serve EGCO and its subsidiaries have neither interest nor relationship with the Company, its subsidiaries, management, major shareholders, or other related persons that may deprive their independence in discharging their duties.

Board of Directors' Opinion: After due consideration, the Board of Directors opined that the selected auditors and the presented audit fee, as detailed below, which had been considered thoroughly by the Audit Committee by taking into account the qualifications, experience, firm's reputation, and audit fee, should be proposed to shareholders for approval.

1. To appoint Ms. Amornrat Pearmpoonvatanasuk, Certified Public Accountant (Thailand) No. 4599, Ms. Wanvimol Preechawat, Certified Public Accountant (Thailand) No. 9548, Mr. Boonrueng Lerdwiseswit, Certified Public Accountant (Thailand) No. 6552 and Ms. Rodjanart Banyatananusard, Certified Public Accountant (Thailand) No. 8435, of PwC to be the Company's auditors, anyone being authorized to conduct the audit and provide the opinions on the financial statements of the Company with the audit fee for year 2024 of THB 4,275,000 and the out-of-pocket expenses for audit work in Thailand of not exceeding THB 190,000. Expenses incurred from any offshore audit work of the auditors shall be borne by the Company.
2. To authorize the Board of Directors to appoint PwC's alternate certified public accountants in case of absence of the appointed auditors.
3. To authorize the Board of Directors to approve the audit fee for reviewing financial statements of any new subsidiaries, associated and joint venture companies in 2024.

Voting Requirement: Resolution shall be adopted by the majority of the votes of the shareholders who attend the meeting and cast their votes.

Agenda 6

To Consider and Determine the Directors' Remuneration

General Information: Article 14 of the Company's Articles of Association prescribes that directors are entitled to remuneration comprising salary, meeting allowance, other allowances, and bonus.

The Nomination and Remuneration Committee is of opinion that directors' remuneration should be considered upon the responsibilities of the Board, the Company's performances, directors' performance, competitiveness with the peer companies, and the motivation to attract and retain qualified directors. Considering all the above factors, the directors' remuneration should be proposed for Shareholders' approval, as previously approved by the Shareholders' 2023 Annual General Meeting as follows:

1. Bonus for the 2023 performance: To be paid to directors at the Board's discretion in the amount of THB 17.5 million which is accountable to 0.51% of 2023 dividend payment.
2. Monthly Retainer Fee and Meeting Allowance: To be maintained as approved by the Shareholders in 2023 at THB 30,000 per month and THB 10,000 per meeting, respectively. Meeting allowance for directors absent from the meeting shall be waived. The Chairman and the Vice Chairman of the Board shall receive an additional 25% and 10% of both monthly retainer and meeting allowance, respectively.
3. Board Committee's Remuneration: To maintain both the monthly remuneration and meeting allowance of Audit Committee, Risk Oversight Committee, Investment Committee, Nomination and Remuneration Committee, and Corporate Governance and Sustainability Committee as they received in 2023.
4. There are **no other benefits** granted to the Board of Directors or the Board Committees.

Details of directors' remuneration compared between 2023 and 2024 are shown below.

Unit: THB

Committees	2024 (Proposed)		2023	
	Remuneration	Meeting Allowance	Remuneration	Meeting Allowance
Board of Directors	30,000	10,000	30,000	10,000
Audit Committee	20,000	20,000	20,000	20,000
Risk Oversight Committee	20,000	20,000	20,000	20,000
Investment Committee	20,000	20,000	20,000	20,000
Nomination and Remuneration Committee	20,000	20,000	20,000	20,000
Corporate Governance and Sustainability Committee	20,000	20,000	20,000	20,000

but received no recommendation on the due date. The qualified candidates had been sought from director pools through the Company's director nomination procedure. Therefore, the Nomination and Remuneration Committee excluding directors having the conflict of interest in this election, consider and scrutinize the candidates' qualifications as required by law, the Company's Articles of Association and related regulations including the appropriate composition of the Board and required qualifications, experience and expertise of the candidates to benefit the achievement of the Company's strategy and strengthen the Company's governance, their past performance and devotion during the service term.

Board of Directors' Opinion: The nomination of director nominees and their qualifications have carefully carried out and scrutinized by the Nomination and Remuneration Committee in accordance with the established process. The Board of Directors excluding the directors who had a conflict of interest in this agenda, was of opinion that the Shareholders' meeting should approve the following:

- Mr. Pasu Loharjun Re-election as an independent director
- Mr. Somkit Lertpaithoon Election as a new independent director to replace Mr. Poomjai Attanun
- Mr. Supanit Chaiyawat Election as a new independent director to replace Mrs. Wannipa Bhakdibutr
- Mr. Prasert Sinsukprasert Election as a new director to replace Mr. Kulit Sombatsiri
- Mr. Pisut Painmanakul Election as a new director to replace Mr. Saharath Boonpotipukdee

Those director nominees possess the qualifications appropriate to the Company's business which could strengthen the corporate governance to meet the corporate strategy. Also, the Independent Director nominees also possess the qualifications of providing independent opinion and recommendation which are beneficial to the Company, and those are in accordance with relevant regulations.

Profiles of the nominated directors as well as definition of the Company's independent director are shown in Attachment # 5.

Voting Requirement: Resolution shall be adopted by the votes of not less than four-fifths of the total votes of Shareholders attending the meeting and having voting right.

Agenda 8 **To Consider Other Matters (if any)**

General Information: The second paragraph of Section 105 of the Public Limited Companies Act and the second paragraph of Article 34 of the Company's Articles of Association prescribe that shareholders holding an aggregate number of shares not less than one-third of the total number of shares sold may request the meeting to consider other matters in addition to those specified in the agenda.

Board of Directors' Opinion: Shareholders have a right to propose other matters as specified in the Public Company Act and the Company's Articles of Association.

Kindly be informed that, pursuant to Section 225 of the Securities and Exchange Act, the Board of Directors resolved to determine the record date for the rights to attend the Shareholders' 2024 Annual General Meeting and to receive the dividend on March 14, 2024.

You are cordially invited to attend the Meeting on the date and time specified above. Additionally, since the Shareholders' 2024 Annual General Meeting will be held through Electronic Means (e-AGM), shareholders who would like to join the Meeting are required to submit a request to attend the meeting (e-Request). Then, the Username and Password for the Meeting registration (e-Register) and live broadcast and voting (e-Voting) will thereafter be sent to you, consequently. In order to facilitate the Shareholders, **the e-Request system will be opened from April 3-12, 2024 until the end of meeting and the e-Register system will be opened on the meeting date from 12.00 noon until the end of meeting.** In this regard, **the Company strongly recommends Shareholders to thoroughly study and comprehend the practices for the Shareholders' 2024 Annual General Meeting, the registration document, proxy, and voting as well as guidelines for attending an electronic meeting,** which are detailed in Attachment # 7-9. If a shareholder is unable to attend the Meeting and wishes to appoint a proxy to attend and vote on their behalf, please use the proxy form attached as Attachment # 10. In addition, the Company strongly advises Shareholders to appoint one of the three independent directors of the Company as their proxy instead of in-person participation. Profiles of such three independent directors, namely (1.) Mr.Paisan Mahapunnaporn, Independent Director, Chairman of Audit Committee, and Member of Nomination and Remuneration Committee (2.) Mr. Anya Khanthavit, Independent Director, Chairman of Risk Oversight Committee, and Member of Audit Committee, and (3.) Mrs. Nujchanart Laohathaimongkol, Independent Director, and Member of Audit Committee, are attached as Attachment # 11. All of them have no special conflict of interests over the agendas of the meeting except Agenda 6 regarding directors' remuneration.

The Notice of the Shareholders' Annual General Meeting for Year 2024 including relevant information and the proxy forms are also published on the Company's website www.egco.com.

In the case that you have any questions or inquiries on the meeting agendas, please forward your questions to cs@egco.com, or through the Advance Inquiry Submission Form, which Shareholders can conveniently access through QR Code in Attachment # 14.

In addition, please be informed that EGCO Group is going to arrange the 2024's Site Visit for shareholders at a Solar Power Plant at Natural Energy Development Company Limited (NED) in Lopburi province. The activity details will be posted at the end of April 2024 through EGCO's website: www.egco.com, Facebook: EGCO Group, and Line Official: EGCO IR.

Yours faithfully,



Saharath Boonpotipukdee
Director



Thepparat Theppitak
Director

Corporate Secretary Division

Tel. 0 2998 5020-27

Note: An English version of the Notice of Shareholders' Annual General Meeting for Year 2024 has been prepared from the Thai version. In the event of a conflict or a difference in interpretation between the two languages, the Thai version shall prevail.



Minutes of Shareholders' 2023 Annual General Meeting
of
Electricity Generating Public Company Limited

The Shareholders' Annual General Meeting ("AGM") was convened at 2.00 p.m. on April 12, 2023 via electronic device (E-Meeting), broadcast from the Saisamphan Room, 9th floor, EGCO Tower, No.222, Vibhavadi Rangsit Road, Tungsohong, Laksi, Bangkok. One thousand three hundred and six (1,306) shareholders attended the meeting which comprised twenty-one (21) attending in person and one thousand two hundred and eighty-five (1,285) by proxies, representing 347,405,305 shares which accounted for 65.9883% of the total outstanding shares, which was greater than one-third of the total issued shares. Then, the meeting constituted a quorum according to the Company's Articles of Association. Mr. Kulit Sombatsiri, Chairman of the Board of Directors of the Electricity Generating Public Company Limited ("Company" or "EGCO"), chaired the meeting ("Chairman").

Before calling the meeting to order, the shareholders were informed that the company would collect, use, and disclose their personal data including audio, images, and videos of all attendees for the benefit of meeting management, recording, and preparation of meeting minutes, etc.

After that, the Chairman declared the meeting open and introduced the directors who attended the AGM to the shareholders as follows:

- | | | |
|----|--------------------------|--|
| 1. | Mr. Pasu Loharjun | Independent director, Chairman of the Corporate Governance and Sustainability Committee ("CC"), and Nomination and Remuneration Committee ("NRC") member |
| 2. | Mr. Paisan Mahapunnaporn | Independent director, Chairman of Audit Committee ("AC"), and Risk Oversight Committee ("ROC") Member |
| 3. | Mr. Toshiro Kudama | Director and Chairman of the NRC |
| 4. | Mr. Anya Khanthavit | Independent director and Chairman of the ROC, and AC member |
| 5. | Mr. Poomjai Attanun | Independent director, CC member, and ROC member |

Shareholders' 2023 Annual General Meeting

April 12, 2023

- | | | |
|-----|----------------------------------|---|
| 6. | Mrs. Nujchanart Laohathaimongkol | Independent Director and AC member |
| 7. | Mr. Saharath Boonpotipukdee | Director and Investment Committee ("IC") member |
| 8. | Mr. Nutthavutthi Chamchang | Director and CC member |
| 9. | Ms. Jiraporn Sirikum | Director, NRC member, and ROC member |
| 10. | Mr. Naoki Tsutsumi | Director and IC member |
| 11. | Mr. Shinichiro Suzuki | Director and IC member |
| 12. | Mr. Makoto Nogami | Director and ROC member |
| 13. | Mr. Thepparat Theppitak | President, IC member, CC member, and ROC member |

There was a director attended the Meeting via electronic devices, namely as follow:

- | | | |
|-----|-------------------------|---|
| 14. | Mrs. Wannipa Bhakdibutr | Independent director, NRC member, and CC member |
|-----|-------------------------|---|

All 15 directors attended the Meeting, accounting to 100% of the total directors.

Mr. Thepparat Theppitak, President, then introduced the following senior executives attending the Meeting:

- | | | |
|----|---------------------------|--|
| 1. | Mr. John Palumbo | Senior Executive Vice President – Business Development (International) |
| 2. | Mr. Prasit Laohawirapap | Senior Executive Vice President – Business Development (Domestic) |
| 3. | Mr. Gumpanart Bumroonggit | Senior Executive Vice President – Operation Management |
| 4. | Mr. Somkiat Suttiwanich | Chief Financial Officer |

The Chairman informed the Meeting that Ms. Amornrat Pearmpoonvatanasuk, the Company's auditor from PricewaterhouseCoopers ABAS Ltd. ("PwC"), was invited to attend the AGM to answer inquiries on the Financial Statements via VDO Conference. To assure the shareholders that the Company's AGM complied with laws and regulations, the Company engaged Baker & McKenzie Legal Consultants Ltd., represented by Mrs. Pornpinant Asawawattanaporn, and Mr. Supakorn Sriwasumetharatsami as the AGM inspectors to review the checking process of shareholders' document, the meeting quorum, the voting procedures, the vote counting and

Shareholders' 2023 Annual General Meeting

April 12, 2023

processing. Furthermore, the Company's electronic AGM ("E-AGM") was arranged by Inventech System (Thailand) Co., Ltd., a certified and proficient service provider from authorized agency, to ensure that the meeting complied with the Emergency Decree on Electronics Meetings of B.E. 2563 (2020) and the Notification of Ministry of Digital Economy and Security re: Standard for Maintaining Security of Meetings via Electronics Means.

After that, the Chairman assigned Mrs. Kulkanok Leongsoithong, Corporate Secretary, to inform the meeting of procedures for voting, questions and comments in the E-AGM which could be summarized as follows:

The voting processes of each agenda were summarized as follows:

1. After opening the voting for each agenda and explaining the voting method, shareholders were allowed to cast their votes within 1 minute.
2. When voting, each shareholder or proxy holder had voting rights equal to the number of shares held in the Company where one share was equal to one vote. Shareholders or proxies had to cast one vote among one of them: Agree, Disagree, or Abstain, while the custodians were allowed to split their votes. Once the voting system closed, the results of each agenda would be announced accordingly.
3. Shareholders who had special conflict of interests in the agenda were ineligible to cast the vote in such agenda except the agenda to consider directors' appointment.
4. The Company should deduct the voting of Disagree and Abstain from the total result and the remaining would be counted as Agree.
5. If shareholders selected "cancel the vote" or no vote in the agenda, the Company should consider such vote as Agree. Also, shareholders could change their decision until the closing time.
6. In case of proxy voting for many shareholders, proxy holders should select dropdown menu and press the menu "Account", followed by "Change Account" to cast the vote for each proxy granter.
7. If shareholders left the meeting (log-out) during the Meeting before the close of voting in any agendas, the system would remove the shareholders from the quorum of such agenda, and the votes of the shareholders from the Meeting on the agenda that had not yet been processed. However, the shareholders or proxy holders were allowed to attend the meeting or cast the votes in the next agenda.

Shareholders' 2023 Annual General Meeting

April 12, 2023

8. General agenda required the majority of votes of shareholders who attended the meeting and cast their votes. In case of an equality of votes, the Chairman of the Meeting should cast his or her vote for final resolution. Exception was made for the following agendas.
- Agenda 7 the directors' remuneration which required at least two-thirds of the total votes of shareholders attending the meeting; and
 - Agenda 6 the amendment of EGCO's articles of association; and Agenda 8 the election of directors to replace the retiring directors which required at least four-fifths of the total votes of shareholders attending the meeting and having the rights to vote agenda.

The Company provided 3 channels for shareholders to ask questions or provided recommendations as follows:

1. Via the advance inquiry form which the Company sent to the shareholders as detailed in the meeting notice (Attachment 14). The Company would consider answering such questions in each agenda, respectively.
2. Via the Q&A channel by selecting a desired agenda and pressing "Questions" button, followed by "Send Questions".
3. Via the VDO Conference by selecting a desired agenda and pressing "inquire via picture and sound" button to confirm the queue reservation until the staff arranged the queue and notified shareholders to turn on the camera and microphone to introduced themselves and ask the question.
4. In case of flowing stream of questions, the Company would consider answering some questions in the Meeting room as deemed appropriate and would record the remaining in the minutes of meeting.
5. EGCO had the right to delete image and audio of shareholders out who either asked questions or provide comments which were unpolite, defaming, violated laws and human rights, or disruptive to the Meeting.

In addition, for equitable treatment of shareholders, EGCO offered the right for minor shareholders to propose a meeting agenda and nominate the qualified director candidates in advance for 2023 AGM on EGCO's website from September 1 – December 31, 2022. After the due date, there was neither proposal of AGM agenda nor qualified director nomination.

Shareholders' 2023 Annual General Meeting**April 12, 2023**

The Chairman then convened the meeting in accordance with the following notified agendas.

Agenda 1 To Consider and Approve the Minutes of the Shareholders' 2022 Annual General Meeting

The Chairman proposed to the Meeting to consider the minutes of the AGM of the year 2022 held on April 19, 2022 which had been disclosed on EGCO website (www.egco.com) since May 3, 2022.

Next, the Chairman invited questions/recommendations from the shareholders. Since there were no advance inquiries and no questions during the meeting, the Chairman then called for the voting to approve the minutes of the 2022 AGM held on April 19, 2022. The resolution required the majority of votes of shareholders who attended the meeting and cast their votes.

RESOLUTION:

Having considered the matter, the shareholders approved the minutes of the Shareholders' 2022 AGM with the majority of votes of the shareholders who attended the meeting and cast their votes, as follows:

Voting Result	No. of Votes (1 share = 1 vote)	Percent of the total votes of shareholders attending the Meeting and cast their vote
Approved	347,460,807	100.0000
Disapproved	0	0.0000
Abstained	600	-
Total voting shares	347,461,407	-

Agenda 2 To Acknowledge the Company's Performances in 2022

The Chairman reported to the Meeting that the Company's 2022 annual report was presented in One Report format recommended by the Office of Securities and Exchange of Commission of Thailand to reflect the Company's performance in aspects of economics, society, environment and corporate governance. Also, the 2022 annual report was presented in QR Code format for the third time, aiming to reduce paper consumption and save cost and be more convenient to access than that in the hard copy format. The incurred cost saving for year 2022 of THB 1,653,215.60 was donated on behalf of "EGCO's shareholders" to the "Thai Forest Conservation Foundation" which had the objective to conserve the environment.

Shareholders' 2023 Annual General Meeting

April 12, 2023

After that, the Chairman presented to the Meeting the Company's 2022 performance and 2023 annual business plan via video as detailed in 2022 Annual Report submitted to the shareholders with the notice to 2023 AGM in QR Code format. The details could be summarized as follows:

1. Performance in 2022

On June 21, 2022, EGCO Cogeneration Company Limited ("EGCO Cogen"), in which 80% of ownership interest held by EGCO and the remaining 20% owned by J-Power Holdings (Thailand) Co., Ltd., entered into financial agreements to fund the development and construction of new gas-fired cogeneration power plant. EGCO Cogen had owned and operated the existing gas-fired cogeneration power plant, located in Rayong Industrial Park, Map Kha Sub-district, Nikhom Pattana District, Rayong Province, selling electricity to Electricity Generating Authority of Thailand ("EGAT") under 21-year Power Purchase Agreement ("PPA"), and electricity and steam to industrial customers in nearby areas since 2003. EGCO Cogen was currently developing and constructing a new gas-fired cogeneration power plant: EGCO cogeneration SPP replacement with the net capacity of 74 MW in the same compound and the total investment amount approximately THB 3,600 million to replace the existing one of which the PPA would expire in 2024. EGCO Cogen entered into a new 25-year PPA under the SPP replacement scheme with EGAT in January 2022. The construction activities commenced in May 2022 with the Scheduled Commercial Operation Date in January 2024.

On August 12, 2022, Nam Theun 1 Hydropower Project ("NT1PC"), a 25% ownership interest in EGCO, commenced its Commercial Operation to supply electricity to EGAT. NT1PC was a reservoir hydro power plant located on the Nam Kading River in Bolikhamxay Province, Lao PDR, and consisted of 3 units with a total installed capacity of 650 MW. NT1PC sold 514.3 MW of electricity output to EGAT and 130.8 MW of electricity output to Electricite Du Laos (EDL). The PPA with EGAT and EDL were signed for 27-year term.

On September 22, 2022, EGCO had successfully acquired additional 10% of the common shares in Chaiyaphum Wind Farm Company Limited ("CWF") and Theppana Wind Farm Company Limited ("TWF") from the existing minority shareholders; as a result, EGCO was the wholly-owner of those two projects accordingly. CWF and TWF were the operating wind power plants located in Chaiyaphum Province, with a total installed capacity of 80 MW and 7.5 MW, respectively. CWF had the PPA with EGAT, while TWF had the PPA with the Provincial Electricity Authority.

Shareholders' 2023 Annual General Meeting

April 12, 2023

Furthermore, both power plants operated efficiently with high availability and the machines were well-maintained in good condition.

On November 11, 2022, EGCO RISEC II, LLC, a wholly owned subsidiary of EGCO in the USA, entered into a purchase and sale agreement with Cogentrix RISEC CPOCP Holdings, LLC, and Cogentrix RISEC CPP II Holdings, LLC, to acquire a 49% ownership interest in Cogentrix RISEC Holdings, LLC. The transaction was expected to close in Q1/2023 subject to successful completion of all closing conditions. Cogentrix RISEC Holdings, LLC owned Rhode Island State Energy Center, LP ("RISEC"), an operational 609MW gas combined-cycle power facility, sited in Johnston, the State of Rhode Island, the USA. RISEC operated in the New England Power Market ("ISO-NE") and was one of the most efficient natural gas power facilities in the ISO-NE system. 100% of RISEC's capacity and blackstart ancillary services were under contract to the ISO-NE. 100% of the facility's energy output and other ancillary services were fully contracted to Shell Energy North America, which was an A/A2-rated investment grade offtaker, through an energy tolling agreement with RISEC.

On December 22, 2022, Phoenix Power B.V. ("PP"), a 100% owned subsidiary of EGCO, to dispose 20% of issued and paid-up ordinary shares in Star Energy Geothermal Pte. Ltd., and 30.25% of issued and paid up ordinary shares in Star Phoenix Geothermal JV B.V. to Star Energy Group Holdings Pte. Ltd. EGCO Group was able to realize gains on the share disposal and strengthen its financial position to support new investment opportunities in the future.

In 2022, there were three under-development projects domestically and internationally as follows:

1. Yunneng Project, in which EGCO held 25% ownership interest, was an off-shore wind farm with the contracted capacity of 640 MW. This project was located in the Taiwan Strait approximately 8 km west of the coast of Yunlin County in Taiwan. The construction progress was 73% and commenced its partial commercial operation in November 2021.
2. TPN Project, in which EGCO held 44.6% ownership interest, was the extension of petroleum system to northeastern region. The Project connected the Thai Petroleum Pipeline Co., Ltd Terminal in Saraburi to TPN's owned terminal in Khon Kaen. The construction progress was 99%.
3. EGCO Cogeneration Power Plant (SPP replacement), in which EGCO held 80% ownership interest, was gas-fired cogeneration power plant with the net capacity of 74

Shareholders' 2023 Annual General Meeting

April 12, 2023

MW. This project was in Rayong Industrial Park, Map Kha Sub-district, Nikhom Pattana District, Rayong Province. The construction progress was 55%.

2. Operating Result in 2022

For financial performance in 2022, EGCO Group recorded the net profit of THB 2,683 million, decreasing by THB 1,421 million from 2021's net profit of THB 4,104 million. The decrease of the net profit by THB 1,421 million was mainly from the recognition of impairment loss from renewable power plants in Thailand and Quezon, together with non-recurring items, i.e., gain on disposal of investment in Star Energy Geothermal Pte. Ltd. and Star Energy Geothermal (Salak-Darajat) B.V., and the recognition of a share of loss from Yunlin caused by unusual circumstances and out of control events, as a result, the project completion deadline had to be extended. Moreover, EGCO Group recognized a lower unrealized foreign exchange loss, as a result of the lower Baht depreciation.

The operational profit in 2022 (excluding the effects of Non-recurring items, Impairment, Financial Instruments, Deferred Tax, Foreign Exchange (FX) gains (losses) and Lease Income) was THB 11,797 million, increasing by THB 1,579 million from the previous year, mainly due to an increase in electricity revenue from Paju Energy Services Company Limited, Xayaburi Power Company Limited, San Buenaventura Power Limited Company, and Khanom Electricity Generating Company Limited, and the higher import sales and coal prices of PT Manambang Muara Enim Company. However, electricity revenue from some solar power plants decreased caused by the end of the revenue from the subsidy of adders. Moreover, EGCO Cogen and Klongluang Utilities Company Limited got the higher fuel unit price for industrial customers.

As of December 31, 2022, EGCO Group realized the total asset of THB 254,043 million, increasing by THB 12,111 million, mainly due to the investment in associates and joint ventures. Additionally, EGCO Group recognized share of profits after dividend from associates and joint ventures.

EGCO Group recorded total liabilities of THB 133,246 million, increasing by THB 5,351 million, primarily due to an increase in long-term loans for associates and joint ventures.

The Shareholders' equity was THB 120,797 million, increasing by THB 6,760 million was mainly from an increase in other components of equity by THB 7,739 million. However, unappropriated

Shareholders' 2023 Annual General Meeting

April 12, 2023

retained earnings and non-controlling interests decreased by THB 686 and 293 million, respectively.

3. Overview of Business Investment

As of December 31, 2022, the EGCO Group had 31 domestic and overseas power plants with a total contracted capacity of 6,202 MW equity in 8 countries including Thailand, Lao PDR, the Republic of the Philippines, the Republic of Indonesia, the Commonwealth of Australia, the Republic of Korea, the Republic of China (Taiwan), and the USA. The power plants were operating with a total contracted capacity of 5,972 MW. Furthermore, the projects under development were accountable to the contracted capacity of 230 MW equity. Besides, EGCO also owned others 9 energy-related projects. By the way, EGCO Group had an additional construction project to replace the existing power plant, with a capacity of 59 MW equity.

4. Social and Sustainable Development

For the social aspects, EGCO Group supported the energy and environment education in youth. Many activities were arranged at Khanom Learning Center. These activities could sustainably encourage the youth to create awareness of energy and environmental conservation.

For environmental aspects, the Thai Forest Conservation Foundation, operated by EGCO Group, proceeded the improvement on Pha Dok Siew Nature Trail at Chiang Mai Province, the development of 360-degree Virtual Nature Trail application, and the support in the forest nearby and community enterprise. Meanwhile, the foundation also collaborated with the communities in Chiang Mai Province, Nakhon Si Thammarat Province and Chaiyaphum Province about the watershed forest conservation.

5. Corporate Governance

In 2022, EGCO continued developing its corporate governance to comply with the current rules and regulations, strengthen the good corporate governance, and extensively establish the Management's and employee's awareness.

6. Awards and Recognition

EGCO emphasized the importance of the sustainability operation in many aspects: economics, community, society, environment, and good corporate governance; as a result, EGCO received awards from various organizations in 2022 as follows:

Shareholders' 2023 Annual General Meeting

April 12, 2023

- The 2022 Corporate Governance Report of Thai Listed Company (CGR) for EGCO Group had excellent results, earning a total of 97 points in a survey by the Thai Institute of Directors (IOD).
- The 2021 ASEAN Asset Class Award had been given to EGCO in recognition of its good corporate governance assessment program of ASEAN listed businesses (ASEAN CG Scorecard), which evaluated the corporate governance of ASEAN listed companies.
- EGCO Group was accredited as a member of the Dow Jones Sustainability Indices' (DJSI) Emerging Markets Index for the Electric Utilities category for third consecutive years. EGCO received high assessment scores in the social dimension especially human resources development to motivate talents, knowledge, and skills to deal with changes.
- The Stock Exchange of Thailand awarded EGCO Group the Thailand Sustainability Investment (THSI) Award 2022 in the resource industry category for eighth consecutive years.
- EGCO Group was given the 2022 Sustainability Disclosure Award by Thaipat Institute for fourth consecutive years.
- EGCO Group won UN Women 2022 Thailand WEPs Awards on Transparency and Reporting for the second consecutive years. This award emphasized that EGCO had good business practices by concerning women's rights and gender equality.
- The Department of Protection of Rights and Liberties, Ministry of Justice had given EGCO Group the "Human Rights Awards 2022" in the category of Large Business Organizations with good level in recognition of its business practices of good governance, transparency, and accountability while respecting human rights principles, which were fundamental obligations of business organizations that should be accessible to all stakeholders.
- EGCO Engineering and Service Co., Ltd. was certified the renewal of CAC membership for the second time. It reflected strong anti-corruption for the whole Company. In this regard, Khanom Electricity Generating company limited, EGCO Group's subsidiary, was certified the renewal CAC membership for the first time.

7. Business Direction in 2023

For 2022, EGCO Group retargeted to enhance its business strategy in accordance with the energy dynamic for sustainable growth and long-term value for all stakeholders as well as to deal with all investment changes. To support the strength of power business, EGCO aimed to

Shareholders' 2023 Annual General Meeting**April 12, 2023**

increase the capacity of its new investment portion not less than 1,000 MW, particularly through investments in other energy-related businesses such as fuel and public utility market. Additionally, the innovation and Smart Energy Solution would be applied to develop EGCO's core business to be in compliance with its business direction "Cleaner, Smarter, and Stronger to Drive Sustainable Growth" with the target to reduce the Carbon Emission Intensity by 10% within 2030 and achieve the Carbon Neutral in 2050.

After that, the Chairman invited questions/recommendations from the shareholders. However, no question was asked for this agenda. Then, the Chairman proposed the Meeting for acknowledgement of the Company's performance in 2022 and operation plan in 2023.

RESOLUTION:

With the permission from the shareholders, the Company's performance in 2022 and operation plan in 2023 were noted.

Agenda 3 To Consider and Approve the Financial Statements for the year ended December 31, 2022

The Chairman delegated Mr. Thepparat Theppitak, President, to report the consolidated and Company's Financial Statements for the year ended December 31, 2022 which were audited and certified by Ms. Amornrat Pearmpoonvatanasuk, Certified Public Accountant (Thailand) No. 4599, the Company's auditor, with the review of the Audit Committee ("AC"). The details were summarized as below:

Description	Consolidated (THB'000)	Company (THB'000)
Total Assets	254,043,134	113,159,970
Total Liabilities	133,245,752	40,352,397
Total Revenues	61,725,284	10,359,093
Shares of Profit (Loss) from Investment in Associate and Joint Venture Entities	1,969,875	-
Net Profit Attributable to Owner of the Parent	2,683,098	6,449,949
Earnings per Share	5.10	12.25

After that, the Chairman delegated Mr. Paisan Mahapunnaporn, Independent Director in capacity of the AC Chairman, to present information of the review on the Financial Statements that EGCO's Financial Statements were accurate and complete, and the significant accounting items which

Shareholders' 2023 Annual General Meeting**April 12, 2023**

affected the Financial Statements had been updated to ensure the correctness and in compliance with related laws and regulations of the accounting records. The Financial Statements were detailed in the 2022 One Report.

After that, the Chairman invited questions/recommendations from the shareholders. Since there were no advance inquiries and no questions during the meeting, the Chairman asked shareholders to approve the Company's Financial Statements for the year ended December 31, 2022 which was audited and certified by the Auditor and reviewed by the AC as shown in the Financial Report distributed to shareholders with the notice to the meeting. The resolution required the majority of votes of shareholders who attended the meeting and cast their votes.

RESOLUTION:

Having considered the matter, the shareholders with the majority votes of shareholders who were present in the meeting and cast the votes approved the Financial Statements ended December 31, 2022 as proposed by the Chairman with details as shown below.

Voting Result	No. of Votes (1 share = 1 vote)	Percent of the total votes of shareholders attending the Meeting and cast their vote
Approved	347,473,143	100.0000
Disapproved	0	0.0000
Abstained	0	-
Total voting shares	347,473,143	-

Agenda 4 To Consider and Approve the Dividend Payment from Operating Results of 2022

The Chairman reported to the shareholders that the Company had a policy to dividend approximately 40% of the consolidated net profit after taxation, or to increase the dividend amount in a steady manner, to the shareholders. It should be noted that the Company's legal reserve had reached the amount of THB 530 million, which was 10% of the registered capital as required by law.

Additionally, Article 41 of the Company's Articles of Association stated that the Board of Directors might pay interim dividend if the profit was adequate for doing so and should report the interim dividend payment to the shareholders at the next meeting. With respect to this, the Board of Directors in the meeting no. 9/2022 on August 26, 2022 resolved the interim dividend payment

Shareholders' 2023 Annual General MeetingApril 12, 2023

from the first half-year operation at THB 3.25 per share totaling THB 1,711 million. Consequently, the dividend payment was made on September 23, 2022.

To appropriate the net profit as dividend, the Company considered the net profit in 2022 amounting to THB 2,683 million or THB 5.10 per share, which was decreased from the 2021's net profit by THB 1,421 million. The Company realized the operating profit amounting to THB 11,797 million, increasing by THB 1,579 million from the 2021's the operating profit. Concerning the future investment plan and the Company's cash flow, the dividend for 2022 should be paid at THB 6.50 per share, accountable to THB 3,422 million or 128% of the net profit of THB 2,683 million. The proposed dividend amount was the same amount as the approved dividend in 2021. As the interim dividend for the first half-year operation was paid at THB 3.25 per share, the dividend for the second half-year operation would be paid on April 24, 2023 at THB 3.25 per share from unappropriated retained earnings, totaling THB 1,711 million for the aggregate shares of 526,465,000. As such, the comparison of the dividend payments between 2021 and 2022 was detailed below:

Description	2022		2021	
Net Profit (THB million)	2,683		4,104	
Number of shares	526,465,000		526,465,000	
Earnings per share (THB)	5.10		7.80	
Dividend per share (THB)	6.50		6.50	
	3.25	3.25	3.25	3.25
Total Dividend per share (THB)	6.50		6.50	
Total dividend amount (THB million)	3,422		3,422	
Dividend Payout Ratio (%)	128		83	

After that, the Chairman invited questions/recommendations from the shareholders. However, there were no advance inquiries and no questions during the meeting, the Chairman then proposed to the Meeting for acknowledgement of the first half-year interim dividend payments at THB 3.25 per share, payable on August 26, 2022, and for consideration the dividend payment from the second-half year operation of 2022 at THB 3.25 per share from unappropriated retained earnings, accounting to THB 1,711 million, payable on April 24, 2023 as proposed. As a result, the total 2022 dividend payment was THB 6.50 per share or THB 3,422 million. The resolution required the majority of votes of shareholders who attended the meeting and cast the votes.

Shareholders' 2023 Annual General Meeting**April 12, 2023****RESOLUTION:**

Having considered the matter, the shareholders, with the majority votes of shareholders who were present and cast the votes, acknowledged the payment of interim dividend for the first half-year operation of 2022 in the amount of THB 3.25 per share, and approved the dividend payment from the second-half year operation performance of 2022 at THB 3.25 per share from unappropriated retained earnings, accountable to THB 1,711 million, payable on April 24, 2023. As a result, the total 2022 dividend payment was THB 6.50 per share or THB 3,422 million. The resolution was passed by the majority of the shareholders attending the meeting and casting their votes with the following voting results:

Voting Result	No. of Votes (1 share = 1 vote)	Percent of the total votes of shareholders attending the Meeting and cast their vote
Approved	347,473,141	100.0000
Disapproved	0	0.0000
Abstained	502	-
Total voting shares	347,473,643	-

Agenda 5 To Consider the Appointment of the Auditors and to Determine the Audit Fee

The Chairman delegated Mr. Paisan Mahapunnaporn, Independent Director in the capacity of the AC Chairman, to present the information of auditor selection to the Meeting. The Capital Market Supervisory Board determined that an auditor of a listed company in the Stock Exchange of Thailand (SET) had to be rotated every seven fiscal years, regardless of consecutiveness, and had to refrain from performing audit services for such listed company for five consecutive fiscal years. This new rule was effective from January 1, 2019. Since the Company put priority on the independence of the auditor, the Company set the policy to change the statutory auditor of the Company in order to comply with the rule of the Capital Market Supervisory Board. Besides, the Company set the policy to select the Company's auditor from the leading auditing firms based on qualifications and comparison of the audit fee every three years. With respect to this, 2022 was the latest year that EGCO Group had considered the auditor selection by comparing the qualifications and audit fee; as a result, the reconsideration doesn't need in this year according to the policy.

The Board of Directors and the AC viewed that the auditors from PricewaterhouseCoopers ABAS Limited ("PwC") were professional, independent, impartial, experienced in accounting audit of energy business. Understanding power business and being familiar with business of EGCO,

Shareholders' 2023 Annual General Meeting**April 12, 2023**

PwC could consistently render its auditing service with useful advice and good time management. Since PwC was a reputable auditing firm which applied the broadly accepted international auditing standards and had a worldwide connection to facilitate the audit work of EGCO's overseas subsidiaries and joint ventures. Therefore, auditors from PwC should be appointed as the Company's statutory auditors for year 2023 by designating one of below auditors to perform auditing work and express opinions on the Company's Financial Statements;

1. Ms. Amornrat Pearmpoonvatanasuk, Certified Public Accountant (Thailand) No. 4599
2. Ms. Wanvimol Preechawat, Certified Public Accountant (Thailand) No. 9548
3. Mr. Boonrueng Lerdwiseswit, Certified Public Accountant (Thailand) No. 6552
4. Ms. Rodjanart Banyatananusard, Certified Public Accountant (Thailand) No. 8435

As the list above, Ms. Amornrat Pearmpoonvatanasuk was the Auditor who had affixed the signature to review or audit and express opinion on the EGCO Group's Financial Statements for 4 years (2019-2022) for her new period, pursuant to the auditor rotation practice announced by the Securities and Exchange Commission mentioned above. The other three auditors had not yet signed on EGCO Group's Financial Statements. These practices complied with the regulation of the Capital Market Supervisory Board and the resolution of AC regarding the auditor rotation. With respect to this, the 2023 audit fee was proposed as follows:

1. The audit fee for 2023 amounting to THB 3,144,000, which was increased by THB 202,900 due to the business expansion in the group with effect on the consolidated financial statement, including reviewing a new company.
2. The out-of-pocket expenses for audit work in Thailand were not exceeding THB 175,000. With respect to the overseas audit work, the Company would also be responsible for the auditors' overseas traveling expenses as appropriate.

In 2022, the non-audit fee amounted to THB 3,324,710 which was completely paid.

Additionally, the auditors from PwC had served as auditors of EGCO and all subsidiaries except Quezon Power (Philippines) Co., Ltd. (Quezon) and Quezon Management Services Inc., which appointed auditors from SyCip Gorres Velayo & Co., as their statutory auditors since the auditors had worked for those two companies before EGCO's acquisition. Being experienced and having good acquaintance with Quezon business facilitated EGCO to complete its financial statements within the timeframe.

Shareholders' 2023 Annual General Meeting

April 12, 2023

It should be noted that PwC and the proposed auditors to serve EGCO and its subsidiaries had neither interest nor relationship with the Company, its subsidiaries, management, major shareholders, or other related persons that might deprive their independence in discharging their duties.

According to the above reasons, the Board of Directors, with the recommendation of the AC, then proposed the appointment of PwC's Certified Public Accountants to be the Company's auditors, namely:

1. Ms. Amornrat Pearmpoonvatanasuk, Certified Public Accountant (Thailand) No. 4599,
2. Ms. Wanvimol Preechawat, Certified Public Accountant (Thailand) No. 9548,
3. Mr. Boonrueng Lerdwiseswit, Certified Public Accountant (Thailand) No. 6552,
4. Ms. Rodjanart Banyatananusard, Certified Public Accountant (Thailand) No. 8435.

Anyone being authorized to conduct the audit and provide the opinions on the financial statements of the Company with the audit fee for year 2023 of THB 3,144,000 and the out-of-pocket expenses for audit work in Thailand of not exceeding THB 175,000 while the Company would be responsible for the auditors' overseas traveling expenses. The shareholders should authorize the Board of Directors to appoint alternate certified public accountants from PwC in case of absence of the three auditors as stated above. In addition, the Board of Directors should be authorized to consider and approve the review fee of the financial statements of subsidiary, associated and joint venture companies which would be established or acquired during the year 2023.

After that, the Chairman invited questions/recommendations from the shareholders. In this regard, there were no advance inquiries and no questions during the meeting. Then, the Chairman called for the voting to approve the appointment of the Company's statutory auditors and the audit fee. The approval of this item required the majority of votes of shareholders who attended the meeting and cast their votes.

RESOLUTION:

The Meeting approved the appointment of auditors and their remuneration for year 2023 as follows:

- 1) That the following auditors from PricewaterhouseCoopers ABAS Limited were appointed as the Company's auditors, anyone being authorized to conduct the audit and provide the opinions on the financial statements of the Company.

Shareholders' 2023 Annual General Meeting**April 12, 2023**

Name of Auditors	Certified Public Accountant (Thailand) No.
Ms. Amornrat Peampoonvatanasuk	4599
Ms. Wanvimol Preechawat	9548
Mr. Boonrueng Lerdwiseswit	6552
Ms. Rodjanart Banyatananusard	8435

Additionally, the audit fee for year 2023 of THB 3,144,000 and the out-of-pocket expenses for audit work in Thailand of not exceeding THB 175,000 were approved. Expenses incurred from any offshore audit work of the auditors shall be borne by the Company.

- 2) That the Board of Directors was authorized to approve the alternate certified public accountant with PricewaterhouseCoopers ABAS Limited.
- 3) That the Board of Directors was authorized to approve the review fee for the financial statements of subsidiaries, associated, and joint venture companies which would be established or acquired in 2023.

The resolution was passed by the majority of the shareholders attending the meeting and casting their votes, with the following voting results:

Voting Result	No. of Votes (1 share = 1 vote)	Percent of the total votes of shareholders attending the Meeting and cast their vote
Approved	346,292,143	99.6583
Disapproved	1,187,100	0.3416
Abstained	500	-
Total voting shares	347,479,743	-

Agenda 6 **To Consider and Approve the Amendment of EGCO's Articles of Association,**
Article 26, 27, 30, 34, and 41

The Chairman reported to the shareholders that the Public Limited Companies Act (No. 4), B.E. 2565 (2022) amended the previous version of the Public Limited Companies Act B.E. 2535 (1992) regarding summoning of a Board of Directors' meeting, notice period of a Board of Directors' meeting, and increasing electronic dissemination options in addition to newspaper publishing. EGCO, therefore, proposed to amend the Article 26, 27, 30, 34, and 41 of the Articles of Association to comply with the above-mentioned law as follows:

Shareholders' 2023 Annual General Meeting

April 12, 2023

Article 26. The Chairman shall convene the meeting of the Board of Directors or assign any person to act on his behalf for such a matter.

If there is a reasonable cause, or in order to protect the rights or the benefits of the Company, at least two directors may jointly request that the Chairman or his/her designated person convene the meeting of the Board of Directors and they shall also propose the meeting agenda to the Chairman or his/her designated person. In this case, the Chairman shall convene and specify the date for the meeting within fourteen days from the request receipt date.

In the case where the Chairman or his/her designated person does not convene and specify the date for the meeting within the period specified in the above paragraph, the requesting directors may jointly convene and specify the date of the meeting to resolve the proposed agenda items within fourteen days from the end of such fourteen-day period mentioned in the above paragraph.

In the absence of the Chairman, the Vice- chairman shall convene the meeting of the Board of Directors. In the case of the absence of a Vice- chairman, a Board of Directors' meeting may jointly be convened by at least two directors.

Article 27. In convening a meeting of Board of Directors, the Chairman or the person assigned by him shall send a notice of the meeting to the Directors not less than **three days** in advance of the date of the meeting. Except in cases of urgency or for the purpose of maintaining the rights or interest of the Company, the notice of the meeting may be sent by other means and the notice period can be shortened further.

Article 30. In summoning a shareholders meeting, the Board of Directors shall prepare a notice specifying the place, date, time, agenda and matters to be proposed to the meeting; as well as adequate details that clearly indicate whether such matters are proposed for acknowledgement, approval, or consideration, as the case may be; and the Board's opinions on such matters. The notice shall be sent to the shareholders and the Registrar not less than seven days prior to the date of the meeting and be published in a newspaper **or via electronic means according to the criteria prescribed by laws** not less than three days prior to the date of the meeting.

Shareholders' 2023 Annual General Meeting

April 12, 2023

The shareholders' meeting shall be held at the location of the head office or any other place as the Board deems appropriate.

Article 34. The Chairman of the shareholders' meeting shall be responsible for conducting the meeting in accordance with the Articles of Association. The Chairman shall conduct the meeting in the order as arranged in the notice of the meeting unless the meeting resolves to change the order of the agenda with votes not less than two-thirds the number of shareholders present.

Upon concluding the meeting pursuant to the first paragraph, shareholders holding an aggregate number of shares not less than one-third the total number of shares sold may request the meeting to consider other matters in addition to those specified in the agenda.

In the event that the meeting is unable to conclude the meeting pursuant to the first paragraph or unable to conclude the consideration of additional matters as requested by shareholders pursuant to the second paragraph, as the case may be, and it becomes necessary to postpone the meeting, the meeting shall specify the place, date and time for the subsequent meeting. The Board of Directors shall send a notice of the meeting specifying the place, date, time, and agenda of the meeting to the shareholders not less than seven days prior to the date of the meeting. The notice shall be published in a newspaper **or via electronic means according to the criteria prescribed by laws** not less than three days prior to the date of the meeting.

Article 41. Dividends shall be paid only from profit and not from any type of fund. In the case that the Company has sustained any accumulated loss, no dividend shall be paid.

Dividends shall be divided equally in accordance with the number of shares and by approval of the shareholders' meeting.

The Board of Directors may pay interim dividends from time to time to shareholders if the Company's profit is adequate for doing so. The Board shall then report the same to the shareholder at the next meeting.

Dividends shall be paid within one month from the date the resolution of the shareholders' meeting of the Board of Directors was adopted, as the case may be.

Shareholders' 2023 Annual General Meeting

April 12, 2023

A written notice shall be sent to the shareholders and a notice of payment of dividend shall also be published in a newspaper or via electronic means according to the criteria prescribed by laws.

The Company may pay dividend in the form of ordinary shares upon receiving approval from the shareholders' meeting.

After that, the Chairman invited questions/recommendations from the shareholders. However, there were no advance inquiries and no questions during the meeting. The Chairman then proposed to the Meeting for consideration the amendment of Articles of Association Article 26, 27, 30, 34, and 41 should be proposed to shareholders for approval to comply with the obligatory law by discarding the existing provisions and adopting the proposed ones. The resolution required the votes in favor exceeding four-fifths of the total votes of shareholders attending the Meeting and having voting rights.

RESOLUTION:

Having considered the matter, the shareholders approved the amendment of Articles of Association Article 26, 27, 30, 34, and 41 to comply with the obligatory law by discarding the existing provisions and adopting the proposed ones. The resolution was passed by the votes in favor exceeding four-fifths of the total votes of shareholders attending the Meeting and having voting rights, with the following voting results:

Voting Result	No. of Votes (1 share = 1 vote)	Percent of the total votes of shareholders attending the Meeting and cast their vote
Approved	347,478,543	99.9996
Disapproved	700	0.0002
Abstained	500	0.0001
Total voting shares	347,479,743	100.0000

Agenda 7 To Consider and Determine the Directors' Remuneration

The Chairman informed that taking into account the responsibilities of the Board, the Company's performances, directors' performance, competitiveness with the peer companies, and the motivation to attract and retain qualified directors, the Board of Directors with the recommendation of the Nomination and Remuneration Committee proposed to the shareholders to consider the directors' remuneration comprising bonus, monthly retainer fee and meeting allowance, and Board Committees' remuneration as follows:

Shareholders' 2023 Annual General MeetingApril 12, 2023

1. Bonus for the 2022 performance: to be paid to directors at the Board's discretion in the amount of THB 17.5 million which was lower than the bonus from the 2021 performance approved by the Shareholders as the Company's performance in the past year was affected by various factors and the Board of Directors voluntarily reduced the bonus. The proposed bonus of THB 17.5 million was accountable to 0.51% of 2022 dividend payment;
2. Monthly Retainer Fee and Meeting Allowance: to be maintained as approved by the Shareholders in 2022 at THB 30,000 and THB 10,000, respectively. Meeting allowance for directors absent from the meeting should be waived. The Chairman and the Vice Chairman of the Board should receive an additional 25% and 10% of both monthly retainer and meeting allowance, respectively;
3. Board Committee's Remuneration: to maintain Board Committee's remuneration, namely Audit Committee, Investment Committee, and Nomination and Remuneration Committee at the same rate as approved by the Shareholders in 2022. Furthermore, the remuneration of committees namely Corporate Governance and Sustainability Committee, and Risk Oversight Committee should be increased to conform to the additional responsibility and current effort. The details of Board Committees' were as follows:

Committee	2022		2023	
	Remuneration (THB)	Meeting Allowance (THB)	Remuneration (THB)	Meeting Allowance (THB)
Audit Committee	20,000	20,000	20,000	20,000
Investment Committee	20,000	20,000	20,000	20,000
Nomination and Remuneration Committee	20,000	20,000	20,000	20,000
Corporate Governance and Sustainability Committee	-	24,000	20,000	20,000
Risk Oversight Committee	-	24,000	20,000	20,000

The Chairman of each Board Committee would receive more retainer fee and/ or meeting allowance than directors at 25%.

4. There was no other benefits granted to the Board of Directors and the Board Committees.
5. The remuneration of any Committee newly established or revised during the year should be at the Board's discretion according to appropriateness and responsibility.
6. The President was not entitled to any directors' remuneration.

Shareholders' 2023 Annual General Meeting**April 12, 2023**

After that, the Chairman invited questions/recommendations from the shareholders. Since there were no advance inquiries and no questions during the meeting, the Chairman then called for the voting on directors' remuneration. The resolution required not less than two-thirds of all votes of the shareholders who were attending the meeting.

RESOLUTION:

Having considered the matter, the shareholders approved, with the votes exceeding two-thirds of all votes of shareholders who were present in the meeting, the bonus for 2022, the monthly retainer fee and the meeting allowance for 2023, and the remuneration for Board Committees as proposed by the Chairman. Details of voting result were as shown below:

Voting Result	No. of Votes (1 share = 1 vote)	Percent of the total votes of shareholders attending the meeting
Approved	344,532,236	99.1517
Disapproved	1,792,578	0.5158
Abstained	1,154,929	0.3323
Total voting shares	347,479,743	100.0000

Agenda 8 To Consider and Elect Directors to Replace the Retiring Directors

The Chairman reported to the shareholders that Section 71 of the Public Limited Companies Act and Article 17 of the Company's Articles of Association stipulated that one-third of the directors shall retire by rotation at the Shareholders' Annual General Meeting. Upon this Meeting, the following 5 directors would retire by rotation.

- | | |
|----------------------------|----------------------|
| 1. Mr. Anya Khanthavit | Independent Director |
| 2. Mr. Pisan Mahapunnaporn | Independent Director |
| 3. Mr. Toshiro Kudama | Director |
| 4. Mr. Naoki Tsutsumi | Director |
| 5. Mr. Makoto Nogami | Director |

For transparency and shareholders' convenience to freely discuss on director election, all retired directors voluntarily excused from the meeting.

The Chairman informed that the Company posted on the Company's website and SET Portal from October 1 to December 31, 2022 to welcome the shareholders' recommendations on director nominees, but no recommendation was received. In this regard, qualified candidates had been

Shareholders' 2023 Annual General Meeting

April 12, 2023

sought from director pools through the Company's director nomination procedure. Therefore, the Nomination and Remuneration Committee excluding directors having the conflict of interest in this election, consider and scrutinize the candidates' qualifications as required by law, the Company's Articles of Association and related regulations including the appropriate composition of the Board: by age, gender, nationality and race, and required qualifications, experience and expertise of the candidates to benefit the achievement of the Company's strategy and strengthen the Company's governance, their past performance and devotion during the service term. The Board of Directors excluding the conflict of interest directors in this agenda and with the recommendations from the Nomination and Remuneration Committee proposed to the Meeting the election of directors as following details.

1. To re-elect the following 2 independent directors for another term namely Mr. Anya Khanthavit and Mr. Paisan Mahapunnaporn.
2. To re-elect the following 3 directors for another term namely Mr. Toshiro Kudama, Mr. Naoki Tsutsumi and Mr. Makoto Nogami.

Those director nominees possessed the qualifications appropriate to the Company's business which could strengthen the corporate governance to meet the corporate strategy. Also, the Independent Director nominees also possessed the qualifications of providing independent opinion and recommendation which were beneficial to the Company, and those were in accordance with relevant regulations. Profiles of the nominated directors as well as definition of the Company's independent director were shown in Attachment # 5.

After that, the Chairman invited shareholders to submit questions/recommendations. However, there were no advance inquiries and no questions during the meeting. Then, the Chairman called for the voting on director election on individual basis. The resolution required not less than four-fifths of votes of the shareholders who were present in the meeting and had voting right. After the voting procedure was completed, the Chairman invited all retiring directors back to the Meeting.

RESOLUTION:

Having considered the matter, the shareholders resolved the following details with the votes exceeded four-fifths of the votes of shareholders who were present in the meeting and had voting rights.

Shareholders' 2023 Annual General Meeting**April 12, 2023**

1. To re-elect the following 2 independent directors for another term namely Mr. Anya Khanthavit and Mr. Paisan Mahapunnaporn.
2. To re-elect the following 3 directors for another term namely Mr. Toshiro Kudama, Mr. Naoki Tsutsumi, and Mr. Makoto Nogami.

Details of the voting result for each director were as shown below:

Directors	The votes of the shareholders who were present in the meeting and had voting right			
	Approved (%)	Disapproved (%)	Abstained (%)	Total (%)
1. Mr. Anya Khanthavit Independent Director	344,125,490 (99.0344)	3,354,617 (0.9654)	500 (0.0001)	347,480,607 (100.0000)
2. Mr. Paisan Mahapunnaporn Independent Director	342,563,335 (98.5848)	4,916,770 (1.4149)	502 (0.0001)	347,480,607 (100.0000)
3. Mr. Toshiro Kudama Director	343,702,084 (98.9125)	3,778,523 (1.0874)	0 (0.0000)	347,480,607 (100.0000)
4. Mr. Naoki Tsutsumi Director	346,277,899 (99.6538)	1,202,708 (0.3461)	0 (0.0000)	347,480,607 (100.0000)
5. Mr. Makoto Nogami Director	346,508,699 (99.7202)	971,908 (0.2797)	0 (0.0000)	347,480,607 (100.0000)

Agenda 9 To Consider Other Matters

The Chairman informed that the consideration for all general agenda was completed, and the Meeting came to Agenda 9: To Consider Other Matters. According to Section 105 Paragraph 2 of Public Limited Companies Act and Article 34 Paragraph 2 of the Company's Articles of Association, shareholders holding an aggregate number of shares not less than one-third of the total number of shares sold were able to request the Meeting to consider other matters in addition to those specified in the agenda. As no other businesses were proposed by the shareholders and proxies, the Chairman invited questions or recommendations on general issues from the shareholders. However, the Company received the question in advance which was unable to verify whether they were questions from any shareholders or proxies. The Meeting therefore answered the questions in the Meeting and the Company reserved the right not to record such questions and explanations in the minutes of Shareholders' 2023 Annual General Meeting.

Having finished the question-and-answer session, the President informed that EGCO was going to arrange the site visit for shareholders at Klongluang Utilities Power Plant, Pathum Thani

Shareholders' 2023 Annual General Meeting

April 12, 2023

province, in June 2023. The activity details would be posted at the end of April 2023 through EGCO's website: www.egco.com and Facebook: EGCO Group.

There were no other matters raised for consideration, the Chairman then closed the meeting and thanked all shareholders for attending the meeting and providing useful recommendations to the Company.

The meeting adjourned at 3.45 p.m.

After the President declared the meeting open, the shareholders still registered to attend the Meeting resulting in the increasing numbers of shareholders and proxies to thirty-five (35) and one thousand two hundred and eighty-six (1,286) shareholders attending the meeting in person and by proxy, respectively, or one thousand three hundred and twenty-one (1,321) in total holding 347,480,707 shares or 66.0026 % of the total outstanding shares.

Signed _____ Chairman of the Board
(Mr. Kulit Sombatsiri)

Note: An English version of the Minutes of Shareholders' Annual General Meeting for year 2023 had been prepared from the Thai version. In the event of a conflict or a difference in interpretation between the two languages, the Thai version shall prevail.



Attachment # 2

QR Code 1 for downloading 2023 Annual Report (One Report) and the Notice of Shareholders' 2024 Annual General Meeting in digital format.



QR Code Download Guide for 2023 Annual Report, Notice of Shareholders' 2024 Annual General Meeting, and Advance Inquiry Form before Shareholders' Meeting

The Company has facilitated the shareholders with more convenient and faster channel to access all information and documents through QR Code developed by The Stock Exchange of Thailand (SET). Shareholders can download the Notice of Shareholders' 2024 Annual General Meeting and 2023 Annual Report (One-Report) through QR Code 1 in Attachment # 2. Additionally, shareholders can conveniently send questions and comments in each agenda before the meeting through the Advance Inquiry Submission Form via the QR Code in Attachment # 14. The instructions with regards to QR Code is as below.

For iPhones or iPads with iOS Version 11 or Higher

- 1) Open "Camera" application.
- 2) Scan the QR Code appeared in documents by positioning the QR Code in the center of the camera with appropriate distance.
- 3) Once the phone can identify the QR Code, a notification will appear. Please select the appeared notification.
- 4) The phone will be redirected to the application browser "Safari". In case of QR Code 1 in Attachment # 2, SET's website will appear. In case of QR Code in Attachment # 14, Microsoft Forms "Advance Inquiry Submission Form" will appear.
- 5) In SET's website (QR Code 1), shareholders can choose to download all documents or only selected files. For the Advance Inquiry Submission Form (QR Code in Attachment # 14), shareholders are required to provide own information and can choose to fill in questions in specific agendas.

**Shareholders can use other applications such as LINE Messaging application or other QR Code reader applications to scan and download documents. For LINE application, please follow the Android's guidelines.*

For Android Smartphones with Any Versions

Shareholders can use LINE Messaging application or other QR Code reader applications available for free download via Google Play Store.

In case of LINE Messaging application

- 1) Open Line Messaging application.
- 2) Open “Add friend” directory and then select “QR Code”.
- 3) Scan the QR Code appeared in documents by positioning the QR Code in the center of camera with appropriate distance.
- 4) The phone will be redirected to the application browser. In case of QR Code 1 in Attachment # 2, SET’s website will appear. In case of QR Code in Attachment # 14, Microsoft Forms “Advance Inquiry Submission Form” will appear.
- 5) In SET’s website (QR Code 1), shareholders can choose to download all documents or only selected files. For the Advance Inquiry Submission Form (QR Code in Attachment # 14), shareholders are required to provide own information and can choose to fill in questions in specific agendas.

**In case shareholders use other applications, please follow the guidelines within the application.*

Qualifications and lists of Certified Public Accountant

We offer the core team with deep knowledge for energy business. Each engagement team has an eligible certified qualification license to certify financial statements of EGCO Group.



**Amornrat
Pearmpoonvatanasuk**
Energy Leader and
Assurance Partner



**Wanvimol
Preechawat**
Assurance Partner

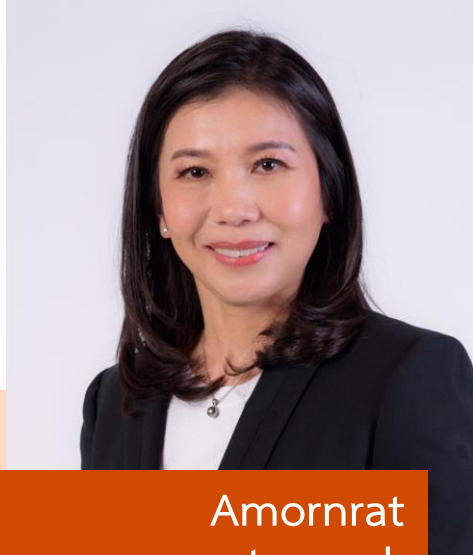


**Boonrueng
Lerdwiseswit**
Assurance Partner



**Rodjanart
Banyatananusard**
Assurance Partner

Name and qualification of Auditor



**Amornrat
Pearmpoonvatanasuk**
Energy Leader and
Assurance Partner

✉ amornrat.pearmpoonvatanasuk@pwc.com

☎ +66 (0) 2844 1159

Education:

- Master degree in Accountancy, Chulalongkorn University
- Bachelor Degree in Accountancy, Chulalongkorn University

Experience:

- Energy Leader and Assurance Partner of PricewaterhouseCoopers ABAS Ltd.
- Amornrat has over 30 years of experience with PwC in Thailand, including 1.5 years with PwC in Australia and 3 months with PwC in the United States of America.
- Amornrat has extensive experience in auditing and accounting advisory for the listed companies in Thailand and multinational companies, especially in power and utility, energy, oil and gas and mining industries. Amornrat has an in depth understanding of the issues relevant to these industries and the specific TFRS, US GAAP and IFRS applicable to them including the areas of accounting for business acquisitions and IFRS conversion projects.

Significant clients served:

Listed company

Electricity Generating Public Company Limited
Banpu Public Company Limited
Banpu Power Public Company Limited
Global Power Synergy Public Company Limited

PTT Exploration and Production Public Company Limited
PTT Oil and Retail Business Public Company Limited
PTG Energy Public Company Limited
Energy Absolute Public Company Limited and Amita Taiwan

Other company

Electricity Generating Authority of Thailand
Glow Energy Public Company Limited
Gulf Electric Public Company Limited

BLCP Power Company Limited
Hongsa Power Company Limited

Name and qualification of Auditor



**Wanvimol
Preechawat**
Assurance Partner

✉ wanvimol.preechawat@pwc.com

☎ +66 (0) 2844 1425

Education:

- Master degree in Business Administration, Chulalongkorn University
- Bachelor Degree in Accountancy, Kasetsart University

Experience:

- Assurance Partner of PricewaterhouseCoopers ABAS Ltd.
- Wanvimol has over 20 years of experience with PwC in Thailand.
- Wanvimol has extensive experience in auditing and accounting advisory for the listed companies in Thailand and multinational companies, especially in power and utility, energy industries. Wanvimol has an in depth understanding of the issues relevant to these industries and the specific TFRS and IFRS applicable to them including the areas of accounting for business acquisitions and IFRS conversion projects.

Significant clients served:

Listed company

Electricity Generating Public Company Limited
Global Power Synergy Public Company Limited
Interlink Communication Public Company Limited

Gulf Energy Development Public Company Limited
Thachang Green Energy Public Company Limited
Interlink Telecom Public Company Limited

Other company

Electricity Generating Authority of Thailand
Metropolitan Electricity Authority of Thailand
Gulf Electric Public Company Limited
Glow Energy Public Company Limited

Green Earth Power (Thailand) Company Limited
PPTC Company Limited
SSUT Company Limited

Name and qualification of Auditor



**Boonrueng
Lerdwiseswit**

Assurance Partner

✉ boonrueng.lerdwiseswit@pwc.com

☎ +66 (0) 2844 1322

Education:

Bachelor Degree in Accountancy,
Thammasat University

Experience:

- Assurance Partner of PricewaterhouseCoopers ABAS Ltd.
- Boonrueng has over 25 years of experience with PwC in Thailand. In addition, Boonrueng has worked with PwC in the United States of America for 3 years and PwC in Japan, Tokyo branch for 2 years.
- Boonrueng has extensive experience in auditing and accounting advisory for the listed companies in Thailand and multinational companies, especially in oil and gas and power and utility industries. Boonrueng has an in depth understanding of the issues relevant to these industries and the specific TFRS, US GAAP and IFRS applicable to them including the areas of accounting for business acquisitions and IFRS conversion projects.

Significant clients served:

Listed company

Gulf Energy Development Public Company Limited
WHA Utilities and Power Public Company Limited
PTT Exploration and Production Public Company Limited
Energy Absolute Public Company Limited and Amita Taiwan

Thai Oil Public Company Limited
Nirvana Daii Public Company Limited
Bangchak Corporation Public Company Limited
PTT Asahi Chemical Company Limited

Other company

Metropolitan Electricity Authority of Thailand
Gulf Electric Public Company Limited

Name and qualification of Auditor



**Rodjanart
Banyatananusard**
Assurance Partner

✉ rodjanart.banyatananusard@pwc.com

☎ +66 (0) 2844 1406

Education:

- Master degree in Business Administration, Thammasat University
- Bachelor Degree in Accountancy, Chiang Mai University

Experience:

- Assurance Partner of PricewaterhouseCoopers ABAS Ltd.
- Rodjanart has over 20 years of experience with PwC in Thailand.
- Rodjanart has extensive experience in auditing and accounting advisory for the listed companies in Thailand and multinational companies, especially in power and utility, energy and mining industries. Rodjanart has an in depth understanding of the issues relevant to these industries and the specific TFRS and IFRS applicable to them including the areas of accounting for business acquisitions and IFRS conversion projects.

Significant clients served:

Listed company

Electricity Generating Public Company Limited	Grande Asset Hotels and Property Public Company Limited
Banpu Public Company Limited	Singha Estate Public Company Limited
Banpu Power Public Company Limited	S Hotels and Resorts Public Company Limited
Thai Property Company Limited	S Prime Growth Leasehold Real Estate Investment Trust
I&I Group Public Company Limited	PTT LNG Company Limited

Other company

BLCP Power Company Limited
Hongsa Power Company Limited



Electricity Generating Public Company Limited
Board Committees' Scope of Duties and Responsibilities

Audit Committee Charter (consisting of at least 3 independent directors)

Scopes of work of Audit Committee covers the following duties:

1. Review the accuracy and adequacy of the Company's financial reports.
2. Review the appropriateness and effectiveness of the Company and its subsidiaries' internal control systems, and internal audit functions and determine Internal Audit Division's independence.
3. Approve the appointment, rotation, termination, and annual performance appraisal of SVP – Internal Audit.
4. Review the Company's compliance with the Securities and Exchange Acts, Regulations of the SET and any other laws relating to the Company's business.
5. Consider, select, as well as propose the appointment or termination of an independent person to be the Company's auditor, together with the associated audit fees.
6. Consider non-audit services performed by the external auditors to review and confirm their independence.
7. Consider and endorse the significant changes in accounting policy of the Company prior to proposing to the Board for approval.
8. Meet with the external auditors exclusively at least once a year.
9. Consider the related transactions or any transactions that may involve conflicts of interest, to comply with rules and regulations of SET and to ensure that such transactions are reasonable and for the maximum benefits of the Company.
10. Consider and endorse the Company's regulation on Internal Audit prior to proposing to the Board for approval.
11. Approve the internal audit plan as well as budget and personnel plan.
12. Acknowledge and opine on internal audit reports of Internal Audit Division.
13. Meet with SVP – Internal Audit exclusively at least once a year.
14. Review with the Management the preparation of the Management's Discussion and Analysis or MD&A, to be disclosed in the Annual Report.

15. Prepare the Audit Committee report that describes the Audit Committee's activities and responsibilities. This report shall be signed by the Chairman of the Audit Committee and disclosed in the Annual Report and consist of at least the following information:
 - a) Opinions on accuracy, completeness, and reliability of the Company's financial reports
 - b) Opinions on the adequacy of the Company and its subsidiaries' internal control system
 - c) Opinions on the Company's compliance with the laws relating to securities and exchange, SET's regulations, or the laws relating to the Company's business
 - d) Opinions on the suitability of an auditor
 - e) Opinions on the transactions that may lead to conflicts of interests
 - f) The number of the Audit Committee meetings and meetings attendance of the individual committee members
 - g) Overall opinions or observations that are acknowledged by the Committee in the course of performing their duties in accordance with the charter
 - h) Other matters deemed appropriate to be acknowledged by the shareholders and general investors within the scope of duties and responsibilities assigned by the Board
16. Inspect any suspiciousness reported by the Company's auditor, that the President, the Management, or any person who responsible for the company's operation commits an offence under the Securities and Exchange Act (No. 4) B.E. 2551. The Committee shall report the result of preliminary inspection to the Office of the Securities and Exchange Commission and to the auditor within thirty days after being informed by the auditor.
17. Govern the compliance of anti-corruption policy and review related measures and internal control of the Company.
18. Consider complaint issues regarding frauds or corruptions of the Company and its subsidiaries.
19. Review the Audit Committee Charter and conduct self-assessment at least once a year.
20. Monitor on the correct and appropriate use of fundraising in accordance with the disclosed objectives.
21. Perform any assignment from the Board with approval of the Audit Committee.

Refer to the above responsibilities, the Committee is accountable to the Company's Board of Directors whereas the Board remains responsible to outside parties for the operation of the Company.

Risk Oversight Committee Charter (consisting of 3 independent directors, 2 directors and the President)

Scopes of work of Risk Oversight Committee covers the following duties:

1. Consider and provide recommendations on enterprise risk management policy and framework to be proposed to the Board of Directors for approval.
2. Consider and provide recommendations on risk appetite and risk tolerance for constant effectiveness to be proposed to the Board of Directors for approval.
3. Oversee the Company to ensure the key risks and their impacts and possibilities are identified including considering the enterprise risk management plan and process.
4. Monitor and assess the Company's risk management to comply with the risk management framework and plans.
5. Regularly report to the Board of Directors on the result of risk assessment and implemented measures. In case of any significant issues materially impacting the Company, the Board of Directors should be informed promptly for further actions.
6. Provide recommendations on risk management to directors, management and EGCO Management Committee, with continuous encouragement and support for the improvement and development of risk management system within the company.
7. Monitor and encourage the review of the enterprise risk management policy and framework at least once a year to ensure the company's risk management policy and framework suited to EGCO's business process and risk mitigation activities.
8. Regularly review and update its own charter to ensure its appropriateness to be proposed to the Board for approval.
9. Evaluate the effectiveness of Risk Oversight Committee performance annually.
10. Consider and review the Corporate KPI performance.
11. Perform other duties relating to risk management as may be assigned by the Board.

Investment Committee Charter (consisting of 4 directors and the President)

The main scopes of work of the Investment Committee cover investment, asset management, accounting, finance, budgeting, procurement, and material management:

1. Endorse for the Board's consideration policies, regulations or any same class document regarding investment, asset management, accounting, finance, treasury management and procurement for the Board's consideration with biannual review and subsequently revision if necessary or in case of any significant changes.

2. Endorse for the Board's consideration charter of the Committee to be proposed to the Board and biannually review with subsequent revision if necessary or in case of any significant changes.
3. Endorse for the Board's consideration Company's strategic plan, business plan, action plan and annual budget.
4. Endorse for the Board's consideration the determination of Corporate KPIs.
5. Endorse for the Board's consideration an increase or reduction of the registered capital.
6. Endorse for the Board's consideration acquisition, investment, and divestment of Company's assets.
7. Endorse for the Board's consideration Company's financing.
8. Endorse for the Board's consideration operations of Company's projects under construction and asset management with respect to investment or divestment.
9. Endorse for the Board's consideration Company's profit allocation.
10. Approve Company's treasury management and financial investment.
11. Approve Company's financial support to subsidiary which is 100% controlled by EGCO and endorse for the Board's consideration the financial support to the other companies in EGCO Group.
12. Endorse for the Board's consideration other significant financial transactions.
13. Approve revision of annual budget within 15% of the approved budget.
14. Approve Company's procurement and advisor engagement, valued over THB 50 million.
15. Approve material disposal, valued over THB 5 million but not exceeding THB 10 million.
16. Approve connected transaction with general trading terms or supporting business transaction with general trading terms, valued over THB 50 million but not exceeding THB 6,000 million.
17. Endorse for the Board's consideration risks associated with investment and finance and their preventive measures and mitigations.
18. Evaluate the effectiveness of the Committee annually.
19. Other issues as assigned by the Board and as stipulated in the Company's regulations and principles.

Nomination and Remuneration Committee Charter (consisting of 3 independent directors and 2 directors)

The scopes of work of the Nomination and Remuneration Committee cover nomination, remuneration, benefits, and HR management with the following responsibilities:

1. Endorse for the Board's consideration the policies, regulations or any same class documents regarding HR matters, and biennially review with subsequent revision if necessary or in case of any significant changes.
2. Endorse the charter of the Committee for the Board's consideration, and biennially review with subsequent revision if necessary or in case of any significant changes.
3. Endorse for the Board's consideration the structure, composition and qualifications of Board and sub-committees.
4. Recommend for the Board's consideration the list of nominees in case of vacancies by rotation and/or in case of casual vacancies.
5. Recommend for the Board's consideration the remuneration structure, including meeting allowance, annual bonus, welfare, and other benefits in cash and in kind for the Board of EGCO and Subsidiary.
6. Endorse for Board's consideration the Board's annual performance appraisal forms and the Board's effectiveness evaluation.
7. Evaluate the effectiveness of the Committee annually.
8. Outline and propose for the Board's consideration the development plan to improve directors' knowledge and skills for their performance as directors and sub-committee members in support for the Company's achievement of the corporate goals, and biennially review with subsequent revision if necessary or in case of any significant changes.
9. Formulate the Board Skill Matrix that suits the Company's business, taking into account the board's diversity in various aspects.
10. Endorse for the Board's consideration EGCO organization restructuring from the Senior Vice Presidents ("SVP") upward, while acknowledging the changes in the organization structure of Subsidiary from the SVPs upward.
11. Endorse for the Board's consideration the Company's annual manpower planning.
12. Recommend for the Board's consideration the list of nominees for EGCO President in case of vacancy.
13. Consider the appointment, promotion, rotation and removal of EGCO Senior Executive Vice Presidents ("SEVP"), Executive Vice Presidents ("EVP") and Corporate Secretary.
14. Consider the appointment of EGCO representative directors in Companies in EGCO Group based on the equity proportion or shareholders' agreements.
15. Consider the performance evaluation of EGCO President, SEVPs, EVPs and Corporate Secretary.
16. Endorse for the Board's consideration the succession plans of EGCO EVP upward.

17. Consider the employees' salary structure, wages, compensation, welfare and benefits in cash and in kind for EGCO and Subsidiary.
18. Consider the budget for annual salary increase rate of employees of EGCO and Subsidiary.
19. Consider the corporate bonus allocation policy of EGCO and Subsidiary.
20. Consider Bonus-linked KPIs setting, monitoring and appraisal to determine annual bonus for EGCO and Subsidiary which is operating company.
21. Endorse for the Board's consideration the special bonus.
22. Endorse for the Board's consideration the early retirement program for employees of EGCO and Subsidiary.
23. Approve risks and mitigation measures associated to HR issues.
24. Other issues as assigned by the Board and as stipulated in the Company's regulations and principles.

Corporate Governance and Sustainability Committee Charter (consisting of 3 independent directors, 1 director and the President)

Scopes of Work covers CG, code of conduct, Anti-Corruption, compliance, CSR, environment and sustainability management in the following aspects cyber security, environmental management, climate change, human rights, safety health and environment (SHE), stakeholder engagement and community and society. The duties of the committee include the following:

1. Endorse to the Board for consideration policies aligning to the rules and regulations issued by the government or regulators such as the Stock Exchange of Thailand and Office of Securities and Exchange Commission including international best practices, as well as biennially review and subsequently revise if necessary or in case of any significant changes.
2. Establish the Charter of Committee to be proposed to the Board for consideration, biennial review with subsequent revision if necessary or in case of any significant changes.
3. Endorse objectives and annual plans, to be in line with the strategic plan, for the Board's approval.
4. Oversee, monitor and appraise quarterly performance to comply with policies, practices, objectives and approved plans.
5. Encourage, support, and advise directors, executives, and employees to assure their compliance with the policy, practices, objectives and plans of CG, CSR and Anti-Corruption.
6. Cooperate with and provide suggestions to subcommittees and working teams in relation to CG, Anti-Corruption, CSR, environment, and sustainability management.

7. Support communication to directors, Management, and employees to assure their awareness and understanding the embedded policies and practices regarding CG, Anti-Corruption, CSR, environment, and sustainability management.
8. Oversee risk assessment and mitigation in the following areas: Anti-Corruption, CSR, environment, and sustainability management, including climate change risks and opportunities.
9. Evaluate the effectiveness of the Committee annually.
10. Other issues as assigned by the Board and as stipulated in the Company's regulations and principles.

Independent Director to be Re-Elected



Dr. Pasu Loharjun

Age	64
Nationality	Thai
Educational Background	<ul style="list-style-type: none"> - Ph.D. in Industrial Engineering and Operations Research, Virginia Polytechnic Institute and State University, USA - Master of Science in Industrial Engineering, Polytechnic Institute of New York (NYU Poly), USA - Bachelor of Engineering in Electrical Engineering, Chulalongkorn University
Director's Certificates	<ul style="list-style-type: none"> - Certificate of Director Certification Program, Thai Institute of Directors Association - Certificate of Role of the Chairman Program, Thai Institute of Directors Association - Certificate of Boardroom Success through Financing & Investment Program, Thai Institute of Directors Association - Certificate of Top Executive Program, Capital Market Academy - CG Code Update Program, PricewaterhouseCoopers ABAS Ltd.
Proposed Position	Independent Director
First Appointment	Annual General Meeting 2018 (April 19, 2018)
Latest Appointment	Annual General Meeting 2021 (April 19, 2021)
Year of Service	6 years
Term of Service*	1 st term: Annual General Meeting 2018 – 2021 2 nd term: Annual General Meeting 2021 – 2024

Current Position in EGCO	Lead Independent Director, Chairman of Corporate Governance and Sustainability Committee, Member of Nomination and Remuneration Committee
Current Positions in Other Organization	
<ul style="list-style-type: none"> ● Listed Companies 	2 organizations <ul style="list-style-type: none"> - Independent Director, Allianz Ayudhya Capital PCL. - Independent Director, Thai Beverage PLC.
<ul style="list-style-type: none"> ● Non-listed Companies and Other Organizations 	<ul style="list-style-type: none"> - Board Member of Thai-Nichi Institute of Technology Council, Thai-Nichi Institute of Technology - Member of Council of State - Chairman of Thai-German Institute - Director of Foundation for Industrial Development
<ul style="list-style-type: none"> ● Others that may cause conflict of interests to EGCO 	None
Experiences during the past 5 years	
2021 – 2024	Chairman of Export-Import Bank of Thailand
2020 – 2024	Honorary Director of Thailand Convention and Exhibition Bureau (Public Organization)
2022 – 2023	Member of the National Board of Small and Medium Enterprises Promotion, Office of SMEs Promotion
2021 – 2023	Chairman of Plastic Institute of Thailand
2019 – 2022	Chairman of Thailand National Metal and Materials Technology Center (MTEC)
2019 – 2021	Chairman of Thailand Institute of Scientific and Technological Research
2017 – 2019	Chairman of General Environmental Conservation PCL.
2017 – 2019	Permanent Secretary of Ministry of Industry
2017 – 2019	Chairman of Thai Cane and Sugar Corporation Ltd.
Skills / Expertise	Industry Knowledge, Power and International Business, Smart Technology, Strategy Planning and Corporate Governance
Achievement in year 2023 – February 2024	Dr. Pasu Loharjun served as Lead Independent Director, Chairman of Corporate Governance and Sustainability Committee and Member of Nomination and Remuneration Committee with his dedication and full devotion in all meetings. Furthermore, he emphasized the future business trends in clean and sustainable energy by providing beneficial suggestions on investment opportunities in new businesses related to the energy

	<p>industry and environmentally friendly technologies, leading to sustainable growth of the Company. As the Chairman of Corporate Governance and Sustainability Committee, Dr. Pasu placed the importance of adhering to relevant policies and code of conduct by actively participating in corporate activities to raise and promote awareness among employees regarding good corporate governance and corruption. Moreover, as a Member of Nomination and Remuneration Committee, Dr. Pasu showed his determination and willing to enhance EGCO's flexibility and efficiency to increase its competitiveness in today's rapidly-changing environment. He also provided support on the development of a strong corporate culture that helped fostering employee engagement.</p>
Legal Dispute	No legal dispute during the past 5 years
EGCO Shareholding	800 shares (0.00000152% equivalent)
Meeting Attendance from January 1, 2023 until January 31, 2024	<ul style="list-style-type: none"> - Board of Directors: 20 out of 20 (100%) - Nomination and Remuneration Committee: 10 out of 10 (100%) - Corporate Governance and Sustainability Committee: 5 out of 5 (100%)
Nomination Policy	<p>EGCO's policy on director nomination is based on the following:</p> <ol style="list-style-type: none"> 1. Qualifications of individual candidates as prescribed in the Limited Public Company Act B.E. 2535; and the Notification of the Stock Exchange of Thailand and Securities and Exchange Commission; as well as devotion of time to EGCO; 2. Requirement of skills and experiences to support the achievement of EGCO's strategy; 3. Mixture of director diversity, namely age, gender, nationality, race, knowledge and skills; 4. Composition of knowledge and professional skills necessary or missing for the Board of Directors based on the Board Skill Matrix
Nomination Rationale	<p>Viewing that Dr. Pasu Loharjun possessed ID qualifications as required by law, the Board, with the endorsement of the Nomination and Remuneration Committee, resolved to propose Dr. Pasu Loharjun to be re-elected as an independent director for another term, as Dr. Pasu Loharjun is a veteran in engineering, clean energy, smart technology, and sustainability. He unleashed such knowledge to provide valuable insights and recommendations for overseeing and driving the Company towards new businesses related to power industry. He also pushed the Company for</p>

	<p>agile and swift operations to be able to compete strongly and sustainably in a rapidly-changing market. Therefore, his re-election for another term would boost further development to EGCO on an international scale, creating added value for shareholders and stakeholders in all aspects.</p>
--	--

Additional Information to Consider for Independent Director Election

Relationship Characteristics	Qualifications
Holding EGCO's shares not more than <u>0.5%</u> of the paid-up capital with the voting right	800 shares (0.00000152%)
<p>Having the following relationship with EGCO, subsidiary company, associated company or any legal entity that may have the conflict of interests during the past 2 years</p> <ul style="list-style-type: none"> ● Being an executive director, an employee, an advisor who receives regular salary ● Providing any professional services namely auditors, financial advisors or legal advisors ● Having material business relationship which affects directors' independence 	No No No
Having maternity or registration relationship with directors, management, EGCO's major shareholders, controlling persons or persons to be nominated as management or controlling persons of EGCO and its subsidiaries	No

Independent Director to be Newly Elected



Prof. Dr. Somkit Lertpaithoon

Age	63
Nationality	Thai
Educational Background	<ul style="list-style-type: none"> - Doctorate, (Droit Public Interne), The University Paris II, France - Degree of Profound Studies, (Droit Public Interne), The University Paris II, France - Barrister-at-Law, Institute of Legal Education Thai Bar Association - Bachelor of Law, Thammasat University
Director's Certificates	<ul style="list-style-type: none"> - Director Accreditation Program (DAP), Thai Institute of Directors Association - Corporate Governance for Executives (CGE) Class 17/2021, Thai Institute of Directors Association
Proposed Position	Independent Director
Current Positions in Other Organization	
<ul style="list-style-type: none"> ● Listed Companies 	2 organizations <ul style="list-style-type: none"> - Chairman, Sky ICT Public Company Limited - Independent Director and Chairman of the Corporate Governance and Sustainability Committee, PTT Global Chemical Public Company Limited
<ul style="list-style-type: none"> ● Non-listed Companies and Other Organizations 	<ul style="list-style-type: none"> - Independent Expert of Board Member, NSTDA Governing Board, National Science and Technology Development Agency (NSTDA)

	<ul style="list-style-type: none"> - Chairperson of the Commissioner, Higher Education Commission - Independent Expert of Board Member, Board of Governance, Thai Health Promotion Foundation (ThaiHealth) - Member, The National Law Reform Committee - Honorary Board Member, King Prajadhipok's Institute - Member of Academy of Moral and Political Sciences, Thammasat University - Member, 10th Council of State, Office of the Council of State - Professor of Faculty of Law, Thammasat University
<ul style="list-style-type: none"> ● Others that may cause conflict of interests to EGCO 	None
Experiences during the past 5 years	
2017 – 2018	Independent Director and Member of the Enterprise Risk Management Committee, PTT Public Company Limited
Skills / Expertise	Law, Strategy Planning, Corporate Governance, Energy
Legal Dispute	No legal dispute during the past 5 years
EGCO Shareholding	None
Nomination Policy	<p>EGCO's policy on director nomination is based on the following:</p> <ol style="list-style-type: none"> 1. Qualifications of individual candidates as prescribed in the Limited Public Company Act B.E. 2535; and the Notification of the Stock Exchange of Thailand and Securities and Exchange Commission; as well as devotion of time to EGCO; 2. Requirement of skills and experiences to support the achievement of EGCO's strategy; 3. Mixture of director diversity, namely age, gender, nationality, race, knowledge and skills; 4. Composition of knowledge and professional skills necessary or missing for the Board of Directors based on the Board Skill Matrix
Nomination Rationale	<p>Viewing that Prof. Dr. Somkit Lertpaithoon met ID qualifications as required by law, the Board, with the endorsement of Nomination and Remuneration Committee, resolved to propose Prof. Dr. Somkit Lertpaithoon to be newly elected as an independent director since Prof. Dr. Somkit possessed non-relationship with major shareholders and the Management that aligned with qualifications of an independent director of EGCO. Besides, his knowledge in law and strategy planning as well as long experience in</p>

	<p>energy business, corporate governance and sustainable development, are deemed beneficial for EGCO's current business direction. Accordingly, Prof. Dr. Somkit would be able to support the Board in considering the Company's business strategies with due care and to accommodate the market trends towards the sustainability development under ESG concept. This would drive vigorous and sustainable growth to the Company.</p>
--	--

Additional Information to Consider for Independent Director Election

Relationship Characteristics	Qualifications
Holding EGCO's shares not more than <u>0.5%</u> of the paid-up capital with the voting right	Holding None of EGCO's shares
<p>Having the following relationship with EGCO, subsidiary company, associated company or any legal entity that may have the conflict of interests during the past 2 years</p> <ul style="list-style-type: none"> ● Being an executive director, an employee, an advisor who receives regular salary ● Providing any professional services namely auditors, financial advisors or legal advisors ● Having material business relationship which affects directors' independence 	<p>No</p> <p>No</p> <p>No</p>
Having maternity or registration relationship with directors, management, EGCO's major shareholders, controlling persons or persons to be nominated as management or controlling persons of EGCO and its subsidiaries	No

Independent Director to be Newly Elected



Mr. Supanit Chaiyawat

Age	63
Nationality	Thai
Educational Background	<ul style="list-style-type: none"> - Master of Business Administration, University of Pittsburgh, USA - Bachelor of Science, Engineering University of Wisconsin – Madison, USA
Director's Certificates	<ul style="list-style-type: none"> - Certificate of Director Certification Program, Thai Institute of Directors Association - Certificate of Risk Management Program for Corporate Leaders, Thai Institute of Directors Association
Proposed Position	Independent Director
Current Positions in Other Organization	
<ul style="list-style-type: none"> ● Listed Companies 	None
<ul style="list-style-type: none"> ● Non-listed Companies and Other Organizations 	<ul style="list-style-type: none"> - Advisor to the Prime Minister of Thailand - Chairman of Arno's Group 2020 Co., Ltd. - Chief Executive Officer of Victor Morris (Thailand) Co., Ltd. - Managing Director of Prabhavasu Co., Ltd.
<ul style="list-style-type: none"> ● Others that may cause conflict of interests to EGCO 	None
Experiences during the past 5 years	
2014 – 2023	Independent Director, Member of the Audit Committee and Member of the Risk Management Committee, Sansiri PLC.

Skills / Expertise	Business Administration, Audit & Enterprise Risk Management, Strategy Planning, Marketing, and HR Development
Legal Dispute	No legal dispute during the past 5 years
EGCO Shareholding	None
Nomination Policy	<p>EGCO's policy on director nomination is based on the following:</p> <ol style="list-style-type: none"> 1. Qualifications of individual candidates as prescribed in the Limited Public Company Act B.E. 2535; and the Notification of the Stock Exchange of Thailand and Securities and Exchange Commission; as well as devotion of time to EGCO; 2. Requirement of skills and experiences to support the achievement of EGCO's strategy; 3. Mixture of director diversity, namely age, gender, nationality, race, knowledge and skills; 4. Composition of knowledge and professional skills necessary or missing for the Board of Directors based on the Board Skill Matrix
Nomination Rationale	<p>Viewing that Mr. Supanit Chaiyawat met ID qualifications as required by law, the Board with the endorsement of Nomination and Remuneration Committee, resolved to propose Mr. Supanit Chaiyawat to be newly elected as an independent director due to Mr. Supanit's non-relationship with major shareholders and the management that aligned with qualifications of an independent director of EGCO. Moreover, he is knowledgeable in business administration, strategy planning, marketing, and audit and enterprise risk management, which would efficiently lead EGCO towards strategic advancement in rapidly-changing market. Therefore, Mr. Supanit would be able to support the Board in setting strategies and investment plans to be comprehensive and suitable.</p>

Additional Information to Consider for Independent Director Election

Relationship Characteristics	Qualifications
Holding EGCO's shares not more than <u>0.5%</u> of the paid-up capital with the voting right	Holding None of EGCO's shares
<p>Having the following relationship with EGCO, subsidiary company, associated company or any legal entity that may have the conflict of interests during the past 2 years</p> <ul style="list-style-type: none"> ● Being an executive director, an employee, an advisor who receives regular salary ● Providing any professional services namely auditors, financial advisors or legal advisors ● Having material business relationship which affects directors' independence 	<p>No</p> <p>No</p> <p>No</p>

Relationship Characteristics	Qualifications
Having maternity or registration relationship with directors, management, EGCO's major shareholders, controlling persons or persons to be nominated as management or controlling persons of EGCO and its subsidiaries	No

Director to be Newly Elected



Dr. Prasert Sinsukprasert

Age	58
Nationality	Thai
Educational Background	<ul style="list-style-type: none"> - Doctor of Philosophy in Energy Management and Policy, University of Pennsylvania, USA - Master of Science in Energy Conversion, Power and Transmission, George Washington University, USA - Bachelor of Engineering in Electrical Engineering, Chulalongkorn University
Director's Certificates	<ul style="list-style-type: none"> - Certificate of Director Certification Program, Thai Institute of Directors Association - IOD National Director Conference 2021: "Leadership Behind Closed Door", Thai Institute of Directors Association
Proposed Position	Director
Current Positions in Other Organization	
<ul style="list-style-type: none"> ● Listed Companies 	None
<ul style="list-style-type: none"> ● Non-listed Companies and Other Organizations 	<ul style="list-style-type: none"> - Chairman of the Board, Electricity Generating Authority of Thailand (EGAT) - Permanent Secretary, Ministry of Energy
<ul style="list-style-type: none"> ● Others that may cause conflict of interests to EGCO 	None

Experiences during the past 5 years	
2023 2020 – 2023	Director, PTT Public Company Limited Director General, Department of Alternative Energy Development and Efficiency, Ministry of Energy
2020 2017 – 2020	Deputy Permanent Secretary, Ministry of Energy Inspector General, Ministry of Energy
Skills / Expertise	Engineering, Power Business, and Strategy Planning
Legal Dispute	No legal dispute during the past 5 years
EGCO Shareholding	None
Nomination Policy	<p>EGCO's policy on director nomination is based on the following:</p> <ol style="list-style-type: none"> 1. Qualifications of individual candidates as prescribed in the Limited Public Company Act B.E. 2535; and the Notification of the Stock Exchange of Thailand and Securities and Exchange Commission; as well as devotion of time to EGCO; 2. Requirement of skills and experiences to support the achievement of EGCO's strategy; 3. Mixture of director diversity, namely age, gender, nationality, race, knowledge and skills; 4. Composition of knowledge and professional skills necessary or missing for the Board of Directors based on the Board Skill Matrix
Nomination Rationale	<p>The Board, with the endorsement of the Nomination and Remuneration Committee, resolved to propose Dr. Prasert Sinsukprasert to be newly elected as a director since Dr. Prasert is competent and well-versed in engineering and power business. He would leverage his vast experience to contribute effectively to EGCO's robust and sustainable growth in power business and any related new businesses, creating competitiveness in the energy market during the transition towards clean energy. Therefore, his election would bring benefits to the Company's investment to be in line with its direction to achieve carbon neutral goals. This strategic move aims to foster stable and sustainable growth for the Company, ultimately benefiting all stakeholders.</p>

Director to be Newly Elected



Prof. Dr. Pisut Painmanakul

Age	47
Nationality	Thai
Educational Background	<ul style="list-style-type: none"> - Ph.D. in Industrial Processes Engineering, Laboratoire d'Ingenierie des Procedes de l'Environnement, INSA-Toulouse, Republic of France - Master of Advanced Studies (Diplome d'Etude Approfondie, DEA), INSA-Toulouse, Republic of France - Master of Science (Diplome d'ingenieur) in Environmental Engineering, INSA-Toulouse, Republic of France - Bachelor of Engineering in Environmental Engineering, Chulalongkorn University
Director's Certificates	<ul style="list-style-type: none"> - Certificate of Director Certification Program, Thai Institute of Directors Association, Thai Institute of Directors Association - Certificate of Advanced Audit Committee Program, Thai Institute of Directors Association - Certificate of Risk Management Program for Corporate Leaders, Thai Institute of Directors Association - Certificate of Role of the Chairman Program, Thai Institute of Directors Association - Certificate of Successful Formulation & Execution of Strategy, Thai Institute of Directors Association - Certificate of Boardroom Success through Financing & Investment Program, Thai Institute of Directors Association

	- Certificate of How to Develop a Winning Digital Strategy Program, Thai Institute of Directors Association
Proposed Position	Director
Current Positions in Other Organization	
● Listed Companies	None
● Non-listed Companies and Other Organizations	- Director, Electricity Generating Authority of Thailand (EGAT) - Associate Dean-Innovation Strategy, Faculty of Engineering, Chulalongkorn University
● Others that may cause conflict of interests to EGCO	None
Experiences during the past 5 years	
2022 – 2023	Secretary to Minister of Energy
2020 – 2022	Director, Electricity Generating Public Company Limited
2019 – 2022	Director, National Housing Authority of Thailand
Skills / Expertise	Energy Business, Strategy Planning, Smart Technology and Corporate Governance
Legal Dispute	No legal dispute during the past 5 years
EGCO Shareholding	None
Nomination Policy	EGCO's policy on director nomination is based on the following: <ol style="list-style-type: none"> 1. Qualifications of individual candidates as prescribed in the Limited Public Company Act B.E. 2535; and the Notification of the Stock Exchange of Thailand and Securities and Exchange Commission; as well as devotion of time to EGCO; 2. Requirement of skills and experiences to support the achievement of EGCO's strategy; 3. Mixture of director diversity, namely age, gender, nationality, race, knowledge and skills; 4. Composition of knowledge and professional skills necessary or missing for the Board of Directors based on the Board Skill Matrix
Nomination Rationale	The Board, with the endorsement of Nomination and Remuneration Committee, resolved to propose Prof. Dr. Pisut Painmanakul to be newly

	<p>elected, as Prof. Dr. Pisut had in-dept knowledge in environmental engineering together with climate change and sustainable development, which could be properly applied to enhance EGCO's business operation during the energy transition to clean power. Therefore, his appointment for a new director would drive EGCO to move forward to a sustainable growth and achieve both short and long-term goal of carbon emission, which would create value for all stakeholders.</p>
--	---

Definition of Independent Directors

The Company has defined the qualifications of independent directors, which is stricter than the requirement of the SET in accordance with the Capital Market Supervisory Board. Under the new definition, EGCO's independent director shall have the following qualifications.

1. Holding not more than 0.5% shares of the paid-up capital with the voting right of EGCO, parent company, subsidiary company, associated company or any legal entity that may have the conflict of interest (including the connected persons as stipulated in section 258 of securities laws).
2. Not being a director that takes part in the management (executive director, director who has the same responsibility as management except for the signature in transactions approved by the Board and the joint signing with other directors), employees, advisors who receive regular salary, and controlling person of EGCO, parent company, subsidiary company, associate company and fellow subsidiary (subsidiary of the same holding company) or any entity that may have a conflict of interest during the period of two years before his/her appointment.
3. Not being a person who is related by maternity and by registration as parents, spouse, brother, sister, and son and daughter, including their spouses, of the management, or major shareholders, controlling persons or persons who will be nominated to be the Management or controlling persons of EGCO or its subsidiaries.
4. Not having business relationship with and not being a major shareholder, non-independent director or management of EGCO, parent company, subsidiary company, associate company or any entity that may have a conflict of interest in a way that would affect the giving of independent opinions during the period of two years before the filing date.
5. Not being an auditor or a major shareholder, director, management or partner of the audit firm that provides auditing services to EGCO, parent company, subsidiary company, associate company or any entity that may have a conflict of interest during the period of two years before the filing date.
6. Not providing any professional service or being a major shareholder, non-independent director, management or partner of the company that provide professional service which include financial and legal advices with the fee higher than 2 million baht per year during the period of two years before the filing date.
7. Not being appointed as a representative to safeguard interests of EGCO's director, majority shareholders or shareholders who are related to EGCO's majority shareholders.

8. Not having any constraint that would affect the performance of giving independent judgement on EGCO.

If a person having qualifications stated in item 1 to 8 above is appointed as an independent director of the Company, such independent director may be assigned by the Company's Board of Directors to make decision in respect of business operation of EGCO, parent company, the subsidiary or associated company, the major shareholder of EGCO, or the person having controlling power over EGCO, provided that such decision making is made as a collective decision.

The Terms of Independent Directors

Independent directors cannot hold the position for more than 6 years in a row from the day of their first appointment. Taking into account their knowledge, expertise and necessity for the interest of the Company, the Board may re-appoint the retired independent directors, but he/she shall not hold the position for more than 9 consecutive years.

(Example)

หนังสือเชิญประชุม

Notice of Meeting

บริษัท ผลิตไฟฟ้า จำกัด (มหาชน)

ELECTRICITY GENERATING PUBLIC COMPANY LIMITED



เรื่อง กำหนดการประชุมสามัญผู้ถือหุ้น
Subject Schedule of Annual General Meeting of Shareholders

วันที่ 15 มีนาคม 2567
Date

สัญชาติ
Nationality

เรียน
To
บ้านเลขที่
Address

เลขทะเบียนผู้ถือหลักทรัพย์
Shareholder's Registration No.

สิ่งที่ส่งมาด้วย เอกสารประกอบการประชุม ฯลฯ
Attachment Details of meeting document

โดยผู้ถือหลักทรัพย์จำนวนทั้งสิ้นรวม
Holding the total amount of

หุ้น/หน่วย
shares/units

ข้อมูลบริษัท / หลักทรัพย์
Company / Securities Information

หุ้นสามัญ
Ordinary share

หุ้น/หน่วย
shares/units



หุ้นบริวารสิทธิ
Preferred share

หุ้น/หน่วย
shares/units

โดยมีวาระการประชุมตามแนบท้าย
The meeting agenda is attachment

<https://www.set.or.th/set/tsd/meetingdocument.do?symbol=EGCO&date=240412>

วันที่ประชุม : วันศุกร์ที่ 12 เมษายน 2567 เวลา 14:00 น.
Meeting Date : Friday, April 12, 2024 at 14:00 hrs.

สถานที่ประชุม : การประชุมผ่านสื่ออิเล็กทรอนิกส์
Meeting Venue : Through Electronic Means (E-AGM)

ข้าพเจ้า.....เป็น[]ผู้ถือหลักทรัพย์ []หรือผู้รับมอบฉันทะ
I/We am/are shareholder or proxy of a shareholder

ของ บริษัท ผลิตไฟฟ้า จำกัด (มหาชน)
of ELECTRICITY GENERATING PUBLIC COMPANY LIMITED

หมายเลขบัตรประจำตัวประชาชน.....ได้มาเข้าร่วมการประชุมดังกล่าวข้างต้น
which the identification (ID) number attend the above mentioned meeting.

ลงชื่อ.....ผู้เข้าร่วม
Sign Meeting Attendee

(.....)

เพื่อความสะดวกในการลงทะเบียน ผู้ถือหลักทรัพย์หรือผู้รับมอบฉันทะที่จะมาประชุม โปรดนำเอกสารฉบับนี้มาแสดงต่อเจ้าหน้าที่ลงทะเบียนในวันประชุม สำหรับผู้ถือหลักทรัพย์ที่มาประชุมด้วยตนเอง กรุณาแสดงบัตรประจำตัวประชาชน หรือใบขับขี่ หรือบัตรข้าราชการ หรือหนังสือเดินทาง (กรณีผู้ถือหุ้นต่างประเทศ) ฉบับจริง พร้อมกับแบบฟอร์มลงทะเบียน

ท่านสามารถค้นหารายละเอียดระเบียบวาระการประชุม พร้อมความเห็นกรรมการในเรื่องดังกล่าว รวมทั้งสิ่งที่เสนอต่อที่ประชุมพร้อมรายละเอียดและเอกสารประกอบการประชุมอื่นๆ ผ่าน QR Code หรือ URL <https://www.set.or.th/set/tsd/meetingdocument.do?symbol=EGCO&date=240412> หรือ ติดต่อขอรับเอกสารประกอบการประชุมได้ที่บริษัทผู้ออกหลักทรัพย์

เว็บไซต์: www.egco.com / โทร 02-998-5000 ต่อ 5020-27 / email : -
สอบถามข้อมูลเพิ่มเติมได้ที่ SET Contact Center เว็บไซต์ : www.set.or.th/contactcenter / โทร 02 009 9999

For your convenience, shareholders or proxies wishing to attend the meeting, kindly present this document to a registration staff at the meeting for registration. For shareholders who will attend the meeting by themselves, the original of identification card or driving license or government official identification card or passport (in case of foreign shareholders) must be presented together with the Registration Form.

The details of Meeting document is available online by scanning QR Code on this form or at URL

<https://www.set.or.th/set/tsd/meetingdocument.do?symbol=EGCO&date=240412>

You can also contact the issuer for the annual report

Website : www.egco.com /Tel. +66 2-998-5000 Ext. 5020-27 / email : -

For further information please contact SET Contact Center Website : www.set.or.th/contactcenter /Tel. +662 009 9999

Practices for Shareholders' 2024 Annual General Meeting

Since the Shareholders' 2024 Annual General Meeting will be held through Electronic Means (E-Meeting), the Company provides the following guidelines and strongly recommends that all shareholders and proxies thoroughly study the guidelines in order to facilitate all participants.

- 1. The Company strongly advises shareholders to grant a proxy to Independent Directors instead of self-participation.** Granting a proxy can be done by completing the Proxy Form attached to this document package (Attachment #10) or accessible on the Company's website. Shareholders can either send the Proxy Form to the Company by attaching required documents as stipulated and provided in the document package (Attachment # 8) using a business reply envelope provided (no stamp required) or send it to the email: cs@egco.com. The proxy and required documents shall be delivered to EGCO **by April 11, 2024, at 17.00 hrs.**

- 2. Shareholders or proxies who wish to attend the meeting through Electronic Means,** please strictly proceed as follows:
 - 2.1 Submit a request to participate in the meeting (**e-Request**) via Inventech Connect system which will be opened **from April 3 – 12, 2024, until the end of the meeting.**
 - 2.2 Proceed with the registration system for participation through electronic means (**e-Register**) which will be opened **on April 12, 2024, from 12.00 hrs. until the end of the meeting.**
 - 2.3 For a smooth meeting participation, the Company recommends all participants to complete steps 2.1 and 2.2 **prior to the meeting date.** Please thoroughly study the guidelines for e-Request, e-Register and e-Meeting as detailed in Attachment # 9.

- 3. The Company will provide the Live Broadcast System** via AGM i-Check system only for the listed shareholders as of March 14, 2024 (Record Date). The shareholder's ID is required for Live Broadcast's registration. The broadcast is accessible via this website: https://app.inventech.co.th/EGCO163274AGM_EN or the following QR Code.



4. If you have any problems with the software, please contact Inventech Call Center via the following channels:

4.1 Telephone Number: 02-931-9130 or 02-931-9139

4.2 LINE application: @inventechconnect or scan this QR Code

Remark: The system is available from April 3-5, and 9-11, 2024, at 8.30-17.30 hrs. Also, on April 12, 2024 at 8.30 until the end of meeting.



5. The Company sincerely encourages shareholders to send question(s) in advance by submitting the question(s) with identification of shareholders' or proxies' names and surnames to the following channels:

5.1 Advance Inquiry Submission Form for the Shareholders' 2024 Annual General Meeting in Attachment # 14. Then, please submit the form to the Company using a business reply envelope provided

5.2 Email: cs@egco.com

5.3 Microsoft Forms by scanning the QR Code shown in Attachment # 14

Taking into account the length of the meeting, the Company shall address the advance questions on the appropriate agendas in the meeting. If a lot of questions are raised during the meeting, the clarifications for unanswered questions will be further recorded in the Minutes of Meeting.

Should you have any inquiry, please contact the Corporate Secretary Division via the following channels:

- Telephone Number: 02-998-5020 – 5027
- Email to cs@egco.com

Documents for Registration, Proxy and Voting

The barcode system will be utilized in the registration process for attending the Shareholders' Annual General Meeting of Electricity Generating Public Company Limited (the "Company") (the "Meeting"). A barcode which contains each shareholder's information is printed on Attachment # 6 to the notice of the Meeting. Additionally, as the Meeting will be held through Electronic Means (E-Meeting), the Company strongly recommends shareholders and proxies who will attend the E-Meeting to thoroughly study the guidelines for the Meeting, and documents for registration, proxy and voting, as well as the guidelines for attending E-Meeting as shown in Attachment # 7 to # 9, respectively.

1. Submission of the Request to Participate in the E-Meeting via e-Request

1) For the Registration of the Shareholders Attending the Meeting Themselves

1.1 Natural Person, Thai nationality or foreign

Shareholders attending the Meeting themselves are required to submit the request to participate in the E-Meeting (e-Request) of which guidelines are as shown in Attachment # 9 and are required to show the certified copy of his/her identity card, either one of the following identifications: national identity card, officer identity card, state enterprise identity card or passport or other kinds identity card presenting photo issued by the government agency.

1.2 Legal Entity, Thai or foreign

An authorized director of a Thai or foreign legal entity attending the Meeting by his/herself is required to show an evidence authorizing him/her to act on behalf of the Legal Entity and his/her copy of identity card (in accordance with paragraph 1.1) together with the original or a copy certified by the registrar of the registration certificate or other evidence presenting its legal entity status (issued not more than 6 months).

2) For Proxy

2.1 In case the Proxy has been appointed by an individual shareholder residing in Thailand, the following documents shall be submitted by such Proxy:

2.1.1 Filled Proxy Form (in accordance with the form attached to this Notice); and

2.1.2 Certified copy of the shareholders' identity card (as stipulated in item 1.1).

- 2.2 In case the Proxy has been appointed by an individual shareholder residing outside the Kingdom of Thailand, the following documents shall be submitted by such Proxy:
- 2.2.1 Filled Proxy Form (in accordance with the form attached to this Notice); and
 - 2.2.2 Certified copy of the shareholders' identity card (as stipulated in item 1.1);
 - 2.2.3 Signatures appeared in the documents mentioned in 2.2.1 and 2.2.2 have to be certified by the Thai Consulate, the notary public, or other competent person legally authorized by local laws of such country.
 - 2.2.4 In case the Custodian in Thailand is authorized to act on behalf of an individual shareholder residing outside the Kingdom of Thailand as a depository and administrator of shares and such individual shareholder authorizes the Custodian to sign Proxy Form on his/her behalf, additional documents are required as follow:
 - 2.2.4.1 Power of Attorney from the individual shareholder residing outside the Kingdom of Thailand granting the Custodian authority to sign the Proxy Form on his/her behalf; and
 - 2.2.4.2 Custodian Letter certifying that the person signing the Proxy Form on behalf of the individual shareholder residing outside the Kingdom of Thailand is licensed to operate Custodian business.
- 2.3 In case the Proxy has been appointed by a Thai legal entity, the following documents shall be submitted by such Proxy:
- 2.3.1 Filled Proxy Form (in accordance with the form attached with the Notice)
 - 2.3.2 Registration certificate issued by the registrar, the Ministry of Commerce (issued not more than 6 months); and
 - 2.3.3 Certified copy of identity card (as stipulated in item 1.1) of the authorized person(s) whose signature appears in such Proxy.
- 2.4 In case the Proxy has been appointed by a foreign legal entity, the following documents shall be submitted by such Proxy:
- 2.4.1 Filled Proxy Form (in accordance with the form attached with the Notice)
 - 2.4.2 Original or the certified copy of the registration certificate, or other evidence presenting its legal entity status together with the list of the authorized person(s) of such foreign legal entity; and

- 2.4.3 Certified copy of identity card (as stipulated in item 1.1) of the authorized person whose signature appears in such Proxy.
- 2.4.4 Documents mentioned in 2.4.1 to 2.4.3 must be certified by the Thai Consulate, or the notary public, or other competent person legally authorized by local laws of such country.
- 2.4.5 In case the Custodian in Thailand is authorized to act on behalf of the foreign legal entity as a depository and administrator of shares and such foreign legal entity authorizes the Custodian to sign Proxy Form on its behalf, additional documents are required as follow:
 - 2.4.5.1 Power of Attorney from the foreign legal entity granting the Custodian authority to sign the Proxy Form on its behalf; and
 - 2.4.5.2 Custodian Letter certifying that the person signing the Proxy Form on behalf of the foreign legal entity is licensed to operate Custodian business.
- 2.5 The appointment of Proxy shall conform to the conditions stipulated in the Form of Proxy.
- 2.6 In any appointment of Proxy, especially the appointment by foreign shareholders, the Proxy is hereby requested to register when the registration starts in order that the Company shall be able to timely verify the completeness of the required documents.
- 2.7 If the attendant changes his/her title, name, or surname, they are requested to present documents certifying such change.
- 2.8 If there is any amendment, erasure or crossing out on any voting marks, marks of Proxy's name or wordings in the Proxy Form without signature or initial of the shareholder, the Company shall reserve the right to consider whether the proxy shall be wholly or partially void.
- 2.9 The copy of the identity card submitted to the Company (as stipulated in item 1.1) must be valid to the date of the Meeting. To comply with the collection of sensitive data under the Personal Data Protection Act B.E. 2562 provided that the Company has no intention to know or collect sensitive data of any persons, the identity card owner shall cover/erase the sensitive information, e.g., religion, blood group, shown in his/her identity card before sending the copies to the Company. The identity card

owner agrees that if such information appears to be uncovered, the Company will cover it on behalf of the owner.

2.10 The Company reserves the right to allow only the attendant whose documents are complete and accurate to attend the meeting.

2. Procedure for Proxy

The Company provides the following 3 Proxy Forms as prescribed by the Department of Business Development, Ministry of Commerce.

- Proxy Form A which provides general and simple form
- Proxy Form B which defines fixed and specific details authorizing Proxy
- Proxy Form C which serves foreign shareholder appointing custodian in Thailand

Shareholder who cannot attend the Meeting may appoint a person as his/her Proxy by taking the following steps:

- (1) Complete the attached Proxy Form
- (2) At the discretion of the shareholder, authorize a person to attend and vote at the Meeting on his/her behalf by specifying the name with details of such person or authorize an independent director of the Company by ticking the box in front of the name of such independent director in the Proxy Form
- (3) Affix and cross out THB 20 stamp duty on the Proxy Form for validity and legal binding. For the convenience of the Proxy, the Company will facilitate affixing the stamp duty for the registration to attend the meeting
- (4) Return the completed Proxy Form to the Company's Corporate Secretary Division for review before the meeting date

The shareholder shall grant proxy to only one Proxy for attending and voting in the Meeting. The shares amount cannot be split and separately assigned to more than one Proxy.

Shareholders may use other forms of proxy, in which the contents completely comply with the law.

3. Voting Conditions

In each voting or in each agenda, each shareholder shall have the voting rights equal to the number of shares held (one share one vote). The voting procedures for the shareholders and the shareholders' proxies shall be as follows:

3.1 Shareholders Attending the Meeting Themselves: Shareholders shall press the voting button in each agenda item (whether to approve, disapprove or abstain).

3.2 Proxies: The voting procedure is as follows.

- Proxy Form A: The Proxies shall cast their votes during the Meeting by pressing the voting button in each agenda item (whether to approve, disapprove or abstain).
- Proxy Form B and C: If the shareholders in advance stated their instruction to vote in any agenda, the Company will collect and record such votes at the time of the meeting registration. The Proxies will not be required to press the voting button during the Meeting. If the shareholders have not delegated the Proxies to vote or the shareholders' instruction to vote is not clear, the Proxies are required to cast their votes at their discretion.


3.3 Ballots:

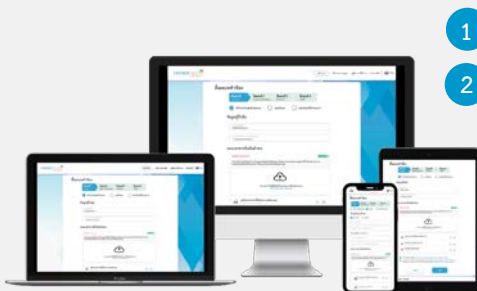
- Shareholders or Proxies Attending the Meeting Themselves shall cast their vote during the Meeting by pressing the voting button in each agenda item.
- Shareholders Granting Independent Directors as Proxies: The shareholders shall fill in the Proxy Form and ballot to cast their votes and submit it to the Company before the Meeting. If there is any amendment, erasure or crossing out on any voting marks without signature or initial of shareholders or their proxies, the Company shall reserve the right to consider whether the vote shall be wholly or partially void.

Guidelines for Attending the Electronic Meeting by Inventech Connect

Shareholders and proxies wishing to attend the meeting can proceed according to the following procedures for submitting the request form to attend the meeting via electronic means.

Steps for Requesting Username & Password via e-Request System

1. The Shareholders must submit a request to attend the meeting by Electronic Means via Web Browser at <https://app.inventech.co.th/EGCO163274R/#/homepage> or scan QR Code  and follow the steps as shown in the picture



- 1 Click link URL or scan QR Code in the AGM notice
- 2 Choose the type of request before proceeding with 4 steps below
 - Step 1 Fill in the information shown on the registration
 - Step 2 Fill in the information for verification
 - Step 3 Verify via OTP
 - Step 4 Successful transaction, the system will display information again for review of information
- 3 Please wait for an email informing 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 through the Electronic Means either by yourself or by the proxy who is not the provided independent directors, please note that the electronic registration will be available from 3 April 2024 at 8:30 a.m. and shall be closed at the end of the meeting on 12 April 2024.

3. The electronic conference system will be available on 12 April 2024 at 12:00 p.m. (2 hours before the meeting convene). Shareholders or proxy holders shall use the provided Username and Password and follow the instruction manual to access the system.

Appointment of the Company's Directors as a Proxy

For Shareholders who wish to appoint one of the Company's Independent Directors as a proxy, please submit the proxy form together with the required documents to the Company by mail to the following address or the email: cs@egco.com. The proxy form and required documents shall arrive at the Company by 11 April 2024 at 5.00 p.m.

Corporate Secretary Division

Electricity Generating Public Company Limited

EGCO Tower, 13th Floor, 222, Vibhavadi Rangsit Rd., Tungsonghong, Laksi, Bangkok 10210

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



02-931-9130



@inventechconnect



Report a problem

@inventechconnect

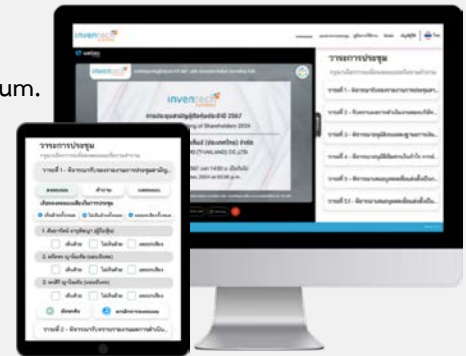


The system available period:

- 1) during 3 – 5 and 9 - 11 April 2024 from 08.30 a.m. – 05.30 p.m.
- 2) On 12 April 2024 from 8.30 - the end of meeting.

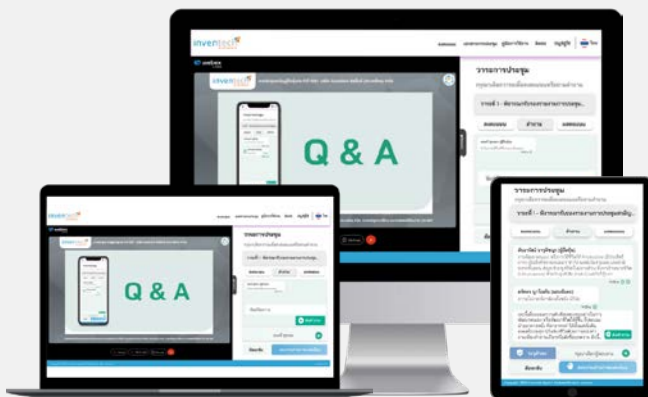
Steps for Meeting Attendance Registration (e-Register) and Voting Process (e-Voting)

- 1 Click the meeting link URL in the email from e-Request process
- 2 Fill in the email and password in the email, or request OTP
- 3 Click on “Register” button, the system will count your vote as a quorum.
- 4 Click on “Join Attendance”, then click on “Join Meeting”
- 5 Select the agenda that you want to vote
- 6 Click on “Vote” button
- 7 Click the voting button
- 8 The system will display the status of 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 change their votes until the voting system of each agenda is closed.

Steps for Asking Questions via InvenTech Connect



- Select the agenda
 - Click on “Question” button
- 1 Ask the question via text
 - Type the question then click “Send”
 - 2 Ask the question via video
 - Click on “Conference”
 - Click on “OK” to reserve your queue
 - Wait for your queue, then turn on the microphone and camera

User Manual for InvenTech Connect



User Manual for e-Request



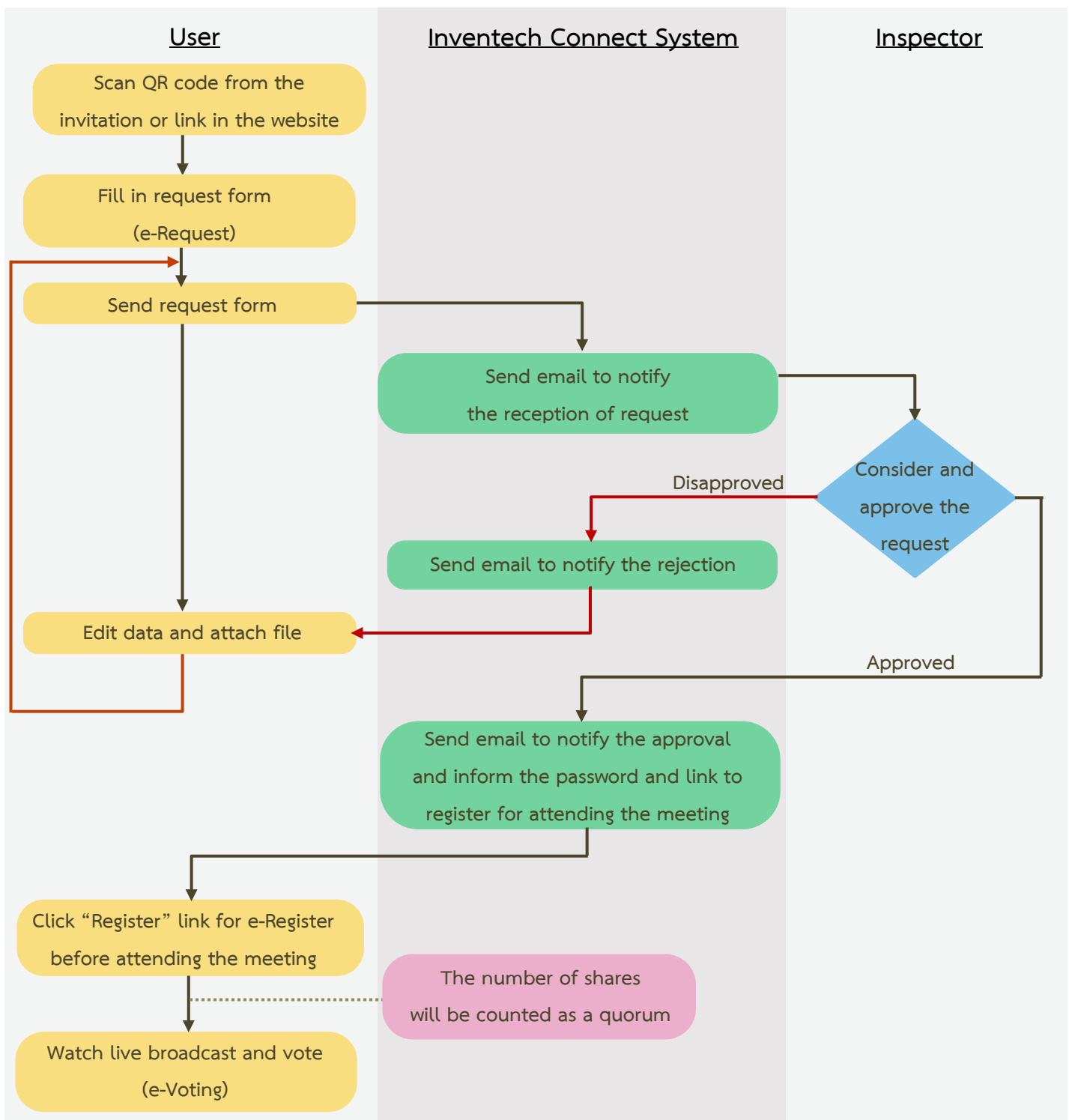
User Manual for e-Voting



Video Tutorial for InvenTech Connect

* Note: The operation of the electronic conference system and InvenTech Connect systems depends on the internet, equipment and/or program that the shareholder or proxy uses. For the best system performance, please use the following equipment and/or program.

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



Condition of use

In case of merging / change of account

In case multiple requests were submitted by the same email and phone number, the systems will merge the account. In case the user has more than 1 account, please click on "Change account" and the previous account will still count as the base in the meeting.

In case of exiting the meeting

Attendees can click on "Register for exit the quorum". Then, your vote will be excluded from the base of the remaining agendas of the meeting.

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

Shareholders' Registration No. Written at

Date Month Year

(1) I/We..... Nationality.....
 residing at No. Road Sub-District.....
 District Province Postal code

(2) being a shareholder of **Electricity Generating Public Company Limited** ("The Company")

Holding the total amount of shares and have the right to vote equal to vote(s) as follows:

ordinary shares shares and have the right to vote equal to vote(s)

preference shares shares and have the right to vote equal to vote(s)

(3) Hereby appoint

Please mark (✓) in front of the Proxy's name (only one Proxy)	<input type="checkbox"/> 1. Age Residing at No. Road Sub-District District Province Postal Code or <input type="checkbox"/> 2. Mr. Paisan Mahapunnaporn Independent Director Age 60 Residing at No. 1111/24 Banklangmueng (Ratchada-Ladprao), Ladprao Road, Chankasem, Chatuchak, Bangkok, or <input type="checkbox"/> 3. Mr. Anya Khanthavit Independent Director Age 61 Residing at No. 39/1, Chimphli 14 Alley, Chimphli Road, Chimphli, Talingchan, Bangkok, or <input type="checkbox"/> 4. Mrs. Nujchanart Laohathaimongkol Independent Director Age 53 Residing at No. 27, Vibhavadi Rangsit 16/27 Alley, Ratchadaphisek, Din Daeng, Bangkok
---	--

Only one from the above four persons is my/our Proxy and votes on my/our behalf at the Shareholders' 2024 Annual General Meeting on April 12, 2024, at 2.00 p.m. through Electronic Means (E-Meeting), or at any adjournment thereof to any other day, time and venue.

Any act undertaken by the Proxy in this meeting shall be deemed as my/our own act (s) in all respect.

Signed Appointer
 (.....)

Signed Proxy
 (.....)

Notice

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

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

Written at

Shareholders' Registration No.

Date Month Year

(1) I/We..... Nationality.....
 residing at No. Road Sub-District.....
 District Province Postal code

(2) being a shareholder of **Electricity Generating Public Company Limited** ("The Company")
 Holding the total amount of shares and have the right to vote equal to vote(s) as follows:
 ordinary shares shares and have the right to vote equal to vote(s)
 preference shares shares and have the right to vote equal to vote(s)

(3) Hereby appoint

Please mark (✓) in front of the Proxy's name (only one Proxy)	<input type="checkbox"/> 1. Age Residing at No. Road Sub-District District Province Postal Code or <input type="checkbox"/> 2. Mr. Paisan Mahapunnaporn Independent Director Age 60 Residing at No. 1111/24 Banklangmueng (Ratchada-Ladprao), Ladprao Road, Chankasem, Chatuchak, Bangkok, or <input type="checkbox"/> 3. Mr. Anya Khanthavit Independent Director Age 61 Residing at No. 39/1, Chimphli 14 Alley, Chimphli Road, Chimphli, Talingchan, Bangkok, or <input type="checkbox"/> 4. Mrs. Nujchanart Laohathaimongkol Independent Director Age 53 Residing at No. 27, Vibhavadi Rangsit 16/27 Alley, Ratchadaphisek, Din Daeng, Bangkok
---	--

Only one from the above four persons is my/our Proxy and votes on my/our behalf at the Shareholders' 2024 Annual General Meeting on April 12, 2024, at 2.00 p.m. through Electronic Means (E-Meeting), or at any adjournment thereof to any other day, time and venue.

(4) In this meeting, I/We hereby appoint my/our Proxy to vote as follows:

Agenda 1. To Consider and Approve the Minutes of the Shareholders' 2023 Annual General Meeting

- (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
 (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
 Approve Disapprove Abstain

Agenda 2. To Acknowledge the Company's Performances in 2023

This agenda is for acknowledgement and does not require voting.

Agenda 3. To Consider and Approve the Financial Statements for the year ended December 31, 2023

- (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
 (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
 Approve Disapprove Abstain

Agenda 4. To Consider and Approve the Dividend Payment from Operating Results of 2023

- (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
- Approve Disapprove Abstain

Agenda 5. To Consider the Appointment of the Auditors and to Determine the Audit Fee

- (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
- Approve Disapprove Abstain

Agenda 6. To Consider and Determine the Directors' Remuneration

- (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
- Approve Disapprove Abstain

Agenda 7. To Consider and Elect Directors to Replace the Retiring Directors

- (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
- To elect all directors
- Approve Disapprove Abstain
- To elect each director individually
- Mr. Pasu Loharjun
- Approve Disapprove Abstain
- Mr. Somkit Lertpaithoon
- Approve Disapprove Abstain
- Mr. Supanit Chaiyawat
- Approve Disapprove Abstain
- Mr. Prasert Sinsukprasert
- Approve Disapprove Abstain
- Mr. Pisut Painmanakul
- Approve Disapprove Abstain

Agenda 8. To Consider Other Matters (if any)

- (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
- Approve Disapprove Abstain

- (5) Voting of the Proxy in any agenda which is not consistent with this Proxy shall be deemed invalid and shall not be a voting of me/us as the shareholder.
- (6) In case I/we have not stated my/our instruction in any agenda, or have not clearly specified it, or in case this meeting has to consider or vote in any matter other than the agendas stated therein, as well as there is any change of any fact, in such cases the Proxy shall be entitled to consider and vote on my/our behalf as the Proxy deems appropriate.

Any act undertaken by the Proxy in this meeting, except for any voting undertaken by the Proxy which is inconsistent with my/our instruction stated in this Proxy, shall be deemed as my/our own act(s) in all respect.

Signed Appointer
(.....)

Signed Proxy
(.....)

Notice

1. The shareholder appointing the Proxy must authorize only one Proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to separately vote.
2. In the agenda to consider the election of directors, the voter may either elect an individual person or all proposed directors.
3. In the event that there are agendas other than the agendas provided in this Proxy form, the Proxy shall be entitled to specify his/her voting in the attachment annexed to this Form B Proxy.

Allonge annexed to the Proxy Form B

Proxy of the Shareholder of Electricity Generating Public Company Limited for the Shareholders' 2024 Annual General Meeting to be held on April 12, 2024 at 2.00 p.m. through Electronic Means (E-Meeting), or at any adjournment thereof to any other date, time and venue.

Agenda Subject

- (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
 - Approve Disapprove Abstain

Agenda Subject

- (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
 - Approve Disapprove Abstain

Agenda Subject

- (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
 - Approve Disapprove Abstain

Agenda Subject

- (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
 - Approve Disapprove Abstain

Agenda Subject

- (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
 - Approve Disapprove Abstain

Agenda Subject

- (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
 - Approve Disapprove Abstain

Agenda Subject: To Consider and Elect Directors to Replace the Retiring Directors

Name:

- Approve Disapprove Abstain

Name:

- Approve Disapprove Abstain

Name:

- Approve Disapprove Abstain

Name:

- Approve Disapprove Abstain

Name:

- Approve Disapprove Abstain

**PROXY FORM C (FOR FOREIGN SHAREHOLDER
APPOINTING CUSTODIAN IN THAILAND)**
According to Regulation of Department of Business Development
Re: Form of Proxy (No. 5) B.E. 2550

Written at

Date Month Year

- (1) I/We.....
 Office residing at No. Road Sub-District..... District
 Province Zip code as the Custodian for the securities of.....
 who is the shareholders of
 Electricity Generating Public Company Limited,
 holding the total amount of shares and have the right to vote equal to vote(s) as follows:
 ordinary shares shares and have the right to vote equal to vote(s)
 preference shares shares and have the right to vote equal to vote(s)

(2) Hereby appoint

Please mark (✓) in front of the Proxy's name (only one Proxy)	<input type="checkbox"/> 1. Age Residing at No. Road Sub-District District Province Postal Code or <input type="checkbox"/> 2. Mr. Paisan Mahapunnaporn Independent Director Age 60 Residing at No. 1111/24 Banklangmueng (Ratchada-Ladprao), Ladprao Road, Chankasem, Chatuchak, Bangkok, or <input type="checkbox"/> 3. Mr. Anya Khanthavit Independent Director Age 61 Residing at No. 39/1, Chimphli 14 Alley, Chimphli Road, Chimphli, Talingchan, Bangkok, or <input type="checkbox"/> 4. Mrs. Nujchanart Laohathaimongkol Independent Director Age 53 Residing at No. 27, Vibhavadi Rangsit 16/27 Alley, Ratchadaphisek, Din Daeng, Bangkok
---	--

Only one from the above four persons is my/our Proxy and votes on my/our behalf at the Shareholders' 2024 Annual General Meeting on April 12, 2024, at 2.00 p.m. through Electronic Means (E-Meeting), or at any adjournment thereof to any other day, time and venue.

(3) In this meeting, I/We hereby appoint my/our Proxy to attend and vote as follows:

- Proxy for all shares held and entitled to vote.
 Proxy for partial shares of.
 Ordinary Shares shares and entitling to vote Votes
 Preference Shares shares and entitling to vote Votes
 Total voting right Votes

(4) In this meeting, I/We hereby appoint my/our Proxy to vote as follows:

- (1) Agenda 1. To Consider and Approve the Minutes of the Shareholders' 2023 Annual General Meeting
 (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
 (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
 Approve..... Shares Disapprove Shares Abstain Shares

- (2) Agenda 2. To Acknowledge the Company's Performances in 2023
This agenda is for acknowledgement and does not require voting.
- (3) Agenda 3. To Consider and Approve the Financial Statements for the year ended December 31, 2023
- (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
- Approve..... Shares Disapprove Shares Abstain Shares
- (4) Agenda 4. To Consider and Approve the Dividend Payment from Operating Results of 2023
- (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
- Approve..... Shares Disapprove Shares Abstain Shares
- (5) Agenda 6. To Consider the Appointment of the Auditors and to Determine the Audit Fee
- (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
- Approve..... Shares Disapprove Shares Abstain Shares
- (6) Agenda 6. To Consider and Determine the Directors' Remuneration
- (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
- Approve..... Shares Disapprove Shares Abstain Shares
- (7) Agenda 7. To Consider and Elect Directors to Replace the Retiring Directors
- (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
- To elect all directors shares
- Approve..... Shares Disapprove Shares Abstain Shares
- To elect each director individually
- Mr. Pasu Loharjun
- Approve..... Shares Disapprove Shares Abstain Shares
- Mr. Somkit Lertpaithoon
- Approve..... Shares Disapprove Shares Abstain Shares
- Mr. Supanit Chaiyawat
- Approve..... Shares Disapprove Shares Abstain Shares
- Mr. Prasert Sinsukprasert
- Approve..... Shares Disapprove Shares Abstain Shares
- Mr. Pisut Painmanakul
- Approve..... Shares Disapprove Shares Abstain Shares
- (8) Agenda 8. To Consider Other Matters (if any)
- (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
- Approve..... Shares Disapprove Shares Abstain Shares

- (5) Voting of the Proxy in any agenda which is not consistent with this Proxy shall be deemed invalid and shall not be a voting of me/us as the shareholder.
- (6) In case I/we have not stated my/our instruction in any agenda, or have not clearly specified it, or in case this meeting has to consider or vote in any matter other than the agendas stated therein, as well as there is any change of any fact, in such cases the Proxy shall be entitled to consider and vote on my/our behalf as the Proxy deems appropriate.

Any act undertaken by the Proxy in this meeting, except for any voting undertaken by the Proxy which is inconsistent with my/our instruction stated in this Proxy, shall be deemed as my/our own act (s) in all respect.

Signed Appointer
(.....)

Signed Proxy
(.....)

Notice

- 1. This Proxy Form C shall be used only in the event that the shareholders named in the shareholder Registered Book are foreign investor(s) and appointing custodian in Thailand to be his/her/their custody and managing his/her/their shares securities.
- 2. Supporting documents required to be attached with this Proxy are:
 - (1) Power of Attorney from shareholder, appointing custodian to have authority to sign the Proxy and
 - (2) The evidence, certifying that the person who signs the Proxy is authorized to engage in custodian business.
- 3. The shareholder appointing the Proxy must authorize only one Proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to separately vote.
- 4. In the agenda to consider the election of directors, the voter may either elect an individual person or all proposed directors.
- 5. In the event that there are agendas other than the agendas provided in this Proxy form, the Proxy shall be entitled to specify his/her voting in the attachment annexed to this Form C Proxy.

Allonge annexed to the Form of Proxy C.

Proxy of the Shareholder of Electricity Generating Public Company Limited for the Shareholders' 2024 Annual General Meeting to be held on April 12, 2024, at 2.00 p.m. through Electronic Means (E-Meeting), at any adjournment thereof to any other date, time and venue.

.....

- Agenda Subject
- (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
 - Approve.....shares Disapprove shares Abstain..... shares

- Agenda Subject
- (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
 - Approve.....shares Disapprove shares Abstain..... shares

- Agenda Subject
- (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
 - Approve.....shares Disapprove shares Abstain..... shares

- Agenda Subject
- (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
 - Approve.....shares Disapprove shares Abstain..... shares

- Agenda Subject
- (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
 - Approve.....shares Disapprove shares Abstain..... shares

- Agenda Subject
- (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
 - Approve.....shares Disapprove shares Abstain..... shares

- Agenda Subject Election of Directors (continued)
- Name :
- Approve.....shares Disapprove shares Abstain..... shares
- Name :
- Approve.....shares Disapprove shares Abstain..... shares
- Name :
- Approve.....shares Disapprove shares Abstain..... shares
- Name :
- Approve.....shares Disapprove shares Abstain..... shares
- Name :
- Approve.....shares Disapprove shares Abstain..... shares

Profiles of the Independent Directors as Volunteer Proxies for the Shareholders' 2024 Annual General Meeting

Name	Position	Age	Address	Interest in any agenda item	Special conflict of Interest
Mr. Paisan Mahapunnaporn	<ul style="list-style-type: none"> Independent Director Chairman of Audit Committee Member of Nomination and Remuneration Committee 	60	No. 1111/24 Banklangmueng (Ratchada-Ladprao), Ladprao Road, Chankasem, Chatuchak, Bangkok 10900	6	None
Mr. Anya Khanthavit	<ul style="list-style-type: none"> Independent Director Chairman of Risk Oversight Committee Member of Audit Committee 	61	No. 39/1, Chimpfli 14 Alley, Chimpfli Road, Chimpfli, Talingchan, Bangkok 10170	6	None
Mrs. Nujchanart Laohathaimongkol	<ul style="list-style-type: none"> Independent Director Member of Audit Committee 	53	No. 27, Vibhavadi Rangsit 16/27 Alley, Ratchadaphisek, Din Daeng, Bangkok 10400	6	None

Articles of Association
of
Electricity Generating Public Company Limited

SHAREHOLDERS' MEETING

1. Calling of Shareholders' Meeting

Article 29. The Board of Directors shall hold an annual ordinary meeting of shareholders within four months from the end of the fiscal year of the Company. The agenda to be transacted at such meeting shall include the following:

- (1) To acknowledge the annual report of the Board of Directors.
- (2) To consider and approve the balance sheet and the profit and loss statement.
- (3) To consider appropriation of the profit.
- (4) To elect Directors in place of those retiring by rotation.
- (5) To appoint an auditor and specify the remuneration for the auditor.
- (6) Other businesses.

Other meeting of shareholders in addition to the meeting under first paragraph shall be called extra-ordinary meetings. The board of directors may convene an extra-ordinary meeting of shareholders any time it deems expedient or one or more shareholders holding the aggregate number of shares of not less than ten percent of the total number of shares sold may, by subscribing their names, request the board of directors in writing to call an extraordinary meeting at any time, but the reasons for calling such meetings shall be clearly stated in such request. In this regard, the board of directors shall proceed to call a meeting of shareholders to be held within forty-five days as from the date the request in writing from the shareholders is received.

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

In the case where, at the meeting called by the shareholders under third paragraph, the number of the shareholders presented does not constitute quorum as prescribed in Article 32, the shareholders under third paragraph shall jointly compensate the Company for the expenses incurred in arrangements for holding that meeting.

Article 30. In summoning a shareholders meeting, the Board of Directors shall prepare a notice specifying the place, date, time, agenda and matters to be proposed to the meeting; as well as adequate details that clearly indicate whether such matters are proposed for acknowledgement, approval, or consideration, as the case may be; and the Board's opinions on such matters. The notice shall be sent to the shareholders and the Registrar not less than seven days prior to the date of the meeting and be published in a newspaper or via electronic means according to the criteria prescribed by laws for 3 consecutive days not less than three days prior to the date of the meeting.

The shareholders' meeting shall be held at the location of the head office or any other place as the Board deems appropriate.

2. Proxy

Article 31. For every shareholders' meeting, a shareholder may appoint a proxy who has reached maturity to attend the meeting and vote on his behalf.

The instrument appointing a proxy shall be in accordance with the form specified by the Registrar. The proxy shall submit the said instrument to the Chairman or the person designated by the Chairman before entering the meeting.

In voting, the proxy shall have the same number of votes as are vested in the all grantors off proxy who is entitle to vote at that time, unless the proxy informs the meeting prior to the voting that he shall exercise the voting right of particular grantors; for such matter, the proxy shall specify the name of the shareholder granting the proxy and the number of shares held by him.

3. Quorum

Article 32. At a shareholders' meeting, there shall be not less than 25 shareholders and proxies (if any) or not less than half the total number of shareholders holding altogether not less than one-third the total issued shares attending the meeting to constitute a quorum.

If any shareholders' meeting, the number of shareholders attending the meeting does not constitute a quorum within one hour after the appointed time, the meeting shall be cancelled if it was summoned by the requisition of shareholders. If the meeting was not summoned by the requisition of shareholders, another meeting shall be summoned and a notice summoning the meeting shall be sent to the shareholders not less than seven days before the meeting. At such subsequent no quorum shall be necessary.

Article 33. The Chairman of the Board of Directors shall be the Chairman of the shareholders' meeting. In the event that the Chairman is absent or unable to perform his duties, if there exists a Vice-Chairman, he shall preside over the meeting. If there is no Vice-Chairman or if there is but he is unable to perform his duty, the shareholders present shall elect one of them to act as chairman of the meeting.

Article 34. The Chairman of the shareholders' meeting shall be responsible for conducting the meeting in accordance with the Articles of Association. The Chairman shall conduct the meeting in order of agenda as arranged in the notice of the meeting unless the meeting resolves to change the order of the agenda with votes not less than two-thirds the number of shareholders present.

Upon concluding the meeting pursuant to the first paragraph, shareholders holding an aggregate number of shares not less than one-third of the total number of shares sold may request the meeting to consider other matters in addition to those specified in the notice of the meeting.

In the event that the meeting is unable to conclude the meeting pursuant to the first paragraph or unable to conclude the consideration of additional matters as requested by shareholders pursuant to the second paragraph, as the case may be, and it becomes necessary to postpone the meeting, the meeting shall specify the place, date and time for the subsequent meeting. The Board of Directors shall send a notice of the meeting specifying the place, date, time and agenda of the meeting to the shareholders not less than 7 days prior to the date of the meeting. The notice shall be published in a newspaper or via electronic means according to the criteria prescribed by laws for 3 consecutive days and not less than three days prior to the date of the meeting.

4. Voting

Article 35. Voting in shareholders' meeting shall be conducted as follows:

- (1) Unless otherwise provided herein, for each voting, each shareholder shall have number of votes equivalent to the number of shares held by him; one share shall count as one vote.
- (2) Unless otherwise requested by the least five shareholders and resolved as such, voting shall be conducted openly. If voting shall be conducted by taking a poll, it shall be take in such a manner as directed by the Chairman

Article 36. Unless otherwise provide herein, a resolution passed by the Shareholders meeting shall require the following number of votes:

- (1) In normal cases, a resolution shall be adopted by the majority votes of shareholders present and voting. In the case of equal voting, the Chairman of the meeting shall have a casting vote.

- (2) In the following cases, a resolution shall be adopted by a vote of not less than four-fifths of the total votes of the Shareholders present and entitled to vote:
- (a) the execution, amendment or termination of a contract concerning the leasing, in whole or essential part, of the Business;
 - (b) the dissolution or amalgamation of the Company;
 - (c) any changes in or amendment to the Memorandum of Association or Article of Association;
 - (d) the assignment to other Person to assume responsibility for the management of the Business of the Company;
 - (e) the appointment and removal of any Director or any change in the number of Directors;
 - (f) the issuance of preference shares, debentures, warrants or other securities (other than ordinary Shares) by the Company or any alteration of the existing rights pertaining thereto;
 - (g) any new business, any change in the nature of the Business and any material acquisitions of the Business of the Company; and
 - (h) any capital increase or reduction or any other actions which by law require at least three-fourth majority of all of votes of the Shareholders present and entitled to vote.
- (3) A resolution shall be adopted by a vote of not less than three-fourths of the total votes of the Shareholders present and entitled to vote in the case where the current Notification of the Stock Exchange of Thailand requires an affirmative vote of not less than three-fourths of the Shareholders meeting, including those governing the connected transactions to be entered into by the Company or the subsidiary company, or the acquisition or disposal of assets of the Company or the subsidiary company in accordance with the Notification of the Stock Exchange of Thailand.

BOARD OF DIRECTORS

1. Director's Qualifications

Article 13. The Board of Directors shall have the required qualifications and not have any prohibited characteristics as provided by the Public Company Act. The Board of Directors shall comprise of not less than 5 Directors and not exceeding 15 Directors who shall be elected by Shareholders, provided that not less than half of the Directors must reside in Thailand.

Article 22. A Director may or may not be a shareholder of the Company.

2. Director's Remuneration

Article 14. Directors shall be entitled to remuneration in the form of salary, meeting allowances, other allowances, or bonus.

3. Appointment of Directors

Article 16. The shareholders' meeting shall appoint directors in accordance with the following rules and procedures:

- (1) Each shareholder shall be entitled to the number of votes equivalent to the number of share held by that person; one share shall have one vote.
- (2) Each shareholder shall elect one or more directors, provided that the shareholders shall not exercise their votes in excess of the number of directors required at such time.
- (3) In the case that a shareholder elects more than one director, the shareholder may exercise all the votes he has, provided that he may not unequally split his votes among any such persons.
- (4) The persons receiving the highest number of votes in respective order shall be appointed directors depending on the requirement of directors set at such time. In the event that a number of persons receives an equal number of votes for the last directorship rendering the number of directors more than is required at such time, the Chairman of the meeting shall have a casting vote.

Article 17. At every annual ordinary meeting, one-third of the directors shall retire from office. If the number of directors is not a multiple of three then the number nearest to one-third must retire from office.

The Directors who are to retire during the first and second year following the registration of the Company shall be drawn by lots. In every subsequent year, the directors who have been longest in office shall retire.

A retired Director is eligible for re-election.

ACCOUNTS, FINANCE AND AUDITION

1. Audition

Article 39. The Board of Directors shall arrange for making a balance sheet and a profit and loss statement on the last day of the fiscal year of the Company and submit them to the shareholders meeting for approval at the annual ordinary meeting. Prior to submitting them to the shareholders'

meeting, the Board of Directors shall arrange for the balance sheet and the profit and loss statement to be audited.

Article 40. The Board of Directors shall send the following documents to the shareholders together with the notice summoning the annual ordinary meeting.

- (1) copies of the audited balance sheet and profit and loss statement together with the report from the auditor thereon;
- (2) annual report of the Board of Directors.

2. Dividend Payment and Net Profit Appropriation

Article 41. Dividends shall be paid only from profit and not from any other type of fund. In the case that the Company has sustained any accumulated loss, no dividend shall be paid.

Dividends shall be divided equally in accordance with the number of shares and by approval of the shareholders' meeting.

The Board of Directors may pay interim dividends from time to time to shareholders if the Company's profit is adequate for doing so. The Board shall then report the same to the shareholder at the next meeting.

Dividends shall be paid within one month from the date the resolution of the shareholders' meeting or the Board of Directors was adopted, as the case may be. A written notice shall be sent to the shareholders and a notice of payment of dividend shall also be published in the newspaper or via electronic means according to the criteria prescribed by laws.

Articles 42. The Company shall appropriate not less than five percent of the annual net profit to a reserve fund, deduct from the accumulated loss carried forward (if any) until the reserve fund reaches not less than ten percent of the registered capital.

The Board of Directors may propose to the shareholders' meeting that the reserved fund so used for operating the company's business.

**Privacy Notice for Shareholder, Proxy, and Attendee at the Shareholders' 2024 Annual General Meeting
in accordance with the Personal Data Protection Act B.E. 2562 (2019)**

Electricity Generating Public Company Limited ("the Company") is greatly aware of the importance of the protection of your personal data by providing the protection measures used for the personal data of the Attendees of the Shareholders' 2024 Annual General Meeting in accordance with the Personal Data Protection Act B.E. 2562 (2019) ("PDPA"). The Company hereby provides the following information in order to comply with the PDPA.

Objective and Necessity in Collecting Your Personal Data and Personal Data to Be Collected

When you proceed with the registration as an attendee, as well as a proxy for voting in the Shareholders' 2024 Annual General Meeting, it is necessary for the Company to collect your personal data as you have submitted to the Company, and also to collect and use your personal data which the Company received from Thailand Securities Depository Company Limited ("TSD"), including name, surname, address, telephone number, identification card number, passport number, and data regarding shares, etc., to be used for the following purposes:

1. Inviting to the Shareholders' 2024 Annual General Meeting, holding the Annual General Meeting of Shareholders as required by law, and proceeding with activities regarding the resolution of the Annual General Meeting of Shareholders, such as dividend payment; and
2. Delivery of Annual Report and/or Integrated Sustainability as requested by shareholders.

In addition, the Company is also required to disclose and share your personal data with third persons and other juristic persons that are not the Company group ("third person") for the purposes of collecting abovementioned personal data under the provisions of relevant laws, such as Ministry of Commerce, Securities and Exchange Commission, and Securities Exchange of Thailand, etc.

Retention Periods for Personal Data

The Company will retain your personal data in confidential under the provisions of the PDPA for the time required to serve the purposes of the abovementioned activities and will delete your personal information immediately when such personal data is no longer necessary for the purposes stated in this letter.

Rights of Data Owner

As the owner of the personal data, you have the rights as stipulated in the PDPA, which include the right to withdraw the consent; however, the withdrawal of consent shall not affect the collection, use, or disclosure of personal data that you have already given consent legally, right to access and obtain copy of your personal data, right to transfer your personal data according to the method stipulated by law, right to object the collection, use, or disclosure of your personal data, right to request erasure or destruction of your personal data, right to request restriction of the use of your personal data, right to correct your personal data, and right to file a complaint to the Personal Data Protection Committee.

Contacting the Company

You can exercise any of the aforementioned rights or make any other request regarding your personal data by contacting the Corporate Secretary Division at 0-2998 5020-27 or CS@egco.com.



Advance Inquiry Submission Form for the 2024 AGM

Please fill in your information and inquiry in the agenda meeting

1. Name-Surname (English)

Type of Attendant

- Shareholder
- Proxy

2. Please identify the meeting agenda and your inquiries

(For a clear response, please indicate the meeting agenda before your inquiries)

Please submit the Advance Inquiry Submission Form for the Annual General Meeting to the company using a business reply envelope provided. In addition, you are able to submit the advance inquiry through the following channels:

1.1 E-mail: cs@egco.com

1.2 Microsoft Forms: please scan this QR Code

แบบฟอร์มการส่งคำถามล่วงหน้าในการประชุม AGM ปี 2567 Advance Inquiries Form for 2024 AGM



-English-



บริการธุรกิจครบ

EGCO
GROUP

To

Corporate Secretary Division
Electricity Generating Public Company Limited
222 EGCO Tower, 13th Floor
Vibhavadi Rangsit Road, Tungsonghong,
Laksi, Bangkok 10210

ใบอนุญาตเลขที่ ปณ. (น)/3439 ปณศ. หลักสี่
ถ้าฝากส่งในประเทศไม่ต้องผนึกตราไปรษณียากร





Feedback on EGCO's Annual Report (One Report)

The Annual Report is a key element in the communication between us and our stakeholders. To enhance the quality of our annual reporting, please let us have your views by returning this form to us via e-mail at cs@egco.com.

1. Please assess the Annual Report in the following aspects (please "✓" the appropriate box).

	Strongly disagree			Strongly agree
1.1 Easy to understand?	<input type="checkbox"/> 1	<input type="checkbox"/> 2	<input type="checkbox"/> 3	<input type="checkbox"/> 4
1.2 Helpful information?	<input type="checkbox"/> 1	<input type="checkbox"/> 2	<input type="checkbox"/> 3	<input type="checkbox"/> 4

1.3 Any other comments/suggestions?

.....

.....

.....

2. Your overall rating of this Annual Report (please "✓" the appropriate box).

Poor Fair Good Very Good Excellent

3. Is there any additional information you expect to receive in the Annual Report? Please specify.

.....

.....

.....

4. Do you have any questions for the Board of Directors and the President, to be addressed in next year's Annual Report or answered on the "Frequently Asked Questions" section of the Company's website? Please specify.

.....

.....

.....