



No. IDR19/2021  
Date 12 October 2021  
Subject: Notification of the Resolutions of the Extraordinary General Meeting of Shareholders  
No. 1/2021  
CP ALL Public Company Limited  
Attention: President  
The Stock Exchange of Thailand

Whereas CP ALL Public Company Limited (the “**Company**”) held the Extraordinary General Meeting of Shareholders No. 1/2021 on 12 October 2021 at 13.00 through electronic means (E-EGM), the meeting has resolved the resolutions as follows:

1. Appointed Professor Dr. Kittipong Kittayarak as an additional independent director of the Company and approved the authorisation of any one of the authorised directors of the company (to act without company seal) to take any actions in connection with the registration of the change to the list of directors of the company and to take any other actions in connection with such matter, with the majority votes of the total number of votes of the shareholders attending the meeting and casting their votes. In this regard, the number of shareholders attending the meeting totaled to 6,987,742,527 shares.

Voted	6,983,990,106	Votes	
Approved	6,692,428,554	Votes	equivalent to 95.8253%
Disapproved	291,561,552	Votes	equivalent to 4.1747%
Abstained	3,752,421	Votes	
Voided ballot	0	Vote	

2. Approved the acquisition of assets in relation to the acceptance of the entire business transfer of C.P. Retail Holding Company Limited by Siam Makro Public Company Limited which is a subsidiary of the Company and approved the authorisation of the Board of Directors and/or persons designated by the Board of Directors to negotiate, agree, act, determine and amend the details and conditions in relation to the method, duration and procedures, to sign agreements, memorandum of understanding and other documents, as well as to contact, discuss, coordinate, prepare or act in relation to application for approvals, permissions, authorisations or waivers from the Office of the Securities and Exchange Commission (the “**SEC Office**”), the Stock Exchange of Thailand (the “**SET**”) and the relevant government agencies and regulatory authorities, including to take any other actions necessary for or in connection with the entire business transfer transaction and the allocation of shares as consideration for the entire business transfer, so as to achieve the objectives of the foregoing



under the relevant notifications, regulations, rules and laws, and to ratify any actions taken by such authorised persons in relation to the foregoing, with the votes of not less than three-fourths of the total number of votes of the shareholders attending the meeting and entitled to vote, excluding votes of the interested shareholders. In this regard, the number of shareholders attending the meeting totaled to 6,988,217,464 shares.

Not entitled to vote	3,129,124,056	Votes	
Entitled to vote	3,859,093,408	Votes	
Approved	3,854,392,387	Votes	equivalent to 99.8782%
Disapproved	4,696,321	Votes	equivalent to 0.1217%
Abstained	4,700	Votes	equivalent to 0.0001%
Voided ballot	0	Vote	equivalent to 0.0000%

3. Approved the disposal of assets in relation to the entire business transfer of C.P. Retail Holding Company Limited to Siam Makro Public Company Limited which is a subsidiary of the Company and approved the authorisation of the Board of Directors and/or persons designated by the Board of Directors to negotiate, agree, act, determine and amend the details and conditions in relation to the method, duration and procedures, to sign agreements, memorandum of understanding and other documents, as well as to contact, discuss, coordinate, prepare or act in relation to application for approvals, permissions, authorisations or waivers from the SEC Office, the SET and the relevant government agencies and regulatory authorities, including to take any other actions necessary for or in connection with the disposal of assets in relation to the entire business transfer of C.P. Retail Holding Company Limited, so as to achieve the objectives of the foregoing under the relevant notifications, regulations, rules and laws, and to ratify any actions taken by such authorised persons in relation to the foregoing, with the votes of not less than three-fourths of the total number of votes of the shareholders attending the meeting and entitled to vote, excluding votes of the interested shareholders. In this regard, the number of shareholders attending the meeting totaled to 6,988,220,261 shares.

Not entitled to vote	3,129,124,056	Votes	
Entitled to vote	3,859,096,205	Votes	
Approved	3,854,395,884	Votes	equivalent to 99.8782%
Disapproved	4,696,221	Votes	equivalent to 0.1217%
Abstained	4,100	Votes	equivalent to 0.0001 %
Voided ballot	0	Vote	equivalent to 0.0000%



4. Approved the offering of shares in Siam Makro Public Company Limited which are held by the Company to the public (Public Offering) at the same time as the issuance and offering of newly issued ordinary shares to the public (Public Offering) by Siam Makro Public Company Limited in the amount of up to 363,200,000 shares with a par value of THB 0.50 each (the “**Company’s Offered Shares**”), including the lending of ordinary shares in Siam Makro Public Company Limited which are held by the Company to the over-allotment agent for the over-allotment process in the amount of up to 340,500,000 shares (the “**Lent Shares**”), and the granting of the right to the over-allotment agent to purchase ordinary shares held by the Company in the amount of up to 340,500,000 shares (the “**Option Shares**”) for the purpose of returning shares which are borrowed by the over-allotment agent from the Company, whether in whole or in part, which is a part of the over-allotment process of the issuance and offering of ordinary shares to the public (the offering of the Company’s Offered Shares, the lending of the Lent Shares to the over-allotment agent and the granting of the right to purchase the Option Shares to the over-allotment agent are collectively referred to as the “**Company’s Shares Offering Transaction**”), and approved the authorisation of the Board of Directors and/or persons designated by the Board of Directors to take any actions in relation to the issuance, offering and allocation of the ordinary shares to the public (Public Offering), to determine the offering price, and to take any other actions necessary for and/or in connection with the Company’s Shares Offering Transaction in all respects, including but not limited to the determination of other details as necessary for and/or in connection with the Company’s Shares Offering Transaction, to sign the agreements and/or documents, applications and evidences as necessary for and in connection with the Company’s Shares Offering Transaction, as well as to contact and submit such applications, documents and evidences with the government agencies or other relevant authorities, and to ratify any actions taken by such authorised persons in relation to the foregoing and to be authorised to take any other actions as necessary and appropriate for the Company’s Shares Offering Transaction in order to be in compliance with relevant law and regulations, with the votes of not less than three-fourths of the total number of votes of the shareholders attending the meeting and entitled to vote. In this regard, the number of shareholders attending the meeting totaled to 6,988,248,161 shares.

Entitled to vote	6,988,248,161	Votes	
Approved	6,981,909,240	Votes	equivalent to 99.9093%
Disapproved	2,795,401	Votes	equivalent to 0.0400%
Abstained	3,543,520	Votes	equivalent to 0.0507 %
Voided ballot	0	Vote	equivalent to 0.0000%



Please be informed accordingly

Yours faithfully,

Mr. Supot Shitgasornpongse

Company Secretary

Authorised to sign on behalf of the Company