



30 March 2026

Subject: Invitation to the 2026 Annual General Meeting of Shareholders

To: Shareholders of Raimon Land Public Company Limited

- Enclosures:**
1. Annual Registration Statement / Annual Report for the year 2025 (Form 56-1 One Report) and the Company's audited financial statements for the fiscal year ended 31 December 2025, presented in QR Code format (for consideration under Agenda Item 1 and 2).
 2. Profiles of the nominated persons proposed for election as directors
 - 2.1 In the case of appointment in replacement of directors retiring by rotation (for consideration under Agenda Item 4).
 - 2.2 In the case of appointment of a new director (for consideration under Agenda Item 5).
 3. Profiles of Independent Directors for proxy granting purposes and the definition of Independent Director.
 4. Extracts of the Articles of Association of Raimon Land Public Company Limited relating to the Shareholders' Meeting.
 5. Guidelines for attending the 2026 Annual General Meeting of Shareholders via electronic means (E-AGM).
 6. Documents required for attending the 2026 Annual General Meeting of Shareholders via electronic means (E-AGM) and proxy appointment.
 7. Proxy Forms: Form A (General Proxy Form), Form B (Specific Proxy Form), and Form C (for use only by foreign shareholders appointing a Custodian in Thailand).
 8. Advance Question Submission Form for the 2026 Annual General Meeting of Shareholders via electronic means (E-AGM).

Raimon Land Public Company Limited (the "**Company**") hereby informs that the Board of Directors has resolved to convene the 2026 Annual General Meeting of Shareholders on 22 April 2026 at 14:00 hrs., to be conducted **exclusively via electronic means (E-Meeting)**.

The meeting will be broadcast live from the Company's head office, located at 548 One City Centre Building, 54th Floor, Ploenchit Road, Lumpini Subdistrict, Pathumwan District, Bangkok, to consider the matters according to the following meeting agenda:



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Agenda 1 To acknowledge the Company's 2025 operational results and the annual report of the Board of Directors.

Facts and Rationale:

Pursuant to Section 113 of the Public Limited Companies Act B.E. 2535 (1992) (as amended) and Article 40 of the Company's Articles of Association, the Annual General Meeting of Shareholders shall consider the report of the Board of Directors on the Company's performance during the past year. The Annual Report of the Board of Directors must be delivered to shareholders together with the notice of the Annual General Meeting.

The Company has summarized its performance and key developments during the fiscal year ended 31 December 2025, as presented in the 2025 Annual Registration Statement / Annual Report (Form 56-1 One Report), which is provided in QR Code format. Details are shown in **Enclosure 1**, which has been delivered to all shareholders along with this invitation.

Opinion of the Board of Directors:

The Board of Directors has considered and deemed it appropriate to propose that the 2026 Annual General Meeting of Shareholders acknowledge the Company's performance for the fiscal year ended 31 December 2025, as well as the 2025 Annual Registration Statement / Annual Report (Form 56-1 One Report), as presented above.

Voting Requirement:

This agenda item is for acknowledgment; therefore, voting is not required.

Agenda 2 To consider and approve the Financial Statements of the Company for the year ended 31 December 2025 which have been audited by the Company's certified public accountant

Facts and Rationale:

Pursuant to Section 56 of the Securities and Exchange Act B.E. 2535 (1992) (as amended), in alignment with the Notification of the Stock Exchange of Thailand on the Preparation and Submission of Financial Statements and Reports on Financial Position and Operating Results of Listed Companies B.E. 2560 (2017), Clause 3, as well as Section 112 of the Public Limited Companies Act B.E. 2535 (1992) (as amended) and Article 43 of the Company's Articles of Association, the Company is required to prepare the statements of financial position and comprehensive income as of the end of its fiscal year, to be presented to the Annual General



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Meeting of Shareholders for approval. These financial statements must be audited by a certified public accountant prior to their submission to the shareholders.

The Company has prepared its statements of financial position and comprehensive income for the fiscal year ended 31 December 2025, which have been duly audited by the certified public accountant from PricewaterhouseCoopers ABAS Ltd., reviewed by the Audit Committee, and approved by the Board of Directors. These financial statements are presented in Section 3: Financial Statements, including the "Auditor's Report," "Financial Statements," and "Notes to the Financial Statements" of the 2025 Annual Registration Statement / Annual Report (Form 56-1 One Report). The report has been delivered to all shareholders together with this invitation in QR Code format, as detailed in Enclosure 1.

Opinion of the Board of Directors:

The Board of Directors has considered and deemed it appropriate to propose that the 2026 Annual General Meeting of Shareholders approve the Company's statements of financial position and comprehensive income for the fiscal year ended 31 December 2025, which have been duly audited by the Company's certified public accountant, reviewed by the Audit Committee, and approved by the Board of Directors, as presented above.

Voting Requirement:

The resolution of this agenda item shall be passed by a majority vote of the total votes of shareholders attending the meeting and casting their votes, excluding the abstention in the vote calculation base.

Agenda 3 To consider and approve the non-appropriation of profits as a legal reserve and no dividend payments from the Company's business operating results for the year ended 31 December 2025

Facts and Rationale:

Pursuant to Section 116 of the Public Limited Companies Act B.E. 2535 (1992) (as amended) and Article 46 of the Company's Articles of Association, the Company is required to allocate not less than 5 percent of its annual net profit, after deducting accumulated losses (if any), to a legal reserve until such reserve reaches not less than 10 percent of the registered capital, unless a higher reserve is otherwise stipulated by the Company's Articles of Association or applicable laws.



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At present, the Company has a registered capital of Baht 5,795,220,780 and a legal reserve of Baht 134,000,000, representing approximately 4.32 percent of the registered capital, which remains below the 10 percent threshold. However, for the fiscal year ended 31 December 2025, the Company recorded a net loss of Baht 895,870,324 based on the Company-only financial statements. Therefore, the Company proposes not to allocate a legal reserve for the year 2026.

Additionally, under Section 115 of the Public Limited Companies Act (as amended) and Article 45 of the Company's Articles of Association, dividend payments may not be made from any source of funds other than retained earnings. In the case where the Company has accumulated losses, no dividend shall be paid. The Company also maintains a dividend policy of paying no more than 50 percent of its net profit according to the Company-only financial statements, after deducting income tax and legal reserves, in the event that the Company has profits and no accumulated losses.

As the Company incurred a net loss of Baht 895,870,324 and has accumulated losses of Baht 1,990,265,317 for the fiscal year ended 31 December 2025, based on the Company-only financial statements, the Company therefore proposes that the 2026 Annual General Meeting of Shareholders consider and approve the omission of the dividend payment from the operating results for the fiscal year ended 31 December 2025.

For reference, in comparison with the previous year, the Company did pay dividends to shareholders from its operating results, as follows:



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Details of Dividend Payment	2025 (Fiscal Year Proposed)	2024	2023
1. Net Profit (Loss) – Separate Financial Statements (Baht)	(895,870,324)	(734,317,138)	(531,258,868)
2. Number of Paid-up Shares (Shares)	5,795,220,780	5,795,220,780	4,172,484,127
3. Dividend per Share (Baht)	-	-	-
4. Total Dividend Payment (Approximate) (Baht)	-	-	-
5. Dividend Payout Ratio (% of Net Profit)	-	-	-

Opinion of the Board of Directors:

The Board of Directors has considered and deemed it appropriate to propose that the 2026 Annual General Meeting of Shareholders approve the omission of the allocation of legal reserve and the omission of dividend payment to shareholders, as the Company recorded a net loss of Baht 895,870,324 and accumulated losses of Baht 1,990,265,317 for the fiscal year ended 31 December 2025, based on the Company-only financial statements.

Voting Requirement:

The resolution of this agenda item shall be passed by a majority vote of the total votes of shareholders attending the meeting and casting their votes, excluding the abstention in the vote calculation base.

Agenda 4 To consider and approve the re-election of the directors who are due to retire by rotation

Facts and Rationale:

Pursuant to Section 71, Paragraph 2 of the Public Limited Companies Act (as amended), and Article 16 of the Company's Articles of Association, at every Annual General Meeting of Shareholders, one-third (1/3) of the total number of directors must retire by rotation. If the number of directors is not divisible exactly by three, the number closest to one-third shall retire. The directors retiring by rotation may be re-elected.

At the 2026 Annual General Meeting of Shareholders, the following three directors are due to retire by rotation:

Directors Due to Retire by Rotation	Position	Number of Board Meetings Attended in 2025	Number of Sub-Committee Meetings Attended in 2025	Number of Years Serving as Director of the Company
1. Mr. Patee Sarasin	- Chairman of the Board of Directors	9/11*	-	3 years
2. Mrs. Oranuch Apisaksirikul	- Independent Director - Vice Chairperson of the Board of Directors - Audit Committee Member	12/12	Audit Committee 5/5 Nomination and Remuneration Committee 4/4	5 years
3. Mr. Tay Kian Seng John	- Director	-/14	-	7 years

*Remark: Mr. Patee Sarasin abstained from attending the Board of Directors Meeting No. 5/2025 held on 2 May 2025, as the meeting was convened to consider his appointment as Chairman of the Board, in accordance with good corporate governance principles.

The Nomination and Remuneration Committee and the Board of Directors have undertaken the director nomination process in accordance with the established criteria. The candidates were duly considered and screened based on their suitability, qualifications, educational background, experience, skills, professional expertise, as well as the overall composition of the Board. In addition, their performance and effectiveness as directors during the past term were carefully and prudently evaluated.



The Board therefore deems it appropriate to propose to the 2026 Annual General Meeting of Shareholders the re-election of the following two directors who are due to retire by rotation to continue serving for another term:

- (1) Mr. Patee Sarasin
- (2) Mrs. Oranuch Apisaksirikul

In addition, the Board proposes to the Meeting for consideration and approval the appointment of:

- (3) Mr. Waroon Warawanisha, currently serving as Chief Financial Officer (CFO), as a director in place of Mr. Tay Kian Seng John, who is due to retire by rotation.

The Board has considered that all three nominees possess the required qualifications and are suitable for the Company's business operations. None of them has any prohibited characteristics under the Public Limited Companies Act and the Securities and Exchange Act B.E. 2535 (as amended), including relevant notifications. Furthermore, Mrs. Oranuch Apisaksirikul, who is nominated to serve as an independent director, meets all qualifications required under the applicable laws and regulations governing independent directors.

Details of the three nominees are provided in Enclosure 2.1, which has been distributed to all shareholders together with this Notice of Meeting.

Opinion of the Board of Directors:

The Board of Directors (excluding interested directors) has duly considered the matter, following a thorough review by the Nomination and Remuneration Committee, and is of the opinion that the 2026 Annual General Meeting of Shareholders should approve the election of:

- (1) Mr. Patee Sarasin
- (2) Ms. Oranuch Apisaksirikul
- (3) Mr. Varun Worawanitcha

as directors in place of those retiring by rotation.

Voting Requirement:

The resolution for this agenda item must be approved by a majority vote of the shareholders attending the meeting and casting their votes, excluding the abstention in the vote calculation base. The election of directors in this agenda item shall be conducted on an individual basis.

Agenda 5 To consider and approve the election of a new director

Facts and Rationale:

In order to enhance the efficiency of the Company's operations, align with its business strategy, and uphold good corporate governance principles, the Board of Directors deems it appropriate to consider the appointment of an additional director.

In this regard, the Board has assigned the Nomination and Remuneration Committee to identify and consider suitably qualified candidates. The selection process has been conducted in a transparent manner, taking into account key factors, including:

- Knowledge, capabilities, experience, and expertise relevant to the Company's business
- Skills required in accordance with the Board Skill Matrix
- Qualifications in compliance with applicable laws, and absence of any prohibited characteristics under the Public Limited Companies Act B.E. 2535 and other relevant laws and regulations
- Ability to dedicate sufficient time and effectively perform the duties of a director

Following its consideration, the Nomination and Remuneration Committee has nominated Mrs. Napat Sihnatkakul, who possesses the appropriate qualifications. Her profile, qualifications, experience, and other relevant details are set out in Enclosure 2.2.

The proposed appointment aims to enhance Board diversity and bring additional business perspectives from a successful entrepreneur. It is also expected to support strategic direction, commercial decision-making, and the Company's long-term corporate governance.

Opinion of the Board of Directors:

The Board of Directors has carefully considered the nomination and is of the view that the proposed candidate possesses all qualifications required by law, as well as the knowledge, capabilities, experience, and expertise suitable for the Company's business.



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The candidate has been duly screened through the nomination process of the Nomination and Remuneration Committee, which has determined that she is capable of effectively performing her duties as a director and can provide valuable contributions to the Company's policy formulation and strategic direction.

Accordingly, the Board of Directors recommends that the shareholders approve the appointment of Mrs. Naparat Sihnatkathakul as a director of the Company.

Voting Requirement:

The resolution for this agenda item must be approved by a majority vote of the shareholders attending the meeting and casting their votes, excluding the abstention in the vote calculation base.

Agenda 6 To consider and approve the directors' and the sub-committee's remuneration for the year 2025

Facts and Rationale:

According to Section 90 of the Public Limited Companies Act B.E. 2535 (1992) (as amended) and Article 14 of the Company's Articles of Association, the Company's directors are entitled to receive remuneration from the Company in the form of reward, meeting allowances, gratuities, bonuses, or other benefits as specified in the Articles of Association or as approved by the shareholders' meeting. Such remuneration may be determined as a fixed amount or based on certain criteria, and may be set periodically or remain in effect until otherwise changed. In addition, directors are entitled to receive allowances and other benefits in accordance with the Company's internal regulations.

In 2025, the total remuneration for the Board of Directors and sub-committees was approved within a limit of Baht 6,000,000. In determining the directors' remuneration for 2026, the Nomination and Remuneration Committee has taken into consideration the Company's performance in the past year, benchmark comparisons with other companies in the same industry and of similar business size, the Company's business expansion and profit growth, as well as the responsibilities of the Board of Directors.

Therefore, it is proposed that the 2026 Annual General Meeting of Shareholders approve the remuneration for the Company's Board of Directors and sub-committees for the year 2026 in a total amount not exceeding Baht 6,000,000, and authorize the Board of Directors to allocate

such remuneration as deemed appropriate. The details of the current remuneration are as follows:

Board of Directors

Positions	Monthly Remuneration (Baht/Month)
Chairperson of the Board	100,000
Vice Chairperson of the Board	50,000
Director	29,000

Audit Committee Member

Positions	Monthly Remuneration (Baht/Month)
Chairperson of the Audit Committee	35,000
Member of the Audit Committee	25,000

Nomination and Remuneration Committee

Positions	Monthly Remuneration (Baht/Month)
Chairperson of the Nomination and Remuneration Committee	20,000
Member of the Nomination and Remuneration Committee	15,000

Enterprise Risk Management Committee

Positions	Monthly Remuneration (Baht/Month)
Chairperson of the Enterprise Risk Management Committee	20,000
Member of the Enterprise Risk Management Committee	15,000

Executive Committee

Positions	Monthly Remuneration (Baht/Month)
Chairperson of the Executive Committee	-
Member of the Executive Committee	-

The summary of the monthly remuneration structure for each director for the year 2026 is as follows:

<i>Board of Directors</i>	<i>Positions</i>	<i>Remuneration per Position per Month (Baht)</i>	<i>Total Monthly Remuneration (Baht/Month)</i>
1. Mr. Patee Sarasin	Chairman of the Board	100,000	100,000
2. Mrs. Oranuch Apisaksirikul	Vice Chairperson of the Board (Independent Director)	50,000	100,000
	Chairperson of the Audit Committee	35,000	
	Member of the Nomination and Remuneration Committee	15,000	
3. Mr. Korn Narongdej	Director	29,000	64,000
	Chairman of the Executive Committee	-	
	Chairman of the Enterprise Risk Management Committee	20,000	
	Member of the Nomination and Remuneration Committee	15,000	
4. Ms. Jenita Chobtuangtong	Independent Director	29,000	54,000
	Member of the Audit Committee	25,000	
5. Mr. Samphan Aranyanart	Independent Director	29,000	54,000
	Member of the Audit Committee	25,000	
6. Mr. Kris Narongdej	Director	29,000	29,000
7. Mrs. Naparat Sihanatkathakul	Director	29,000	29,000
8. Mr. Krit Likitbanakorn	Director	Not entitled to director's remuneration due to holding an executive position.	
	Member of the Executive Committee		
	Member of the Enterprise Risk Management Committee		
	Acting Chief Executive Officer (CEO)		



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<i>Board of Directors</i>	<i>Positions</i>	<i>Remuneration per Position per Month (Baht)</i>	<i>Total Monthly Remuneration (Baht/Month)</i>
9. Mr. Waroon Warawanisha	Director	Not entitled to director's remuneration due to holding an executive position.	
	Member of the Executive Committee		
	Member of the Enterprise Risk Management Committee		
	Chief Financial Officer (CFO)		
Total			430,000

Furthermore, the Company's directors shall not receive any bonus, special remuneration, or other benefits, whether in monetary or non-monetary form, except for health insurance and special discounts on the purchase of the Company's real estate, subject to the conditions stipulated by the Company.

Directors who also hold executive positions shall not receive remuneration in their capacity as directors. Instead, they shall receive allowances and benefits applicable to employees or staff of the Company, in accordance with the Company's internal policies.

Details of the director remuneration paid in the previous year are disclosed in **Enclosure 1** (Form 56-1 One Report), Section 8.1.2: Meeting Attendance and Individual Director Remuneration.

Opinion of the Board of Directors:

The Board of Directors has considered and deemed it appropriate to propose that the 2026 Annual General Meeting of Shareholders approve the remuneration for the Board of Directors and sub-committees for the year 2026, as detailed in the proposal. The proposed remuneration has been duly reviewed and endorsed by the Nomination and Remuneration Committee and approved by the Board of Directors.

Voting Requirement:

The resolution for this agenda item must be approved by not less than two-thirds of the total votes of the shareholders present at the meeting. Abstentions shall be counted as part of the base for vote calculation.

Agenda 7 To consider and approve the appointment of the Company’s auditor and the determination of the auditor’s remuneration for the year 2026.

Facts and Rationale:

Pursuant to Section 120 of the Public Limited Companies Act B.E. 2535 (1992) (as amended) and Article 40 of the Company’s Articles of Association, the Annual General Meeting of Shareholders is required to appoint the Company’s auditor and determine the auditor’s remuneration annually. The same auditor may be re-appointed.

In addition, as prescribed by the Capital Market Supervisory Board Notification No. TorJor. 44/2556 Re: Rules, Conditions and Procedures for Disclosure of Financial Condition and Operating Results of Securities Issuers, the Company must comply with the auditor rotation requirement. Under this requirement, if an auditor has reviewed or audited and expressed opinions on the Company’s financial statements for seven fiscal years, whether consecutively or not, the Company must rotate to a different auditor. The previous auditor may be reappointed only after a lapse of at least five consecutive fiscal years.

The Audit Committee has considered and recommended that the Board of Directors propose to the Shareholders’ Meeting the appointment of an auditor from PricewaterhouseCoopers ABAS Ltd. as the Company’s auditor for the fiscal year ending 31 December 2026. One of the following auditors shall be authorized to review and express opinions on the Company’s financial statements for the year 2026:

	List of Auditors	Certified Public Accountant (CPA) License No.	Number of Years Signing the Company’s Financial Statements
1.	Mr. Pongphan Domerongphanudom	Certified Public Accountant No. 8882	1 year
2.	Ms. Kulthida Wiratkanan	Certified Public Accountant No. 9772	Has not yet signed the Company’s financial statements



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3.	Ms. Yuwanan Manomivisit	Certified Public Accountant No. 9804	Has not yet signed the Company's financial statements
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In the event that the above-named auditors are unable to perform their duties, PricewaterhouseCoopers ABAS Ltd. shall be authorized to appoint another certified public accountant from within the firm to act in their place.

The Audit Committee is of the opinion that the proposed auditors have no relationship with, and no vested interest in, the Company, its subsidiaries, management, major shareholders, or any related persons of the aforementioned parties. Therefore, they are deemed to be independent in auditing and expressing opinions on the Company's financial statements. The auditors have consistently delivered satisfactory performance and demonstrate a strong understanding of the Company's business. Additionally, the proposed auditors meet all qualifications required by the regulations of the Stock Exchange of Thailand.

Furthermore, the Audit Committee has considered and recommended that the Board of Directors propose for the 2026 Annual General Meeting of Shareholders to approve the audit fee for the Company for the year 2026 in the amount of Baht 1,900,000, excluding non-audit fees which is lower than the 2025 audit fee in the amount of THB 50,000. A comparison of audit fees for the years 2025 and 2024 is shown below:

Comparison of Auditor's Remuneration for 2026 and 2025

Auditor's Remuneration	Fiscal Year 2026	Fiscal Year 2025
1. Audit Fee	Not exceeding THB 1,900,000	Not exceeding THB 1,950,000
2. Non-Audit Fee	None	None

Remark: In the event that the auditor of a subsidiary is from a different audit firm, the Board of Directors shall ensure that the Company is able to prepare its financial statements in a timely manner in accordance with the applicable deadlines.

Opinion of the Board of Directors:

The Board of Directors has considered and concurred with the recommendation of the Audit Committee. It is therefore appropriate to propose that the 2026 Annual General Meeting of



Shareholders approve the appointment of one of the following certified public accountants from PricewaterhouseCoopers ABAS Ltd. as the Company's auditor for the fiscal year 2026:

Mr. Pongphan Domerongphanudom, CPA License No. 8882

Ms. Kulthida Wiratkapan, CPA License No. 9772

Ms. Yuwanan Manomivisit, CPA License No. 9804

The Board also proposes that the shareholders approve the audit fee for the year 2026 in an amount not exceeding Baht 1,900,000. In the event that none of the aforementioned auditors is able to perform their duties, PricewaterhouseCoopers ABAS Ltd. shall be authorized to appoint another qualified certified public accountant from its firm to audit and express opinions on the Company's financial statements in place of the named auditors.

For certain subsidiaries that do not use auditors from PricewaterhouseCoopers ABAS Ltd., the Board of Directors will ensure that financial statements are prepared and submitted within the required timeline.

Voting Requirement:

The resolution for this agenda item must be approved by a majority vote of the shareholders attending the meeting and casting their votes, excluding the abstention in the vote calculation base.

The Company has published the Notice of the 2026 Annual General Meeting of Shareholders together with the relevant supporting documents on the Company's website at <https://www.raimonland.com/th/investor-relations/document/shareholder-meetings> since 30 March 2026.

Accordingly, the Company would like to invite all shareholders to attend the 2026 Annual General Meeting of Shareholders, which will be held on 22 April 2026 at 14:00 hrs., conducted exclusively via electronic means (E-Meeting).

In addition, the Company had provided an opportunity for shareholders to propose agenda items, nominate candidates for directorship, and submit questions in advance for inclusion in the 2026 Annual General Meeting of Shareholders through the channel provided by the Stock Exchange of Thailand during the period from 6 January 2026 to 6 February 2026. However, no shareholders proposed any agenda items, nominated any candidates for directorship, or submitted any advance questions to the Company.



Proxy Form

To preserve the rights and interests of shareholders who are unable to attend the meeting in person, shareholders may appoint a proxy to attend the meeting and vote on their behalf by completing and signing either Proxy Form A or Proxy Form B.

For foreign shareholders who have appointed a Custodian in Thailand to hold and safeguard their shares, please use Proxy Form C.

Details are provided in [Enclosure 7](#).

Appointment of Independent Director as Proxy

Shareholders may consider appointing one of the Company's Independent Directors as their proxy to attend the meeting and vote on their behalf. The Independent Directors are as follows:

- Mrs. Oranuch Apisaksirikul
- Ms. Jenita Chobtuangtong
- Mr. Samphan Aranyanart

Only one Independent Director may be appointed as a proxy. Profiles of the Independent Directors are provided in [Enclosure 3](#).

Supporting Documents and Procedures for Attending the Meeting via Electronic Means

Shareholders are requested to review the list of documents or evidence required to verify their shareholding status or that of a proxy authorized to attend the meeting, as well as the procedures for granting a proxy and the required supporting documents. Details are provided in [Enclosure 6](#).

Shareholders may submit their completed proxy forms together with supporting documents as specified in [Enclosure 6](#), and must complete the registration process for attending the meeting via electronic means. Instructions for attending the meeting electronically are provided in [Enclosure 5](#).

The meeting will be conducted in accordance with the Company's Articles of Association relating to shareholders' meetings, as detailed in [Enclosure 4](#).



If any shareholders have questions or suggestions, they may submit their inquiries in advance using the form provided in Enclosure 8.

Sincerely yours,

Raimon Land Public Company Limited

- Krit Likitbanakorn -

(Mr. Krit Likitbanakorn)

Director and Acting Chief Executive Officer

Authorized person by the Board of Directors