



Document Package
for
The Shareholders' 2025 Annual General Meeting
Electricity Generating Public Company Limited

Friday, April 11, 2025 at 2.00 p.m.
Through Electronic Means (E-AGM) via Zoom

**Please scan the QR Code on the cover (Company/Securities information)
to access the Company's 2024 One Report and
the Invitation Letter for the Shareholders' 2025 Annual General Meeting**

**Please read and thoroughly comprehend
the practices for Shareholders' 2025 AGM and Guidelines for Attending of E-AGM**

EGCO CS/140/2025

March 14, 2025

Subject: Notice of the Shareholders' 2025 Annual General Meeting

To: Shareholders of the Electricity Generating Public Company Limited

Attachments:

1. Minutes of the Shareholders' 2024 Annual General Meeting
2. 2024 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' 2025 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 2025 Annual General Meeting
12. Company's Articles of Association concerning Shareholders' Meeting
13. Privacy Notice for Shareholder, Proxy, and Attendee at the Shareholders' 2025 Annual General Meeting in accordance with the Personal Data Protection Act B.E. 2562 (2019)
14. Advance Inquiry Submission Form for the Shareholders' 2025 Annual General Meeting

Notice is hereby given that the Board of Directors of Electricity Generating Public Company Limited ("EGCO" or "Company") in the meeting no. 2/2025 on February 28, 2025 unanimously resolved to call the Shareholders' 2025 Annual General Meeting on April 11, 2025 at 2.00 p.m. **through Electronic Means (E-AGM) only**, 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' 2024 Annual General Meeting**

General Information: The Shareholders' 2024 Annual General Meeting was convened on April 12, 2024. The minutes of the meeting attached herewith as **Attachment # 1** were publicized on the Company's website (www.egco.com) on April 25, 2024.

Board of Directors' Opinion: The minutes of the meeting are accurate and complete. The Shareholders' meeting should approve the minutes of the Shareholders' 2024 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 2024**

General Information: The Company's 2024 Annual Report was published through the Stock Exchange of Thailand (SET) website. In order to facilitate Shareholders to simply access the information, Shareholders can download 2024 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 2024 Annual Report:

On January 9, 2024, EGCO Compass II, LLC, a wholly owned subsidiary of EGCO in the USA, successfully acquired a 50% ownership interest in a 1,304 MW portfolio of three operating natural gas-fired combined cycle power facilities (CCGT), known as the "Compass Portfolio". This acquisition followed the purchase and sale agreement with affiliates of Lotus Infrastructure Partners on September 8, 2023. Moreover, 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 hold 205 MW and 187 MW facilities, respectively, in the state of Massachusetts.

On January 28, 2024, EGCO Cogeneration SPP Replacement Power Plant managed by EGCO Cogeneration Co., Ltd., and 80% owned by EGCO, commenced commercial operation. Located in the Rayong Industrial Park, Map Kha sub-district, Nikhom Pattana district, Rayong province, the plant is a newly developed gas-fired cogeneration facility with a net capacity of 74 MW. It was built to replace the existing plant, whose Power Purchase Agreement (PPA) expired in 2024. The facility operates under a 25-year PPA with the Electricity Generating Authority of Thailand (EGAT) as part of the SPP Replacement scheme, with a contracted capacity of 28 MW. The remaining electricity and steam are supplied to industrial users in the Rayong Industrial Park and surrounding areas.

On May 29, 2024, Roi-Et Green Co., Ltd., a renewable power plant with 70.30% ownership by EGCO and located in Roi Et Province, ceased its operations and

electricity sales following the completion of its 21-year PPA with the EGAT. The plant has a contracted capacity of 8.80 MW.

On October 18, 2024, EGCO RISEC II, LLC, a wholly owned subsidiary of EGCO in the USA, entered into a purchase and sale agreement with Shell Energy North America (US), L.P. (SENA), Cogentrix RISEC CPOCP Holdings, LLC and Cogentrix RISEC CPP II Holdings, LLC, the latter two being subsidiaries of the Carlyle Group. The agreement outlined a divestment transaction in which EGCO RISEC II, LLC would divest its 49% ownership interest in RISEC Holdings, LLC (RISEC) to SENA while Carlyle would simultaneously divest its 51% ownership interest in RISEC to SENA. This transaction was completed on January 24, 2025. RISEC indirectly owns the Rhode Island State Energy Center, LP, an entity that owns a 609 MW gas combined-cycle power facility located in Johnston, Rhode Island, in the USA.

The Yunlin offshore wind farm (Yunlin), one of Taiwan's largest offshore wind farm, in which EGCO holds a 26.56% stake, had completed the wind turbine installation and reached full operational capacity on January 30, 2025. All 80 wind turbines, with a total capacity of 640 MW, generate electricity for the Taiwanese power grid via two onshore substations near the townships of Taixi and Sihou. The electricity generated by Yunlin is purchased by Taiwan Power Company under long-term 20-year PPAs.

As of December 31, 2024, EGCO Group operated 43 power plants across eight countries 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 with a total contracted capacity of 7,019 MW equity. The operating power plants had a total contracted capacity of 6,857 MW, while projects under development accounted for an additional 162 MW equity. Additionally, EGCO owned 13 other energy-related projects.

For financial performance in 2024, EGCO Group recorded a net profit of THB 5,412 million, increasing by THB 13,796 million from 2023's net loss of THB 8,384 million mainly due to increase in power plants' operating profit and decrease impairment on assets. However, there was an increase in unrealized foreign exchange losses due to FX fluctuations.

The operational profit in 2024 (excluding the effects of non-recurring items, impairment loss on assets, unrealized gains (losses) on financial instruments, deferred income (expense) tax, foreign exchange and lease income) was THB 9,283 million, increasing by THB 549 million from the previous year mainly due to the higher electricity revenue from Yunlin offshore wind farm, Quezon Power (Philippines) Company Limited and Nam Theun 2 Power Company Limited, as well as increased revenue recognition from project sales by Apex Clean Energy Holding LLC. Additionally, there was an increase

due to the acquisition of a 50% ownership interest in Compass Portfolio. However, Paju Energy Services Company Limited had lower electricity sales unit price, Solarco Company Limited ended the subsidy of adders and Khanom Electricity Generating Company Limited had lower electricity sales volumes.

As of December 31, 2024, EGCO Group realized the total assets of THB 241,063 million, increasing by THB 2,170 million mainly due to the depreciation of property, plant and equipment, impairment of investment and goodwill. However, there was an increase in long-term loans to joint ventures.

EGCO Group recorded total liabilities of THB 136,423 million, decreasing by THB 1,584 million mainly due to a decrease in trade payable and trade payable to a related party.

The Shareholders' equity was THB 104,640 million, decreasing by THB 586 million mainly due to a decrease in other components of equity. Meanwhile, unappropriated retained earnings increased.

In terms of business operations, EGCO has announced its "Triple P" strategy to drive the organization forward, focusing on sustainable growth in all dimensions. This strategy balances business opportunities, strong and consistent performance, and the transition to a low-carbon organization. By implementing this approach, EGCO aims to enhance its revenue and profitability, concentrate on its core power business while exploring energy-related business opportunities, and optimize its investment portfolio. To illustrate this strategy, EGCO divested RISEC, a gas combined-cycle power facility in the USA, and Boco Rock Wind Farm in Australia. These strategic divestments are intended to strengthen EGCO's position for future high-potential renewable energy investments. Additionally, EGCO was selected in the 2nd Round of RE Big Lot Bidding. Among its current assets, EGCO Cogeneration SPP Replacement power plant and the Yunlin offshore wind farm have completed construction and were now ready for revenue recognition.

For responsibilities in the community, society, and environment, EGCO was committed to fostering sustainable communities, society, and environment from the outset. In 2024, key initiatives in this area include:

- **EGCO Ecosystem:** A sustainable corporate waste management project that has been in operation since 2020.
- **Science Exhibitions:** the educational initiatives to inspire youth in science, innovation, and energy technology.
- **Pha Hua Nak Nature Trail in Chaiyaphum Province:** developed by Thai Conservation of Forest Foundation, which was founded and supported by EGCO Group. This project aims to enhance the trail's safety and accessibility

for eco-tourism, providing local communities with additional income while promoting long-term environmental conservation.

Regarding corporate governance, EGCO is integrating Governance, Risk and Compliance (GRC) into its work processes. These initiatives encourage EGCO's sustainable growth founded on ethics, transparency, stakeholder engagement, and legal compliance. The highlighted initiatives in 2024 are shown below.

- **Revising Anti-Corruption policy and guidelines** to expand the scope to include anti-fraud matters and enforcement covering the practice of business partners, agents, and intermediaries, along with clarifying the guidelines to align with practical implementation.
- **Raising awareness of good corporate governance among its directors, executives, and employees** through various initiatives, including AI Governance Training, ESG-Related Risks and Management training, a training session on “*the Role of Executives and Employees in Anti-Corruption*”, and CG activities under the theme “*Treatment of Stakeholders*”.

Apart from EGCO's commitment to integrating sustainability into its business operations in line with ESG principles, the company received numerous recognitions and assessments from relevant organizations. Key achievements in 2024 included: the SET ESG Rating award, with an AA rating in the Resources sector; selection as a member of the Dow Jones Sustainability Indices (DJSI) in the Emerging Markets Index under the Electric Utilities category; the Human Rights Model Organization Award; the Sustainability Disclosure Recognition Award 2024; and the renewal of certifications for the Thai Private Sector Collective Action Against Corruption (CAC) for Khanom Power Plant as the 2nd time and for EGCO as the 3rd times. These achievements reflected EGCO's dedication to conducting business in alignment with its vision and mission, ensuring sustainable growth under ESG principles while striving to achieve net-zero greenhouse gas emissions by 2040.

Board of Directors' Opinion: The Company's overall performance is satisfactory, then the Board proposes to the Shareholders' meeting to acknowledge the Company's 2024 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, 2024**

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, 2024 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	241,062,655	115,888,798
Total Liabilities	136,422,456	34,718,880
Total Revenues	43,679,076	8,384,897
Shares of Profit from Investment in Associate and Joint Venture Entities	8,473,015	-
Net Profit Attributable to Owner of the Parent	5,411,474	3,660,549
Earnings per Share	10.28	6.95

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 2024 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, 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 4 **To Consider and Approve the Dividend Payment from Operating Results of 2024**

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 at the 2011 Annual General Meeting 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.10/2024 on August 29, 2024 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 27, 2024.

To appropriate the profit as a dividend, the Company considers the net profit in 2024 amounting to THB 5,412 million or THB 10.28 per share, which has increased from the 2023's by THB 13,796 million. The operating profit in 2024 amounted to THB 9,283 million, increasing by THB 549 million from the 2023's operating profit. Considering the Company's future investment plan, cash flow, maintenance of the dividend payout ratio and retained earnings of the separate Financial Statements, the dividend for 2024 should be paid at THB 6.50 per share, accountable to THB 3,422 million, which is the same amount as the approved dividend for 2023. 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 23, 2025 at THB 3.25 per share from net profit, totaling THB 1,711 million for the aggregate shares of 526,465,000. The dividend payout ratio is at 63.23%, higher than the company's dividend payment policy.

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

Description	2023		2024 (Proposed)	
	Net Profit / (Loss) (THB million)	(8,384)		5,412
Number of shares	526,465,000		526,465,000	
Earnings (loss) per share (THB)	(15.93)		10.28	
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		63.23	

Board of Directors' Opinion: The shareholders' meeting should acknowledge the payment of interim dividend for the first half-year operation of 2024 in the amount of THB 3.25 per share. Given the operating results, future investment plan, and the Company's cash flow, and dividend payment policy, the shareholders' meeting is proposed to approve the dividend payment for the second-half year operation of 2024 at THB 3.25 per share from net profit, accountable to THB 1,711 million, payable on April 23, 2025. As a result, the total 2024 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 have reviewed the performance of the audits from PricewaterhouseCoopers ABAS Limited (PwC) and concluded that they possess a high level of professional expertise, independence, and impartiality. With extensive experience in auditing within the energy sector, they have consistently demonstrated continuity in their audit work and a deep understanding of EGCO's operation. In addition, PwC provides high-quality audit services, offering valuable advisory support and delivering accurate and timely reports. The firm is widely

recognized for its international auditing standards and extensive reputation. Furthermore, its global network includes coverage in the countries where EGCO has invested.

Considering these qualifications, the Board and the Audit Committee deem it appropriate to appoint the auditors from PwC as the Company's auditors for year 2025 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 2019-2024 for 6 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 2025 are detailed below:

Unit: THB

Audit Fee	2024	2025 (Proposed)
Audit Fee	4,275,000	4,311,000
Out-of-pocket expenses	190,000	215,000

Comparing to the 2024 audit fee, the audit fee for 2025 was increased by THB 36,000 attributable to the business expansion in the group that impacts the consolidated financial statements, resulting in a higher audit fee.

Moreover, the non-audit fee in 2024 amounted to THB 1,070,000 which was already paid.

Additionally, the auditors from PwC have served as auditors of EGCO and all subsidiaries except Quezon Power (Philippines) Limited Co., Quezon Management Service Inc., Quezon Power, Inc. and Mauban Holdings Company Inc., which have appointed auditors from SyCip Gorres Velayo & Co., as their statutory auditors, due to their experience and familiarity with the companies' business. Furthermore, EGCO's Board of Directors will ensure the timely completion of its financial statements.

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, executives 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 2025 of THB 4,311,000 and the out-of-pocket expenses for audit work in Thailand of not exceeding THB 215,000. 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 2025.

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 has reviewed the criteria for determining the director remuneration. The review considers the appropriateness of their duties, the company's performance, the board's effectiveness, the level of responsibility assigned, and industry benchmarks. Additionally, the committee seeks to offer competitive incentives to attract and retain qualified individuals. Accordingly, it recommends that the shareholders' meeting consider the proposed director remuneration.

1. The bonus amount shall be awarded at 0.5% of the Company's net profit with a maximum cap at THB 25 million. The allocation of the bonus shall be at the discretion of the Board of Directors. The Chairman and Vice Chairman of the Board would receive 25% and 10% additional bonus allocation, respectively.
2. The Directors' monthly remuneration and meeting allowance should be maintained at THB 30,000 per month and THB 10,000 per time, respectively. The Chairman and Vice Chairman of the Board would receive 25% and 10% additional remuneration for both monthly remuneration and meeting allowance. Any absent directors would not receive the meeting allowance.
3. The remuneration of Board's sub-committees, namely Audit Committee, Risk Oversight Committee, Investment Committee, Nomination and Remuneration Committee, and Corporate Governance and Sustainability Committee would be maintained as in 2024. Additionally, the Chairman of each Sub-Committee would receive 25% additional remuneration for both the monthly remuneration and meeting allowance. Any absent directors would not receive the meeting allowance.
4. There are **no other benefits** granted to the Board of Directors or the Sub-Committees.

Details of directors' remuneration compared between 2024 and 2025 are shown below.

Type of Directors	Remunerations (THB)					
	Monthly remuneration		Meeting allowance		Bonus	
	2024	2025 (Proposed)	2024	2025 (Proposed)	2024	2025 (Proposed)
Board of Directors						
Chairman	37,500	37,500	12,500	12,500	17,500,000	0.5% of net profit, capped at THB 25 million, allocated at the directors' discretion.
Vice Chairman	33,000	33,000	11,000	11,000		
Director	30,000	30,000	10,000	10,000		
All Sub-committees (committee/person/meeting)						
Audit Committee, Risk Oversight Committee, Investment Committee, Nomination and Remuneration Committee, and Corporate Governance and Sustainability Committee						
Chairman	25,000	25,000	25,000	25,000	None	None
Member	20,000	20,000	20,000	20,000		

The duties and responsibilities of each Board's Committee are hereby submitted for Shareholders' information as Attachment # 4.

5. The remuneration of any committee newly established or revised during the year shall be at the Board's discretion according to appropriateness and responsibility.
6. The President is not entitled to any directors' remuneration.

Board of Directors' Opinion: Thoroughly considering the recommendation of the Nomination and Remuneration Committee taking into account the appropriate responsibilities, Company's performance and industry benchmarks, the Board of Directors proposes to the shareholders to determine the directors' remuneration as proposed.

Voting Requirement: Resolution shall be adopted by the votes of not less than two-thirds of the total number of votes of the Shareholders attending the meeting.

Agenda 7

To Consider and Elect Directors to Replace the Retiring Directors

General Information: Section 71 of the Public Limited Companies Act and Article 17 of the Company's Articles of Association state that one-third of the nearest number to one-third of the directors shall retire by rotation at the Shareholders' Annual General Meeting and the retiring directors may be re-elected.

At the 2025 Annual General Meeting, 5 directors will retire by rotation comprising 1 independent director and 4 directors, namely

- | | |
|-------------------------------------|------------------------|
| 1. Mrs. Nujchanart Laohathaimongkol | Independent Director |
| 2. Mr. Thepparat Theppitak | Non-executive director |
| 3. Mrs. Patcharin Rapeepornpong | Non-executive director |
| 4. Mr. Shinichiro Suzuki | Non-executive director |
| 5. Ms. Jiraporn Sirikum | Executive director |

All these directors are non-executive directors, except for Ms. Jiraporn Sirikum, who holds the position of President.

The Company has invited all Shareholders to recommend director nominees in advance through its website and SET Portal from October 1 to December 31, 2024. However, no nominations were received by the deadline. Consequently, qualified candidates were identified through the Company's director nomination process, including consideration of individuals from established director pools. The Nomination and Remuneration Committee, excluding directors with conflicts of interest in this election, carefully reviewed and considered the candidates' qualifications in accordance with legal requirements, the Company's Articles of Association, and relevant regulations. The consideration also took into account the appropriate composition of the Board, the required skills, experience, and expertise necessary to support

the Company's strategic direction, and the enhancement of corporate governance. Additionally, the Committee considered each nominee's past performance, dedication, and commitment throughout their previous tenure as directors.

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 consider the re-appointment of the following five directors for another term :

Nominees	Nominated Positions
1. Mrs. Nujchanart Laohathaimongkol	Independent director
2. Mr. Thepparat Theppitak	Non-executive director
3. Mrs. Patcharin Rapeepornpong	Non-executive director
4. Mr. Shinichiro Suzuki	Non-executive director
5. Ms. Jiraporn Sirikum	Executive director

The nominated directors have been considered through the company's established nomination process and meet the relevant qualifications. Their expertise aligns with the Company's business strategy and will further strengthen corporate governance to support the corporate strategy objectives. Additionally, after thorough consideration, the Board of Directors affirms that the nominee for Independent Director position meets all legal requirements and regulatory criteria for independent director. She is also capable of providing objective and constructive opinions that will benefit the Company.

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' 2025 Annual General Meeting and to receive the dividend on March 14, 2025.

You are cordially invited to attend the Meeting on the date and time specified above. Additionally, since the Shareholders' 2025 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. To facilitate shareholders, the **e-Request system will be accessible from April 1 to April 11, 2025, until the conclusion of the meeting. Additionally, the e-Register system will be available on the meeting date from 12:00 noon until the meeting adjourns.** In this regard, **the Company strongly recommends Shareholders to thoroughly study and comprehend the practices for the Shareholders' 2025 Annual General Meeting, the registration document, proxy, and voting as well as guidelines for attending E-AGM,** 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 or through the E-Proxy Voting system provided by Thailand Securities Depository Company Limited (TSD). In addition, the Company strongly advises Shareholders to appoint one of the four independent directors of the Company as their proxy instead of in-person participation. Profiles of such four independent directors, namely (1.) Mr.Pasu Loharjun, Vice Chairman, Lead Independent Director, Chairman of the Corporate Governance and Sustainability, and member of Nomination and Remuneration Committee (2.) Mr. Somkit Lertpaithoon, Independent Director, Member of Risk Oversight Committee, and Member of the Corporate Governance and Sustainability Committee (3.) Mr. Anya Khanthavit, Independent Director, Chairman of Risk Oversight Committee, and Member of Audit Committee, and (4.) Mr. Paisan Mahapunnaporn, Independent Director, Chairman of Audit Committee, and Member of Nomination and Remuneration 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 2025 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 the Company through the provided channels: by mail, by email to cs@egco.com, or via the Advance Inquiry Submission Form by scanning this QR Code. Details are provided in Attachment # 14.



In addition, please be informed that EGCO Group will arrange the 2025's Site Visit for shareholders at Khanom Power Plant, located in Nakhon Si Thammarat province and owned by Khanom Electricity Generating Company Limited, a subsidiary of the Company. Details of the activity will be posted at the end of May 2025 through EGCO's website: www.egco.com, Facebook: EGCO Group, and Line Official: EGCO IR.

Yours faithfully,



Jiraporn Sirikum

President

Corporate Secretary Division

Tel. 0 2998 5020-27

Note: An English version of the Notice of Shareholders' Annual General Meeting for Year 2025 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' 2024 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, 2024, via electronic device (E-Meeting), broadcast from the Saisamphan Room, 9th floor, EGCO Tower, No.222, Vibhavadi Rangsit Road, Tungsohong, Laksi, Bangkok. Three hundred and nineteen (319) shareholders attended the meeting which comprised thirty (30) attending in person and two hundred and eighty-nine (289) by proxies, representing 326,262,916 shares which accounted for 61.9723% 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. Pasu Loharjun, the Lead Independent Director of the Electricity Generating Public Company Limited ("Company" or "EGCO") in his capacity of Acting Chairman, 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, record, and preparation of meeting minutes, etc.

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

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|----|--------------------------|---|
| 1. | Mr. Pasu Loharjun | Lead 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 NRC Member |
| 3. | Mr. Anya Khanthavit | Independent Director and Chairman of the Risk Oversight Committee ("ROC"), and AC member |
| 4. | Mr. Toshiro Kudama | Director and Chairman of the NRC |
| 5. | Mr. Poomjai Attanun | Independent Director, CC member, and ROC member |

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| 6. | Mrs. Nujchanart Laohathaimongkol | Independent Director and AC member |
| 7. | Mr. Saharath Boonpotipukdee | Director and Investment Committee ("IC") member |
| 8. | Ms. Jiraporn Sirikum | Director, NRC member, and ROC member |
| 9. | Mr. Shinsuke Nakayama | Director and IC member |
| 10. | Mr. Shinichiro Suzuki | Director and IC member |
| 11. | Mr. Yuichi Harada | Director and ROC member |
| 12. | Mr. Thepparat Theppitak | Director, IC member, and CC member |
| 13. | Mr. Gumpanart Bumroonggit | Senior Executive Vice President – Operation Management and Acting President, IC member, ROC member, and CC member |

One director attended the Meeting via electronic devices as detailed below

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| 14. | Mrs. Wannipa Bhakdibutr | Independent director, NRC member, and CC member attending via electronic devices from Prachuap Khiri Khan province |
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All 14 directors, excluding one who is under the nomination process to succeed Mr. Kulit Sombatsiri, attended the Meeting, accounting to 100% of the total directors.

Mr. Gumpanart Bumroonggit, Senior Executive Vice President – Operation Management and Acting President, then introduced the following senior executives attending the Meeting:

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|----|----|-------------------------|--|
| 1. | 1. | Mr. John Palumbo | Senior Executive Vice President – Business Development (International) |
| 2. | 2. | Mr. Prasit Laohawirapap | Senior Executive Vice President – Business Development (Domestic) |
| 3. | 3. | 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 at the Saisamphan meeting room, 9th floor, EGCO Tower to answer inquiries on the Financial Statements. To assure the shareholders that the Company's AGM complied with laws and regulations, the Company engaged Baker & McKenzie Legal Consultants Ltd., represented by Mr. Preeda Meksrisuwan and Mrs. Pornpinant Asawawattanaporn as the AGM inspectors.

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Their role was to review the verification process of shareholders' document, the establishment of the meeting quorum, the voting procedures, the vote counting and processing. Moreover, in facilitating the Company's electronic AGM ("E-AGM"), Cisco Webex, a certified platform, was adopted along with the voting system, Inventech Connect, developed and self-assessed by Inventech System (Thailand) Co., Ltd. This was done to meet the requirements set forth by the Electronic Transactions Development Agency (ETDA) and ensure compliance with the Emergency Decree on Electronics Meetings of B.E. 2563 (2020) and the Notification of Ministry of Digital Economy and Security regarding the Standard for Maintaining Security of Meetings via Electronic Means.

After that, the Chairman assigned Mrs. Kulkanok Leongsoithong, Corporate Secretary, to inform the meeting of procedures for voting, asking questions, and providing 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 these options: 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 any agenda were ineligible to cast the vote in such agenda except the agenda to consider director election.
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" and failed to cast a new vote in the agenda within the specified time the Company should consider such vote as Agree. Nevertheless, shareholders could change their decision until the closing time.
6. In case of proxy voting for many shareholders, proxy holders should select the 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) before the voting in any agendas agenda was completed, they were excluded from the quorum of such agenda, and their votes were not

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be counted in such pending agenda. However, the shareholders or proxy holders were allowed to attend the meeting or cast the votes in the next agenda.

8. General agenda required the majority of votes of shareholders who attended the meeting and cast their votes. In case of a tie in votes, the Chairman of the Meeting should cast his vote for final resolution. Exception was made for the following agendas.
 - Agenda 6 regarding the directors' remuneration which required at least two-thirds of the total votes of shareholders attending the meeting; and
 - Agenda 7 regarding 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. 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. The Q&A channel by selecting a desired agenda and pressing "Questions" button, followed by "Send Questions".
3. The VDO Conference by selecting a desired agenda and pressing "inquire via picture and sound" button to confirm the queue reservation. Once the staff arranged the queue, shareholders were notified to turn on the camera and microphone to introduce themselves and ask questions.

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.

EGCO had the right to delete out images and audio of shareholders who either asked questions or provided 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

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2024 AGM on EGCO’s website from September 1 – December 31, 2023. After the due date, there was neither proposal of AGM agenda nor qualified director nomination.

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

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

The Chairman proposed to the Meeting to consider the minutes of the AGM of the year 2023 held on April 12, 2023 which had been disclosed on EGCO website (www.egco.com) since April 25, 2023.

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 2023 AGM held on April 12, 2023. 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’ 2023 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	349,704,917	99.9993
Disapproved	2,400	0.0006
Abstained	5,000	-
Total voting shares	349,712,317	-

Agenda 2 To Acknowledge the Company's Performances in 2023

The Chairman reported to the Meeting that the Company's 2023 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 2023 annual report marked the fourth year since EGCO presented its performance report in QR Code format, aiming to reduce paper consumption, save cost, and be more convenient to access than that in the hard copy format. The incurred cost saving for year 2023 of THB 2,570,000 was donated on behalf of "EGCO's shareholders" to the "Thai Forest Conservation Foundation" which had the objective to conserve the environment.

After that, the Chairman presented to the Meeting the video representing the Company's 2023 performance and 2024 annual business plan which was detailed in the 2023 Annual Report submitted to the shareholders with the notice to 2024 AGM in QR Code format. The details could be summarized as follows:

1. Performance in 2023

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. The completion of the transaction adhered to the terms of the purchase and sale agreement between, EGCO RISEC II, LLC, Cogentrix RISEC CPOCP Holdings, LLC, and Cogentrix RISEC CPP II Holdings, LLC signed on November 11, 2022. 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

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by approximately 10% of annual CO₂ emissions from Linden 6. Notably, this improvement was achieved within the gas turbine's strict NO_x 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". 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. This investment transaction was completed on January 9, 2024.

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 provided 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 (Thapline) 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.

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For the construction progress of Project Yunlin, the impact of 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 the 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. As of April 10, 2024, a total of 49 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.

2. Operating Result in 2022

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 had lower revenue recognition from the sale of projects, together with the disposal of investments in Star Energy Geothermal Pte. Ltd. and Star Energy Geothermal (Salak – Darajat)

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B.V. in 2022. However, there were supporting factors from Paju Energy Services Company Limited and BLC 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 from the previous year, 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 when compared to that of 2022, 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 when compared to that in 2022, 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.

3. Overview of Business Investment

As of December 31, 2023, 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 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.

4. Social and Sustainable Development

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

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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.

5. Corporate Governance

Regarding corporate governance, EGCO Group consistently reinforced its governance practices to comply with the good corporate governance principle. In 2023, EGCO initiated CG activities aiming to raise awareness among 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.

6. Business Direction in 2024

For 2024 business directions to achieve Net Zero goal are as follows:

- No new investment in coal-fired power plants.
- Study and apply new technologies to existing conventional power plants to increase efficiency and reduce carbon emissions such as hydrogen or ammonia co-firing.
- Study technologies and seek investment opportunities in the hydrogen value chain from production, transportation, and utilization.
- Coordinate with potential partners to study the possibility of carbon capture, utilization, and storage (CCUS) technology.
- participate in the carbon credit market as well as promote natural resources and watershed forest conservation to help absorb carbon dioxide through the Thai Rak Pa Foundation, which has been established and supported by EGCO for over 20 years.

After that, the Chairman invited questions/recommendations from the shareholders. There were questions from Q&A channel which the Chairman assigned Mr. Gumpanart Bumroongit, Senior Executive Vice President – Operation Management ("SEVP-Operation Management") and Acting President to clarify the questions. The clarification could be summarized below.

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Question: Mr. Ritthichai Tingthanathikul, shareholder, asked about the investment performance of Thai Pipeline Network Co., Ltd.

Answer: The construction and commissioning process were complete. The Project fully commenced its operation with gradual increase of number of customers.

Question: Mr. Deja Suntrajun, shareholder, requested information on the Company's strategies in case of the decrease in profit.

Answer: According to EGCO's investment guidelines, EGCO focused on investing in operated projects from which EGCO could realize the immediate revenue and the profit. Furthermore, EGCO would improve the efficiency of existing operating projects and control operational expenses which could increase additional profit.

Question: Mr. Polpat Aramruangsakul, shareholder, questioned when EGCO would be able to achieve profitability levels similar to those in the past.

Answer: The decreased profit was affected from the impairment of the following projects:

1. Project Yunlin: The covid-19 pandemic affected construction delay due to site closure, restrictions of transportation of equipment and movement of construction workers, resulting in increased project costs. Due to the Project's restructure of the financial indebtedness and holding structure of joint ventures, EGCO realized 2 impairment items which were (1) Impairment of asset in the amount of THB 5,668 million and (2) Impairment from financial and shareholding restructure in the amount of THB 9,103 million.

Project QPL: Each year, the certified auditor conducted an assessment of goodwill impairment. It was found the expiration of the power purchase agreement ("PPA") in 2025 caused the impairment.

The goodwill of Project QPL in early 2023 was THB 5,110 million, decreasing by THB 1,630 million from impairment; therefore, the goodwill remained THB 3,480 million at the end of 2023 and might cause further effect in 2024 and 2025.

However, the cash flow would affect goodwill based on the estimation of the cash flow from the new PPA, which might yield less than the current PPA. In the meantime, the Management was readjusting the financial model as well

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as closely monitoring project expenses and CAPEX to improve the power plant for maximum efficiency.

2. Expiration of PPA of EGCO Cogen power plant accounted to THB 142 million.
3. Expiration of adder of Solarco accounted to THB 181 million.

Regarding the overall operation in 2024, the Company earmarked its CAPEX at THB 30,000 million and targeted to increase the investment in the proportion of 1,000 MW/year, especially in natural gas base and renewable power plants. Such implementations were as follows:

1. Realization of project revenues such as Project Yunlin of which the construction was expected to complete and commercially operate all 80 wind turbines, EGCO Cogen expansion which commercially operated in Q1/2024, as well as the commercial operation of 910 MW of Project APEX, including the revenues from other power plants in Company's portfolio.
2. Improvement of operation of hydro power plants in El Niño phenomenon, no captured price for Paju power plant, as well as the increasing demand for electricity after the recovery of the US economy.
3. Investment opportunity seeking for new projects which are under negotiation both in electricity and related businesses.
4. Study of clean energy and new future technology; in the previous year, memorandum of agreements were signed aiming to study several projects consistent with the Company's commitment to reduce carbon dioxide emissions by 2030 as planned. The Company would no longer invest in coal power plants as well.

There was no further question; therefor, the Chairman proposed the Meeting for acknowledgement of the Company's performance in 2023 and operation plan in 2024.

RESOLUTION:

With the permission from the shareholders, the Company's performance in 2023 and operation plan in 2024 were noted.

Shareholders' 2024 Annual General MeetingApril 12, 2024**Agenda 3 To Consider and Approve the Financial Statements for the year ended December 31, 2023**

The Chairman delegated Mr. Gumpanart Bumroongit, SEVP – Operation Management and Acting President, to report the consolidated and Company's Financial Statements for the year ended December 31, 2023 which were audited and certified by Ms. Amornrat Pearnpoonvatanasuk, 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)	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

After that, the Chairman delegated Mr. Paisan Mahapunnaporn, Independent Director in the capacity of the AC Chairman, to verify to the shareholders after the review of the committee that EGCO's Financial Statements were accurate and complete, and the significant accounting items that 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 2023 One Report.

After that, the Chairman invited questions/recommendations from the shareholders. There were advance inquiries and questions from Q&A channel which could be summarized below.

Questions in advance:

Question: Mr. Songwuth Wangthamkum, shareholder, questioned regarding the investment of Project Yunlin as follows:

1. How much was EGCO's proportion invested in the Project? Had the Company cut all losses from the impairment in 2022 and 2023?

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2. Referring to the notes of Financial Statements No.16.1.3, the long-term loans to and interest receivables from Yunlin, totalling THB 11,959 million, were both fully recognised impairment loss. Considering this, why did EGCO choose to lend a substantial amount to the project while EGCO invested in a smaller proportion?
3. What were the criteria that the Board of Directors considered and approved for this investment? Would the Company reconsider these investment criteria to mitigate future loss?

Answer: The Chairman assigned Mr. Gunpanart, SEVP – Operation Management and Acting President to clarify the shareholders and he provided the following information.

1. According to the sensitive investment information, it might affect other investors as well as over 20 creditors especially those who were related to financial and shareholding restructure. Consequently, the Company could not disclose the value. However, the remaining capital after impairment as in the financial statement was THB 4,929 million.
2. Such lending was agreed among the shareholders to as the escalating construction expenses, resulting from the covid-19 pandemic which was unexpected and globally impacted incident. However, the lending was allocated in accordance with each shareholder's proportionate stake in the project, with EGCO holding a 25% stake in the Project at that time.
3. The Company prescribed the investment guidelines, by thoroughly taking into account incurring risk factors at such period of time such as project returns, corporate policy and investment strategies, strategic values of each project including other potential risks. However, the covid-19 pandemic and unstable weather conditions caused construction delay and increased construction expenses. The Board of Directors and sub-committees together with the Management had followed up on the construction progress periodically as well as reconsidered the effects of the construction process, aiming to improve such operation accordingly.

Questions from Q&A channel

Question: Mr. Polpat Aramruangsakul, shareholder, questioned whether EGCO would realize any future impairment and how much the value would be?

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Answer: The Chairman assigned Mr. Somkiat Suthiwanich, Chief Financial Officer (“CFO”), to clarify the shareholder. Mr. Somkiat explained that the Company would consider and record impairment in the year-end Financial Statements in accordance with accounting standards which were assessed by a certified public accountant. There might be other factors such as expiration of PPA or adder, operation changing, cash flow of each power plant until its PPA expiration, change of interest rate, change of Fuel Adjustment Charge (Ft), weighting average cost of capital (WACC). As a result, the Company could not summarize the impairment in 2024 explicitly at this moment.

Question: Mr. Purinat Saefu, shareholder, questioned regarding the operational expenses. Why did some power plants record repair and maintenance as income?

Answer: The Chairman assigned Mr. Somkiat Suthiwanich, CFO, to clarify the shareholder. Mr. Somkiat explained that normally the maintenance cost was a substantial expense of the power plants. Some power plants would record the maintenance cost as their assets, which were periodically amortized. The maintenance cycle of each power plant would be every 5 or 7 years.

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, 2023 which were audited and certified by the Auditor and reviewed by the AC. The details were shown in the Financial Statements distributed to shareholders along 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, 2023 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	349,710,717	99.9993
Disapproved	2,400	0.0006
Abstained	7,200	-
Total voting shares	349,720,317	-

Shareholders' 2024 Annual General MeetingApril 12, 2024**Agenda 4 To Consider and Approve the Dividend Payment from Operating Results of 2023**

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. 15/2023 on August 31, 2023, resolved the interim dividend payment from the first half-year operation at THB 3.25 per share, totaling THB 1,711 million for the aggregate shares of 526,465,000. Consequently, the dividend payment was made on September 28, 2023.

In determining the dividend allocation, the Company took into account the net loss of 2023 amounting to THB 8,384 million or THB 15.93 per share, which had 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, and aiming to maintain the dividend payout ratio and retained earnings of the separate financial statements, the dividend for 2023 was proposed at THB 6.50 per share from the unappropriated retained earnings, totaling THB 3,422 million. The proposed dividend amount was the same amount as the approved dividend in 2022. As the interim dividend for the first half-year operation had been paid at THB 3.25 per share, the dividend for the second half-year operation would 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 was higher than the company's dividend payment policy with the concern of the company's operating profit, future investment plan, and cash flow. As such, the comparison of the dividend payments between 2023 and 2024 was detailed below:

Description	2024 (Proposed)	2023
Net Profit / (Loss) (THB million)	(8,384)	2,683
Number of shares	526,465,000	526,465,000

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Description	2024		2023	
	(Proposed)			
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	

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 acknowledgment of the first half-year interim dividend payments at THB 3.25 per share, payable on September 28, 2023, and for consideration the dividend payment from the second-half year operation of 2023 at THB 3.25 per share from unappropriated retained earnings, accounting to THB 1,711 million, payable on April 25, 2024 as proposed. As a result, the total 2023 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.

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 2023 in the amount of THB 3.25 per share, and approved the dividend payment from the second-half year operation performance of 2023 at THB 3.25 per share from unappropriated retained earnings, accountable 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. 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	349,694,517	99.9932
Disapproved	23,600	0.0067
Abstained	2,400	-
Total voting shares	349,720,517	-

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, and experienced in accounting audit of energy business. Understanding power business and being familiar with business of EGCO, 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, the auditors from PwC should be appointed as the Company's statutory 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 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 opinions on the EGCO Group's Financial Statements consecutively for 5 years (2019-2023), according 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

Shareholders' 2024 Annual General Meeting

April 12, 2024

the Capital Market Supervisory Board and the resolution of AC regarding the auditor rotation.

With respect to this, the 2024 audit fee was proposed as follows:

1. The audit fee for 2024 amounting to THB 4,275,000, which 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 the business combination.
2. The out-of-pocket expenses for audit work in Thailand were not exceeding THB 190,000. With respect to the overseas audit work, the Company would also be responsible for the auditors' overseas traveling expenses as appropriate.

In 2023, the non-audit fee amounted to THB 44,530,000. The total payment of THB 29,473,000 was made, leaving the remaining amount of THB 15,057,000 to be paid. Furthermore, the non-audit fee did not encompass the services as either the management role, the self-assessment of its audit work, or customer support. Also, it did not constitute activities classified as prohibited work as defined by the United States Securities and Exchange Commission (US SEC).

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.

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,

Shareholders' 2024 Annual General MeetingApril 12, 2024

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 opinions on the Company's Financial Statements with the audit fee for the year 2024 of THB 4,275,000 and the out-of-pocket expenses for audit work in Thailand of not exceeding THB 190,000 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 the absence of the appointed auditors as stated above. In addition, the Board of Directors should be authorized to consider and approve the review fee for reviewing the financial statements of subsidiaries, associated, and joint venture companies which would be established or acquired during the year 2024.

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 2024 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 opinions on the Financial Statements of the Company.

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 2024 of THB 4,275,000 and the out-of-pocket expenses for audit work in Thailand of not exceeding THB 190,000 were approved. Expenses incurred from any offshore audit work of the auditors shall be borne by the Company.

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- 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 2024.

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	314,167,352	89.8426
Disapproved	35,518,728	10.1573
Abstained	32,539	-
Total voting shares	349,718,619	-

Agenda 6 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:

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 was the same rate from the 2022 performance approved by the Shareholders. The proposed bonus of THB 17.5 million was 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 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;

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3. Board Committee's Remuneration: to maintain Board Committee's remuneration, namely Audit Committee, Risk Oversight Committee, Investment Committee, Nomination and Remuneration Committee, and Corporate Governance and Sustainability Committee, at the same rate as approved by the Shareholders in 2023 including the retainer fee by THB 20,000 per month, and the meeting allowance by THB 20,000 per time.
4. There was no other benefits granted to the Board of Directors and the Board Committees.

Details of directors' remuneration compared between 2023 and 2024 were 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

The Chairman and the Vice Chairman of the Board shall receive an additional 25% and 10% of both the monthly retainer and meeting allowance, respectively. Additionally, the Chairman of each Board Committee would receive more retainer fee and/ or meeting allowance than directors at 25%.

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.

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.

Shareholders' 2024 Annual General Meeting**April 12, 2024****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 2023, the monthly retainer fee and the meeting allowance for 2024, 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	316,841,744	90.5990
Disapproved	32,865,715	9.3977
Abstained	11,160	0.0031
Total voting shares	349,718,619	100.0000

Agenda 7 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, 5 directors, comprising of 3 independent directors and 2 directors, would retire by rotation.

1. Mr. Pasu Loharjun Independent Director
2. Mrs. Wannipa Bhakdibutr Independent Director
3. Mr. Poomjai Attanun Independent Director
4. Mr. Saharath Boonpotipukdee Director
5. A new director substituting Mr. Kulit Sombatsiri, director, who submitted his resignation letter from the positions of director, chairman, and chairman of Investment Committee, effective October 1, 2023.

For transparency and shareholders' convenience to freely discuss on director election, all retired directors voluntarily excused from the meeting. Mr. Pasu Loharjun, the Chairman of the Meeting was one of the retiring directors. In this regard, he assigned Mr. Gumpanart Bumroonggit, SEVP - Operation Management and Acting President to chair and conduct the Meeting accordingly.

Mr. Gumpanart informed that the Company posted on the Company's website and SET Portal from October 1 to December 31, 2023 to welcome the shareholders' recommendations on director

Shareholders' 2024 Annual General Meeting

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nominees, but no recommendation was received. In this regard, 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: 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. Re-election of an independent director namely Mr. Pasu Loharjun
2. Election of 2 new independent directors namely Mr. Somkit Lertpaithoon in place of Mrs. Wannipa Bhakdibutr, and Mr. Supanit Chaiyawat in place of Mr. Poomjai Attanun.
3. Election of 2 new directors namely Mr. Prasert Sinsukprasert in place of Mr. Kulit Sombatsiri, and Mr. Pisut Painmanakul in place of Mr. Saharath Boonpothipukdee.

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 possessed the qualifications of providing independent opinions and recommendations which were beneficial to the Company, and those were in accordance with relevant regulations. Profiles of the nominated directors as well as the 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.

Shareholders' 2024 Annual General Meeting**April 12, 2024****RESOLUTION:**

The Meeting approved the election of 5 directors, with the vote exceeding four-fifths of the total votes of shareholders attending the Meeting and having the right to vote, as detailed below.

1. Re-election of an independent director: Mr. Pasu Loharjun for another term
2. Election of 2 new independent directors: Mr. Somkit Lertpaithoon and Mr. Supanit Chaiyawat.
3. Election of 2 new directors: Mr. Prasert Sinsukprasert and Mr. Pisut Painmanakul.

The voting result of each director was detailed as follows:

Directors	The votes of the shareholders who were present in the meeting and had voting right			
	Approved (%)	Disapproved (%)	Abstained (%)	Total (%)
1. Mr. Pasu Loharjun Independent Director (Re-election for another term)	339,236,651 (97.0027)	10,481,468 (2.9971)	500 (0.0001)	349,718,619 (100.0000)
2. Mr. Somkit Lertpaithoon Independent Director (New election to succeed Mr. Poomjai Attanun)	349,512,219 (99.9409)	205,900 (0.0588)	500 (0.0001)	349,718,619 (100.0000)
3. Mr. Supanit Chaiyawat Independent Director (New election to succeed Mrs. Wannipa Bhakdibutr)	342,767,804 (98.0124)	6,749,312 (1.9299)	201,500 (0.0576)	349,718,616 (100.0000)
4. Mr. Prasert Sinsukprasert Director (New election to succeed Mr. Kulit Sombatsiri)	343,115,001 (98.1117)	6,601,215 (1.8875)	2,400 (0.0006)	349,718,616 (100.0000)
5. Mr. Pisut Painmanakul Director (New election to succeed Mr. Saharath Boonpotipukdee)	343,115,501 (98.1118)	6,602,615 (1.8879)	500 (0.0001)	349,718,616 (100.0000)

In this regard, Mr. Pasu Loharjun and the directors who retired by rotation rejoined the meeting, and Mr. Pasu chaired and conducted the Meeting accordingly.

Shareholders' 2024 Annual General Meeting

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Agenda 8 **To Consider Other Matters**

The Chairman informed that the shareholders had completely considered all agendas, and the Meeting came to Agenda 8: 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. The shareholders posed the inquiries through the Q&A channel and VDO conference and provided recommendations to which the Board of Directors and Management provided clarified as follows:

Question : Mr. Supoth Bhovornruporn, shareholder, questioned whether EGCO was fully confident that Project Yunlin could complete its construction and commence commercial operation by 2024.

Answer : The Chairman has assigned Mr. Gumpanart Bumroonggit, SEVP-Operation Management and Acting President, to address the shareholders. Mr. Gumpanart explained that the Yunlin Project, an offshore wind energy power plant project in Taiwan, has leveraged its experiences and lessons learned from the past two years to adapt its construction plan for 2024. In that year, the project utilized two vessels for installing monopiles and wind turbine generators. The first vessel was previously used during the 2023 construction phase and it successfully completed the installation of 23 monopiles. The second vessel, a Jack-Up type, was well-suited for work even in challenging wave conditions. As of April 10, 2567, the project has successfully installed 49 monopiles, with 31 remaining. The project was confident that it would complete construction and become commercially operational in 2024.

Question : Mr. Polpat Aramruangsakul, shareholder, inquired about any actions taken by EGCO such as treasury stock or special dividend payment in response to the sharp decrease in EGCO's share price which fell below the book value. Treasury stock could boost up shareholder value because it involved buying

Shareholders' 2024 Annual General Meeting

April 12, 2024

back the company's own shares without incurring a premium, unlike when purchasing shares of other businesses.

Answer : The Chairman assigned Mr. Somkiat Suttiwanich, CFO, to answer the shareholder. Mr. Somkiat clarified that change in share prices depended on various factors, including national economic conditions, industry dynamics, and company-specific elements. The latter, which the Management could directly influenced played a crucial role. Effective management could lead to improved operational performance, resulting in consistent dividend payments. As for the shareholder's proposal regarding treasury stock, EGCO has conducted thorough analysis and deliberation. EGCO could take action on this matter cautiously, aiming to maximize benefits for both EGCO and its shareholders. When evaluating the optimal allocation of budget for treasury stock, EGCO would prioritize investments in new projects that could generate returns and increased profits. These strategic investments enable EGCO to consistently distribute dividends to shareholders. Regarding the special dividend payment, EGCO would consider it when receiving additional returns or profits resulting from the divestment of significant assets.

Question : Mr. Piyapong Prasatthong, shareholder, raised concerns about how the unrest in the Middle East, particularly the Isarel-Palestine conflict, might affect EGCO.

Clarification : The Chairman has assigned Mr. Gumpanart Bumroonggit, SEVP-Operation Management and Acting President, to address the situation. Despite the unrest in the Middle East, which had led to higher fuel prices, EGCO's overall operations had not been directly impacted. Additionally, both the Risk Oversight Committee and the Risk Management Committee played crucial roles in assessing and managing corporate risks. Both committees had convened meetings to discuss regular and special agenda items, closely monitoring the situation. They have also maintained communication with personnel at various project sites to evaluate financial impacts, monitor construction progress, and formulate business continuity planning (BCP) in immediate response to various contingencies.

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Recommendation: Mr. Chanathip Vittayakul, the appointed proxy from Thai Investors Association (“TIA”), informed EGCO about the TIA’s proposed policy for listed companies on the Stock Exchange of Thailand. The proposal suggested that these companies should hold their annual general meetings or extraordinary meetings in a hybrid format. Such hybrid meetings would allow shareholders to participate both in person and online. This approach facilitated convenient interaction, communication, and inquiries among shareholders, management, and the board of directors. The TIA’s policy was consistent with the Circular Letter No. 2/2567 issued by the Office of the Securities and Exchange Commission (SEC) on January 10, 2024, which encouraged listed companies to implement hybrid meetings. Additionally, the TIA recommended that EGCO consider adopting hybrid meetings for the Company’s shareholder gatherings.

Answer : The Chairman took note of the TIA’s suggestions for arranging the next shareholder meetings.

Recommendation : Ms. Pusadee Kongpukdipong, shareholder, expressed her inability to scan QR code during the meeting. She asked the Company to send her the form via email.

Answer : Mrs. Kulkanok Leongsoithong, Corporate Secretary, who was assigned by the Chairman, answered that the Company acknowledged her problem. To accommodate all shareholders, the Company will make the QR code and the satisfaction form available on the Company’s website as an alternative.

Having finished the question-and-answer session, the Acting President informed that EGCO was going to arrange the site visit for shareholders at Natural Energy Development Power Plant (NED), Lop Buri province. The activity details would be posted at the end of April 2024 through EGCO’s website: www.egco.com, Facebook: EGCO Group and Line Official at EGCO IR.

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.

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The meeting adjourned at 4.10 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 fifty-three (53) and two hundred and ninety-one (291) shareholders attending the meeting in person and by proxy, respectively, or three hundred and forty-four (344) in total holding 349,721,960 shares or 66.4283% of the total outstanding shares.

Signed _____ Chairman of the Meeting
(Mr. Pasu Loharjun)

Note: An English version of the Minutes of Shareholders' Annual General Meeting for year 2024 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 2024 Annual Report (One Report) and the Notice of Shareholders' 2025 Annual General Meeting in digital format.



QR Code Download Guide for 2024 Annual Report, Notice of Shareholders' 2025 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' 2025 Annual General Meeting and 2024 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 certified financial statement of EGCO Group.



Amornrat
Pearmpoonvatanasuk
Energy Leader and
Assurance Partner



Wanvimol Preechawat
Assurance Partner

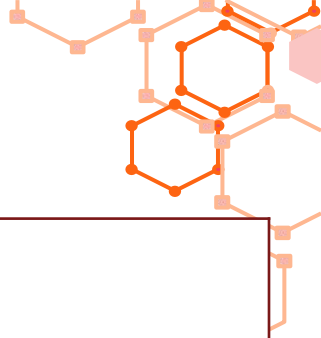


Boonrueng Lerdwiseswit
Assurance Partner



Rodjanart
Banyatananusard
Assurance Partner

Qualifications and lists of Certified Public Accountant



Amornrat Pearmpoonvatanasuk



- Energy Leader and Assurance Leader of PricewaterhouseCoopers ABAS Ltd.
- Executive Committee of PwC in Thailand
- Accounting Standard Scrutinizing Sub-Committee of Thailand Federation of Accounting Professions

Education

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

License and Certification

- Certified Public Accountant (Thailand)
- Auditor approved by the office of Securities and Exchange Commission (SEC)
- Leadership Succession Program (2015) of Government Enterprise Research and Development Institute Foundation (IRDPI)
- Director Certification Program (2018) of Thai Institute of Directors (Thai IOD)
- Leadership Program (2018) of INSEAD Business School (Singapore)

 amornrat.pearmpoonvatanasuk@pwc.com

 091 515 5194

Experience

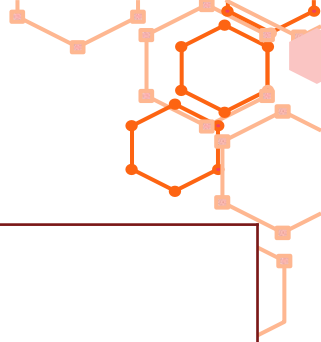
Amornrat has over 30 years of experience with PwC in Thailand. In addition, Amornrat has been worked with PwC in Australia for 1.5 years and PwC in the United States of America for 3 months.

Amornrat has extensive experience in auditing and accounting advisory for the listed companies in Thailand and 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

- PTT Exploration and Production Public Company Limited
- PTT Oil and Retail Business Public Company Limited
- Electricity Generating Authority of Thailand
- Electricity Generating Public Company Limited
- Banpu Public Company Limited
- Banpu Power Public Company Limited
- Global Power Synergy Public Company Limited
- Glow Energy Public Company Limited
- PTG Energy Public Company Limited
- Energy Absolute Public Company Limited
- Bangchak Sriracha Public Company Limited (Formerly known as Esso (Thailand) Public Company Limited)
- Generating Electric Public Company Limited (Formerly known as Gulf Electric Public Company Limited)
- BLCP Power Company Limited
- Hongsa Power Company Limited

Qualifications and lists of Certified Public Accountant



Wanvimol Preechawat



- Assurance Partner of PricewaterhouseCoopers ABAS Ltd.
- Federation of Accounting Professions Board (Auditing)

Education

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

License and Certification

- Certified Public Accountant (Thailand)
- Auditor approved by the office of Securities and Exchange Commission (SEC)
- Director Certification Program of Thai Institute of Directors (Thai IOD)

Experience

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.

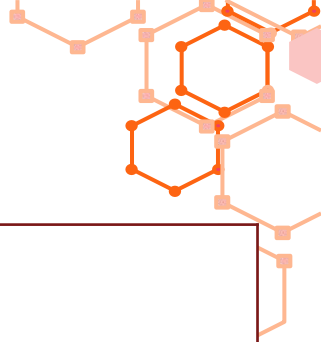
Significant clients served

- Electricity Generating Public Company Limited
- Global Power Synergy Public Company Limited
- WHA Utilities and Power Public Company Limited
- Gulf Energy Development Public Company Limited
- Thachang Green Energy Public Company Limited
- Generating Electric Public Company
- Electricity Generating Authority of Thailand
- Metropolitan Electricity Authority of Thailand
- Glow Energy Public Company Limited
- Green Earth Power (Thailand) Company Limited
- PPTC Company Limited
- SSUT Company Limited

 wanvimol.preechawat@pwc.com

 062 597 9889

Qualifications and lists of Certified Public Accountant



Boonrueng

Lerdwisewit

- Assurance Partner of PricewaterhouseCoopers ABAS Ltd.
- Federation of Accounting Professions Board (Auditing)



Education

- Bachelor Degree in Accountancy, Thammasat University

License and Certification

- Certified Public Accountant (Thailand)
- Auditor approved by the office of Securities and Exchange Commission (SEC)
- Director Certification Program (2018) of Thai Institute of Directors (Thai IOD)

Experience

Boonrueng has over 25 years of experience with PwC in Thailand. In addition, Boonrueng has been 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

- Gulf Energy Development Public Company Limited
- WHA Utilities and Power Public Company Limited
- WHA Corporation Public Company Limited
- PTT Exploration and Production Public Company Limited
- PTG Energy Public Company Limited
- Metropolitan Electricity Authority of Thailand
- Thai Oil Public Company Limited
- Nirvana Daii Public Company Limited
- Bangchak Corporation Public Company Limited
- Energy Absolute Public Company Limited and Amita Taiwan
- WP Energy Public Company Limited
- PTT Asahi Chemical Company Limited
- Generating Electric Public Company Limited

Qualifications and lists of Certified Public Accountant

Rodjanart

Banyatananusard

- Assurance Partner of PricewaterhouseCoopers ABAS Ltd.



Education

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

License and Certification

- Certified Public Accountant (Thailand)
- Auditor approved by the office of Securities and Exchange Commission (SEC)
- Director Certification Program (2018) of Thai Institute of Directors (Thai IOD)

Experience

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

- Electricity Generating Public Company Limited
- Banpu Public Company Limited
- Banpu Power Public Company Limited
- Thai Solar Energy Public Company Limited
- PTT LNG Company Limited
- Grande Asset Hotels and Property Public Company Limited
- Thai Property Company Limited
- I&I Group Public Company Limited
- 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



Mrs. Nujchanart Laohathaimongkol

Age	54
Nationality	Thai
Educational Background	<ul style="list-style-type: none"> - Master of Business Administration, MIT Sloan School of Management, Massachusetts Institute of Technology, USA - Bachelor of Arts, Accounting (Hons.), Chulalongkorn University
Director's Certificates	<ul style="list-style-type: none"> - Certificate of Director Certification Program, Thai Institute of Directors Association - Certificate of Advanced Audit Committee Program, Thai Institute of Directors Association - Certificate of Subsidiary Governance Program, Thai Institute of Directors Association - Certificate of Board Essentials Program (BEP), Institute of Research and Development for Public Enterprises (IRDP)
Proposed Position	Independent Director
First Appointment	Annual General Meeting 2022 (April 19, 2022)
Latest Appointment	Annual General Meeting 2022 (April 19, 2022)
Year of Service	3 years
Term of Service*	1 st term: Annual General Meeting 2022 – 2025
Current Position in EGCO	Independent Director, Member of Audit Committee, Member of Nomination and Remuneration Committee

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 	<p>4 organizations</p> <ul style="list-style-type: none"> Director and Chief Executive Officer of VIG Car Rent Co., Ltd. Assistant Managing Director of the Viriyah Insurance Public Company Limited Director, Sub-Committee on Monitoring, Recommending and Accelerating National Reform on Commerce and Industry of the Senate Director, Accounting, Finance and Investment Committee of the Thai General Insurance Association
<ul style="list-style-type: none"> Others that may cause conflict of interests to EGCO 	None
Experiences during the past 5 years	
2020 – 2023	Director, Finance and Accounting Sub-Committee, Thailand Energy Conservation Fund
2020	Member of the Accounting Solutions Working Team, Thailand Energy Conservation Fund
Skills / Expertise	Accounting, Audit, Risk Management, Strategy and Business Planning, Corporate Governance, and Human Resources
Achievement in year 2024 – February 2025	<p>Being an Independent Director and Member of Audit Committee, Mrs. Nujchanart Laohathaimongkol was also appointed as Member of Nomination and Remuneration Committee ("NRC") with effect from April 12, 2024. Throughout her tenure, Mrs. Nujchanart had performed her duties with contribution and full devotion to the attendance of the Company's meetings, thoroughly and carefully reviewing all meeting agendas to provide proper and beneficial comments in various aspects, especially on the reasonableness of assumptions for investment projects valuation, funding arrangements, and the Company's overall financial outlook, and also taking into account the Company's sustainable growth in the long run.</p> <p>As Audit Committee Member, Mrs. Nujchanart had placed importance on financial reporting and financial statements projection with due care, ensuring that such financial statements would reflect the actual performance of EGCO Group. Moreover, she had provided independent judgment on connected transactions or transactions with potential conflicts</p>

	<p>of interest, giving helpful suggestions on the annual audit plan to align with the Company's strategies, and focusing on the performance monitoring as per such audit findings to ensure that the internal control system of EGCO Group was effective and appropriate.</p> <p>As NRC Member, Mrs. Nujchanart had focused on the development of EGCO personnel's skills and capabilities to be consistent with the increasingly-challenging business plans. This effort aimed to enhance the Company's competitiveness in today's rapidly-changing environment.</p>
Legal Dispute	No legal dispute during the past 5 years
EGCO Shareholding	None
Meeting Attendance from January 1, 2024 until January 31, 2025	<ul style="list-style-type: none"> - Board of Directors: 15 out of 15 (100%) - Audit Committee: 13 out of 13 (100%) - Nomination and Remuneration Committee (<i>since the appointment by the Board of Directors on April 12, 2024</i>): 6 out of 6 (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 the nominated person met ID qualifications as required by applicable laws, the Board, with the endorsement of the Nomination and Remuneration Committee, resolved to propose Mrs. Nujchanart Laohathaimongkol to be re-elected as an independent director for another term, as Mrs. Nujchanart was a veteran with proficiency in accounting, strategic planning, risk management, investment, and human resources, which were aligned with the Company's strategic direction. She had utilized such in-depth knowledge to provide useful feedback and recommendations to the Company's governance and pushing for prudent business operations. Accordingly, her re-election for another term would enhance EGCO's</p>

	competitiveness strongly and sustainably, creating added value for all shareholders and stakeholders.
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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
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 <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

Director to be Re-Elected



Mr. Thepparat Theppitak

Age	59
Nationality	Thai
Educational Background	<ul style="list-style-type: none"> - Master of Science in Electricity Industry Management and Technology, University of Strathclyde, United Kingdom - Bachelor of Engineering in Mechanical Engineering, Chiang Mai University
Director's Certificates	<ul style="list-style-type: none"> - Certificate of Director Certification Program, Thai Institute of Directors Association - Certificate of Leading Your Business through Uncertainties Program, Thai Institute of Directors Association - Certificate of How to Develop a Winning Digital Strategy Program, Thai Institute of Directors Association - Certificate of Role of the Chairman Program, Thai Institute of Directors Association - Certificate of What Board Needs to Know about Digital Assets, Thai Institute of Directors Association - Certificate of Subsidiary Governance Program, Thai Institute of Directors Association - Certificate of Corporate Governance for Directors and Senior Executives of Regulator Program, State Enterprises and Public Organizations, King Prajadhipok's Institute

	- Roles of Private Sector's Executives and Officers in Anti-Corruption Program, Thai Private Sector Collective Action Against Corruption (CAC)
Proposed Position	Director
First Appointment	November 12, 2019
Latest Appointment	Annual General Meeting 2022 (April 19, 2022)
Year of Service	5 years 5 months
Term of Service*	1 st term: November 12, 2019 – Annual General Meeting 2022 2 nd term: Annual General Meeting 2022 – 2025
Current Position in EGCO	Director, Member of Investment Committee
Current Positions in Other Organization	
● Listed Companies	None
● Non-listed Companies and Other Organizations	4 organizations - Governor of the Electricity Authority of Thailand - Director of EGAT International Company Limited - Advisor to the Subcommittee of Boiler and Pressure Vessel of the Engineering Institute of Thailand Under H.M. the King's Patrona - Member of Council of Trustees of the Petroleum and Energy Institute of Thailand (PTIT)
● Others that may cause conflict of interests to EGCO	None
Experiences during the past 5 years	
2023 – 2024	Member of Executive Committee, Thailand Business Council for Sustainable Development (TBCSD)
2022 – 2024	President, Electricity Supply Industry Association of Thailand (TESIA)
2021 – 2024	Director, Thai Listed Companies Association
2020 – 2024	President, Member of Corporate Governance and Sustainability Committee, Member of Risk Oversight Committee, Chairman of Risk Management Committee, Chairman of EGCO Management Committee, Electricity Generating Public Company Limited
2020 – 2024	Chairman, Khanom Electricity Generating Co., Ltd.
2020 – 2024	Chairman, EGCO Engineering and Service Co., Ltd.

2020 – 2024	Director, Generating Electric Public Company Limited
2020 – 2024	Director, Xayaburi Power Co., Ltd.
2020 – 2024	Director, BLC Power Co., Ltd.
Skills / Expertise	Engineering, Power Business, Strategy and Business Planning, Smart Technology, Corporate Governance, and Human Resources
Achievement in year 2024 – February 2025	In 2024, Mr. Thepparat Theppitak served as the President, Member of the Corporate Governance and Sustainability Committee, and Member of the Risk Oversight Committee until March 13, 2024. He remains as a director and Member of Investment Committee until present. Mr. Thepparat had performed his duties in every role with full devotion and could govern the Company as a director and sub-committees member while internally managing as the President with effectiveness. He took into account all operations of each company under EGCO Group with due care, in order to align with the Company's strategies and to achieve its targeted goals. In addition, Mr. Thepparat had extensive experience in electricity and power business, as well as in-depth knowledge and proficiency in smart technology, enabling him to not only provide valuable suggestions and make bold decisions to resolve problems to appropriately help the Company overcome various obstacles as the leader, but also taking into account all stakeholders. Besides, in consideration of proposals for investment projects, Mr. Thepparat had evaluated risks in all dimensions with due care, including the energy policies of each country where EGCO made investments, the situation in such power markets, profitability, and funding arrangements. He also placed importance on the secondment to work on-site at the projects to closely monitor project operations and to gain experience and insights that could be applied for the Company's development, creating sustainable growth and returns for investors.
Legal Dispute	No legal dispute during the past 5 years
EGCO Shareholding	None
Meeting Attendance from January 1, 2024 until January 31, 2025 (Resigned from the Corporate Governance and Sustainability Committee and Risk Oversight Committee, effective March 14, 2024)	<ul style="list-style-type: none"> - Board of Directors: 15 out of 15 (100%) - Investment Committee: 10 out of 10 (100%) - Corporate Governance and Sustainability Committee from January 1 2024 – March 13, 2024: 1 out of 1 (100%) - Risk Oversight Committee from January 1 2024 – March 13, 2024: 2 out of 2 (100%)
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
<p>Nomination Rationale</p>	<p>The Board, with the endorsement of the Nomination and Remuneration Committee, resolved to propose Mr. Thepparat Theppitak to be re-elected as a director for another term due to his expertise and vast experience in electricity business, as well as his in-depth knowledge of smart technology, which were aligned with the Company's strategic direction. Additionally, Mr. Thepparat provided beneficial suggestions and guidance for business operations and growth towards clean energy and new energy-related businesses in the future, which were in line with EGCO's policies, investment direction, and business operations. Therefore, his re-election for another term would contribute to the Company's stable and sustainable growth.</p>

Director to be Re-Elected



Mrs. Patcharin Rapeepornpong

Age	55
Nationality	Thai
Educational Background	<ul style="list-style-type: none"> - Master of Business Administration, Kasetsart University - Bachelor of Accountancy, Chiang Mai University
Director's Certificates	<ul style="list-style-type: none"> - Certificate of Director Certification Program, Thai Institute of Directors Association - Certificate of Director Accreditation Program, Thai Institute of Directors - Certificate of Successful Formulation & Execution of Strategy, Thai Institute of Directors
Proposed Position	Director
First Appointment	May 1, 2024
Latest Appointment	May 1, 2024
Year of Service	11 months
Term of Service*	1 st term: May 1, 2024 – Annual General Meeting 2025
Current Position in EGCO	Director, Member of Nomination and Remuneration Committee
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 	2 organizations <ul style="list-style-type: none"> - Director, EGAT International Company Limited

	- Deputy Governor – Finance and Accounting (CFO), Electricity Authority of Thailand
● Others that may cause conflict of interests to EGCO	None
Experiences during the past 5 years	
2021 – 2022 2020 – 2021 2020	Assistant Governor – Accounting, Electricity Authority of Thailand Director, Business Development Division, Electricity Authority of Thailand Director, Finance and Accounting Strategy and Analysis Division, Electricity Authority of Thailand
Skills / Expertise	Accounting, Finance, Power Business, Strategy and Business Planning, Corporate Governance, and Human Resources
Achievement from May 1, 2024 – February 2025	Being a director and Member of Nomination and Remuneration Committee, Mrs. Patcharin Rapeepornpong had unleashed her full devotion to thoroughly review all meeting agendas beforehand and request additional information from the Management to support in decision-making. She also provided concise, clear, and useful comments and suggestions for various actions. Additionally, Mrs. Patcharin placed importance on developing strategic plans and funding arrangements to be in line with the Company's investment plans, in order to remain competitive in the market and to generate appropriate returns for investors. Nonetheless, as NRC Member, Mrs. Patcharin had put focus on the organization restructuring as per the Company's strategic plans as well as the revision of salary structure to align in the same direction, bringing about clarity to drive the Company to be proactive and adaptive to any changes in its business operations.
Legal Dispute	No legal dispute during the past 5 years
EGCO Shareholding	None
Meeting Attendance from May 1, 2024 until January 31, 2025	- Board of Directors: 10 out of 10 (100%) - Nomination and Remuneration Committee: 5 out of 6 (83%)
Nomination Policy	EGCO's policy on director nomination is based on the following: 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;

	<p>3. Mixture of director diversity, namely age, gender, nationality, race, knowledge and skills;</p> <p>4. Composition of knowledge and professional skills necessary or missing for the Board of Directors based on the Board Skill Matrix</p>
<p>Nomination Rationale</p>	<p>The Board, with the endorsement of the Nomination and Remuneration Committee, resolved to propose Mrs. Patcharin Rapeepornpong to be re-elected as a director for another term due to her expertise in accounting and finance, her background in the electricity industry, and her extensive experience in HR management and development, which were aligned with the Company's strategic direction. She could provide well-considered and useful recommendations for business operations, funding arrangements, and investment cost management, which enhanced EGCO's competitiveness. She also supported both organizational and HR development to be appropriate and consistent with the Company's business plans and the highly-competitive environment. Due to the reasons given, her re-election for another term would contribute to the Company's growth and create added value for investors stably and sustainably.</p>

Director to be Re-Elected



Mr. Shinichiro Suzuki

Age	52
Nationality	Japanese
Educational Background	- Bachelor of Economics and Finance, Kobe University, Japan
Director's Certificates	- Certificate of Subsidiary Governance Program, Thai Institute of Directors Association
Proposed Position	Director
First Appointment	Annual General Meeting 2022 (April 19, 2022)
Latest Appointment	Annual General Meeting 2022 (April 19, 2022)
Year of Service	3 years
Term of Service*	1 st term: Annual General Meeting 2022 – 2025
Current Position in EGCO	Director, Member of Investment Committee
Current Positions in Other Organization	
● Listed Companies	None
● Non-listed Companies and Other Organizations	1 organization - Chief Executive Officer of Diamond Generating Asia, Limited
● Others that may cause conflict of interests to EGCO	None

Experiences during the past 5 years	
2020 – 2022	Chief Executive Officer, MC Retail Energy Co., Ltd.
2020 – 2021	General Manager, Power Service Business Department, Energy Service Business Division, Mitsubishi Corporation
2019 – 2020	General Manager, Special Missions Strategy & Planning Office, New Energy & Power Generation Division, Mitsubishi Corporation
Skills / Expertise	Economics, Power Business, International Business, Strategy and Business Planning
Achievement in year 2024 – February 2025	Being a director and Member of Investment Committee, Mr. Shinichiro Suzuki had unleashed his dedication and full devotion to attend the Company's meetings, reviewing all meeting agendas beforehand. Besides, with his proficiency in economics, finance, strategic planning, and long experience in power and international businesses, Mr. Suzuki had carefully and reasonably considered the action plans, KPIs, and investment opportunities in various projects both domestically and internationally, taking into account any related risks in all dimensions. He not only provided concise, clear, and useful comments and suggestions for the Company's business operations, but also placed importance on investments in renewable energy, portfolio management, and approaches for funding arrangements, in order to help the Company achieve its goals, including investment returns, decarbonization, and maintaining financial outlook. Such contributions drove the Company toward sustainable growth and long-term value for investors.
Legal Dispute	No legal dispute during the past 5 years
EGCO Shareholding	None
Meeting Attendance from January 1, 2024 until January 31, 2025	- Board of Directors: 15 out of 15 (100%) - Investment Committee: 10 out of 10 (100%)
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	<p>The Board, with the endorsement of the Nomination and Remuneration Committee, resolved to propose Mr. Shinichiro Suzuki to be re-elected as a director for another term due to his expertise in economics and finance, along with vast experience in electricity and international businesses, which are aligned with the Company's strategic direction. Such insights would enable him to provide useful guidance for EGCO's current business operations and investments in several countries. Accordingly, his re-election for another term would further enhance EGCO's competitiveness and investment efficiency, creating added value for shareholders and driving sustainable growth in the future.</p>

Director to be Re-Elected**Mrs. Jiraporn Sirikum**

Age	60
Nationality	Thai
Educational Background	<ul style="list-style-type: none"> - Ph.D. in Industrial Engineering and Management, Asian Institute of Technology - Master of Engineering in Energy Planning and Policy, Asian Institute of Technology - Bachelor of Engineering in Industrial Engineering, Khon Kaen University
Director's Certificates	<ul style="list-style-type: none"> - Certificate of Director Certification Program, Thai Institute of Directors Association - Certificate of Successful Formulation & Execution of Strategy, Thai Institute of Directors Association - Certificate of Board Nomination and Compensation Program (BNCP), Thai Institute of Directors Association - Certificate of Board Essentials Program (BEP), Institute of Research and Development for Public Enterprises (IRDP)
Proposed Position	Director
First Appointment	October 1, 2022
Latest Appointment	October 1, 2022
Year of Service	2 years 6 months
Term of Service*	1 st term: October 1, 2022 – Annual General Meeting 2025
Current Position in EGCO	President,

	Member of Investment Committee, Member of Corporate Governance and Sustainability Committee, Member of Risk Oversight Committee
Current Positions in Other Organization	
● Listed Companies	None
● Non-listed Companies and Other Organizations	6 organizations - Chairman, Khanom Electricity Generating Co., Ltd. - Chairman, EGCO Engineering and Service Co., Ltd. - Director, Generating Electric Public Company Limited - Director, Xayaburi Power Co., Ltd. - Director, BLCP Power Co., Ltd. - Chairman, Thai Ruk Pa Foundation
● Others that may cause conflict of interests to EGCO	None
Experiences during the past 5 years	
2022 – 2024	Deputy Governor – Power Business, Electricity Generating Authority of Thailand
2020 – 2022	Deputy Governor – Strategy, Serving as EGAT Spokesperson
2018 – 2020	Assistant Governor, Research, Innovation and Business Development, Electricity Generating Authority of Thailand
Skills / Expertise	Engineering, Power Business, Strategy and Business Planning, Smart Technology, Corporate Governance, and Human Resources
Achievement in year 2024 – February 2025	In 2024, Mrs. Jiraporn Sirikum served as a director and Member of Nomination and Remuneration Committee until March 13, 2024, while remaining as Member of Risk Oversight Committee until present. She began her roles as the President, Member of Investment Committee, and Member of Corporate Governance and Sustainability Committee since May 1, 2024. Throughout her tenure, Mrs. Jiraporn had performed all her roles with effectiveness, contribution and full devotion to consistently participating in the Company's board and sub-committee meetings. She placed importance on fostering employee engagement, developing medium-term strategic plans for sustainable growth, managing the investment portfolio, overseeing ESG-related risks, and supporting the organization restructuring

	<p>for clarity and consistency with strategic plans, thereby enhancing EGCO Group's competitiveness. In addition, with her expertise in engineering and smart technology, along with extensive experience in power business, Ms. Jiraporn could provide useful feedback and recommendations for consideration of investment projects and strategic planning, taking into account the interests of all stakeholders. Plus, as the President, she had driven the Company to be enthusiastic, improving the efficiency of public communication to strengthen a positive image to attract investors.</p>
Legal Dispute	No legal dispute during the past 5 years
EGCO Shareholding	None
<p>Meeting Attendance from January 1, 2024 until January 31, 2025 (Resigned from the Nomination and Remuneration Committee and was appointed as the President, Member of Investment Committee, and Member of Corporate Governance and Sustainability Committee, effective May 1, 2024)</p>	<ul style="list-style-type: none"> - Board of Directors: 15 out of 15 (100%) - Risk Oversight Committee: 12 out of 12 (100%) - Nomination and Remuneration Committee from January 1, 2024 – June 30, 2024: 7 out of 7 (100%) - Corporate Governance and Sustainability Committee from May 1, 2024 – January 31, 2025: 7 out of 7 (100%) - Investment Committee from May 1, 2024 – January 31, 2025: 7 out of 7 (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>The Board, with the endorsement of the Nomination and Remuneration Committee, resolved to propose Mrs. Jiraporn Sirikum to be re-elected as a director for another term, as her expertise and long experience in the electricity business, strategic planning, leadership, and connection building, along with her in-depth knowledge of smart technology were aligned with the Company's strategic direction and would enable her to provide</p>

	<p>beneficial suggestions to run business in the current rapidly-changing environment. Due to the reasons given, her re-election for another term would help the Company create added value for shareholders stably and sustainably.</p>
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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

The term of office for independent directors has been specified by EGCO to not exceed two terms or six consecutive years from the date of appointment. Thus, independent directors may be re-appointed for a tenure of not more than nine years, based on their knowledge, expertise, and necessity for the best interests of the Company's business



หนังสือเชิญประชุม
Notice of Meeting
บริษัท ผลิตไฟฟ้า จำกัด (มหาชน)
ELECTRICITY GENERATING PUBLIC COMPANY LIMITED

เรื่อง กำหนดการประชุมสามัญผู้ถือหุ้น
 Subject Schedule of Annual General Meeting of Shareholders

วันที่ 14 มีนาคม 2568
 Date

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

<https://www.set.or.th/set/tsd/meetingdocument.do?symbol=EGCO&date=250411>

โดยมีวาระการประชุมตามแนบท้าย
 The meeting agenda is attachment

วันที่ประชุม : วันศุกร์ที่ 11 เมษายน 2568 เวลา 14:00 น.

Meeting Date : Friday, April 11, 2025 at 14:00 hrs.

สถานที่ประชุม/ช่องทางสอบถามข้อมูล (Meeting Venue / Channel for asking Information) :

การประชุมผ่านสื่ออิเล็กทรอนิกส์

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.....ผู้เข้าประชุม
 Sign Meeting Attendee

(.....)

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

ท่านสามารถค้นหารายละเอียดระเบียบวาระการประชุม พร้อมความเห็นกรรมการในเรื่องดังกล่าว รวมทั้งสิ่งที่จะเสนอต่อที่ประชุมพร้อมรายละเอียดและเอกสารประกอบการประชุมอื่นๆ ผ่าน QR Code หรือ URL <https://www.set.or.th/set/tsd/meetingdocument.do?symbol=EGCO&date=250411> หรือ ติดต่อขอรับเอกสารประกอบการประชุมได้ที่บริษัทผู้ออกหลักทรัพย์

เว็บไซต์: www.egco.com / โทร 029985000 ต่อ 5020-27 / email : cs@egco.com
 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=250411>

You can also contact the issuer for the annual report
 Website : www.egco.com /Tel. +66 29985000 Ext. 5020-27 / email : cs@egco.com
 For further information please contact SET Contact Center Website : www.set.or.th/contactcenter /Tel. +662 009 9999

Practices for Shareholders' 2025 Annual General Meeting

Since the Shareholders' 2025 Annual General Meeting will be held through Electronic Means (E-AGM), 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. Submission of a request to attend the meeting



Actions	Schedule
<p>Please submit the e-Request and relevant documents (Attachment # 8) via the following channels:</p> <p>1) QR code:</p> <div style="text-align: center;">  </div> <p>2) Link: https://inv.inventech.co.th/EGCO683263R/#/homepage</p> <p><u>Suggestions:</u></p> <ul style="list-style-type: none"> - For a smooth meeting participation, Shareholders and Proxies are recommended to complete the e-Request before the meeting date. - Please thoroughly study the E-AGM's guidelines (Attachment # 9) 	<p>From April 1, 2025, 8.30 hrs. onwards to April 11, 2025, until the meeting adjourns.</p>

2. A Proxy Appointment in Case a Shareholder is Unable to Attend the Shareholders' Meeting in Person


Actions	Schedules
<p>Proxy form:</p> <p>1) A proxy form provided in the document package (Attachment # 10)</p> <p>2) Proxy forms posted on EGCO's website www.egco.com</p> <p>3) Online proxy forms through E-Proxy *available to the Investor Portal members only</p>	<p>After receiving the document package</p> <p>From March 14, 2025 onwards</p> <p>From March 24, 2025 onwards</p>
<p>Complete proxy forms with supporting documents (as indicated in Attachment # 8) can be submitted through:</p> <p>1) Send mail to EGCO using the provided return envelope in the package (no stamp required)</p> <p>2) E-mail to cs@egco.com</p>	<p>The Company must receive the documents by April 10, 2025, at 17:00 hrs.</p>

Actions	Schedules
A proxy appointment via E-Proxy from TSD *available to the Investor Portal members only Link: https://ivp.tsd.co.th/	March 24, 2025 - April 10, 2025 by 16.30 hrs. *The system will be closed a day before the meeting date.

3. Participation in the E-AGM via e-Register


Actions	Schedules
Registration for the Meeting on the Meeting Date	
The system will submit the e-Register link to the e-mail when the e-Request process is complete. * Shareholders/Proxies need to complete the e-Request before receiving a Username and Password to enter in the e-Register.	On April 11, 2025 from 12.00 noon until the meeting adjourns.
Live Broadcast via AGM i-Check	
The meeting will be conducted via Zoom. The Company recommends that shareholders or proxies download the Zoom application in advance. For Thai: 1) QR code TH: <div style="text-align: center;"></div> 2) Link TH: https://inv.inventech.co.th/EGCOAGM2025-TH For English: 1) QR code EN: <div style="text-align: center;"></div> 2) Link EN: https://inv.inventech.co.th/EGCOAGM2025-EN Remarks: -Only shareholders listed as of March 14, 2025 (Record Date) are eligible to watch the meeting's live broadcast. -Shareholders need to provide their ID for Live Broadcast registration.	Available on April 11, 2025, from 14:00 hrs. until the meeting adjourns.

4. The Company kindly requests shareholders/proxies to submit questions in advance.

Actions	Schedules
<p>Channels for submitting questions in advance:</p> <p>1) By mail (Attachment # 14) using the provided return envelope in the package to the Company's address</p> <p>2) By e-mail: cs@egco.com</p> <p>3) By scanning the QR code:</p>  <p>4) By Link: https://forms.office.com/r/aScjsidtcQ</p> <p>Remark: Please provide the full name of the shareholder or proxy when submitting the questions.</p>	<p>Questions accepted from March 14, 2025 - April 11, 2025 until the meeting adjourns</p>

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.

5. In case of questions, please contact the following channels:

Actions	Schedules
Report problems / Inquires	
<p>Report problems with the Inventech Connect meeting</p> <p>1) Tel 02-931-9130</p> <p>2) Line: @inventechconnect</p> <p>3) QR code:</p>  <p>Report a problem @inventechconnect</p>	<p>1) Between April 1 - 4 and 8 - 10, 2025, From 8.30 - 17.30 hrs.</p> <p>2) On April 11, 2025, From 8.30 hrs., until the meeting adjourns</p>
<p>Report problems or inquiries about using the TSD E-Proxy Tel 02-009-9999</p>	<p>Weekdays, from 8:30 - 16:30 hrs., excluding public holidays</p>
<p>For any other questions regarding the meeting, please contact the Corporate Secretary Division</p> <p>1) Tel 02-998-5020-27</p> <p>2) E-mail cs@egco.com</p>	<p>Weekdays, from 8:00 - 17.00 hrs., excluding public holidays</p>

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-AGM), the Company strongly recommends shareholders and proxies who will attend the E-AGM to thoroughly study the guidelines for the Meeting, and documents for registration, proxy and voting, as well as the guidelines for attending E-AGM as shown in Attachment # 7 to # 9, respectively.

1. Submission of the Request to Participate in the E-AGM 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-AGM (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

Additionally, to facilitate shareholders in granting a proxy without sending documents by post, they can also do so electronically via the E-Proxy system through TSD's Investor Portal at: <https://ivp.tsd.co.th/>. If shareholders have any inquiries regarding the E-Proxy, please contact the Thailand Securities Depository (TSD) at 02-009-9999.

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.
- E-Proxy Voting: Shareholders cast their votes via the E-Proxy Voting system through TSD's Investor Portal (IVP) from March 24, 2025, until April 10, 2025, at 16:30 hrs.


3.3 Ballots:

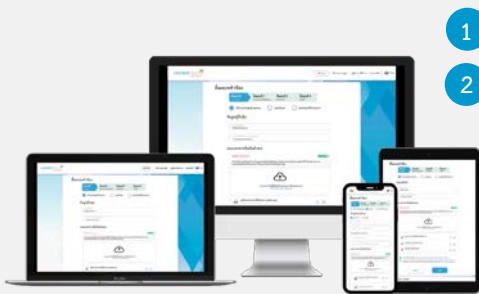
- Shareholders or Proxies Attending the Meeting Themselves shall cast their vote during the Meeting by pressing the voting button in each agenda item.
- Shareholders Granting Independent Directors as Proxies: The shareholders shall fill in the Proxy Form and ballot to cast their votes and submit it to 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://inv.inventech.co.th/EGCO683263R/#/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 1 April 2025 at 8:30 a.m. and shall be closed at the end of the meeting on 11 April 2025.

3. The electronic conference system will be available on 11 April 2025 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 10 April 2025 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 1 – 4 and 8 - 10 April 2025 from 08.30 a.m. – 05.30 p.m.
- 2) On 11 April 2025 from 8.30 - the end of meeting.

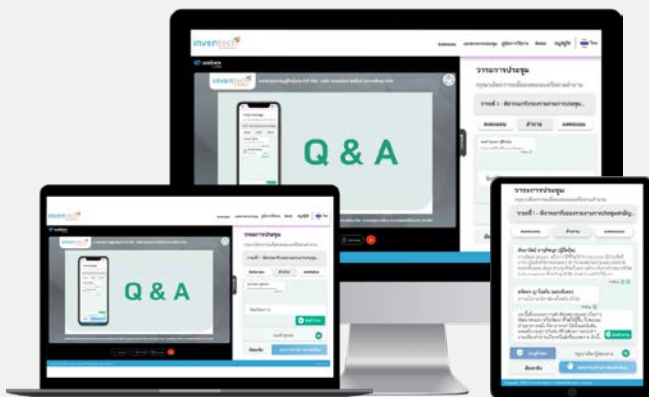
Steps for Meeting Attendance Registration (e-Register) and Voting Process (e-Voting)

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



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

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

How to use InvenTech Connect

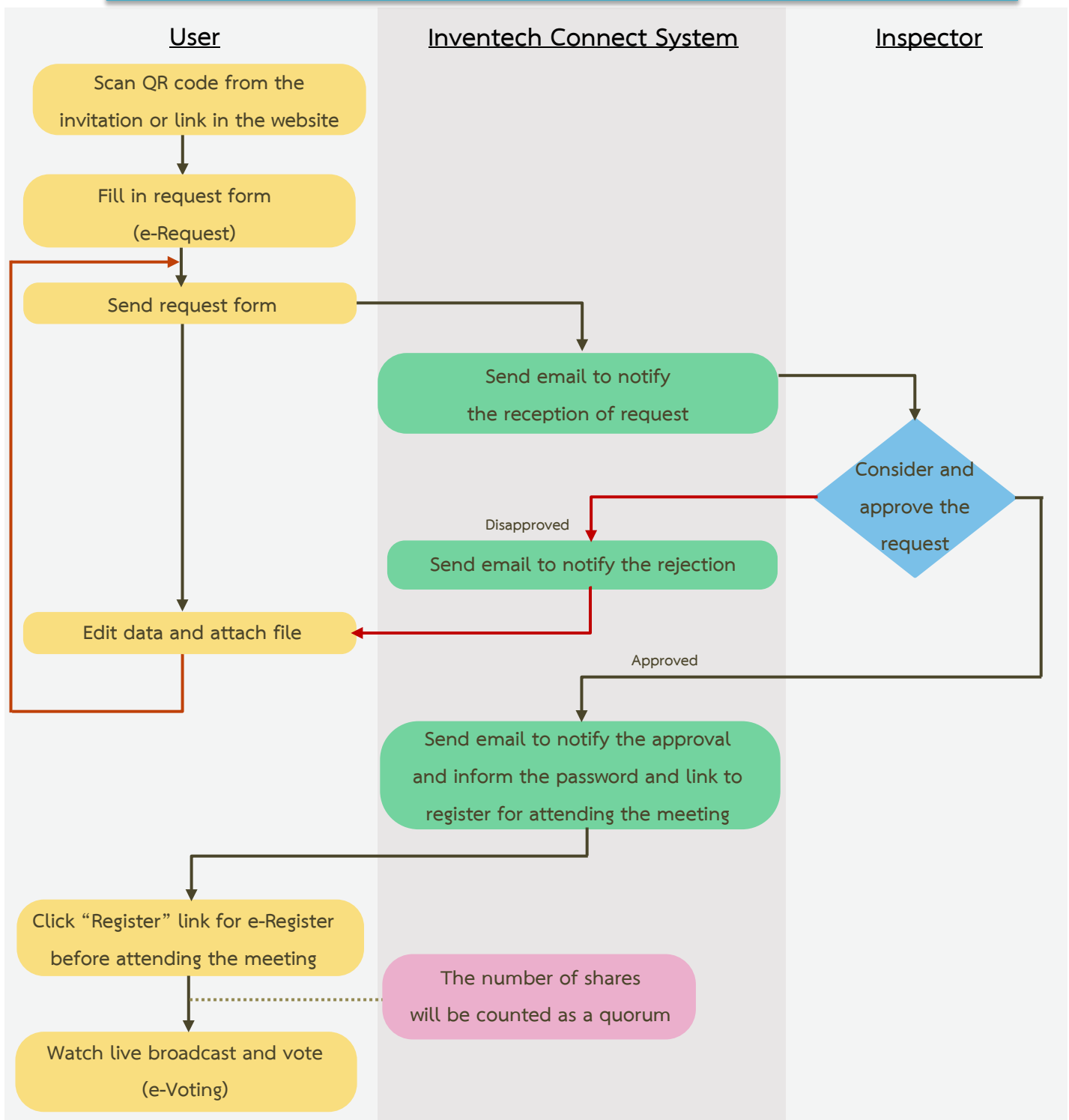


User Manual and Video of using InvenTech Connect

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

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

Guidelines for attending of Electronic Meeting



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. Pasu Loharjun Lead Independent Director Age 65
Residing at No. 79/47 Panyaindra Road, Bang Chan, Khlong Sam Wa, Bangkok, or |
| | <input type="checkbox"/> 3. Mr. Somkit Lertpaithoon Independent Director Age 65
Residing at No. 74/1, Charoen Nakhorn 21 Alley, Charoen Nakhorn Road, Banglumpoo-Lang, Khlong San, Bangkok, or |
| | <input type="checkbox"/> 4. Mr. Anya Khanthavit Independent Director Age 62
Residing at No. 39/1, Chimpfli 14 Alley, Chimpfli Road, Chimpfli, Talingchan, Bangkok, or |
| | <input type="checkbox"/> 5. Mr. Paisan Mahapunnaporn Independent Director Age 61
Residing at No. 1111/24 Banklangmueng (Ratchada-Ladprao), Ladprao Road, Chankasem, Chatuchak, Bangkok, or |

Only one from the above four persons is my/our Proxy and votes on my/our behalf at the Shareholders' 2025 Annual General Meeting on April 11, 2025, at 2.00 p.m. through Electronic Means (E-AGM), 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. Pasu Loharjun Lead Independent Director Age 65 Residing at No. 79/47 Panyaindra Road, Bang Chan, Khlong Sam Wa, Bangkok, or
	<input type="checkbox"/> 3. Mr. Somkit Lertpaithoon Independent Director Age 65 Residing at No. 74/1, Charoen Nakhom 21 Alley, Charoen Nakhom Road, Banglumpoo-Lang, Khlong San, Bangkok, or
	<input type="checkbox"/> 4. Mr. Anya Khanthavit Independent Director Age 62 Residing at No. 39/1, Chimphli 14 Alley, Chimphli Road, Chimphli, Talingchan, Bangkok, or
	<input type="checkbox"/> 5. Mr. Paisan Mahapunnaporn Independent Director Age 61 Residing at No. 1111/24 Banklangmueng (Ratchada-Ladprao), Ladprao Road, Chankasem, Chatuchak, Bangkok, or

Only one from the above four persons is my/our Proxy and votes on my/our behalf at the Shareholders' 2025 Annual General Meeting on April 11, 2025, at 2.00 p.m. through Electronic Means (E-AGM), 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' 2024 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 2024

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, 2024

- (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 2024

- (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
- Mrs. Nujchanart Laohathaimongkol
- Approve Disapprove Abstain
- Mr. Thepparat Theppitak
- Approve Disapprove Abstain
- Mrs. Patcharin Rapeepornpong
- Approve Disapprove Abstain
- Mr. Shinichiro Suzuki
- Approve Disapprove Abstain
- Ms. Jiraporn Sirikum
- 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' 2025 Annual General Meeting to be held on April 11, 2025 at 2.00 p.m. through Electronic Means (E-AGM), 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)

1. Age
Residing at No. Road Sub-District
District Province Postal Code or
2. Mr. Pasu Loharjun Lead Independent Director Age 65
Residing at No. 79/47 Panyaindra Road, Bang Chan, Khlong Sam Wa, Bangkok, or
3. Mr. Somkit Lertpaithoon Independent Director Age 65
Residing at No. 74/1, Charoen Nakhom 21 Alley, Charoen Nakhom Road, Banglumpoo-Lang, Khlong San, Bangkok, or
4. Mr. Anya Khanthavit Independent Director Age 62
Residing at No. 39/1, Chimphli 14 Alley, Chimphli Road, Chimphli, Talingchan, Bangkok, or
5. Mr. Paisan Mahapunnaporn Independent Director Age 61
Residing at No. 1111/24 Banklangmueng (Ratchada-Ladprao), Ladprao Road, Chankasem, Chatuchak, Bangkok, or

Only one from the above four persons is my/our Proxy and votes on my/our behalf at the Shareholders' 2025 Annual General Meeting on April 11, 2025, at 2.00 p.m. through Electronic Means (E-AGM), 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' 2024 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 2024

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, 2024

(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 2024

(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

Mrs. Nujchanart Laohathaimongkol

Approve..... Shares Disapprove Shares Abstain Shares

Mr. Thepparat Theppitak

Approve..... Shares Disapprove Shares Abstain Shares

Mrs. Patcharin Rapeepornpong

Approve..... Shares Disapprove Shares Abstain Shares

Mr. Shinichiro Suzuki

Approve..... Shares Disapprove Shares Abstain Shares

Ms. Jiraporn Sirikum

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' 2025 Annual General Meeting to be held on April 11, 2025, at 2.00 p.m. through Electronic Means (E-AGM), 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' 2025 Annual General Meeting

Name	Position	Age	Address	Interest in any agenda item	Special conflict of Interest
Mr. Pasu Loharjun	<ul style="list-style-type: none"> ● Vice Chairman ● Lead Independent Director ● Chairman of Corporate Governance and Sustainability Committee ● Member of Nomination and Remuneration Committee 	65	No. 79/47 Panyaindra Road, Bang Chan, Khlong Sam Wa, Bangkok 10510	6	None
Mr. Somkit Lertpaithoon	<ul style="list-style-type: none"> ● Independent Director ● Member of Nomination and Remuneration Committee ● Member of Risk Oversight Committee ● Member of Corporate Governance and Sustainability Committee 	65	No. 74/1, Charoen Nakhorn 21 Alley, Charoen Nakhorn Road, Banglumpoo-Lang, Khlong San, Bangkok 10600	6	None
Mr. Anya Khanthavit	<ul style="list-style-type: none"> ● Independent Director ● Chairman of Risk Oversight Committee ● Member of Audit Committee 	62	No. 39/1, Chiphli 14 Alley, Chiphli Road, Chiphli, Talingchan, Bangkok 10170	6	None
Mr. Paisan Mahapunnaporn	<ul style="list-style-type: none"> ● Independent Director ● Chairman of Audit Committee ● Member of Nomination and Remuneration Committee 	61	No. 1111/24 Banklangmueng (Ratchada-Ladprao), Ladprao Road, Chankasem, Chatuchak, Bangkok 10900	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' 2025 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' 2025 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' 2025 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' 2025 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 02-998 5020-27 or CS@egco.com.



Advance Inquiry Submission Form for the 2025 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 2568 Advance Inquiries Form for 2025 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

