

THE 2025 ANNUAL ORDINARY GENERAL MEETING OF SHAREHOLDERS

CK POWER PUBLIC COMPANY LIMITED

THURSDAY
APRIL 24, 2025
at 02.00 P.M.

VIA ELECTRONIC MEANS (E-AGM) ONLY

The Shareholders or proxies must submit a request to attend the meeting at <https://app.inventech.co.th/CKP299285R/#/homepage>



If you have any problems with the software, please contact Call Center
Tel. 0 - 2931 - 9136 during April 17 - 24, 2025 at 08.30 a.m. - 05.30 p.m.
(Specifically excludes holidays and public holidays)



**Privacy Notice for Shareholders, Proxies and Attendees for
the 2025 Annual General Meeting of Shareholders
in accordance with the Personal Data Protection Act B.E. 2562 (2019)**

CK Power Public Company Limited (the “Company”) utterly realizes the importance of personal data protection of shareholders and/or proxies by providing the personal data protection measures for those attending the 2025 Annual General Meeting of Shareholders (the “Shareholders’ Meeting”) in accordance with the Personal Data Protection Act B.E. 2562 (2019) (“PDPA”). By this Privacy Notice (“Privacy Notice”), the Company would like to inform shareholders and/or proxies regarding the processing and retention period of personal data, as well as the rights of shareholders and/or proxies as the data subject as follows:

1. Collection of personal data

The Company collects personal data of shareholders and/or proxies, including name, surname, address, telephone number, e-mail address, identification card number¹ or passport number, stock information, shareholder registration number, number of shares, photos, videos, and audio, which derive directly from shareholders and/or proxies and Thailand Securities Depository Co., Ltd. (“TSD”) for the activities necessary to hold this Shareholders’ Meeting.

2. Purpose of collecting personal data

The Company collects, uses, and discloses personal data of shareholders and/or proxies based on (1) legitimate interests, (2) execution and performance of contracts, (3) compliance with laws, or (4) others in accordance with the PDPA for the following purposes:

- (1) Contacting and delivery of the Company’s documents such as invitation letters to attend the Shareholders’ Meeting, etc.
- (2) Verification of registration and/or proxy.
- (3) Quorum counting, voting and vote counting at the Shareholders’ Meeting.
- (4) Record of photos and videos² while holding the Shareholders’ Meeting for use in reporting and public relations of the Shareholders’ Meeting via electronic and printed media without specifying individual details.
- (5) Performance of its duties according to the law as a public limited company and listed company on the Stock Exchange of Thailand or as required by law.

If the Company does not receive the required personal data in accordance with Clause 1 for the purpose of the implementation of Clause 2 from shareholders and/or proxies, the Company reserves its right to refuse their attendance registration of the Shareholders’ Meeting or any other actions that personal data of shareholders and/or proxies is required.

¹ The Company has no intention to collect, use, and disclose sensitive personal data such as race, blood group, religion, etc. In the event that shareholders and/or proxies submit its copy of identification card to the Company for verification of registration and/or proxy, shareholders and/or proxies can strike across to conceal sensitive personal data before submitting such documents to the Company. If shareholders and/or proxies do not conceal such sensitive personal data, the Company reserves its right to conceal such sensitive personal, in which case, it shall not be deemed that the Company collects such sensitive personal data.

² Should any shareholders and/or proxies do not intend the Company to publish their photos or videos, please contact the Company to inform such intention.

3. Disclosure of personal data

For the benefit of holding the Shareholders' Meeting, the Company may disclose or transfer personal data of shareholders and/or proxies to third parties as follows:

- (1) Inventech System (Thailand) Co. Ltd.; a service provider hired by the Company to process personal data of shareholders and/or proxies for the purpose of registering for the Shareholders' Meeting, quorum counting, voting, and vote counting at the Shareholders' Meetings.
- (2) Government or regulatory authorities to perform duties according to the relevant laws such as the Department of Business Development, Ministry of Commerce, the Securities and Exchange Commission of Thailand, to submit the Minutes of the Shareholders' Meeting and the list of shareholders.
- (3) Public through the Company's website for disseminating photos and/or videos of the Shareholders' Meeting and the Minutes of the Shareholders' Meeting.

4. Retention of personal data

The Company will retain personal data of shareholders and/or proxies in confidential under the provisions of the PDPA for the time required to serve the purposes of the abovementioned activities and will delete the personal data of shareholders and/or proxies as soon as practicable when such personal data is no longer necessary for the purposes stated herein.

5. Rights of data subject

Shareholders and/or proxies have right to withdraw their consent to collect, use, or disclose their personal data, right to access or request a copy of personal data, right to transfer personal data, right to object to the processing of personal data, right to request the deletion or destruction of personal data, right to request suspension of personal data, right to correct personal data, right to file a petition in the case of personal data violation as prescribed by laws.

6. Company information

Shareholders and/or proxies can exercise its rights under Clause 5 or notify the Company of any other intentions related to their personal data by using following information:

Department: Compliance and Meeting
Address: CK Power Public Company Limited
No. 587 Viriyathavorn Building,
Sutthisan Winitchai Road, Ratchadaphisek Subdistrict,
Dindaeng District, Bangkok 10400
Phone number: 02 691 9720-34 ext. 3420 and 3422
Email: ckpdpo@ckpower.co.th

(-Translation-)

No. CKP-25-BCC-L-027

March 24, 2025

Subject: Invitation to attend the 2025 Annual General Meeting of Shareholders via Electronic Means (E-AGM)

To: Shareholders of CK Power Public Company Limited

Attachments: The attachments are submitted via the **QR Code** appeared in the invitation letter to attend the 2025 Annual General Meeting of Shareholders, the details are as follows:

1. A Copy of the Minutes of the 2024 Annual General Meeting of Shareholders
2. The Annual Report for the year 2024 (Form 56-1 One Report) and Financial Statements
3. Details on the dividend payment for 2024, the allocation of profit as legal reserve
4. Details on the nomination and profiles of the nominated persons to be directors in place of those who are due to retire by rotation.
5. Details on the determination of remuneration for directors
6. Names of auditors and details of the auditing fee
7. Profile of the independent director proposed as a proxy.
8. Proxy Form (Form B.)
9. Articles of Association relating to Shareholders' Meeting and Votes for Agenda Items
10. Documents or evidence of the identity of shareholders or representatives of shareholders who are entitled to attend the Meeting (E-AGM)
11. Guidelines for attending the 2025 Annual General Meeting of Shareholders via electronic means (E-AGM)
12. Procedures for vote casting in the 2025 Annual General Meeting of Shareholders via electronic means (E-AGM)
13. Form to submit a question in advance for the 2025 Annual General Meeting of Shareholders via electronic means (E-AGM)

Whereas the Board of Directors of CK Power Public Company Limited ("the Company") has passed a resolution to convene the 2025 Annual General Meeting of Shareholders on **Thursday, April 24, 2025, at 14.00 hours, via electronic means (E-AGM)**, with the meeting control system available at Supannika Room, 4th Floor, No. 587 Viriyathavorn Building, Sutthisan Winitchai Road, Ratchadaphisek Subdistrict, Dindaeng District, Bangkok, and whereas the Company invited shareholders to exercise their rights to propose matters to be included in the meeting agenda in advance since October 1, 2024 to December 31, 2024, but none of the shareholders proposed any matter, the Board of Directors has therefore determined the meeting agenda, as publicized via the Company's website: www.ckpower.co.th since March 24, 2025, as follows:

Item 1 **To consider and approve the Minutes of the 2024 Annual General Meeting of Shareholders.**

Facts and reasons The 2024 Annual General Meeting of Shareholders was held on April 25, 2024. The Company completed the preparation of the Minutes of the Meeting and delivered a copy of the said Minutes of the Meeting to shareholders together with this Notice of the Meeting, as well as publicized the same on the Company's website: www.ckpower.co.th (**Attachment 1**).

Opinion of the Board of Directors It was deemed that the Minutes of the 2024 Annual General Meeting of Shareholders were correctly and completely recorded, it was thus deemed appropriate to propose that the Shareholders' Meeting consider and approve such Minutes.

Resolution This item must be approved by a majority vote of the shareholders who attend and vote at the Meeting.

Item 2 **To acknowledge the 2024 Company's operational results**

Facts and reasons The report on the Company's 2024 operational results is presented in the Annual Report for the year 2024 (Form 56-1 One Report), which has been delivered to shareholders via QR Code in this Notice of the Meeting, and publicized on the Company's website: www.ckpower.co.th.

Opinion of the Board of Directors It was deemed appropriate to report the Company's 2024 operational results to the Meeting for acknowledgment, without voting (**Attachment 2**).

Resolution This item is for acknowledgment and thus requires no voting.

Item 3 **To consider and approve the 2024 financial statements ended December 31, 2024**

Facts and reasons The 2024 financial statements ended December 31, 2024, as shown in the Annual Report for the year 2024 (Form 56-1 One Report – QR Code) have been reviewed by the Audit Committee and the Board of Directors and audited by the auditor.

Opinion of the Board of Directors It was deemed appropriate to propose that the Shareholders' Meeting consider and approve the 2024 financial statements ended December 31, 2024, which were reviewed by the Audit Committee and the Board of Directors and audited by the auditor (**Attachment 2**).

Resolution

This item must be approved by a majority vote of the shareholders who attend and vote at the Meeting.

Item 4

To consider and approve the dividend payment for 2024, the allocation of profit as legal reserve.

Facts and reasons

Based on the separate financial statements for the year 2024 ended December 31, 2024, as shown in the the Annual Report for the year 2024 (Form 56-1 One Report - QR Code), the Company derived an operating profit and had no accumulated loss. According to Section 115 of the Public Limited Companies Act B. E. 2535 (1992) and Article 54 of the Company's Articles of Association, the Company is prohibited to pay dividends from any money other than profit in the case where the Company still has accumulated losses, payment of dividends is prohibited. Dividends shall be equally distributed according to the number of shares, and the payment of dividends requires the approval of a shareholders' meeting.

Pursuant to Article 55 of the Company's Articles of Association, the Company must appropriate to reserve fund, from the annual net profit at least five percent of the annual net profit less the total accumulated loss brought forward (if any) until the reserve fund reaches an amount not less than ten percent of the registered capital of the Company. In this regard, the Company has appropriated the amount of Baht 31,872,986 for such reserve fund for 2024. As of December 31, 2024, the Company has allocated the legal reserve in the amount of Baht 286,317,461 representing 3.52 percent of the Company's registered capital.

The Company has the policy to pay dividends to shareholders at not less than forty (40) percent of the net profit under the Company's separate financial statements after corporate income tax and after legal reserve. The dividend payment will vary depending on the Company's cash flows, investment plan, investment necessity, obligations under conditions of loan agreements, other factors, and appropriateness in the future. Upon approval by the resolution of the Board of Directors for the annual dividend payment, such matter shall be proposed to seek approval of the Shareholders' Meeting.

<u>Opinion of the Board of Directors</u>	Having considered the Company's operational results according to the Company's separate financial statements and the Company's dividend payment policy, the Board of Directors is of the view that in 2024, the Company has enough profit to pay dividends to the shareholders. Therefore, it was deemed appropriate to propose the Shareholders' Meeting consider and approve the allocation of profit as a legal reserve for the year 2024 in the amount of Baht 31,872,986 and the payment of dividend for the 2024 operating results at the rate of Baht 0.085 per share from the net profit and retained earnings according to the separate financial statements for the year 2024. The dividends will be distributed to shareholders entitled to receive such dividends as per the shareholder register on the Record Date, which is set for May 8, 2025 and the dividend payment is scheduled for May 23, 2025. (<u>Attachment 3</u>)
<u>Resolution</u>	This item must be approved by a majority vote of the shareholders who attend and vote at the Meeting.
Item 5	To consider and approve the appointment of directors to replace those due to retire by rotation.
<u>Facts and reasons</u>	Pursuant to Article 20 of the Company's Articles of Association, one-third (1/3) of the number of directors shall vacate their office at each annual general meeting of shareholders. If the number of directors is not a multiple of three (3), then the number nearest to one-third (1/3) must retire from office. The directors who have been in office for the longest term shall retire. A retiring director is eligible for re-election. On the 2025 Annual General Meeting of Shareholders, four directors are due to retire by rotation namely: 1) Mr. Plew Trivisvavet, 2) Dr. Patarut Dardarananda, 3) Mr. Vorapote Uchoepaibonvong, and 4) Mr. Thanawat Trivisvavet . The shareholders were allowed to nominate persons to be appointed as directors in advance since October 1, 2024 to December 31, 2024 , but none of the shareholders nominated any person for consideration. Therefore, the Nomination and Remuneration Committee's Meeting No. 1/2025 held on February 20, 2025, has considered the qualifications of all four directors, and found that they are qualified under the relevant regulations and have qualifications suitable for the business of the Company. Also, the Board of Directors has considered and deemed that the candidate nominated to be appoint as Independent Director was qualified according to the related law and regulation on independent director. It is deemed appropriate to propose that the four

directors who are due to retire by rotation resume their office for another term.

Opinion of the Board of Directors

The Board of Directors, excluding the nominated directors, has considered scrutinizing the matter and deem it appropriate to propose that the Shareholders' Meeting consider and approve the appointment of the following directors who are due to retire by rotation, as proposed by the Nomination and Remuneration Committee, namely, 1) Mr. Plew Trivisvavet, 2) Dr. Patarut Dardarananda, 3) Mr. Vorapote Uchoepaibonvong, and 4) Mr. Thanawat Trivisvavet to resume their office as directors for another term. **(Attachment 4).**

Resolution

This item must be approved on an individual basis by a majority vote of the shareholders who attend and vote at the Meeting.

Item 6

To consider and approve the determination of remuneration for directors.

Facts and reasons

Pursuant to Article 33 of the Articles of Association, directors have the right to receive remuneration, meeting allowances, consideration, and welfare from the Company in accordance with the Articles of Association or with the approval of the shareholders' meeting.

The 2024 Annual General Meeting of Shareholders approved the 2023 annual bonus in the amount not exceeding Baht 5,600,000 and the remuneration for directors for 2024 in the amount not exceeding Baht 5,000,000 and

For 2025, the Board of Directors deems it appropriate to propose the Shareholders' Meeting consider and approve the determination of remuneration for directors according to rates and criteria outlined in the resolution of the Nomination and Remuneration Committee's Meeting No. 1/2025 dated February 20, 2025, as follows:

1. The 2024 annual bonus for directors should be allocated based on the period of their directorship in the total amount of approximately Baht 5,200,000.
2. The remuneration for 2025 for directors and subcommittee members should be paid in the amount of approximately Baht 4,400,000 as follows:
 - 2.1 The remuneration for directors at the rate of Baht 300,000 per person per year and the remuneration for subcommittee members at the rate of Baht 40,000 per person per year;

2.2 The remuneration for the Chairman of the Board of Directors at the rate of Baht 300,000 per year, and for the chairman of the subcommittees at the rate of Baht 100,000 per person per year.

3. No other benefits.

Opinion of the Board of Directors

It is deemed appropriate to propose the Shareholders' Meeting consider and approve the determination of remuneration for directors as proposed by the Nomination and Remuneration Committee as follows:

1. The 2024 annual bonus for directors should be allocated based on the period of their directorship in the total amount of approximately Baht 5,200,000;
2. The remuneration for 2025 for directors and subcommittee members should be allocated based on the period of their directorship in the total amount of approximately Baht 4,400,000; and
3. No other benefits.

(Attachment 5).

Resolution

This item must be approved by not less than two-thirds (2/3) of all votes of the shareholders who attend the Meeting.

Item 7

To consider and approve the appointment of the auditor and the determination of remuneration for the auditor for 2025

Facts and reasons

Pursuant to Articles 45 and 53 of the Articles of Association, the auditors shall be appointed, and remuneration for the auditors shall be fixed at every annual general meeting of shareholders. A retiring auditor is eligible for re-election.

The Audit Committee's Meeting No. 1/2025 held on February 20, 2025, considered the proposal for the provision of audit services of the existing auditor: EY Office Limited, and also considered the reliability, independence, knowledge, and experience in auditing, provision of advice on accounting standards, timely certification of the financial statements as well as appropriate remuneration. In addition, there is a rotation of the Company's auditor to comply with the regulations of the Office of the Securities and Exchange Commission (Office of SEC) and related agencies, whereby the Company may appoint another auditor within the same audit office of the current auditor. Therefore, it was deemed appropriate to propose the Board of Directors Meeting No. 1/2025 held on February 20, 2025, to consider and propose such matter

to the Shareholders' Meeting for the appointment of either Mrs. Chonlaros Suntiasvaraporn or Mr. Natthawut Santipet or Mrs. Wilai Sunthornwanee, from the existing audit office, as the Company's auditor for 2025, with the remuneration in the amount not exceeding Baht 1,090,000 and other expenses as incurred.

Such nominated auditors are those who have been approved by the Office of SEC and have neither relationship with nor interest in the Company or its subsidiaries, executives, major shareholders, or their related persons.

Opinion of the Board of Directors

It was deemed appropriate to propose the Shareholders' Meeting consider approving as proposed by the Audit Committee the appointment of either Mrs. Chonlaros Suntiasvaraporn or Mr. Natthawut Santipet or Mrs. Wilai Sunthornwanee of EY Office Limited, as the Company's auditor for 2025, with the remuneration not exceeding Baht 1,090,000 and other actual expenses as incurred. (**Attachment 6**).

Resolution

This item must be approved by a majority vote of the shareholders who attend and vote at the Meeting.

Item 8

To consider and approve the extension of credit limit for the issuance and offering of debentures to not exceeding Baht 35,000 million from the previous credit limit of not exceeding Baht 20,000 million.

Facts and reasons

Due to the Company's on-going investment in the Luang Prabang Hydroelectric Power Project, the Company has obligation to provide equity injections in total amount of Baht 20,933.97 million (as of the end of the year 2024, the Company has paid Baht 6,678.51 million). The equity injections will be gradually called in accordance with the plan of Luang Prabang Power Company Limited. To enhance the liquidity management and expand the funding alternative appropriate to the financial status of the Company for maximum efficiency and benefit, the Board of Directors' Meeting No. 1/2025 held on February 20, 2025 considered and deemed it appropriate to propose to the Annual General Meeting of Shareholders 2025 for consideration and approval to expand the amount of issuance and offering of debentures from the total amount not exceeding Baht 20,000 million or its equivalent to the total amount not exceeding Baht 35,000 million or its equivalent, with details regarding the debentures as follows:

Objective: To support the company's business expansion and serve as a source of funds for the Company's operations and/or to repay the existing debts.

Issuer:	CK Power Public Company Limited
Type of debentures:	Name-registered, unsubordinated debentures with or without collateral and with or without debentureholders' representative.
Total Value:	The outstanding amount of debentures approved for the Company to issue for sale at any time is not exceeding Baht 35,000 million or its equivalent. The Executive Committee and/or Managing Director may consider issuing and offering debentures in various forms at one time or from time to time and when any amounts of debentures mature, they can be issued and offered for sale again (revolving).
Tenor:	As determined by the Executive Committee and/or Managing Director
Interest rate:	Appropriate rate as determined by the Executive Committee and/or Managing Director
Offering:	Offering for sale in one or several times in Public Offering and/or in Private Placement and/or to Institutional Investors and/or to High Net-worth Investors as announced by the Capital Market Supervisory Board.

The Executive Committee and/or Managing Director have the authority to determine details of the debentures, types of collateral, amount, tenor, par value, offering price, interest rate, redemption rights, installment repayment of principal, offering method, issuance and offering period, and other related details as the situation permits and as the period deems appropriate. The debentures can be issued and offered for sale in various forms at one time or in several times. The Executive Committee and/or Managing Director has the authority to appoint debentureholders' representatives and/or debenture registrars and/or distributors and/or underwriters and/or consultants and related persons, including entering into agreements, amending, negotiating contracts and/or other documents with related persons, preparing, contacting, providing information, submitting requests for various documents and evidence to the Securities and Exchange Commission, Thai Bond Market Association, credit rating agencies and/or other agencies related to the issuance and offering of such debentures, as well as determining the criteria, conditions and related details, and taking any related actions to achieve such objectives under the provisions of the relevant

announcements, regulations, criteria and laws and any related actions as appropriate.

Opinion of the Board of Directors

It was deemed appropriate to propose that the Shareholders' Meeting consider and approve the extension of the credit limit for issuance and offering of debentures from the previous credit limit of not exceeding Baht 20,000 million or an equivalent amount in other currencies to the total credit limit of not exceeding Baht 35,000 million or an equivalent amount in other currencies as proposed.

Resolution

This item must be approved by not less than three-fourths (3/4) of all votes of the shareholders who attend the Meeting and have the right to vote.

Item 9

To consider other businesses (if any)

All shareholders are cordially invited to attend the Meeting on the date, and at the time, and via the electronic means mentioned above. The meeting attendance registration system will be started at 12.00 hours. Any shareholders who are unable to attend the Meeting in person may appoint Dr. Pavich Tongroach, Chairman of the Corporate Governance Risk Management and Sustainable Development Committee and Independent Director, or any other person, as a proxy to attend the Meeting and vote on their behalf. The details of the independent director are provided in the profile of the independent director proposed as a proxy (**Attachment 7**).

The Company has enclosed herewith a proxy form for the 2025 Annual General Meeting of Shareholders (**Attachment 8**), please fill in the details and sign the proxy form, and send it together with its original supplementary documents to the Company by April 21, 2025, or submit the proxy form and its supplementary documents via the registration system at the Meeting before attending the Meeting. Shareholders or proxy holders are also asked to submit documents and evidence showing that they are shareholders or representatives of shareholders who are entitled to attend the Meeting (**Attachment 10**) to the Company by April 21, 2025.

The Company will conduct the Meeting in accordance with the procedures for participating in the Meeting and voting method in accordance with the Company's Articles of Association (**Attachment 9**) and the Company has provided the procedures for participating in the 2025 Annual General Meeting of Shareholders via electronic means (E-AGM) (**Attachment 11**), and procedures for vote casting and rules for counting of votes in the 2025 Annual General Meeting of Shareholders via electronic means (E-AGM) (**Attachment 12**).

By resolution of the Board of Directors

-Signature-

(Dr. Thanong Bidaya)

Chairman of the Board of Directors

- Remarks:**
1. The meeting control system for the 2025 Annual General Meeting of Shareholders in a live broadcast will be at Supannika Room, 4th Floor, No. 587 Viriyathavorn Building, Sutthisan Winitchai Road, Ratchadaphisek Subdistrict, Dindaeng District, Bangkok.
 2. Shareholders or proxy holders attending the Meeting are kindly requested to follow the Guidelines for attending the 2025 Annual General Meeting of Shareholders via electronic means (E-AGM). The registration system will be started at 12.00 hours. For any further queries, please contact the Call Center at 02-931-9136 (available during April 17 – 24, 2025 from 8.30 – 17.30 hours, except holidays).
 3. E-Request requires an email address of shareholders or proxy holders to receive 1) a registration link and 2) a username and password to attend the Meeting.
 4. The rights to attend the Meeting and vote in the Meeting are individual rights of a shareholder or proxy. A username cannot be used to log in to the Inventech Connect system to attend the Meeting simultaneously with other devices. Therefore, the shareholders or proxies hereby acknowledge that the username and password shall be used to attend the Meeting by themselves only and shall not be shared or assigned to any other persons.
 5. The Invitation Letter to shareholders and its attachments, Proxy Form A., Form B., or Form C. (Form C is used only for a foreign shareholder appointing a custodian in Thailand) is available for download on the Company's website: www.ckpower.co.th.

Shareholders appointing a proxy holder may submit the original proxy in advance to the Compliance Department/Investor Relations, CK Power Public Company Limited, No. 587 Viriyathavorn Building, Sutthisan Winitchai Road, Ratchadaphisek Subdistrict, Dindaeng District, Bangkok by April 21, 2025.

As for shareholders appointing a proxy holder, the Company has prepared the stamp duty to be affixed on the proxy form for the proxy holders to attend the Meeting.
 6. Shareholders may request information concerning the agenda items or submit their questions or suggestions in advance, before the date of the Meeting at compliance@ckpower.co.th or ir@ckpower.co.th, or facsimile number 02-691-9723, or telephone number 02-691-9720-34 ext. 3420, 3422 or 7035 with the complete contact information.
 7. The 2025 Annual General Meeting of Shareholders will be conducted in Thai. Foreign shareholders are kindly requested to come with an interpreter or translator to ensure correct and complete information in the Meeting.
 8. The Company has promulgated the External Personal Data Protection Policy to notify shareholders of details about the collection, use, and disclosure of their personal data. Please see further details on the Company's website: www.ckpower.co.th.
 9. Souvenirs are not provided, to comply with the Good Corporate Governance Principles of the Stock Exchange of Thailand.