



Enclosure No. 2

for Agenda No. 5

**The detail of the (new) issuance and offering debenture
in the amount of not exceeding Baht 20,000 million**

The Board of Directors meeting No. 1/2024 held on 23 February 2024 considered and is of the opinion that the issuance and offering of the (new) debenture will be benefit to the group of Company which will further create the return to the Company and shareholders. Therefore, the Board of Directors proposes the Meeting should approve the issuance and offering of the debenture as followings:

Objective :	To refinance the existing debt of Company and to use for business operation or to use as capital of the Company and its affiliates.
Type :	All types and all kinds of bonds (with or without collateral), depending on the appropriateness of the market conditions at the time that each bond is issued and offered.
Currency :	Baht and/or foreign currency by using the exchange rate at each time the bonds are issued and offered.
Total Value :	Not exceeding Baht 20,000 million or in an equivalent amount of other currency. In this regard, the Company is able to issue and offer additional bonds and/or issue and offer bonds in place of the existing bonds which have been redeemed within such credit line.
Term of the Bond :	Not exceeding 15 years since the date of each issuance.
Offer :	To offer for one time or several times and/or as a project though a public offering and/or private placement offering and/or Institutional Investor and/or High Net Worth, at the same time or at a different time, pursuant to the Notification of the Securities and Exchange Commission and/or the Office of the Securities and Exchange Commission and/or other related regulations which are in force at the time such debenture is issued and offered.
Interest Rate :	Depending on the market conditions at the time of the issuance and offering of the bond, or the terms and conditions of the bonds issued at such time, provided that pursuant to the Notification of the Securities and Exchange Commission and/or the Office of the Securities and Exchange Commission and/or other related regulations which are in force at the time each debenture is issued and offered.
Call Redemption :	The debenture-holder and the Company may or may not have the right to redeem their bonds before their maturity date, depending on the terms and conditions of each issuance of bonds.



Secondary Market :	The Company may register the bonds with The Thai Bond Market Association or any other secondary market as appropriate.
Determination Authority Other details :	<p>To authorize the Executive Committee or to whom the Executive Committee shall delegate authority for the following purposes:</p> <ol style="list-style-type: none">1. To determine details relevant to the debentures, including type, name, interest rate, redemption period, appointment of the debenture-holder's representative, as well as the details relating to the offering, including but not limited to price, procedure, offering and allotment period.2. To appoint the financial advisor and/or the underwriter and/or credit rating institution of the issuer and/or the securities and/or any other person where the appointment is regulated as required by the relevant rules or in any other cases which the Company deems appropriate.3. To register the bonds with The Thai Bond Market Association or any other secondary market as appropriate and to obtain approval, provide information and submit documentation to relevant agencies.4. To deal with, negotiate, execute, amend the agreements and/or documentation, as well as provide information, and submit documentation to the Office of the Securities and Exchange Commission and/or other agencies relating to the issuance and offering of such bonds, including the undertaking of any actions relevant to or necessary for such transaction as it deems appropriate.