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CV-CS 2025-001

8 January 2025

Subject Notification of the Debenture Holders' Meeting Resolution for the Callable Debentures of Clover Power Public Company Limited No. 1/2022 due in 2025 ("CV251A")

Attention The President  
 The Stock Exchange of Thailand

Clover Power Public Company Limited (the "**Company**"), as the issuer of the debenture, convened the Debenture Holders' Meeting No. 1/2025 for CV251A on Wednesday, 8 January 2025, at 10.00 a.m. via electronic media (E-Meeting) and was broadcast live from the Company's office located on 159 Soi Rama IX 57/1 (Wisetsook 2), Pattanakarn, Suanluang Bangkok (the "**Meeting**"). The details of quorum for CV251A are as follow:

Quorum at the Commencement of the Meeting	
Number of Debenture Holder & Proxy	Percentage of the Total Outstanding Debentures.
250 Persons (308,700 Units)	68.3266

The Meeting's resolutions of the Debenture Holders' Meeting No. 1/2025 for CV251A are as follow.

**Agenda 1** Consider and approve the amendment to the debenture's maturity date (Maturity Date) from the original maturity date of 21 January 2025, to the new maturity date of 21 January 2026, along with corresponding adjustments to the terms and conditions, debenture certificates, and related documents.

The Meeting of CV251A resolved to **disapprove** Agenda 1 with the following votes:

Resolution	Number (Unit(s))	Percentage of the Total Votes of Debenture Holders Attending and Casting their Votes
Approved	190,300	61.5658
Disapproved	118,800	38.4341
Abstained	3,200	-
Number of Debenture Holders at the Time of Voting	259 Persons (312,300 Units)	



Remark:

1. The quorum for this agenda requires at least 2 debenture holders attending the Meeting, collectively holding no less than 66 percent of the total outstanding debentures.
2. The resolution on this agenda must be approved by a majority votes of no less than 75 percent of the total votes of debenture holders attend the Meeting and cast their votes (excluding abstentions). The resolution approved by the debenture holders from the Meeting shall be binding on all debenture holders under the terms and conditions and will take effect on the date the Meeting approves the resolution.

**Agenda 2 Consider and approve the amendment of interest rate, along with corresponding adjustments to the terms and conditions, debenture certificates, and related documents.**

The Meeting of CV251A was unable to consider Agenda 2, as it is conditional upon the approval of Agenda 1, which the debenture holders resolved to disapproved.

**Agenda 3 Consider and approve the partial payment of the debenture principal, along with corresponding adjustments to the terms and conditions, debenture certificates, and related documents.**

The Meeting of CV251A was unable to consider Agenda 3, as it is conditional upon the approval of Agenda 1, which the debenture holders resolved to disapproved

**Agenda 4 Consider and approve granting a waiver for the issuer to negotiate debt restructuring with financial institutions. This waiver would allow the issuer to begin negotiations or enter into contracts with creditors for restructuring purposes that would defer debt payments, including extensions or changes in the repayment schedule, under Clause 11.1 (j) of the terms and conditions, without it being considered an event of default.**

The Meeting of CV251A resolved to **approve** Agenda 4 with the following votes:

Resolution	Number (Unit(s))	Percentage of the Total Votes of Debenture Holders Attending and Casting their Votes
Approved	191,700	62.8937
Disapproved	113,100	37.1062
Abstained	7,500	-
Number of Debenture Holders at the Time of Voting	259 Persons (312,300 Units)	

Remark:

1. The quorum for this agenda requires at least 2 debenture holders attending the Meeting, collectively holding no less than 25 percent of the total outstanding debentures.



2. The resolution on this agenda must be approved by a majority votes of no less than 50 percent of the total votes of debenture holders attend the Meeting and cast their votes (excluding abstentions). The resolution approved by the debenture holders from the Meeting shall be binding on all debenture holders under the terms and conditions and will take effect on the date the Meeting approves the resolution.

**Agenda 5 Consider and approve granting a waiver of the issuer's obligation to maintain a "Net Debt to Equity Ratio", as specified in Clause 7.3 (a) of the terms and conditions, as of the end of the 2024 fiscal year, without it being considered an event of default.**

The Meeting of CV251A resolved to **approve** Agenda 5 with the following votes:

Resolution	Number (Unit(s))	Percentage of the Total Votes of Debenture Holders Attending and Casting their Votes
Approved	186,200	61.6556
Disapproved	115,800	38.3443
Abstained	10,500	-
Number of Debenture Holders at the Time of Voting	260 Persons (312,500 Units)	

Remark:

1. The quorum for this agenda requires at least 2 debenture holders attending the Meeting, collectively holding no less than 25 percent of the total outstanding debentures.
2. The resolution on this agenda must be approved by a majority votes of no less than 50 percent of the total votes of debenture holders attend the Meeting and cast their votes (excluding abstentions). The resolution approved by the debenture holders from the Meeting shall be binding on all debenture holders under the terms and conditions and will take effect on the date the Meeting approves the resolution.

Please be informed accordingly.

Sincerely yours,

-Sign-

Mr. Saithsiri Saksitthisereekul  
 Chief Executive Officer