

Minutes of the 2026 Annual General Meeting of Shareholders Thai Group Holdings Public Company Limited

The Meeting was held on Monday, April 27, 2026 at 10.00 A.M., via Electronic Means (“E-AGM”) through live broadcast from the Meeting Room, 12A floor, Thai Group Building, No. 315 Silom Road, Silom, Bangrak, Bangkok 10500.

Preliminary Proceeding before the Meeting

Dr. Areepong Bhoocha-oom, Vice Chairman of the Board, welcomed the shareholders of Thai Group Holdings Public Company Limited to the Meeting. He informed the Meeting that Mr. Charoen Sirivadhanabhakdi, Chairman of the Board, was unable to attend the Meeting in person and had therefore appointed Dr. Areepong Bhoocha-oom, Vice Chairman of the Board, to act as Chairman of the Meeting and conduct the proceedings in accordance with the agenda items of this Annual General Meeting of Shareholders.

The Board of Directors considered and resolved that the 2026 Annual General Meeting of Shareholders be conducted via electronic means (E-AGM), in the same manner as the previous year. In making this determination, the Board took into consideration the ongoing international conflicts, which have affected global energy stability and resulted in a significant increase in fuel prices, as well as the government’s policy encouraging all sectors to conserve energy. The arrangement of the Meeting via electronic means was intended to facilitate shareholders’ participation and ensure their convenience and safety by reducing travel-related risks. It also aimed to reduce energy consumption and carbon dioxide emissions, thereby contributing to the mitigation of global warming and supporting the Company’s commitment to sustainable business practices.

For this Meeting of Shareholders, the Company had set the Record Date to determine the list of shareholders entitled to attend the Meeting as Monday, 23 March 2026. There was a total of 429 shareholders entitled to attend the Meeting. Currently, the Company has a registered capital of Baht 12,033,565,300 and a paid-up capital of Baht 7,520,978,320, consisting of 752,097,832 ordinary shares with a par value of Baht 10 per share.

Ms. Rotjana Udomthongkon, the Company Secretary, informed the Meeting that there was 1 shareholder attending the Meeting in person via electronic means, representing 1 share; and 27 proxies attended the Meeting via electronic means, representing 685,928,231 shares. In total, 28 shareholders attended the Meeting, representing 685,928,232 shares, equivalent to 91.2020% of the total issued shares, thus constituting a quorum in accordance with the Company’s Articles of Association.

The Chairman of the Meeting introduced the Company’s directors, executives, the Company’s auditor, the legal advisor’s representative, and the shareholder representative serving as witness to the vote counting, as follows:

For today's Annual General Meeting of Shareholders, there were 13 directors attending the Meeting out of a total of 14 directors, representing 92.86% of the total number of directors currently in office. The attending directors were as follows:

The directors attending the Meeting in person at the Meeting Room, 12A Floor, Thai Group Building, were as follows (11 directors):

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| 1. | Dr. Areepong Bhoocha-oom | Vice Chairman of the Board, Chairman of the Corporate Governance and Sustainability Committee. |
| 2. | Dr. Kulpatra Sirodom | Independent Director, Chairman of the Audit Committee and member of the Corporate Governance and Sustainability Committee. |
| 3. | Dr. Buranawong Sowaprun | Independent Director, Chairman of the Nomination and Remuneration Committee, Chairman of the Transformation Committee and Member of the Risk Oversight Committee. |
| 4. | Mrs. Kittiya Todhanakasem | Independent Director, Chairman of the Risk Oversight Committee, Member of the Nomination and Remuneration Committee and Member of the Transformation Committee. |
| 5. | Pol. Gen. Jate Mongkolhutthi | Independent Director and Chairman of the Anti-Corruption Committee. |
| 6. | Mr. Yothin Pibulkasetkij | Independent Director, Member of the Audit Committee and Member of the Anti-Corruption Committee. |
| 7. | Mr. Anuwat Jongyindee | Independent Director, Member of the Audit Committee, Member of the Corporate Governance and Sustainability Committee and Member of the Anti-Corruption Committee. |
| 8. | Mr. Chotiphat Bijananda | Director, Chairman of the Executive Board, Member of the Nomination and Remuneration Committee, Member of the Risk Oversight Committee, Member of the Transformation Committee and Chief Executive Officer and President. |
| 9. | Mrs. Atinant Bijananda | Director and Vice Chairman of the Executive Board. |
| 10. | Mr. Sithichai Chaikriangkrai | Director, Vice Chairman of the Executive Board, Member of the Risk Oversight Committee, Member of the Nomination and Remuneration Committee, and Member of the Transformation Committee. |
| 11. | Dr. Apichai Boontherawara | Director, Member of the Risk Oversight Committee and Member of the Executive Board. |

The directors attending the Meeting via electronic means ("E-AGM") were as follows (2 directors):

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| 1. | Mr. Thapana Sirivadhanabhakdi | Vice Chairman of the Board and Member of the Corporate Governance and Sustainability Committee. |
| 2. | Mr. Vachara Tuntariyanond | Independent Director. |

The aforementioned 2 directors attended the Meeting via E-AGM according to Emergency Decree on Electronic Meetings, B.E. 2563 (2020).

Executives attending the Meeting

1. Ms. Fah Mahanavanont Chief Financial Officer.
2. Mr. Anon Chonmaitree Investor Relations.

Executives of subsidiaries operating core businesses attending the Meeting

1. Mrs. Prettaya Sutchasila Managing Director of Southeast Life Insurance Public Company Limited.
2. Ms. Sirinthip Chotithamaporn Managing Director of Indara Insurance Public Company Limited.
3. Mr. Trirong Butragaht Managing Director of Southeast Capital Company Limited.

The Company's Auditor attending the Meeting: Ms. Sureerat Thongarunsang, KPMG Phoomchai Audit Ltd.

External Legal Advisor who acted as the voting inspector attending the Meeting: Ms. Pratumporn Somboonpoonpol, representing Weerawong, Chinnavat & Partners Ltd., acted as the independent observer and vote-counting witness, ensuring that the electronic shareholders' meeting was conducted transparently, thoroughly, and in strict compliance with all applicable laws and the Company's Articles of Association.

Currently, the Company has established 8 sub-committees, namely: the Audit Committee, the Risk Oversight Committee, the Nomination and Remuneration Committee, the Corporate Governance and Sustainability Committee, the Transformation Committee, the Anti-Corruption Committee, the Executive Board, and the Data Governance Committee.

Ms. Rotjana Udomthongkon, the Company Secretary, informed the Meeting that the Company had conducted the Meeting via electronic means (E-AGM) using the system of Quidlab Co., Ltd., a certified service provider whose meeting control system complies with the standards of the Electronic Transactions Development Agency (ETDA) and the applicable legal requirements for electronic meetings. She also explained the procedures for voting and vote counting for each agenda item to the shareholders. She further informed the Meeting that the Company places great importance on the protection of personal data of shareholders and proxies (collectively referred to as "shareholder representatives") in compliance with the Personal Data Protection Act B.E. 2562 (2019), as amended, and other relevant laws (collectively, the "Laws"). In this regard, the Company, as a data controller, is required to collect, use, and disclose personal data, including still images, audio, and video recordings of all participants, for the purposes of recording and preparing the minutes of the Meeting, managing the Meeting, and publicizing

information on the Company's website. Shareholders and shareholder representatives may review further details in the relevant privacy notice available on the Company's website.

To ensure that the Meeting is conducted in accordance with good corporate governance principles with respect to voting, the Company explained the procedures for voting, vote counting, and the announcement of voting results as follows:

1. In casting votes, one (1) share shall have one (1) vote pursuant to Clause 35 of the Company's Article of Association.
2. Vote counting in each agenda item shall be informed in two scenarios as follows:
 - 2.1 In a case where a shareholder attends the Meeting in person or by proxy,
 - The Chairman shall request the Meeting to vote in each agenda for 1 minute, the Company will allow shareholders/ proxy holders to vote;
 - For each agenda item, please click Vote then select Approve or Disapprove or Abstain for that agenda and click Vote in order confirm the voting. After voted, the processing bar will be shown voted and the system will process the voting;
 - In case of doing nothing in which agenda, it means that this agenda is approved, as such, the system will process the vote as Approve;
 - To edit the voted, it should be redone prior to the time out of voting in each agenda.
 - 2.2 In the case of proxies for which the proxy forms clearly specified the voting intention as approval, disapproval, or abstention, such votes were counted in accordance with the proxy forms and had been compiled and processed in the voting system in advance.
3. For the reporting of voting results for each agenda item, the Company would close the voting system one minute after voting commenced for each agenda item and would announce the voting results immediately thereafter. However, if there was any delay in the system processing, the Chairman might request the Meeting to proceed with the consideration of the next agenda item in order to ensure the continuity of the Meeting. Once the system processing was completed, the voting results would be announced to the Meeting immediately.
4. Any shareholder or proxy, who arrives after the Meeting had begun, shall have the right to vote on the agenda item being considered and the subsequent agenda items only.
5. Prior to voting on each agenda item, the Chairman would allow shareholders to raise questions or express opinions relating to the Meeting for one minute. Shareholders or proxies wishing to ask questions were requested to click the "Raise Hand" icon, upon which the Company would allow them to activate their camera and microphone to ask questions. Alternatively, questions could be submitted through the "Chat Box" function. In this regard, shareholders or proxies were requested to state their full name and status, such as attending in person or by proxy, after which the Company would respond to questions in sequence.
6. As in previous meetings, there was no agenda item to consider and approve the Minutes of the Meeting. The Company had published the Minutes of the 2025 Annual General Meeting of Shareholders in both Thai and English on its website and disclosed them via the Stock Exchange of Thailand (the "SET")'s information disclosure system within 14 days from the date of the Meeting. Shareholders were given the opportunity to submit questions or comments on the Minutes; however, no additional comments were received from shareholders in the previous meeting.

7. The Company provided shareholders with the opportunity to propose agenda items and nominate candidates for election as directors during the period from October 1, 2025 to December 30, 2025, in accordance with the criteria published on the Company's website and through the Stock Exchange of Thailand's information disclosure system. However, no shareholder proposed any agenda item or nominated any candidate for consideration. Accordingly, the Company determined a total of 10 agenda items for the Meeting.

The Meeting commenced

Dr. Areepong Bhoocha-oom commenced the Meeting to consider the matters in accordance with the agenda items as set out in the Notice of the Meeting delivered to shareholders, as follows:

Agenda 1 To acknowledge the Company's operating results as of December 31, 2025.

Dr. Areepong Bhoocha-oom assigned Mr. Chotiphat Bijananda, the Chairman of the Executive Board, and Ms. Fah Mahanavanont, Chief Financial Officer, to present the Company's performance report for the year 2025, the summary of which is as follows:

Mr. Chotiphat Bijananda, the Chairman of the Executive Board, reported that Thai Group Holdings Public Company Limited had established its vision and mission as key guiding frameworks to drive the organization towards stable and sustainable long-term growth, as follows:

- The Company's vision is to be a leading group in creating wealth & well-being solutions for all Thais
- Under its sustainability-driven approach, the Company has established its mission in two key areas:
 1. Creating sustainable wealth – The Company is committed to responsible business practices, focusing on quality growth alongside value-creating investments to strengthen long-term stability and deliver sustainable returns to all stakeholders.
 2. Leading in well-being – The Company aims to enhance the quality of life of customers, employees, and society through the development and delivery of quality products and services that genuinely meet needs and create long-term well-being.
- THAI GROUP Transformation focuses on enhancing the organization in three key areas to drive sustainable growth:
 1. Strengthening Organizational Capabilities – Enhancing capabilities across people, processes, and technology to improve competitiveness and readiness for future changes.
 2. Enhancing Customer Experience – Developing products and services based on deep customer insights to deliver seamless and satisfying experiences.

3. Increasing Revenue and Financial Performance – Driving revenue growth alongside efficient cost management to strengthen financial performance and ensure sustainable returns.
- THAI GROUP Strategy comprises five key pillars:
 1. Profitability – Enhancing profitability alongside operational efficiency.
 2. Partnership – Building and strengthening strategic partnerships to expand growth opportunities.
 3. Customer Experience – Delivering seamless customer experiences across all touchpoints.
 4. Digital – Leveraging digital technology to enhance operational efficiency and respond to changing customer behaviors.
 5. Brand – Strengthening brand credibility, trust, and long-term resilience.

These five strategic pillars form the foundation for sustainable growth and long-term value creation for all stakeholders.

In 2025, Thailand’s economy expanded by 2.4%, and is projected to grow between 1.2%–2.2% in 2026 amid uncertainties. Nevertheless, the Company and Thai Group maintained strong financial performance, reporting total revenue of Baht 17,137 million, net profit of Baht 1,047 million, and assets under management of Baht 92,274 million. The Company continues to develop its products and services, leverage technology to enhance operational efficiency and customer experience, and strengthen risk management, thereby sustaining growth and laying a solid foundation for long-term sustainability.

Subsequently, Ms. Fah Mahanavanont, Chief Financial Officer, was invited to present the Company’s corporate governance performance, the summary of operating results for the year 2025, and the Management Discussion and Analysis (MD&A), as follows:

Ms. Fah Mahanavanont reported the Company’s corporate governance performance and summarized the operating results for the year 2025 as follows:

Corporate Governance

The Company places great importance on anti-corruption in all forms and is committed to conducting its business in accordance with its Code of Conduct, corporate governance principles, anti-corruption policy, and all applicable anti-corruption laws of Thailand. The Company has established:

1. Anti-Bribery and Anti-Corruption Policy to ensure that the Company and its group companies comply with applicable policies, guidelines, and procedures with responsibility and appropriateness to prevent corruption in all business activities.
2. Whistleblowing Policy, including channels for reporting misconduct, complaints, and corruption, with regular monitoring of actions taken under such policy.

The Company was first certified as a member of the Thai Private Sector Collective Action Against Corruption (CAC) on March 31, 2021. The certification is valid for three years and was renewed for the first time on March 31, 2024. The next renewal is due on March 31, 2027.

The Board of Directors has summarized the Company's performance and significant changes during 2025, details of which are set out in the 2025 Annual Report (Form 56-1 One Report), which has been delivered to shareholders together with the Notice of the Meeting as Attachment 1.

Summary of Operating Results for the Year 2025

Effective from 1 January 2025, the Company's subsidiaries operating in life and non-life insurance businesses adopted Thai Financial Reporting Standard No. 17 (TFRS 17), resulting in significant changes in accounting policies. Accordingly, the Company restated the 2024 comparative figures to align with such standard. Key operating results are summarized as follows:

- **Total Revenue:** in 2025, the Company reported total revenue of Baht 17,137 million, representing an increase of 10% from Baht 15,579 million in 2024. Revenue by core business segments is as follows:
 - **Life Insurance:** Revenue of Baht 6,167 million, increased by 7%, driven by higher credit life insurance premiums in line with housing loan growth and increased investment income (interest, dividends, and gains on investments).
 - **Non-Life Insurance:** Revenue of Baht 5,483 million, increased by 17%, mainly from growth in motor insurance premiums (both compulsory and voluntary) through broker channels, and higher investment income.
 - **Financial Business:** Revenue of Baht 5,386 million, increased by 7%, primarily from higher car rental income with a fleet of over 23,000 vehicles as at year-end, and a 12% increase in revenue from sales of off-lease vehicles due to higher sales volume and improved pricing through retail channels.

The revenue growth across all business segments reflects the Company's ability to consistently expand its operations despite challenging economic conditions.

- **Net Profit:** in 2025, the Company reported net profit of Baht 1,047 million, an increase of 96% from the previous year, reflecting strong operating performance:
 - **Life Insurance:** Net profit of Baht 1,261 million, increased by 59%, supported by consistent underwriting profit, effective control of health claims through stricter underwriting and portfolio selection, good expense management, and investment gains 1.5 times higher than the prior year.
 - **Non-Life Insurance:** Net profit of Baht 25 million in 2025, representing a 72% decrease from the previous year. Although the Company was able to expand its motor insurance underwriting portfolio during the year, claims expenses arising from the earthquake and major flooding in Southern Thailand adversely affected the 2025 operating results compared to the previous year. However, the impact remained limited as the Company had maintained adequate reinsurance coverage

for property and natural catastrophe risks to protect its property insurance portfolio.

- **Financial Business:** Net profit of Baht 73 million, supported by efficient cost control in car rental operations and improved margins from off-lease vehicle sales, nearly doubling from the previous year due to increased retail sales and better inventory management.

Financial Position

- **Total Assets:** As at year-end 2025, total assets amounted to Baht 92,274 million, increased by 10% from Baht 84,087 million. Key assets by business:
 - **Life Insurance:** Baht 63,817 million, an increase of 12% from the previous year
 - **Non-Life Insurance:** Baht 8,237 million, an increase of 31% from the previous year
 - **Financial Business:** Baht 16,519 million, a decrease of 5% from the previous year

By asset classification, the majority of the Company's assets comprised investments (including cash) amounting to Baht 63,627 million, representing 69% of total assets, primarily from the life and non-life insurance businesses. Of such investments, over 70% were allocated to debt instruments in both government and private sectors, while approximately 20% were invested in equity instruments both domestically and internationally. In addition, operating lease vehicles totaled Baht 13,292 million, representing 15% of total assets. Other assets amounted to Baht 11,368 million, representing 12%, and reinsurance assets and premiums receivable totaled Baht 3,987 million, representing 4%, respectively.

- **Total Liabilities:** In 2025, total liabilities amounted to Baht 81,289 million, representing an increase of 10% from the previous year. The majority comprised liabilities from life and non-life insurance contracts, which increased by 14% in line with business growth. Borrowings from financial institutions decreased by 6% from the previous year due to loan repayments during the year.
- **Shareholders' Equity:** As at year-end 2025, shareholders' equity amounted to Baht 10,985 million, representing an increase of 8.42% from the previous year. This included retained earnings of Baht 8,321 million and insurance contract reserves recognized under TFRS 17 amounting to Baht 2,088 million.

The Meeting was then invited to raise questions regarding the Company's operating results for the year 2025. No questions were raised during the Meeting. However, an advance question was submitted by Ms. Chanatip Wittayakul, a volunteer shareholder rights protector and proxy from the Thai Investors Association, regarding the life insurance and car rental businesses. The Chairman of the Meeting assigned Ms. Rotjana Udomthongkon, the Company Secretary, to read out the advance question, and Mr. Chotiphat Bijananda, Chairman of the Executive Board, to provide clarification, as follows:

1. According to the 2025 Annual Report (Form 56-1 One Report), page 33, the life insurance business under the SE Life (Southeast Life Insurance) brand recorded a significant growth in gross written premiums of 20.58%, despite weakened consumer purchasing power and volatile interest rates. Such conditions may affect the sustainability of market share and new business growth in the long term. The shareholder therefore inquired about the Company's strategies to sustain this growth momentum and how the Company manages the balance between sales growth and profitability amid the economic slowdown.

Mr. Chotiphat Bijananda, Chairman of the Executive Board, clarified that the 20.58% growth of SE Life reflects the strength of a strategy focused on quality growth rather than volume-driven expansion. Going forward, the Company aims to sustain this momentum through three key strategies:

- (1) Systematic expansion of the agency channel by increasing the number of agents to 3,000 and enhancing salesforce productivity through capability development, digital tools, and professional team management.
- (2) Strengthening ecosystem partnerships by expanding collaborations with financial institutions, retail partners, and large corporations to access new customer segments efficiently and diversify revenue streams.
- (3) Leveraging the TCC Group network by integrating customer bases, distribution channels, and platforms within the group to enhance cross-selling opportunities and increase long-term customer value.

With respect to balancing growth and profitability, the Company will continue to adopt a selective growth approach, focusing on products and channels that deliver appropriate returns, alongside disciplined cost management, prudent underwriting, and data-driven customer insights.

The Company is therefore confident that SE Life will continue to achieve sustainable growth, maintain profitability, and deliver long-term value to shareholders.

2. Amid intense competition in the car rental business and volatility in used car prices, particularly due to the increasing adoption of electric vehicles (EVs), which has led to a rapid decline in internal combustion engine (ICE) vehicle prices in the secondary market, revenue from the sale of off-lease vehicles remains a key contributor to profitability. If market prices fall below the residual values initially estimated, the Company may incur losses on disposal or be required to recognize additional impairment provisions. The shareholder therefore inquired as follows:

- 2.1 Does the Company have any criteria or policy for reviewing residual value provisions for its current vehicle portfolio to ensure alignment with declining market prices?

Mr. Chotiphat Bijananda, Chairman of the Executive Board, explained that the Company reviews and sets residual value provisions on a monthly basis, referencing benchmark prices from RedBook, an international provider of used car price data that has served automotive industry clients in Thailand, including

banks, financial institutions, and car rental businesses for over 20 years, and operates in multiple regions such as Southeast Asia, China, Australia, New Zealand, Hong Kong, and the Middle East.

The Company performs such reviews monthly throughout the lease term to ensure that residual values remain consistently aligned with market prices. The provisioning criteria have been reviewed by the Company's auditor (KPMG).

- 2.2 What is the Company's view on balancing its portfolio between ICE and EV vehicles, and does the Company consider that EV limitations, such as battery-related constraints, could support future demand and resale values for ICE vehicles?

Mr. Chotiphat Bijananda, Chairman of the Executive Board, explained that while electric vehicles (EVs) have gained popularity amid rising fuel prices, they continue to face several operational challenges. These include the limited availability of charging infrastructure relative to the number of vehicles, particularly for long-distance travel; relatively high maintenance costs and long lead times for spare parts; reliance on original equipment manufacturer (OEM) service centers; high insurance premiums; quality concerns in certain models; safety considerations; and rapid depreciation in resale value compared to internal combustion engine (ICE) and hybrid vehicles. In addition, battery disposal may pose a significant challenge in the future.

Given such constraints and associated costs, many consumers continue to prefer ICE and hybrid vehicles, which offer greater reliability and convenience, and are better suited for various applications, such as commercial vehicles, pickup trucks, vans, and sport utility vehicles (SUVs). ICE vehicles also provide advantages in power performance, load capacity, driving range, and maintenance costs. As a result, resale values of ICE and hybrid vehicles remain more stable than those of EVs at present.

The Company adopts a prudent approach to entering the EV market, taking into account all relevant factors, and manages its vehicle portfolio carefully across all segments, with a focus on appropriate risk management and maintaining sustainable profitability over the long term.

Dr. Areepong Bhoocha-oom informed the Meeting that, as there were no further questions from shareholders and this agenda item was for acknowledgement, no voting was required.

Resolution: the Meeting acknowledged the Company's operating results as of December 31, 2025.

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

Dr. Areepong Bhoocha-oom assigned Ms. Fah Mahanavanont, Chief Financial Officer, to present the Company's audited Financial Statements for the year ended December 31, 2025, summarized as follows:

Ms. Fah Mahanavanont, Chief Financial Officer, presented the Meeting that to comply with Section 112 of the Public Limited Companies Act B.E. 2535 and Article 36 and 42 of the Company's Articles of Association, which require the Company to prepare the statement of financial position and the profit and loss statement as at the end of the Company's accounting period, duly audited by the auditor, prior to submission to the Annual General Meeting of Shareholders.

The Board of Directors considered it appropriate to propose that the Annual General Meeting of Shareholders consider and approve the Financial Statements for the year ended December 31, 2025, which have been audited and certified by the Company's auditor, KPMG Phoomchai Audit Co., Ltd., and reviewed by the Audit Committee and endorsed by the Board of Directors. The details are presented in the Company's 2025 Annual Report (Form 56-1 One Report), which was distributed to the shareholders together with the Notice of the Meeting. A summary of the key highlights is as follows:

Unit: Million Baht

Details	Consolidated Financial Statements		Separated Financial Statements	
	2025	2024	2025	2024
Total Asset	92,274	84,087	13,743	13,806
Total Liabilities	81,289	73,955	10,353	10,456
Total Shareholders' Equity	10,986	10,132	3,390	3,350
Total Revenue	17,137	15,579	751	681
Net Profit	1,047	535	157	46
Unappropriated retained earnings (deficit)	7,952	7,781	288	139
Earnings per share (Baht/share)	1.43	0.67	0.21	0.06

The Meeting then invited shareholders to raise any questions regarding the financial statements for the year ended December 31, 2025, which had been audited by the Company's auditor; however, no questions were raised.

Dr. Areepong Bhoocha-oom therefore proposed that the Meeting to consider and approve the Company' audited financial statements for the year ended December 31, 2025. The resolution for this agenda item shall be approved by a majority of the votes of the shareholders present at the Meeting and casting their votes.

Resolution: After due consideration, the Meeting unanimously resolved to approve the Company's audited Financial Statements for the year ended December 31, 2025, which have been audited and certified by the Company's auditor, as proposed. The votes were cast as follows:

Approved	685,928,232	Votes,	Equivalent to	100.0000%
Disapproved	0	Vote,	Equivalent to	0.0000%
Abstained	0	Vote,		
Voided ballot	0	Vote		

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

Dr. Areepong Bhoocha-oom assigned Ms. Fah Mahanavanont, Chief Financial Officer, to present the allocation of net profit for the year 2025 as a legal reserve and the payment of dividends from the operating results for the year 2025 as follows:

Ms. Fah Mahanavanont, Chief Financial Officer, presented to the Meeting that to comply with Article 36 of the Company's Articles of Association, which requires that the Annual General Meeting of Shareholders consider the appropriation of profits, and pursuant to Section 116 of the Public Limited Companies Act B.E. 2535 (1992) and Article 48 of the Company's Articles of Association, which require the Company to allocate at least 5 percent of its annual net profit, after deduction of accumulated losses brought forward (if any), to a legal reserve until such reserve reaches at least 10 percent of the Company's registered capital.

The Company has a policy to pay dividends to shareholders at a rate of not less than 50 percent of the net profit based on the Company's separate financial statements, after deduction of corporate income tax and allocations to all required reserves in accordance with applicable laws and the Company's Articles of Association in each year, provided that there are no accumulated losses in the shareholders' equity.

However, such dividend payment may be subject to change depending on necessity and appropriateness as determined by the Board of Directors, taking into consideration various factors for the best interests of the shareholders, including economic conditions, operating results, financial position, liquidity, cash flow, the need for working capital, business expansion, future investment plans, and other factors as deemed appropriate by the Board of Directors.

The Company's operating results for the year ended December 31, 2025, the Company reported a net profit of Baht 157,219,523.48. It was therefore proposed that the Annual General Meeting of Shareholders consider the following details:

1. To consider and approve the allocation of net profit for the year 2025 as a legal reserve at the rate of 5 percent of the annual net profit, amounting to Baht 7,860,976.17, resulting in the Company's legal reserve as at December 31, 2025 totaling Baht 76,901,930.14, equivalent to 0.6 percent of the Company's

- registered capital, and the Company has retained earnings remaining unappropriated as at December 31, 2025 in the amount of Baht 287,803,066.05.
2. To consider and approve the dividend payment from the operating results for the year 2025 from the net profit of 2025, which is derived from profits exempt from corporate income tax, at the rate of Baht 0.10 per share, totaling Baht 75,209,783.20. In determining such dividend payment, the Company has taken into consideration its operating results, financial position, liquidity, and the adequacy of its cash flow after the dividend payment. In this regard, if the shareholders' meeting resolves to approve such dividend payment, the record date for determining the shareholders entitled to receive the dividend will be May 5, 2026, and the dividend payment date will be May 25, 2026.

For comparison of dividend payments from the operating results for the years 2025 and 2024, the details are as follows:

2025 Operating Results	2024 Operating Results
Propose dividend payment at the rate of Baht 0.10 per share, totaling Baht 75,209,783.20	No dividend payment
In line with the Company's dividend policy	

The Meeting then invited shareholders to raise any questions regarding the allocation of net profit for the year 2025 as a legal reserve and the payment of dividends from the operating results for the year 2025; however, no questions were raised.

Dr. Areepong Bhoocha-oom subsequently proposed that the Meeting of Shareholders approve the allocation of net profit for the year 2025 as a legal reserve in the amount of Baht 7,860,976.17 and approve the dividend payment from the operating results for the year 2025 from the net profit of 2025, which is derived from profits exempt from corporate income tax, at the rate of Baht 0.10 per share, totaling Baht 75,209,783.20, whereby this agenda item shall be approved by a majority of the votes of the shareholders attending the Meeting and casting their votes.

Resolution: After due consideration, the Meeting unanimously resolved to approve the allocation of net profit for the year 2025 as a legal reserve in the amount of Baht 7,860,976.17 and approved the dividend payment from the operating results for the year 2025 from the net profit of 2025, which is derived from profits exempt from corporate income tax, at the rate of Baht 0.10 per share, totaling Baht 75,209,783.20, as proposed. The votes were cast as follows:

Approved	685,928,232	Votes,	Equivalent to	100.0000%
Disapproved	0	Vote,	Equivalent to	0.0000%
Abstained	0	Vote,		
Voided ballot	0	Vote		

Agenda 4 To consider and approve the election of directors in place of those retiring by rotation.

Dr. Areepong Bhoocha-oom, assigned Ms. Rotjana Udomthongkon, The Secretary of the Nomination and Remuneration Committee presented the election of directors in place of those retiring by rotation for the Meeting's consideration as follows:

Ms. Rotjana Udomthongkon, The Secretary to the Nomination and Remuneration Committee, informed the Meeting that, in accordance with good corporate governance principles, five directors who were due to retire by rotation attended the Meeting, namely: (1) Dr. Kulpatra Sirodom, (2) Pol.Gen.Jate Mongkolhutthi, (3) Dr. Buranawong Sowapru, (4) Mr.Vachara Tuntariyanond and (5) Mrs. Kittiya Todhanakasem. All five directors expressed their intention to temporarily leave the Meeting during the consideration of this agenda item.

To comply with Section 71 of the Public Limited Companies Act B.E. 2535 (1992) and Article 17 of the Company's Articles of Association, which stipulate that at every Annual General Meeting of Shareholders, one-third (1/3) of the directors shall retire by rotation; if the number of directors cannot be divided into three equal parts, the number nearest to one-third (1/3) shall retire, and the directors who retire by rotation may be re-elected.

At the 2026 Annual General Meeting of Shareholders, there were five directors due to retire by rotation, namely:

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| 1. | Dr. Kulpatra | Sirodom | Independent Director, Chairman of the Audit Committee and Member of the Corporate Governance and Sustainability Committee. |
| 2. | Pol.Gen. Jate | Mongkolhutthi | Independent Director and Chairman of the Anti-corruption Committee. |
| 3. | Dr. Buranawong | Sowapru | Independent Director, Chairman of the Nomination and Remuneration Committee, Chairman of the Transformation Committee and Member of the Risk Oversight Committee. |
| 4. | Mr. Vachara | Tuntariyanond | Independent Director. |
| 5. | Mrs. Kittiya | Todhanakasem | Independent Director, Chairman of the Risk Oversight Committee, Member of the Nomination and Remuneration Committee and Member of the Transformation Committee. |

In the nomination of directors, the Company provided shareholders with the opportunity to propose qualified persons for consideration for election as directors during the period from October 1, 2025 to December 30, 2025, through the communication channels of the Stock Exchange of Thailand and the Company's

website, in accordance with the principles of good corporate governance for listed companies. Upon the expiration of the specified period, it appeared that no shareholder proposed any candidate for consideration for election as a director.

The Board of Directors, excluding interested directors, carefully and prudently considered the qualifications of each individual as proposed by the Nomination and Remuneration Committee, taking into account the diversity of the Board structure, as well as the qualifications, knowledge, expertise, and competencies of the Board of Directors (Board Skills Matrix), to ensure alignment with the Company's business strategies. The Board of Directors is of the opinion that all five directors possess qualifications that fully comply with the Company's nomination criteria and process, as well as the Public Limited Companies Act B.E. 2535 (1992) and relevant regulations of the Capital Market Supervisory Board. They also meet the Company's independent director qualifications and are able to perform their duties and express opinions independently. In the past, all five independent directors have duly performed their duties as directors and members of sub-committees, making significant contributions to the Company's operations. They have devoted sufficient time to their roles and have been able to provide independent opinions for the best interest of the Company.

With respect to the 2 independent directors who are due to retire by rotation, namely (1) Dr. Kulpatra Sirodom and (2) Pol.Gen. Jate Mongkolhutthi, if the 2026 Annual General Meeting of Shareholders resolves to re-elect them as directors for another term, both individuals will have served as independent directors for more than 9 years in 2027. In this regard, the Board of Directors has carefully considered and is of the opinion that both independent directors possess extensive experience, knowledge, and expertise beneficial to the Group's business operations, have a strong understanding of the Group's business, structure, and operating context, and are able to provide valuable recommendations on strategic direction and business policies, which are beneficial to the Company and its shareholders as a whole. In addition, both directors continue to maintain their independence in the performance of their duties, with no relationships or interests that may give rise to conflicts of interest. They also continue to play an important role in effective corporate governance under a balanced Board structure with appropriate checks and balances.

It was therefore proposed that the Annual General Meeting of Shareholders consider and approve the re-election of the five directors who are due to retire by rotation to hold office as directors and members of sub-committees for another term. The profiles of the nominated individuals, including qualifications required of independent directors, have been sent to shareholders together with the Notice of the Meeting.

The Meeting then invited shareholders to raise any questions regarding the election of directors in place of those retiring by rotation; however, no questions were raised.

Dr. Areepong Bhoocha-oom therefore proposed that the Meeting of Shareholders consider and approve the election of directors in place of those retiring by rotation. Each nominated individual shall be elected individually and shall be approved by a majority of the votes of the shareholders attending the Meeting and casting their votes.

1. Dr. Kulpatra Sirodom

Resolution: After due consideration, the Meeting unanimously resolved to re-elect Dr. Kulpatra Sirodom as the Company's director and member of sub-committees for another term, in the same positions held prior to her retirement by rotation, as proposed, as proposed. The votes were cast as follows:

Approved	685,928,232	Votes,	Equivalent to	100.0000%
Disapproved	0	Vote,	Equivalent to	0.0000%
Abstained	0	Vote,		
Voided ballot	0	Vote		

2. Pol.Gen.Jate Mongkolhutthi

Resolution: After due consideration, the Meeting unanimously resolved to re-elect Pol.Gen.Jate Mongkolhutthi as the Company's director and member of sub-committees for another term, in the same positions held prior to his retirement by rotation, as proposed, as proposed. The votes were cast as follows:

Approved	685,928,232	Votes,	Equivalent to	100.0000%
Disapproved	0	Vote,	Equivalent to	0.0000%
Abstained	0	Vote,		
Voided ballot	0	Vote		

3. Dr. Buranawong Sowapru

Resolution: After due consideration, the Meeting unanimously resolved to re-elect Dr. Buranawong Sowapru as the Company's director and member of sub-committees for another term, in the same positions held prior to his retirement by rotation, as proposed, as proposed. The votes were cast as follows:

Approved	685,928,232	Votes,	Equivalent to	100.0000%
Disapproved	0	Vote,	Equivalent to	0.0000%
Abstained	0	Vote,		
Voided ballot	0	Vote		

4. Mr.Vachara Tuntariyanond

Resolution: After due consideration, the Meeting unanimously resolved to re-elect Mr.Vachara Tuntariyanond to hold office as the Company's director for another term. The votes were cast as follows:

Approved	685,928,232	Votes,	Equivalent to	100.0000%
Disapproved	0	Vote,	Equivalent to	0.0000%
Abstained	0	Vote,		
Voided ballot	0	Vote		

5. Mrs. Kittiya Todhanakasem

Resolution: After due consideration, the Meeting unanimously resolved to re-elect Mrs. Kittiya Todhanakasem as the Company's director and member of sub-committees for another term, in the same positions held prior to her retirement by rotation, as proposed. The votes were cast as follows:

Approved	685,928,232	Votes,	Equivalent to	100.0000%
Disapproved	0	Vote,	Equivalent to	0.0000%
Abstained	0	Vote,		
Voided ballot	0	Vote		

Prior to proceeding with Agenda Item 5, Dr. Kulpatra Sirodom, Pol.Gen.Jate Mongkolhutthi, Dr. Buranawong Sowapru, Mr.Vachara Tuntariyanond and Mrs. Kittiya Todhanakasem were invited to return to the Meeting.

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

Dr. Areepong Bhoocha-oom assigned Dr. Buranawong Sowapru, Chairman of the Nomination and Remuneration Committee, to present the determination of directors' remuneration for the year 2026 for the Meeting's consideration, as follows:

Dr. Buranawong Sowapru, Chairman of the Nomination and Remuneration Committee, presented to the Meeting that to comply with Section 90 of the Public Limited Companies Act B.E. 2535 (1992) and Article 36 of the Company's Articles of Association, which require that directors' remuneration be approved by the shareholders' meeting, and Article 22, which provides that directors are entitled to receive remuneration in the form of reward, meeting allowance, gratuity, bonus, or other benefits as determined by the shareholders' meeting.

In determining directors' remuneration, the Company takes into consideration the appropriateness in relation to the scope of duties and responsibilities assigned, as well as benchmarking against other listed companies on the Stock Exchange of Thailand of similar size and within comparable industries. The remuneration must be at an appropriate and competitive level sufficient to attract and retain qualified directors to effectively perform their duties and achieve the Company's business objectives for sustainable operations, under a transparent process to ensure confidence among shareholders.

For the year 2025, the Company paid total remuneration to the Board of Directors and sub-committees in the aggregate amount of Baht 11,750,000. In this regard, Mr. Charoen Sirivadhanabhakdi, Chairman of the Board of Directors, declared his intention to forgo his remuneration for the year 2025, in accordance with the conditions approved by the 2025 Annual General Meeting of Shareholders. Details of directors' remuneration for the year 2025 are set out in the Company's 2025 Annual Report (Form 56-1 One Report) as Attachment No. 1.

The Board of Directors has considered the determination of directors' remuneration for the year 2026 as proposed by the Nomination and Remuneration Committee, taking into account the appropriateness in relation to the scope of authority, duties, and responsibilities of each committee, as well as the directors' knowledge, capabilities, experience, and performance under the current circumstances, including the Company's business expansion needs, and benchmarking against the directors' remuneration of listed companies on the Stock Exchange of Thailand in similar industries and of comparable size.

The Board of Directors deemed it appropriate to propose that the Annual General Meeting of Shareholders consider and approve the directors' remuneration for the year 2026 within a total limit not exceeding Baht 20,000,000, which is the same as that of the year 2025, The structure and rates of remuneration remain unchanged from the previous year, comprising monthly remuneration and meeting allowances, with no other benefits. Directors who receive a regular salary from the Company are not entitled to monthly directors' remuneration or meeting allowances. The details are summarized as follows:

The Remuneration of the Board of Directors and Sub-committees	2026		2025	
	Monthly Compensation (Baht/Person/Month)	Meeting Allowance (Baht/Person/Meeting)	Monthly Compensation (Baht/Person/Month)	Meeting Allowance (Baht/Person/Meeting)
1) Board of Directors				
• Chairman	60,000	10,000	60,000	10,000
• Vice Chairman	45,000	5,000	45,000	5,000
• Directors	35,000	5,000	35,000	5,000
2) Audit Committee				
• Chairman	50,000	None	50,000	None
• Directors	40,000	None	40,000	None
3) Other sub-committees appointed by the Board of Directors				
• Chairman	40,000	None	40,000	None
• Directors	30,000	None	30,000	None
	<ul style="list-style-type: none"> Directors who receive a regular salary from the Company shall not be entitled to receive monthly compensation and meeting allowance. No other benefits. 		<ul style="list-style-type: none"> Directors who receive a regular salary from the Company shall not be entitled to receive monthly compensation and meeting allowance. No other benefits. 	

Remark: Mr. Charoen Sirivadhanabhakdi, the Chairman of the Board, declared his intention to forgo his remuneration for the year 2026.

The Meeting then invited shareholders to raise any questions regarding the determination of directors' remuneration for the year 2026; however, no questions were raised.

Dr. Areepong Bhoocha-oom therefore proposed that the Meeting of Shareholders consider and approve the determination of directors' remuneration for the year 2026. The resolution for this agenda item shall be approved by a vote of not less than two-thirds (2/3) of the total number of votes of the shareholders attending the Meeting.

Resolution: After due consideration, the Meeting unanimously resolved to approve the directors' remuneration for the year 2026 at the amount of not exceeding Baht 20,000,000 as proposed. The votes were cast as follows:

Approved	685,928,232	Votes,	Equivalent to	100.0000%
Disapproved	0	Vote,	Equivalent to	0.0000%
Abstained	0	Vote,	Equivalent to	0.0000%
Voided ballot	0	Vote	Equivalent to	0.0000%

Agenda 6 To consider and approve the appointment of the auditor and determination of the audit fee for the year 2026.

Dr. Areepong Bhoocha-oom assigned Dr. Kulpatra Sirodom, Chairman of the Audit Committee, to present the matter regarding the appointment of the Company's auditor and the determination of the audit fee for the year 2026 for the Meeting's consideration as follows:

Dr. Kulpatra Sirodom, Chairman of the Audit Committee, informed the Meeting that to comply with Section 120 of the Public Limited Companies Act B.E. 2535 (1992) and Article 36 of the Company's Articles of Association, which require that the Annual General Meeting of Shareholders appoint the auditor and determine the audit fee of the Company on an annual basis, whereby the same auditor may be re-appointed.

In addition, the relevant notifications of the Securities and Exchange Commission require listed companies to implement auditor rotation if the same auditor has performed duties in reviewing, auditing, and expressing an opinion on the Company's financial statements for a total of 7 fiscal years, whether consecutively or not. Such auditor may be re-appointed after a lapse of at least 5 consecutive fiscal years.

For the year 2025, the Company's auditor is Ms. Sureerat Thongarunsang, Certified Public Accountant No. 4409, of KPMG Phoomchai Audit Co., Ltd. ("KPMG"), who has performed the review, audit, and expressed an opinion on the Company's financial statements for a certain period, which does not exceed the term prescribed by the Securities and Exchange Commission.

For the selection of the Company’s auditor for the year 2026, the Audit Committee has considered and selected the auditor based on performance, experience, personnel readiness, recognized professional standards, independence, audit fees, and other relevant factors as proposed by the auditors. The Audit Committee is of the opinion that such criteria are appropriate and therefore deems it appropriate to propose the appointment of the auditor from KPMG Phoomchai Audit Co., Ltd. as the auditor of the Company and its subsidiaries, as they have performed their duties with responsibility, are able to complete the review and audit of the financial statements within the prescribed timeframe, have consistently maintained high standards of performance, possess expertise in auditing, maintain independence in reviewing, auditing, and expressing opinions on the Company’s financial statements, and have proposed reasonable audit fees.

It was therefore proposed that the Annual General Meeting of Shareholders consider and approve the appointment of the auditor and the determination of the audit fee for the year 2026 as follows:

1. To consider and approve the appointment of the auditors from KPMG Phoomchai Audit Co., Ltd. as the Company’s auditors for the year 2026, with the following names:

Auditor’s Name	Certified Public Accountant Number	Number of Years Signed to Certify the Company’s Financial Statements	Number of Years as the Company’s Auditor
(1) Ms. Sureerat Thongarunsang or	4409	1 year	2 years
(2) Mr. Chokechai Ngamwutikul or	9728	4 years	8 years
(3) Ms. Charinrat Noprampa or	10448	-	2 years
(4) Mr. Jedsada Leelawatanasuk	11225	-	3 years

Any one of the auditors shall be authorized to audit and sign the auditor’s report of the Company. In the event that any of the aforementioned auditors is unable to perform his or her duties, KPMG Phoomchai Audit Co., Ltd. shall be authorized to appoint another certified public accountant of KPMG Phoomchai Audit Co., Ltd. with equivalent qualifications to perform the duties in his or her place.

2. To consider and approve the determination of the audit fee for the year 2026 in the amount of Baht 3,400,000 (excluding value added tax), representing a decrease of Baht 650,000 or 16% compared to the year 2025. The details of the audit fee for the years 2026 and 2025 are as follows:

Details	The audit fee (Baht)		
	2026 (proposed)	2025	Increase / (Decrease)
(1) Annual Audit Fee	1,900,000	2,143,000	(11%)
(2) Quarterly Financial Statement Review	1,500,000	1,907,000	(21%)
Total	3,400,000	4,050,000	(16%)

For non-audit fee in 2025, the Company and its subsidiaries paid audit-related expenses, such as travel and photocopying expenses, to KPMG Phoomchai Audit Co., Ltd., totaling Baht 578,122.93. The audit fees for the year 2025 have been fully recognized as expenses in the Company's financial statements.

For the year 2026, non-audit fee of the auditors will be based on the actual services rendered and actual expenses incurred by the Company.

In addition, the auditors from KPMG Phoomchai Audit Co., Ltd. will also serve as the auditors for the Company's subsidiaries for the year 2026, namely: (1) Southeast Life Insurance Public Company Limited, (2) Indara Insurance Public Company Limited, (3) Southeast Capital Company Limited, (4) Southeast Money Company Limited, (5) Southeast Money Retail Company Limited, (6) Rod Dee Det Auto Company Limited, (7) Pro Garage Company Limited, and (8) Thai Group Services Company Limited, with total audit fees amounting to Baht 13,300,000.

In this regard, the auditors from KPMG Phoomchai Audit Co., Ltd., who are auditors of the Company and its subsidiaries, are independent, perform their audit in accordance with auditing standards, and are approved by the Office of the Securities and Exchange Commission. They have no relationship or conflict of interest with the Company, its subsidiaries, management, major shareholders, or related persons in a manner that would impair their independence. Therefore, they are able to perform their duties and express opinions on the Company's financial statements independently. None of the auditors has signed the Company's financial statements for a period exceeding that prescribed by the relevant regulations. In addition, the auditors have audited companies within the Thai Group for several years, possess a good understanding of the Group's business operations, and are able to provide useful recommendations, including guidance on TFRS 17 and other relevant matters. The Board of Directors will oversee the preparation of the Company's financial statements to ensure efficiency and completion within the prescribed timeframe.

The profiles of the auditors proposed for the year 2026 have been provided to shareholders together with this Notice of the Meeting, as Attachment No. 4.

The Meeting then invited shareholders to raise any questions regarding the appointment of the auditor and the determination of the audit fee for the year 2026; however, no questions were raised.

Dr. Areepong Bhoocha-oom therefore proposed that the Meeting consider and approve the appointment of the auditor and the determination of the audit fee for the

year 2026. The resolution for this agenda item shall be approved by a majority vote of the shareholders attending the meeting and casting their votes.

Resolution: After due consideration, the Meeting unanimously resolved to approve the appointment of the auditors and determination of the audit fee for the year 2026. The auditors appointed were Ms. Sureerat Thongarunsang CPA License No. 4409 or, Mr. Chokechai Ngamwutikul CPA License No. 9728 or, Ms. Charinrat Noprampa CPA License No. 10448 or, Mr. Jedsada Leelawatanasuk CPA License No. 11225, all from KPMG Phoomchai Audit Co., Ltd., as the Company’s auditors for the year 2026 with the audit fee at amount of Baht 3,400,000 (excluding VAT), as proposed. The votes were cast as follows:

Approved	685,928,232	Votes,	Equivalent to	100.0000%
Disapproved	0	Vote,	Equivalent to	0.0000%
Abstained	0	Vote,		
Voided ballot	0	Vote		

Agenda 7 To consider and approve the reduction of the Company’s registered capital and the amendment to Clause 4 (Registered Capital) of the Company’s Memorandum of Association to reflect the reduction of the Company’s registered capital.

Dr. Areepong Bhoocha-oom informed the Meeting that Agenda Item 7, 8 and 9 are related matters concerning the reduction of registered capital, the increase of registered capital under the General Mandate, and the allocation of newly issued ordinary shares. He then assigned Mr. Anon Chonmaitree, Investor Relations, to present this agenda item for the Meeting’s consideration as follows:

Mr. Anon Chonmaitree, Investor Relations, then presented to the Meeting that, in order to comply with Section 136 of the Public Limited Companies Act B.E. 2535 which provides that a company may increase its registered capital beyond the amount on record only after all registered shares have been issued and fully paid the Company must first reduce its registered capital by cancelling the unissued and unreserved ordinary shares. At present, there are 451,258,698 such shares, each with a par value of Baht 10.00. This reduction is a prerequisite to the proposed general mandate to increase registered capital set out in Agenda Item 8 and 9.

It was proposed that the Annual General Meeting consider and approve a reduction of the Company’s registered capital by Baht 4,512,586,980, from Baht 12,033,565,300 to Baht 7,520,978,320, by cancelling of 451,258,698 ordinary shares with a par value of Baht 10.00 each and the amendment to Clause 4 (Registered Capital) of the Company’s Memorandum of Association to be read as follows:

“Clause 4 Registered Capital 7,520,978,320 Baht (seven thousand five hundred twenty million nine hundred seventy eight thousand three hundred twenty Baht)

Divided to	752,097,832 Shares	(seven hundred fifty two million ninety seven thousand eight hundred thirty two shares)
Par value of	10.00 Baht	(ten Baht)
Comprised of		
Ordinary shares	752,097,832 shares	(seven hundred fifty two million ninety seven thousand eight hundred thirty two shares)
Preferred shares	-None -	(-)"

It was further proposed that the Meeting grant authority to the Board of Directors, or any person designated by the Board or an authorized director, to undertake all necessary and related actions in connection with the capital reduction and the amendment of Article 4 (Registered Capital) of the Memorandum of Association with the Department of Business Development, Ministry of Commerce, including the power to amend wording or take any actions as required by the Registrar.

The Meeting then invited shareholders to raise any questions regarding the proposed reduction of the Company's registered capital and the amendment to Article 4 of the Company's Memorandum of Association to reflect such reduction. No questions were raised.

Dr. Areepong Bhoocha-oom then proposed that the Meeting consider and approve the reduction of the Company's registered capital and the amendment to Clause 4 regarding the registered capital of the Company's Memorandum of Association to reflect the reduction of the Company's registered capital. This agenda item requires approval by a vote of not less than three-fourths (3/4) of the total votes of the shareholders attending the meeting and entitled to vote.

Resolution: After due consideration, the Meeting unanimously resolved to approve the reduction of the Company's registered capital in the amount of Baht 4,512,586,980 from current registered capital of Baht 12,033,565,300 to new registered capital of Baht 7,520,978,320 by cancelling 451,258,698 unissued and unreserved ordinary shares, with a par value of Baht 10.00 per share. Also resolved to approve the amendment to Clause 4 (Registered Capital) of the Company's Memorandum of Association to reflect the reduction of the Company's registered capital. The Board of Directors or any person designated by the Board of Directors or the authorized directors shall be authorized to take any actions as necessary and related to the reduction of the registered capital and the amendment to Clause 4 (Registered Capital) of the Company's Memorandum of Association. The votes were cast as follows:

Approved	685,928,232	Votes,	Equivalent to	100.0000%
Disapproved	0	Vote,	Equivalent to	0.0000%
Abstained	0	Vote,	Equivalent to	0.0000%
Voided ballot	0	Vote		

Agenda 8 To consider and approve the increase of the Company’s registered capital under the General Mandate and amendment to Clause 4 (Registered Capital) of the Company’s Memorandum of Association to reflect the increase of the Company’s registered capital.

Dr. Areepong Bhoocha-oom assigned Mr. Anon Chonmaitree, Investor Relations, to present the increase of the Company’s registered capital under the General Mandate and amendment to Clause 4 regarding the registered capital of the Company’s Memorandum of Association to reflect the increase of the Company’s registered capital as follows:

Mr. Anon Chonmaitree, Investor Relations Officer, then presented to the Meeting that, pursuant to the shareholders’ resolution under Agenda 7 approving the reduction of the Company’s registered capital, he now proposed that the Annual General Meeting consider and approve an increase of the Company’s registered capital to support the Company’s future business objectives and expansion plans, it may be necessary to raise additional funds to support business growth, ensure sustainable profitability, and facilitate the operations of the Company within the Thai Group. To enhance operational flexibility, support business expansion, and ensure that operations align with the Company’s risk management policy, a general mandate capital increase (General Mandate) will enable the Company to efficiently and timely raise additional funds when required, allowing for the rapid issuance of new ordinary shares in a manner appropriate to prevailing circumstances.

Accordingly, it was proposed that the Annual General Meeting consider and approve the increase of the Company’s registered capital under the General Mandate amounted of Baht 4,512,586,980 from the existing registered capital of Baht 7,520,978,320 to the new registered capital of Baht 12,033,565,300 by issuing 451,258,698 newly issued ordinary shares at a par value of Baht 10.00 each and the amendment to Clause 4 (Registered Capital) of the Company’s Memorandum of Association to be read as follows:

“Clause 4 Registered Capital	12,033,565,300 Baht	(twelve thousand thirty three million five hundred sixty five thousand three hundred Baht)
Divided to	1,203,356,530 Shares	(one thousand two hundred three million three hundred fifty six thousand five hundred thirty shares)
Par value	10.00 Baht	(ten Baht)
Comprised of		
Ordinary shares	1,203,356,530 shares	(one thousand two hundred three million three hundred fifty six thousand five hundred thirty shares)
Preferred shares	-None -	(-)”

It was further proposed that the Meeting grant authority to the Board of Directors, or any person designated by the Board or an authorized director, to undertake all necessary and related actions in connection with the capital increase and the amendment of Clause 4 (Registered Capital) of the Memorandum of Association with the Department of Business Development, Ministry of Commerce, including the power to amend wording or take any actions as required by the Registrar.

The Meeting was then invited to raise any questions regarding the increase of the Company's registered capital under the General Mandate and the amendment to Clause 4 of the Memorandum of Association regarding the registered capital to reflect such increase. No questions were raised by the shareholders.

Dr. Areepong Bhoocha-oom then proposed that the Meeting consider and approve the increase of the Company's registered capital under the General Mandate and the amendment to Clause 4 regarding the registered capital of the Memorandum of Association to reflect such increase. This agenda item requires approval by a vote of not less than three-fourths (3/4) of the total votes of the shareholders attending the meeting and entitled to vote.

Resolution: After due consideration, the Meeting resolved to approve the increase of the Company's registered capital under the General Mandate amounted of Baht 4,512,586,980 from the existing registered capital of Baht 7,520,978,320 to the new registered capital of Baht 12,033,565,300, by issuing 451,258,698 new ordinary shares at a par value of Baht 10.00 per share. Also resolved to approved the amendment to Clause 4 regarding the registered capital of the Company's Memorandum of Association to reflect the increase of the Company's registered capital accordingly. The Board of Directors, or any person authorized by the Board of Directors, or the authorized directors, shall be empowered to take any actions necessary and related thereto in connection with the increase of the Company's registered capital and the amendment to Clause 4 regarding registered capital of the Company's Memorandum of Association, as proposed, by not less than three-fourths (3/4) of the total votes of shareholders attending the Meeting and entitled to vote. The votes were cast as follows:

Approved	685,928,132	Votes,	Equivalent to	99.9999%
Disapproved	100	Vote,	Equivalent to	0.0001%
Abstained	0	Vote,	Equivalent to	0.0000%
Voided ballot	0	Vote		

Agenda 9 To consider and approve the allocation of newly issued ordinary shares under the General Mandate in the amount of 451,258,698 shares at a par value of Baht 10 per share.

Dr. Areepong Bhoocha-oom assigned Mr. Anon Chonmaitree, Investor Relations, to present the allocation of newly issued ordinary shares under the General Mandate in the amount of 451,258,698 shares at a par value of Baht 10 per share as follows:

Mr. Anon Chonmaitree, Investor Relations, presented to the Meeting that, following the approval of the capital increase under the General Mandate in Agenda Item 8, the Meeting was requested to consider and approve the allocation of the Company's newly issued ordinary shares as follows:

1. not exceeding 225,629,349 shares, representing 30 percent of the Company's paid-up capital, by way of a Right Offering;
2. not exceeding 150,419,566 shares, representing 20 percent of the Company's paid-up capital, by way of a Public Offering;
3. not exceeding 75,209,783 shares, representing 10 percent of the Company's paid-up capital, by way of a Private Placement

Including proposing that the Board of Directors be authorized to undertake actions relating to the allocation of the newly issued shares, as well as the amendment to Clause 4 of the Memorandum of Association, as follows:

1. to consider an offering of shares in a single or multiple offering. In allocating the newly issued ordinary shares by any or all of the methods under Method 1, Method 2 and Method 3 as mentioned above, the allocated amount shall not exceed 30 percent of the total paid-up capital or 225,629,349 shares as at the date on which the Board of Directors approves the capital increase. Nevertheless, in the case of the allocation in accordance with Method 2 and Method 3, the increased paid-up capital shall not exceed 20 percent of the total paid-up capital or 150,419,566 shares as at the date on which the Board of Directors approves the capital increase;
2. to specify the objectives, number of days and times of offering, offering price, including details and conditions related to the allocation of newly issued ordinary shares. The allocation of the newly issued ordinary shares under Methods 2 and 3 as mentioned above must not be allotted to the connected persons. (According to the Notification of the Capital Market Supervisory Board No. TorChor. 21/2551 Re: Rules on Connected Transaction and the announcement of the Stock Exchange of Thailand regarding the disclosure of information and the operations of listed companies in related transactions 2546 (2003)). In relation to the offering of shares to private placement, it must not be a low-price public offering (according to the SEC announcement regarding permission and permission to offer shares to the public or to the specific investors). To determine the offering price of newly issued shares to the specific investors must be in order to maintain the best interests of the Company and the shareholders, provided that the price must not be lower than any of the following prices:
 - a) a weighted average of the share price trading on the Stock Exchange of Thailand for no less than 7 consecutive trading days but no longer than 15 consecutive trading days before the date on which the offering price is determined, and the discount must not exceed 10 percent of such price; or

- b) a price determined under the process that allows the investors to express their intention to purchase the newly-issued shares of the Company at the desired price (Book Building), which is surveyed by a securities company (pursuant to the criteria prescribed under Notification of the Capital Market Supervisory Board No. TorChor. 72/2558, Re: Approval of Offering for Sale of Newly-Issued Shares by Listed Companies to Specific Investors (including any amendment thereto)).
3. To negotiate, agree to sign related documents and contracts, and take any other necessary actions appropriately in connection with the issuance and offering of the newly issued ordinary shares.

In this regard, the allocation of such capital increase shares must be completed by the date the Company arranges for the next Annual General Meeting of shareholders or within the date required by law to hold the next Annual General Meeting of shareholders, whichever comes first.

The Meeting then invited shareholders to raise any questions regarding the allocation of newly issued ordinary shares under the General Mandate in the amount of 451,258,698 shares at a par value of Baht 10 per share; however, no questions were raised.

Dr. Areepong Bhoocha-oom therefore proposed that the Annual General Meeting of Shareholders consider and approve the allocation of newly issued ordinary shares under the General Mandate in the amount of 451,258,698 shares, with a par value of Baht 10 per share. The resolution for this agenda item shall be passed by a majority vote of the shareholders attending the Meeting and casting their votes.

Resolution: After due consideration, the Meeting resolved to approve the allocation of the Company's newly issued ordinary shares under the General Mandate in the amount of 451,258,698 shares, with a par value of Baht 10 per share, as proposed, by a majority vote of the shareholders attending the Meeting and casting their votes. The votes were cast as follows:

Approved	685,928,132	Votes,	Equivalent to	99.9999%
Disapproved	100	Vote,	Equivalent to	0.0001%
Abstained	0	Vote		
Voided ballot	0	Vote		

Agenda 10 To consider other matters (if any).

-None-

Dr. Areepong Bhoocha-oom informed the Meeting that all agenda items as set out in the Notice of the Meeting had been duly considered, and no shareholder raised any further questions or proposed any additional matters for consideration.

On behalf of the Board of Directors, Dr. Areepong Bhoocha-oom, Vice Chairman of the Board, expressed his appreciation to the shareholders, directors, and executives for attending the Meeting, and declared the Meeting adjourned at 11:43 A.M.

(Dr. Areepong Bhoocha-oom)
Chairman of the Meeting

(Ms. Rotjana Udomthongkon)
The Company Secretary and minutes taker