



(Translation)

**MINUTES OF THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS
OF
LOXLEY PUBLIC COMPANY LIMITED**

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The Meeting was held via electronic media (E-AGM) and livestreamed from the Meeting Room, 1st Floor, Head Office Building, No. 102 Na Ranong Road, Khlong Toei Subdistrict, Khlong Toei District, Bangkok, on Friday, April 24, 2026, at 14:00 hours.

All 12 directors attended the Meeting, representing 100% of the total number of directors.

Directors presented at the Meeting venue

1. Mr. Dhongchai Lamsam Chairman of the Board and Member of the Nomination and Remuneration Committee
2. Mr. Suebrakul Soonthornthum Director, Vice Chairman and Member of the Nomination and Remuneration Committee
3. Professor Rawat Chamchalerm, Ph.D. Independent Director and Chairman of the Nomination and Remuneration Committee
4. Mrs. Nattaporn Phan-Udom, Ph.D. Independent Director and Chairman of the Audit Committee
5. Mr. Surapol Srangsomwong Independent Director and Chairman of the Risk Management Committee
6. Mr. Chatmongkol Peetathawatchai, Ph.D. Independent Director and Member of the Audit Committee
7. Mr. Suroj Lamsam Director, Chief Executive Officer and President
8. Mr. Chalermchoke Lamsam Director and Managing Director

Directors attended the Meeting via electronic media

1. Mr. Supavud Saicheua, Ph.D. Independent Director and Member of the Audit Committee
2. Mr. Vasant Chatikavanij Director
3. Mr. Petch Wanglee Director and Member of the Risk Management Committee
4. Mr. Krisada Lamsam Director

Directors absent from the Meeting -None-

Executive presented at the Meeting venue

1. Mr. Supat Karachalkul Executive Directors and CFO



Auditors from KPMG Phoomchai Audit Ltd.

1. Mrs. Sasithorn Pongadisak Certified Public Accountant No. 8802,
attended the Meeting via electronic media.
2. Mr. Piyanat Singkhorn Certified Public Accountant No. 11641,
attended the Meeting at the meeting venue.

Representative from KPMG Phoomchai Audit Ltd., acting as a witness and vote-counting auditor during the voting process, presented at the Meeting venue, namely:

1. Ms. Palita Rungsakhon

Prior to the commencement of the Meeting, the Company presented a video outlining the procedures for attending the Meeting via electronic media, including instructions on casting votes through the e-Voting system and submitting questions electronically.

Starting the Meeting

Mrs. Manisara Janewithayapun, Company Secretary, welcomed the shareholders to the 2026 Annual General Meeting of Shareholders and informed that the Company had convened the Meeting solely in the form of an electronic meeting, in compliance with the Emergency Decree on Electronic Meetings B.E. 2563 (2020) and the Notification of the Ministry of Digital Economy and Society re: Standards for Maintaining Security of Meetings via Electronic Means B.E. 2563 (2020), as well as other relevant laws and regulations.

The Company also arranged for a representative from an external auditing firm to serve as an independent witness and to oversee the vote-counting process to ensure transparency and compliance with applicable laws, the Company's Articles of Association, and principles of good corporate governance.

In addition, this Meeting was organized as a Carbon Neutral Event in accordance with the guidelines of the Thailand Greenhouse Gas Management Organization (Public Organization).

The Board of Directors resolved to convene the 2026 Annual General Meeting of Shareholders exclusively in the form of an electronic meeting (E-AGM). Shareholders were informed of this arrangement through the SET Portal on 25 February 2026, and the Notice of the Meeting was sent by post on 2 April 2026, at least 21 days prior to the Meeting. In addition, shareholders were able to appoint a proxy electronically (E-Proxy Voting) through the Investor Portal system of Thailand Securities Depository Co., Ltd. via <https://ivp.tsd.co.th> as an alternative to submitting documents by post. The Company also published the Notice of the Meeting and supporting documents on its website and notified the Stock Exchange of Thailand on 25 March 2026, at least 28 days prior to the Meeting date.

Thereafter, the Company Secretary introduced the Board of Directors, executives, and auditors from KPMG Phoomchai Audit Ltd. who attended the Meeting, both in person at the meeting venue and via electronic media. The representative of the auditors, who served as an independent witness and oversaw



the vote-counting process, was also introduced. In addition, Ms. Umachaya Charoenchai, a proxy holder for shareholders from the Thai Investors Association, was introduced as an observer attending the Meeting alongside the shareholders.

The Company Secretary informed the Meeting that the Board of Directors has resolved to convene the meeting via electronic means, taking into consideration the convenience of shareholders in attending the meeting. In addition, The Company aimed to encourage shareholder's participation in the meeting and provide them with opportunities to raise question, as well as to exercise their rights to propose matters for inclusion on the agenda and submit question in advance through the prescribed channels and procedures. Furthermore, the Company had prepared the meeting documents in digital format as an alternative for shareholders to access or download such documents from the Company's website.

The Company Secretary informed the Meeting that the Company had provided shareholders with the opportunity to propose matters for inclusion in the agenda of the Annual General Meeting of Shareholders and to nominate candidates for election as directors in advance of the Meeting, during the period from 1 October 2025 to 31 December 2025. Upon the expiration of the specified period, no shareholders had proposed any agenda items or nominated any candidates for consideration for election as directors. The Company also provided shareholders with the opportunity to submit questions regarding the meeting agenda in advance.

For this meeting, the Company used the electronic meeting system provided by Inventech Systems (Thailand) Co., Ltd., a service provider of electronic meeting platforms via the Inventech Connect system. The service provider is experienced and has been certified by relevant authorities, as follows: the electronic meeting control system (Zoom Meeting) has been certified in accordance with the Information Security Standards for Electronic Meeting Control Systems, Version 2.0; and the Inventech Connect e-Voting system has completed a self-assessment with the Electronic Transactions Development Agency (ETDA) and complies with the recommended Information and Communication Technology Standards for Electronic Transactions regarding electronic voting systems (ETDA Recommendation No. 26-2564), Version 2.0.

During the Meeting, the Company will collect, use, and disclose personal data, including still images, video, and audio of all participants, for the purpose of recording the Meeting in video format, preparing the minutes of the Meeting, and managing the Meeting in accordance with applicable laws and the Company's privacy policy, for purposes related to the shareholders' meeting. Participants may review details of the personal data protection notice in the Notice of the Meeting.

Subsequently, the Company Secretary explained the procedures for voting, vote counting, and the announcement of voting results at the Meeting. Each shareholder, or a proxy authorized to vote on a shareholder's behalf, is entitled to vote in proportion to the number of shares held, with one share

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equivalent to one vote. Shareholders and proxies may cast their votes on each agenda item as “Approve,” “Disapprove,” or “Abstain.” Votes on each agenda item cannot be divided, except in the case of custodians.

For each agenda item, participants were requested to cast their votes via the e-voting system by selecting either “Approve,” “Disapprove,” or “Abstain.” In the event that a participant did not cast any vote in the e-voting system, it would be deemed that the participant had voted “Approve,” except in the case of a proxy where the grantor had already specified the voting intention. For Agenda Item 4, regarding the election of directors to replace those retiring by rotation, shareholders were requested to vote on an individual basis for each director, whether to approve, disapprove, or abstain.

In this regard, Ms. Palita Rungsakhon, a representative of the auditors from KPMG Phoomchai Audit Ltd., served as an independent witness to oversee the vote-counting process at the meeting venue.

For shareholders who appointed a director or an independent director as their proxy, the Company cast votes as “Approve,” “Disapprove,” or “Abstain” in accordance with the shareholders’ instructions.

For each agenda item, voting will close one minute after the commencement. Participants may cast and change their votes from the start of voting until the voting for the agenda item is closed.

In the vote counting process, the e-voting system will combine the votes cast in each agenda item with the votes of proxy grantors who have specified their voting intentions. This will constitute the final result for each agenda item.

For shareholders who had already cast their votes in advance for each agenda item through the proxy form and submitted them to the Company, these votes were recorded in the system and combined with the votes cast at the Meeting for announcement together. Once the voting results for any agenda item have been announced, the voting for that agenda item shall be deemed final.

The e-voting system will process the votes of shareholders and proxies in accordance with the voting procedures for each agenda item, and the results of all agenda items will be announced before the conclusion of the Meeting.

The Company Secretary explained the procedures for submitting questions and expressing opinions as follows:

Prior to voting on each agenda item, the Company will provide shareholders or proxies with the opportunity to make inquiries or express opinions relevant to that agenda item, as appropriate. A period of not less than one minute will be allocated for submitting inquiries or comments.

Shareholders or proxies who wish to raise questions or express opinions on any agenda item may do so through two channels: (1) submitting questions via text message, or (2) via video conference. Any questions submitted after the relevant agenda item has been concluded will be addressed under Agenda Item 7: Other Businesses.



During the Meeting, if any shareholder or proxy experiences technical issues or has inquiries regarding the meeting system, they may contact the Inventech Call Center at 02-931-9137 or via Line ID: @inventechconnect. The contact details were provided in the Notice of the Meeting and are displayed on the screen, and may be used at any time until the Meeting is concluded.

Thereafter, the Company Secretary informed the Meeting that 8 shareholders attended the Meeting in person via electronic media, representing a total of 53,779,110 shares, and 76 shareholders attended by proxy, representing a total of 996,837,107 shares. In total, 84 shareholders attended the Meeting, either in person or by proxy, representing an aggregate of 1,050,616,217 shares, equivalent to 46.3857% of the total issued and paid-up shares of 2,264,954,920 shares. Accordingly, a quorum was duly constituted in accordance with the law and the Company's Articles of Association.

Mr. Dhongchai Lamsam, Chairman of the Board, declared the Meeting open and invited the shareholders to consider the agenda items as set out in the Notice of the Meeting, as follows:

Agenda 1 To acknowledge the Company's operating results for the year 2025.

1) Key Operating Results for 2025

Mr. Suroj Lamsam, Chief Executive Officer and President, reported that the overall business performance in 2025 continued to grow gradually. Investments were undertaken with caution due to ongoing economic volatility and indirect impacts from geopolitical conflicts. Government policies remained a key driver of the economy, particularly investments in digital technology and national infrastructure, which are important factors for the Company's project-based businesses.

In the information technology sector, the government's push toward digital transformation has led to continuously increasing demand for AI, Cloud, and Cybersecurity solutions. Meanwhile, the consumer products business showed a gradual recovery, supported by the rebound in tourism and domestic consumption; however, consumers remained cautious in their spending, focusing on value and pricing, resulting in intense market competition and pressure on pricing and profit margins. The services business continued to demonstrate strong growth potential, although competition remained high, with customers demanding greater efficiency and value.

Given the overall business environment, the Company has prepared to manage risks arising from both external and internal factors, including:

- Uncertainty in government policies, which may affect investment decisions or delay project implementation, thereby impacting revenue and future business direction;
- Geopolitical conflicts and wars, which primarily affect operating costs;
- Technological changes that may influence the Company's strategic direction;

Internal factors include project management efficiency, foreign exchange management, and human resource planning.

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To address these risks, the Company has implemented concrete risk management measures, including enhancing corporate governance by establishing the Project and Investment Evaluation Committee (PIEC) to assess project risks prior to undertaking investments. Task forces or steering committees have also been established to closely monitor and manage projects, particularly large and significant ones, with regular reporting to the Executive Committee or the Board of Directors. In addition, the Company has defined core competency development plans to ensure effective workforce planning and succession, and has integrated sustainability goals into its business strategy.

Summary of Key Business Performance in 2025:

- **Project-based Business:** Remained the primary revenue generator, comprising Information Technology, Network Solutions, Energy, and Special Projects businesses, contributing approximately 50% of total revenue. Notably, the Information Technology and Special Projects businesses experienced significant growth in 2025. Key projects included government digital transformation initiatives such as enhancements to the e-GP system, stamp duty payment systems, VAT and specific business tax systems, as well as power station construction, transmission system improvements, toll collection system maintenance, automation systems, and water production and quality control systems.
- **Trading Business Group:** Achieved significant growth in 2025, generating revenue of Baht 4,328 million, accounting for 36.43% of total group revenue, compared to 31.75% in 2024. Growth was driven by both consumer products and chemical products segments.
- **Services Business Group:** Continued to perform well, with core services including general and specialized security services (such as for airlines and airports), as well as advanced integrated security technology solutions. A key achievement in 2025 was securing a major contract for the operation and maintenance of the baggage handling system at the Satellite Terminal 1 (SAT-1) of Suvarnabhumi Airport, which serves as a significant revenue source for the Company.

2) Future Business Directions

Mr. Chalermchoke Lamsam, Managing Director, informed the Meeting that the Company continues to pursue its business direction under the concept of “*Growth with Expertise and Stability*,” by building specialized knowledge and expertise in its core businesses to achieve stable and sustainable growth. The Company focuses on three key areas as follows:

2.1 Ensuring the stability of financial performance

The Company emphasizes effective management of existing projects, development of commercially viable solutions and innovations, and expansion of revenue from high-potential projects. The Company currently has a backlog of over Baht 8,000 million and high-potential projects valued at more than Baht 9,400 million. For 2026, the Company targets total revenue of not less than Baht 13,000 million. The Company continues to maintain strong relationships with



its customers and business partners, while seeking new markets and innovations to enhance confidence. Its key clients include both government and private sector entities, such as Airports of Thailand Public Company Limited, Bangchak Corporation Public Company Limited, and Thai Airways International Public Company Limited. For future business expansion, the Company will enhance operational efficiency across all business units to convert high-potential projects into actual revenue.

2.2 Human Capital Development

The Company aims to enhance professionalism and specialized expertise across all business groups to create added value and foster innovation. It continues to invest in human capital development to address increasing competition and rapidly evolving technologies. In addition, the Company promotes a proactive working approach by encouraging cross-functional collaboration to maximize opportunities from targeted high-potential projects.

2.3 Enhancing Operational Efficiency

The Company focuses on improving operational processes to increase efficiency and reduce costs, while maintaining a balanced business portfolio. Priority is given to managing core business groups with strong backlogs, particularly the project-based and Services businesses. For the Trading business in 2026, the Company targets growth of more than 5%.

In addition, the Company remains committed to strengthening sustainability practices and good corporate governance to maintain the confidence of stakeholders and shareholders, and to build long-term competitive advantage.

3) Sustainability and Corporate Governance

3.1 Sustainability Performance

The progress and key sustainability initiatives were presented in the form of a video presentation.

3.2 Key developments and actions on Anti-Corruption Policy

Mrs. Manisara Janewithayapun, Company Secretary, reported the key developments and actions on anti-corruption in 2025 as follows:

Operations:

- Signed the Integrity Pact of Cooperation on Prevention and Suppression of Corruption in Public Procurement in executing transactions with the public sector, to promote transparent and fair procurement
- Communicated and promoted the Company's anti-corruption policy to ensure that executives and employees adopt it as a guideline in their work;
- Incorporated anti-corruption as a topic in the orientation program for new employees.

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Corporate Governance:

- Embedded anti-corruption as part of the Company's Code of Conduct, enabling business partners to adopt it as a guideline for joint operations and to promote sustainability throughout the value chain
- Implemented a No Gift Policy, encouraging all staff to refrain from accepting or giving any form of gifts in the course of performing their duties
- Provided a whistleblowing channel for the public to report any inappropriate conduct or violations of the Company's Code of Conduct by directors, executives, or employees, or any matters that may cause damage to the Company

Key Developments:

- Reviewed and revised the anti-corruption policy
- Expanded whistleblowing channels
- Established clear guidelines on giving and receiving gifts
- Organized a special seminar on "*Anti-Corruption Practices*" for directors, executives, and employees;
- Participated in activities to enhance knowledge and understanding among the private sector on preventing bribery and supporting the implementation of appropriate internal control measures, organized by the National Anti-Corruption Commission (NACC).

The Meeting then welcomed inquiries and comments. Participants were able to submit questions through two channels: (1) via text message, or (2) via video conference.

As there were no further questions or comments from participants, the Chairman requested the Meeting to acknowledge the Company's operating results for the year 2025.

The Meeting acknowledged the Company's operating results for the year 2025.

Agenda 2 To consider and approve the Financial Statements for the year ended 31 December 2025.

Mr. Supat Karachalkul, Executive Board Member and CFO gave a summary of 2025 Financial performance together with the Management Discussion and Analysis (MD&A), as follows:

- 1) **Summary of key operating results for 2025:** The Company recorded a total revenue of Baht 11,880 million, earnings before interest and taxes (EBIT) of Baht 821 million, and net profit of Baht 470 million, respectively.
- 2) **Revenue breakdown by business segment:** Total revenue for the year ended 31 December 2025 amounted to Baht 11,880 million, representing an increase of Baht 434 million, or 4%, from the previous year. The key changes in revenue compared with 2024 were included: revenue from the Trading business totaled Baht 4,270 million, increasing by 19% from 2024, driven by the upward trend in sales of consumer products, particularly soybean oil products, for which demand continued to rise, in line with selling prices that decreased in accordance with market mechanisms. In



addition, overall project revenue across various business units declined by 4%, mainly due to the slowdown of the Thai economy and the incomplete recovery of public sector investment.

- 3) Overview of earnings before interest and taxes (EBIT):** EBIT comprises two components, EBIT from core businesses and EBIT from investment businesses. In 2025, the Company reported total EBIT of Baht 821 million, consisting of Baht 593 million from core businesses, representing an increase of more than 100% from 2024. Equity from investment businesses (equity profit) amounted to Baht 534 million, increasing by 11% from 2024, primarily driven by higher equity income from associated companies in the lubricants and coated steel products business groups, which delivered improved performance.
- 4) EBIT from core businesses:** In 2025, EBIT from core businesses amounted to Baht 593 million in 2025, representing an increase of Baht 422 million from 2024. Overall performance improved significantly compared with the previous year, primarily driven by the strong results of the Trading business, which recorded higher profitability in line with the continued recovery and growth in consumer product sales, supported by market demand.

In addition, the Information Technology business achieved more than 100% growth in profitability, driven by revenue expansion and more efficient cost management, resulting in a significant improvement in profit margins. The Network Solutions business also improved materially, as in 2024 the Company was impacted by the recognition of losses from a large-scale project, resulting in a low profit base. In 2025, with no such exceptional items, performance recovered clearly, contributing to the strong overall increase in core EBIT for the year.

- 5) Summary of financial position:** In 2025, the Company reported total assets of Baht 13,821 million, slightly increased from 2024. The main asset composition, based on the business structure, comprised trade receivables and inventories at 28%, investments in associates and joint ventures at 20%, and cash and current financial assets at 20%. Overall, the Company maintained strong liquidity, comparable to 2024, as reflected in key financial ratios at year-end, including a current ratio of 1.45 times.

The average collection period improved to 110 days from 119 days in 2024, reflecting enhanced efficiency in receivables management. The inventory turnover period was 27 days, respectively.

- 6) Liabilities and shareholders' equity:** As of year-end 2025, the Company reported total liabilities of Baht 7,080 million and shareholders' equity of Baht 6,741 million, representing 51% and 49% of total funding, respectively. Overall, the Company maintained a low leverage position. At year-end, interest-bearing debt amounted to Baht 2,344 million, a decrease of 19% from 2024.

The Company has maintained a prudent approach to financial risk management and is well-positioned to withstand current economic volatility. As of year-end, the debt-to-equity ratio stood at 1.05 times, while the interest-bearing debt to equity ratio was 0.35 times.



7) Summary of cash flow statement: The Company places importance on liquidity management and maintaining sufficient cash flow to support both short-term and long-term operations. In 2025, the Company recorded a net increase in cash flow of Baht 449 million, comprising net cash from operating activities of Baht 115 million, net cash from investing activities of Baht 281 million, and net cash used in financing activities of Baht 844 million.

After including the opening cash balance, the Company reported cash and cash equivalents of Baht 2,074 million as of year-end, which remained at a sufficient and appropriate level to support its business operations.

Mr. Supat proposed that the shareholders consider and approve the Company's statement of financial position and statement of income for the year ended 31 December 2025, which have been duly audited by the Company's auditor and reviewed by the Audit Committee. The financial statements are presented in the Form 56-1 One Report, which has been distributed to shareholders in QR code format and is also available on the Company's website.

The Meeting then welcomed inquiries and comments. Participants were able to submit questions through two channels: (1) via text messages, or (2) via video conference.

The Company Secretary informed the Meeting that Ms. Umachaya Charoenchai, proxy of the Thai Investors Association, had submitted questions in advance via email, requesting the management to respond during Agenda Item 2. Ms. Umachaya raised two questions as follows:

Question 1:

Regarding Notes to the Financial Statements No. 7 and No. 22, which show that the outstanding balance has not decreased, please provide additional information on the receivables under debt restructuring agreements amounting to Baht 357.5 million, which remained unchanged throughout 2025. How is the recoverable value assessed, and is there any concern regarding potential impairment recognition in the future?

Mr. Supat responded that the outstanding debt at the time of the agreement in 2018 amounted to Baht 1,129 million, which had been gradually repaid, leaving a balance of Baht 358 million as of the end of 2023. Subsequently, the Company exercised its call default right and filed a petition to seize assets with the Legal Execution Department. However, the debtor exercised its right to object and requested the court to revoke the execution officer's order. As a result, there were no movements in the account from 2023 to the present.

In March 2026, the Court of Appeal ruled to dismiss the debtor's objection, enabling the Company to resume enforcement proceedings and seize the debtor's assets through the Legal Execution Department.

The management expects that the outstanding debt will ultimately be recovered, although the legal process will take some time. Accordingly, there are no concerns regarding impairment of this receivable.

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Question 2:

Regarding the increase in loans extended by the parent company to its subsidiaries, how has the auditor exercised enhanced professional skepticism in assessing the subsidiaries' ability to repay such loans?

Mrs. Sasithorn Pongadisak, the external auditor, responded that in this matter, the auditor exercised due professional care in examining the transactions, starting from the assessment of whether the approval process for such transactions was carried out in accordance with appropriate governance procedures.

The auditor also considered the purpose of the loans provided to subsidiaries and evaluated the subsidiaries' ability to repay the loans on a recurring basis at each reporting period. This included an assessment of their operating performance, financial position, and repayment plans.

Based on the audit procedures performed, no issues were identified relating to the granting of loans or the subsidiaries' ability to repay such loans.

As there were no further questions or comments from the shareholders, the Chairman then requested the Meeting to cast their votes. This agenda item shall be approved by a majority of the total number of votes of the shareholders present at the Meeting and casting their votes.

Resolution: The Meeting resolved to approve the financial statements for the year ended 31 December 2025, with unanimous votes of the shareholders present at the Meeting and casting their votes, as follows:

Approved	1,050,872,017	votes, equal to	100.0000	percent
Disapproved	0	votes, equal to	-	percent
Abstained	0	votes, equal to	-	percent

Agenda 3 To consider and approve the allocation of net profit as a legal reserve and the dividend payment for the year 2025 operating results.

The Company Secretary informed the Meeting that, in accordance with the Company's dividend policy, the Company shall pay dividends to shareholders at a rate of not less than 40% of its net profit after corporate income tax, based on the separate financial statements, and after allocation of all reserves as prescribed in the Company's regulations and applicable laws. The Company will take into consideration its operating results, financial position, cash flow, investment plans, business plans, and other relevant conditions and limitations (if any).

In addition, pursuant to Section 116 of the Public Limited Companies Act B.E. 2535 (1992), the Company is required to allocate not less than 5% of annual net profit as a legal reserve, after deducting accumulated retained losses brought forward (if any), until the legal reserve reaches not less than 10% of the registered capital.

For the year ended 31 December 2025, the Company recorded net profit in the separate financial statements of Baht 380,575,496. The Board of Directors proposed the appropriation of net profit for the year 2025 as



a legal reserve at the rate of 5%, amounting to Baht 19,029,000, in accordance with applicable laws. In addition, the Board also proposed the approval of dividend payment for the 2025 operating results at the rate of Baht 0.08 per share, to be paid from the 2025 net profit, equivalent to approximately 48% of net profit under the separate financial statements. The total dividend payment amounts to Baht 181,196,394. Such dividend payment is in accordance with the Company's dividend policy.

The Comparison of dividend payments of 2025 and 2024 is as follows:

Details of Dividend Payment	2025 (current proposal)	2024
Net profit on the separate financial statements (Baht)	380,575,496	58,911,388
Retained Earnings (Baht)	904,300,907	587,642,843
Number of shares (Shares)	2,264,954,920	2,264,954,920
Allocation as legal reserves (Baht)	19,029,000	2,946,000
Dividend per share (Baht/Share)	0.08	0.03
Total dividend payment (Baht)	181,196,394	67,948,648
Dividends payout ratio (%)	48	115

In this regard, the Company has determined the record date for shareholders entitled to receive dividends and to attend the 2026 Annual General Meeting of Shareholders (Record Date) as 12 March 2026, and the dividend payment is scheduled to be made on 18 May, 2026.

Thereafter, the Meeting welcomed inquiries and comments. Participants were able to submit questions through two channels: (1) via text messages, or (2) via video conference.

As there were no further questions or comments from the shareholders, the Chairman then requested the Meeting to cast their votes. This agenda item shall be approved by a majority of the total number of votes of the shareholders present at the Meeting and casting their votes.

Resolution: The Meeting resolved to approve the appropriation of net profit as a legal reserve and the dividend payment for the 2025 operating results, with unanimous votes of the shareholders present at the Meeting and casting their votes, as follows:

Approved	1,050,872,017	votes, equal to	100.0000	percent
Disapproved	0	votes, equal to	-	percent
Abstained	0	votes, equal to	-	percent



Agenda 4 To consider and elect directors to replace those retiring by rotation for the year 2026

The Chairman informed the Meeting that the directors retiring by rotation for the year 2026, namely Mr. Seubtrakoon Soonthornthum, Prof. Rawat Chamchalerm Ph.D., Mr. Surapol Srangsomwong, and Mr. Suroj Lamsam, had left the meeting and abstained from voting on this agenda item to ensure transparency. Thereafter, the Chairman announced that Prof. Rawat Chamchalerm Ph.D., Chairman of the Nomination and Remuneration Committee, being one of the directors retiring by rotation, and therefore requested the Company Secretary to present the relevant details to the Meeting.

The Company Secretary informed the Meeting that, in accordance with Section 71 of the Public Limited Companies Act B.E. 2535 (1992) and Article 17 of the Company's Articles of Association, one-third of the total number of directors shall retire by rotation, with the directors who have served the longest term being required to retire. Retiring directors may be re-elected to serve another term.

For the year 2026, the four directors who are due to retire by rotation in this year and are proposed for re-election are as follows:

1. Mr. Suebrakul Soonthornthum Vice Chairman and
Nomination & Remuneration Committee Member
2. Prof. Rawat Chamchalerm Ph.D. Independent Director and
Chairman of Nomination and Remuneration Committee
3. Mr. Surapol Srangsomwong Independent Director and
Chairman of the Risk Management Committee
4. Mr. Suroj Lamsam Director, Chief Executive Officer and President

In this regard, the Company provided shareholders with the opportunity to nominate qualified candidates for election as directors in advance from 1 October 2025 to 31 December 2025, in accordance with the criteria disclosed on the Company's website. Upon the expiry of the said period, no shareholders nominated any candidates for consideration as directors of the Company. The Meeting was therefore informed accordingly.

The Nomination and Remuneration Committee, excluding the directors who are due to retire by rotation, has considered the list of candidates proposed by the directors, as well as the list of qualified individuals for directorship in listed companies as published by the Thai Institute of Directors Association (IOD). This consideration was carried out in accordance with the Company's director nomination guidelines as approved by the Board of Directors, and in line with the principles of good corporate governance issued by the Securities and Exchange Commission (SEC).

The Committee has also carefully and thoroughly considered each individual candidate on a case-by-case basis, taking into account compliance with all relevant legal requirements, the Company's Articles of



Association, Board Diversity, and the Board Skill Matrix, in order to ensure alignment with the Company's business strategy.

After due consideration, the Nomination and Remuneration Committee is of the view that the four retiring directors have been thoroughly evaluated on an individual basis and possess the appropriate qualifications. The Committee therefore recommended that the Board of Directors propose to the shareholders' meeting the re-election of all four directors to serve another term.

The nominated individuals have been selected through the Company's prescribed nomination process, possess qualifications in accordance with applicable regulations, and are deemed suitable for the Company's business operations.

The Board of Directors, excluding the directors who are due to retire by rotation at the 2026 Annual General Meeting of Shareholders, has considered all nominated candidates who have undergone the Company's nomination and screening process. These candidates possess qualifications in accordance with applicable regulations and are deemed suitable for the Company's business operations, as proposed by the Nomination and Remuneration Committee.

The Board has carefully and thoroughly reviewed each individual candidate on a case-by-case basis, taking into account compliance with relevant laws and the Company's Articles of Association, as well as leadership qualities, integrity and ethical standards, and relevant professional experience appropriate to the Company's business. The Board has also considered the past performance of the four incumbent directors, as well as reviewed the independence of those nominated for appointment as independent directors.

After due consideration, the Board deemed it appropriate to propose to the shareholders' meeting the re-election of the following four retiring directors to serve another term as directors and independent directors of the Company: (1) Mr. Suebtrakul Soonthornthum, (2) Professor Rawat Chamchalem Ph.D., (3) Mr. Surapol Srangsomwong, and (4) Mr. Suroj Lamsam. Candidates No. (2) and No. (3) are fully qualified to be appointed as independent directors.

The Board of Directors has carefully considered the matter and is of the opinion that both nominated candidates for independent director positions possess qualifications that fully comply with the relevant laws and regulatory requirements governing independent directors.

In particular, Candidate No. (2), Professor Rawat Chamchalem Ph.D. has served as an independent director of the Company for more than nine consecutive years. The Nomination and Remuneration Committee and the Board of Directors have carefully and thoroughly reviewed the appropriateness of his continued appointment, taking into account the principles of trust, accountability, prudence, and honesty in the performance of duties under Section 89/7 of the Securities and Exchange Act B.E. 2535 (as amended). The Board is of the view that the re-appointment of Professor Rawat Ph.D. as an independent



director will not affect his ability to perform duties or provide independent judgment in any way. His knowledge, capability, experience, and specialized expertise are considered beneficial to the Company.

For Candidate No. (3), Mr. Surapol Srangsomwong currently serves as an independent director and Chairman of the Risk Management Committee of the Company. He also holds the position of independent director and member of the Audit Committee of Premier Technology Public Company Limited, which operates, in part, in the information and communication technology business that may have similar characteristics to certain business activities of the Company under Section 86 of the Public Limited Companies Act B.E. 2535 (1992).

Accordingly, in compliance with applicable laws, the Company would like to inform the shareholders' meeting that Mr. Surapol, as an independent director of both companies, maintains full independence in expressing opinions and providing recommendations, and does not participate in the management of the Company in any manner. He is also not permitted to participate in the consideration of agenda items of the Company that may give rise to such circumstances.

The Nomination and Remuneration Committee and the Board of Directors have carefully and thoroughly considered the matter and are of the opinion that Mr. Surapol possesses the knowledge, capability, and experience that will be beneficial to the Company. He is therefore deemed fully qualified and suitable to continue serving as an independent director.

All retiring directors mentioned above do not hold any directorships or executive positions in other businesses that may give rise to conflicts of interest with the Company. The profiles of the directors have been distributed to the shareholders together with the notice of this Meeting (Attachment No. 2). Accordingly, the Board of Directors is of the view that the retiring directors should be proposed for re-election as directors and independent directors of the Company for another term.

The Company Secretary requested the Meeting to consider the election of directors on an individual basis. This is to enable shareholders to exercise their discretion in considering the qualifications of each retiring director proposed for re-election in a thorough and careful manner, in line with good corporate governance principles and the recommendation of the Securities and Exchange Commission, which encourages transparent voting in the election of directors.

The Meeting then welcomed inquiries and comments. Participants were able to submit questions through two channels: (1) via text messages, or (2) via video conference.

As there were no questions or comments from the shareholders, the Meeting was requested to cast its votes on an individual basis. This agenda item shall be approved by a majority of the total number of votes of the shareholders present at the Meeting and casting their votes.

Resolution: The Meeting resolved to approve the re-election of the four directors retiring by rotation, namely (1) Mr. Suebrakul Soonthornthum, (2) Professor Rawat Chamchaleam Ph.D., (3) Mr. Surapol



Srangsomwong, and (4) Mr. Suroj Lamsam, to resume their positions as directors of the Company. Professor Rawat Ph.D., and Mr. Surapol were also re-appointed as independent directors.

The resolution was approved by a majority of the total number of votes of the shareholders present at the Meeting and casting their votes, as follows:

1. Mr. Suebtrakul Soonthornthum

Approved	1,050,742,117	votes, equal to	99.9878	percent
Disapproved	128,100	votes, equal to	0.0121	percent
Abstained	1,800	votes, equal to	-	percent

2. Prof. Rawat Chamchaleam Ph.D.

Approved	1,050,741,067	votes, equal to	99.9877	percent
Disapproved	129,150	votes, equal to	0.0122	percent
Abstained	1,800	votes, equal to	-	percent

3. Mr. Surapol Srangsomwong

Approved	1,050,872,017	votes, equal to	100	percent
Disapproved	0	votes, equal to	-	percent
Abstained	0	votes, equal to	-	percent

4. Mr. Suroj Lamsam

Approved	1,037,219,622	votes, equal to	100	percent
Disapproved	0	votes, equal to	-	percent
Abstained	13,652,395	votes, equal to	-	percent

Note: Mr. Suroj Lamsam abstained from voting.

Agenda 5 To consider and approve the remuneration of the directors for the year 2026

Professor Rawat Chamchalerm, Ph.D., Chairman of the Nomination and Remuneration Committee, stated that the determination of directors' remuneration for the year 2026 had been reviewed and approved by the Nomination and Remuneration Committee. The Committee carefully and thoroughly considered the remuneration for the Board of Directors and sub-committees, taking into account various factors, including the Company's operating performance, the scope of duties and responsibilities assigned, and the rate compared to those of companies in the same industry, as well as in line with the average remuneration of listed companies based on the survey report on directors' remuneration conducted by the Thai Institute of Directors Association (IOD).

The Nomination and Remuneration Committee therefore proposed the remuneration structure for the Board of Directors and sub-committees for the year 2026 to the Board of Directors, recommending that directors' and sub-committee members' remuneration be paid in the form of meeting allowances, based on the same criteria and rates as in 2025. No additional remuneration or other benefits shall be provided to directors other than those specified above, and directors' bonuses shall be paid in accordance with the following rates:

The Remuneration	2026 (Current Proposal)	2025
1. <u>The Remuneration of the Board of Directors</u>		
1.1 Meeting Allowance		
- Chairman	100,000 Baht/person/month	100,000 Baht/person/month
- Director	50,000 Baht/person/month	50,000 Baht/person/month
1.2 Bonus		
- Chairman	600,000 Baht/person	500,000 Baht/person
- Director	400,000 Baht/person	300,000 Baht/person
2. <u>The Sub-Committees include the Audit Committee, the Nomination and Remuneration Committee, and the Risk Management Committee</u>		
2.1 Meeting Allowance		
- Chairman	30,000 Baht/person/month	30,000 Baht/person/month
- Director	20,000 Baht/person/month	20,000 Baht/person/month
3. Other Remunerations	None	None

The Meeting then welcomed inquiries and comments. Participants were able to submit questions through two channels: (1) via text messages, or (2) via video conference.

As there were no further questions or comments from the shareholders, the Chairman then requested the Meeting to cast their votes. This agenda item shall be approved by not less than two-thirds of the total number of votes of the shareholders present at the Meeting.

Resolution: The Meeting resolved to approve the remuneration of the Board of Directors for the year 2026 as proposed, with not less than two-thirds of the total votes of the shareholders present at the Meeting, as follows:



Approved	1,050,870,217	votes, equal to	99.9998	percent
Disapproved	0	votes, equal to	-	percent
Abstained	1,800	votes, equal to	0.0001	percent

Agenda 6 To consider and approve the appointment and the fixing remuneration of auditors for year 2026

Mrs. Nattaporn Phan-Udom, Ph.D., Chairman of the Audit Committee, informed the Meeting that, in accordance with Section 120 of the Public Limited Companies Act B.E. 2535 (1992) and Article 32 of the Company's Articles of Association, the appointment of the Company's external auditor and the determination of the auditor's remuneration must be approved annually at the Annual General Meeting of Shareholders.

The Audit Committee, having considered and selected the audit firm in accordance with good corporate governance principles, and having reviewed the qualifications of the auditors in compliance with the criteria prescribed by the Securities and Exchange Commission, resolved to propose the appointment of KPMG Phoomchai Audit Ltd. as the Company's auditor for the year 2026. The firm is internationally recognized for its professional standards, possesses extensive expertise in auditing, and has consistently performed its duties satisfactorily, ensuring that the Company's audit is completed in a timely manner with quality and reliability.

In addition, upon comparison with the scope of work and audit fees of other listed companies of a similar size, the Audit Committee is of the opinion that KPMG Phoomchai Audit Ltd.'s audit fees are reasonable. The Committee is therefore confident that the audit of the Company and its subsidiaries will be completed within the specified timeframe.

The Board of Directors, having considered the recommendation of the Audit Committee, resolved to propose to the shareholders' meeting the appointment of the following auditors from KPMG Phoomchai Audit Ltd. as the Company's auditors for the year 2026: (1) Mrs. Sasithorn Pongadisak, Certified Public Accountant No. 8802, or (2) Mr. Weerachai Rattanacharasakul, Certified Public Accountant No. 4323, or (3) Mr. Sakda Kaothanthong, Certified Public Accountant No. 4628, or (4) Mr. Udomsak Bussaraniporn, Certified Public Accountant No. 10331. The tenure of all four proposed auditors complies with the auditor rotation guidelines.

The proposed audit firm and auditors have no relationship or conflict of interest with the Company, its subsidiaries, management, major shareholders, or related persons. Any one of the aforementioned auditors shall be authorized to audit and express an opinion on the Company's financial statements. In the event that any of the aforementioned auditors is unable to perform his or her duties, KPMG Phoomchai Audit Ltd. shall be authorized to designate another qualified auditor from the firm to perform the audit and express an opinion on the Company's financial statements on his or her behalf.



KPMG Phoomchai Audit Ltd. will also serve as the auditor of the Company’s subsidiaries for the year 2026. The Board of Directors will ensure that the financial statements can be prepared within the prescribed timeframe and is confident that KPMG Phoomchai Audit Ltd. will be able to complete the audit in a timely manner, as it is a large audit firm with sufficient and appropriate resources, supported by systematic audit planning.

The profiles and independence information of the proposed auditors have been provided to shareholders together with the notice of this Meeting (Attachement No. 3).

The Board of Directors has further resolved to propose to the Annual General Meeting of Shareholders the approval of the fixing audit fee for the year 2026 in the amount of Baht 2,510,000, which is the same as that of 2025. The comparison of audit fees is as follows:

(Unit: Baht)

Financial audit fee	2026 (Current Proposal)	2025
Annual audit fee for the Company’ s Financial Statements and Quarterly Review fee	2,510,000	2,510,000
Non-audit Fee	none	none

The Meeting then welcomed inquiries and comments from participants, either via text messages or through video conference.

No inquiries were submitted. The Chairman, therefore, requested the Meeting to cast the votes. Resolution on this agenda item shall be approved by a majority of total number of votes of the shareholder present at the meeting and casting their votes.

Resolution: The Meeting resolved to approve the appointment of the auditors and the determination of the audit fees for the year 2026, with unanimous votes of the shareholders present at the Meeting and casting their votes, as follows:

Approved	1,050,872,017	votes, equal to	100	percent
Disapproved	0	votes, equal to	-	percent
Abstained	0	votes, equal to	-	percent

Agenda 7 To consider other businesses (if any)

-None -



Thereafter, the Chariman welcomed for inquiries and comments from participants, which could be submitted through two channels: (1) via text messages, and (2) via audio and video conference (VDO Conference).

As there were no further matters proposed to the Meeting, the Chairman expressed his appreciation to the shareholders for their attendance and declared the Meeting closed at 15:45 hrs.

Signature Dhongchai Lamsam Chairman

(Mr. Dhongchai Lamsam)

Signature Manisara Janewithayapun Company Secretary

(Mrs. Manisara Janewithayapun)

Handwritten signature