



**Minutes of the 2026 Annual General Meeting of Shareholders  
Supreme Distribution Public Company Limited**

---

**Date, time, and venue of the Meeting**

The 2026 Annual General Meeting of Shareholders of Supreme Distribution Public Company Limited (the “Company”) was held on April 22, 2026 at 2:00 p.m. at the Hole In One Meeting Room, Phothalai Bangkok, No. 28, Soi Yothin Phatthana 3, Praditmanutham Road, Khlong Chan Subdistrict, Bang Kapi District, Bangkok 10240.

**The Meeting commenced at 2:00 p.m.**

Mr. Woodtipong Moleechad, Chairman of the Board of Directors, acted as the Chairman of the Meeting (the “**Chairman**”). The Chairman assigned Ms. Achiraya Rabiabnaveenurak to act as the Moderator of the Meeting (the “**Moderator**”).

The Moderator welcomed the shareholders attending the Meeting and informed the Meeting that this Annual General Meeting of Shareholders was conducted as a physical meeting at the Hole In One Meeting Room, Phothalai Bangkok, No. 28, Soi Yothin Phatthana 3, Praditmanutham Road, Khlong Chan Subdistrict, Bang Kapi District, Bangkok 10240. A barcode system was used for registration and vote counting to ensure the accuracy, efficiency, and transparency of the Meeting.

The Moderator further informed the Meeting that the Company had determined the Record Date for shareholders entitled to attend the 2026 Annual General Meeting of Shareholders on March 6, 2026, with a total of 1,911 shareholders entitled to attend the Meeting.

At this Meeting, 12 shareholders attended in person, representing a total of 315,162,578 shares, and 49 proxies attended, representing a total of 269,427,933 shares. In total, 61 shareholders and proxies attended the Meeting, representing 584,590,511 shares, or 78.99872% of the Company’s total issued and paid-up shares of 740,000,000 shares. The quorum was thus duly constituted in accordance with Article 37 of the Company’s Articles of Association, which requires that there be not less than 25 shareholders and proxies (if any), or not less than one-half of the total number of shareholders, whichever is lower, and that the total number of shares represented be not less than one-third of the total issued shares.

Before the Meeting commenced, the Moderator introduced the Directors, the Auditor, the Legal Advisor, and other attendees present at the Meeting, as listed below:

**Directors attending the Meeting**

- |    |                          |   |
|----|--------------------------|---|
| 1. | Mr. Woodtipong Moleechad | Chairman of the Board, Independent Director,<br>Chairman of the Audit Committee   |
| 2. | Mr. Theerawat Katanyukul | Independent Director, Member of the Audit Committee,<br>Chairman of the Nomination and Remuneration Committee   |
| 3. | Ms. Umaporn Chaiyapheka  | Independent Director, Member of the Audit Committee,<br>Member of the Nomination and Remuneration Committee,<br>Member of the Risk Management Committee |



4. Mr. Panuwat Khantamoleekul Director, Chairman of the Executive Committee, Chairman of the Risk Management Committee, Chief Executive Officer
5. Mr. Panupong Khantamoleekul Director, Member of the Executive Committee, Deputy Chief Executive Officer
6. Ms. Nongrak Mukdar Director, Member of the Executive Committee, Member of the Risk Management Committee, Chief Financial Officer
7. Ms. Suporn Manomaiphan Director, Deputy Chairman of the Executive Committee, Member of the Nomination and Remuneration Committee
8. Ms. Pantharee Manomaiphan Director, Member of the Executive Committee, Member of the Risk Management Committee, Chief Operating Officer

The Company has a total of 8 directors, all of whom attended the Meeting, representing 100.00% of the total number of directors.

#### **Executives and Other Attendees**

1. Ms. Panida Sithisarnwathanachai Assistant Chief Executive Officer
2. Mr. Nitid Khantamoleekul Assistant Corporate Performance Focus and Transformation Senior Manager
3. Ms. Rojanan Chamchoo Senior Accounting and Finance Manager
4. Ms. Phatthaporn Pompieng Company Secretary and Minutes Taker
5. Ms. Wariya Asanani Assistant Company Secretary

#### **Auditors and Legal Advisors attending the Meeting**

1. Mr. Bunyarit Thanormcharoen Auditor, KPMG Phoomchai Audit Ltd.
2. Ms. Nasutha Sattayhatevar Auditor, KPMG Phoomchai Audit Ltd.
3. Mr. Chalintorn Nipattasuj Legal Advisor, Thammanipat Co., Ltd.
4. Mr. Somchay Khantha Legal Advisor, Thammanipat Co., Ltd.
5. Ms. Yada Na Thalang Legal Advisor, Thammanipat Co., Ltd.

#### **Shareholder Rights Protection Volunteer from the Thai Investors Association**

1. Mr. Supachai Namkiatsakul

The Chairman then welcomed all shareholders and attendees and declared the 2026 Annual General Meeting of Shareholders open. The Chairman also assigned the Moderator to explain the voting procedures and the vote counting process for each agenda item to the Meeting.

The Moderator explained the voting procedures and vote counting process for the 2026 Annual General Meeting of Shareholders, with details as follows:



### **Voting Procedures**

1. Only shareholders wishing to cast a vote of disapproval or abstention are required to mark their ballots accordingly. The ballots are distributed to all shareholders upon registration. The Chairman requested the officers to collect the ballots for vote counting and announce the voting results to the Meeting.
2. Any shareholder who does not cast a vote on the ballot or fails to submit the ballot to the officers shall be deemed to have approved the agenda item as proposed by the Chairman.

### **Procedures for Vote Counting**

1. The method of voting shall be based on one share one vote and the majority of votes shall be deemed as a resolution except as stated otherwise by law, In the event of an equality of vote, the Chairman shall be entitled to a second or casting vote.
2. For vote counting in each agenda item, disapproval and/or abstention votes shall be deducted from the total number of votes cast by the shareholders present at the Meeting. The remainder of the votes will be counted as approval. The number of votes cast by the proxy has already been included in the Proxy Form. Those votes were recorded at the time of registration
3. If any shareholder desires to leave the Meeting and already vote on the ballots in advance, please contact the officials, except for their voting in approval.
4. The voting results will be announced for votes as approval, disapproval, abstention. In each agenda item, the quorum will be based on the latest number of shares held by attendants present in the Meeting.

### **Expressing opinions and Asking Questions**

- If any shareholder desires to make inquiries or give any comments, please ask the questions and express their opinions relating to the agenda item, if any shareholder wishes to make inquiries or express their opinions irrelevant to the agenda item, please makes inquiries or expresses their opinions after the Meeting has been adjourned, as all of the agenda items had been previously determined, and in order to ensure a smooth order of the Meeting.
- With respect to asking questions and expressing opinions, the shareholders shall be required to notify their name, surname, and attendance status e.g., attending in person or by proxy, in order to record the details in the minutes of the Meeting with accuracy and completeness.

### **Privacy Notice**

The Company hereby provides the Privacy Notice for the 2026 Annual General Meeting of Shareholders. Shareholders may refer to the details as set out on pages 2–4 of the Invitation to the Meeting. In addition, the Company requests permission to record photographs and video footage of the Meeting, both in still and moving images, for use as supporting information in the preparation of the minutes of the Meeting and for the Company’s public relations purposes.

### **Opportunity for Shareholders to Participate in Advance**

The Company has provided shareholders with the opportunity to propose agenda items for inclusion in the agenda of the 2026 Annual General Meeting of Shareholders, to nominate qualified candidates with knowledge, competence, and appropriate qualifications for election as directors, as well as to submit questions in advance for the Meeting. The said opportunity was open from November 14, 2025, to December 31, 2025. It was found that no shareholders proposed any agenda items, nominated any candidates for directorship, or submitted any advance questions.



**The agenda items for the 2026 Annual General Meeting of Shareholders are as follows:**

- Agenda 1:** To consider and approve the minutes of the Extraordinary General Meeting of Shareholders No. 1/2025.
- Agenda 2:** To acknowledge the report on the utilization of proceeds from the Initial Public Offering (IPO) as of December 31, 2025.
- Agenda 3:** To acknowledge the Company's operating results for the year 2025.
- Agenda 4:** To consider and approve the Company's financial statements for the year ended December 31, 2025.
- Agenda 5:** To consider and approve the appropriation of net profit as a legal reserve and the dividend payment for the year 2025.
- Agenda 6:** To consider the election of directors in place of those retiring by rotation.
- Agenda 7:** To consider and approve directors' remuneration for the year 2026.
- Agenda 8:** To consider and approve the appointment of the auditors and the determination of the audit fee for the year 2026.
- Agenda 9:** Other matters (if any).

**For the voting conditions of each agenda item, the details are as follows:**

- Agenda 2 and Agenda 3:** These are for acknowledgment only; therefore, no voting is required.
- Agenda 1, Agenda 4, Agenda 5, Agenda 6, and Agenda 8:** These require approval by a majority vote of the shareholders attending the Meeting and casting their votes.
- Agenda 7:** This requires approval by not less than two-thirds (2/3) of the total votes of shareholders attending the Meeting.
- Agenda 9:** No voting is required.

In order to ensure transparency in the vote counting process for each agenda item, the meeting moderator invited shareholders to observe the vote counting as witnesses. In this regard, Miss Teechadaphun Sundos, a shareholder attending the Meeting in person, volunteered to act as a representative of the shareholders and serve as a witness in the vote counting process.

Thereafter, the Chairman inquired whether any shareholders had any questions or required further clarification regarding the meeting procedures, voting methods, or vote counting process as explained by the meeting moderator. As no shareholders raised any questions or comments, the Chairman then proceeded to the consideration of the agenda items as specified in the Notice of the 2026 Annual General Meeting of Shareholders.

**Agenda 1: To consider and approve the minutes of the Extraordinary General Meeting of Shareholders No. 1/2025.**

The Chairman proposed that the Meeting consider and approve the minutes of the Extraordinary General Meeting of Shareholders No. 1/2025, which was held on October 22, 2025. The details were set out in the copy of the minutes previously distributed to shareholders together with the Notice of this Meeting.



The Chairman invited shareholders to raise any questions or express their opinions regarding this agenda item. As no shareholders raised any questions or comments, the Chairman then requested the Meeting to cast their votes and informed the Meeting that this agenda item required approval by a majority vote of the shareholders attending the Meeting and casting their votes.

**Resolution:**

The Meeting, by a majority vote of the shareholders attending the Meeting and casting their votes, resolved to approve the minutes of the Extraordinary General Meeting of Shareholders No. 1/2025.

Voting result concluded the resolution of the Meeting as follows:

Number of shareholders	61 persons	Eligible for	584,590,511	votes
Approved	584,590,511	votes equivalent to	100.0000	percent
Disapproved	0	votes equivalent to	0	percent
Abstained	0	votes equivalent to	0	percent
Voided Ballot	0	votes equivalent to	0	percent
Total	584,590,511	votes equivalent to	100.0000	percent

**Agenda 2: To acknowledge the report on the utilization of proceeds from the Initial Public Offering (IPO) as of December 31, 2025**

The Chairman assigned Mr. Panuwat Khantamoleekul, Chief Executive Officer, to report to the Meeting on the utilization of proceeds from the Initial Public Offering (IPO) as of December 31, 2025.

Mr. Panuwat Khantamoleekul reported that, according to the resolution of the Board of Directors' Meeting No. 7/2025, held on September 26, 2025, the Board approved the revision of the utilization plan for the IPO proceeds. The revision involved reallocating an amount of THB 110 million from Objective No. 2 to Objective No. 1, to be used as working capital for supporting large-scale project bidding. As a result, the allocation under Objective No. 1 increased from THB 230 million to a total of THB 340 million.

In this regard, the Company had already reported such revision of the utilization plan to the Extraordinary General Meeting of Shareholders No. 1/2025, held on October 22, 2025, for acknowledgment.

In addition, the Board of Directors' Meeting No. 1/2026, held on February 19, 2026, resolved to propose that the 2026 Annual General Meeting of Shareholders acknowledge the report on the utilization of proceeds from the Initial Public Offering (IPO) as of December 31, 2025. The Company has disclosed such information via the Stock Exchange of Thailand's disclosure system on January 13, 2026. The details are as follows:

(Unit: THB million)

Objectives	Estimated amount of utilization	Remaining balance as of 30 Jun 2025	Adjustment	Amount after adjustment	Actual proceeds utilization from 1 Jul 2025 to 31 Dec 2025	Remaining balance as of 31 Dec 2025	Estimated Utilization Period
1. To support funding for large-scale project bidding.	230	230	110	340	213	127	Within 2027
2. To invest in business acquisitions to expand the company's existing operations (Mergers & Acquisitions)	110	110	(110)	-	-	-	Within 2027



Objectives	Estimated amount of utilization	Remaining balance as of 30 Jun 2025	Adjustment	Amount after adjustment	Actual proceeds utilization from 1 Jul 2025 to 31 Dec 2025	Remaining balance as of 31 Dec 2025	Estimated Utilization Period
3. To use as working capital for business operations and other activities	109	58	-	58	58	-	Within 2025
<b>Total</b>	<b>449</b>	<b>398</b>	<b>0</b>	<b>398</b>	<b>271</b>	<b>127</b>	

The Chairman invited shareholders to raise any questions or express their opinions regarding this agenda item. As no shareholders raised any questions or comments, the Chairman informed the Meeting that this agenda item was for acknowledgment; therefore, no voting was required.

**Resolution:**

The Meeting acknowledged the report on the utilization of proceeds from the Initial Public Offering (IPO) as of December 31, 2025.

**Agenda 3: To acknowledge the Company’s operating results for the year 2025**

The Chairman assigned Mr. Panuwat Khantamoleekul, Chief Executive Officer, to present a summary of the Company’s operating results for the year 2025 to the Meeting, the details of which are as follows:

**Operating Results of the Company**

In 2025, the Company recorded total revenue of THB 1,567.47 million, representing an increase of THB 697.77 million, or 80.22%, compared to 2024. The increase was primarily driven by revenue from the rental business, which remained the Company’s main source of income. The Company also reported a net profit of THB 160.99 million, an increase of THB 23.86 million, or 17.40%, from the previous year, reflecting improved overall business performance.

**Revenue Breakdown by Business Segment:**

In 2025, revenue from the rental business accounted for 54.17% of total revenue, while sales and installation contributed 32.08%, maintenance and repair services accounted for 13.14%, and other income represented 0.61% of total revenue.

**Revenue Breakdown by Customer Type:**

In 2025, revenue from government sector customers amounted to THB 1,242.72 million, representing 79.77% of total revenue, while revenue from private sector customers and individuals amounted to THB 315.20 million, representing 20.23% of total revenue.

Comparison of revenue by customer type for 2024 and 2025

(Unit: THB million)

Customer Segments	Y2024	Y2025
Public sector customers	534.57	1,242.72
Private sector and individual customers	318.04	315.20
<b>Total</b>	<b>852.61</b>	<b>1,557.92</b>



**Gross Profit and Gross Profit Margin**

In 2025, the Company recorded gross profit of THB 300.50 million, an increase compared to 2024 and 2023, which recorded gross profit of THB 260.14 million and THB 290.82 million, respectively.

However, the gross profit margin in 2025 was 19.29%, which decreased compared to 2024 and 2023, which recorded gross profit margins of 30.51% and 23.15%, respectively.

Gross Profit (THB million) and Gross Profit Margin (%) by Year



**Net Profit and Net Profit Margin**

In 2025, the Company reported net profit of THB 160.99 million, increasing from THB 137.13 million in 2024 and THB 156.59 million in 2023, respectively.

However, the net profit margin in 2025 was 10.27%, which decreased compared to 15.77% in 2024 and 12.27% in 2023.

Net Profit (THB million) and Net Profit Margin (%) by Year

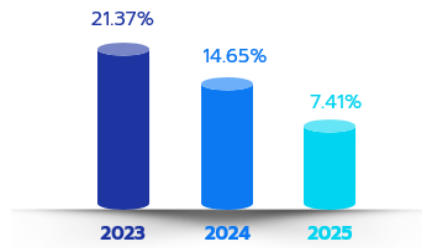




### **Financial Ratios**

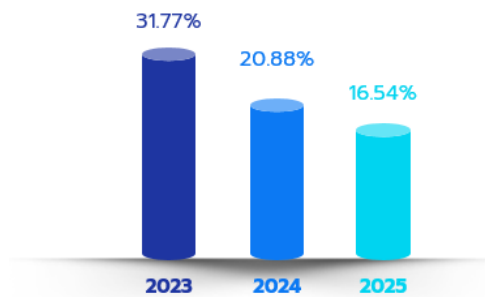
In 2025, the Company's return on assets (ROA) was 7.41%, which decreased compared to 14.65% in 2024 and 21.37% in 2023, respectively.

Return on Assets (%): ROA



In 2025, the Company's return on equity (ROE) was 16.54%, which decreased compared to 20.88% in 2024 and 31.77% in 2023, respectively.

Return on Equity (%): ROE



In 2025, the Company's debt-to-equity ratio (D/E Ratio) was 2.11 times, which increased compared to 0.29 times in 2024 and 0.77 times in 2023, respectively.

Total Liabilities and Debt-to-Equity (D/E) Ratio



The Chief Executive Officer further reported that the increase in such ratio was attributable to the Company's investment in rental assets, particularly computer equipment provided to government agencies.

In addition, the Chief Executive Officer informed shareholders that further details of the Company's operations can be found in the 2025 Annual Report (Form 56-1 One Report), which has been made available on the Company's website.



The backlog as of 31 December 2025, together with the estimated revenue recognition, is summarized as follows:

(Unit: THB million)

	Type of Business	Y2026	Y2027 onward	Total
1.	Sales and Installation business	26.14	0.63	26.77
2.	Maintenance and Repair service	116.49	131.81	248.30
3.	Leases business	829.15	2,226.82	3,715.97
	<b>Total</b>	<b>971.78</b>	<b>3,019.26</b>	<b>3,991.04</b>

#### **Anti-Corruption**

The Company places importance on conducting its business with transparency, accountability, and adherence to good corporate governance principles. The Company is committed to preventing and combating corruption for the benefit of shareholders, stakeholders, and all related parties. In this regard, the Company has established a written anti-corruption policy and provided whistleblowing channels through the Company's website.

In addition, the Company was certified as a member of the Thai Private Sector Collective Action Against Corruption (CAC) for the first time in March 2026, and has continuously communicated its policies and practices.

The Chairman invited shareholders to raise any questions or express their opinions regarding this agenda item. As no shareholders raised any questions or comments, the Chairman informed the Meeting that this agenda item was for acknowledgment; therefore, no voting was required.

#### **Resolution:**

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

#### **Agenda 4: To consider and approve the Company's financial statements for the year ended December 31, 2025**

The Chairman assigned Ms. Nongrak Mukdar, Chief Financial Officer, to present the Company's financial statements for the fiscal year ended December 31, 2025 to the Meeting.

Ms. Nongrak Mukdar reported that the Company's financial statements for the fiscal year ended December 31, 2025 were audited by the certified public auditor of KPMG Phoomchai Audit Ltd., who expressed an unqualified opinion that the financial statements present fairly, in all material respects, the Company's financial position and operating results in accordance with the financial reporting standards. The said financial statements have been reviewed and approved by the Audit Committee and the Board of Directors.

Details of the statement of financial position, the statement of comprehensive income, and the Management Discussion and Analysis (MD&A) for the year 2025 are set out in the 2025 Annual Registration Statement/Annual Report (Form 56-1 One Report), Part 3, pages 269–287 and 83–89, respectively. The Company has already provided such information to shareholders in the form of a QR Code together with the Notice of the Meeting. The key highlights are summarized as follows:



(Unit: THB million)

Assets			Increase/ (Decrease)	Increase/ (Decrease)
	Dec 31, 2025	Dec 31, 2024	Amount	%
Current Assets	1,363.93	700.69	663.24	94.66
Non-current Assets	1,777.02	502.11	1,274.91	253.91
Total Assets	3,140.95	1,202.80	1,938.15	161.14

**The Company's total assets increased due to the following key changes:**

1. Cash and cash equivalents decreased as a result of investments in rental equipment and dividend payments made in 2025.
2. Finance lease receivables increased by THB 699.64 million, primarily from a project involving the leasing of educational equipment to an educational institution and a state enterprise, which was delivered in the fourth quarter of 2025.
3. Inventories, property, plant and equipment (rental assets), and tax credits increased due to the procurement of computer systems, notebooks, and tablets for contracts scheduled for delivery in 2026, covering the sales and installation business, rental business, and service business.

(Unit: THB million)

Liabilities and Shareholders' Equity			Increase/ (Decrease)	Increase/ (Decrease)
	Dec 31, 2025	Dec 31, 2024	Amount	%
Current Liabilities	2,078.65	228.83	1,849.82	808.38
Non-current Liabilities	51.02	38.88	12.14	31.22
Total Liabilities	2,129.67	267.71	1,861.96	695.51
Total Shareholders' Equity	1,011.28	935.10	76.18	8.15

**The Company's liabilities and shareholders' equity changed significantly as follows:**

1. Total liabilities increased by THB 1,861.96 million compared to 2024, mainly due to higher trade payables and other payables arising from purchases of goods for lease projects delivered in the fourth quarter of 2025, which remained outstanding and not yet due for payment.
2. Shareholders' equity increased compared to 2024, primarily due to total comprehensive income for 2025 amounting to THB 157.58 million. On the other hand, the Company also paid dividends for the year 2024 in the amount of THB 81.40 million.

(Unit: THB million)

Statement of Comprehensive Income			Increase/ (Decrease)	Increase/ (Decrease)
	Dec 31, 2025	Dec 31, 2024	Amount	%
Total Revenue	1,567.47	869.77	697.70	80.22
Total Expenses	1,365.39	701.34	664.05	94.68
Net Profit	160.99	137.13	23.86	17.40
Earnings per Share	0.22	0.20	0.02	10.00



The Chairman invited shareholders to raise any questions or express their opinions regarding this agenda item. As no shareholders raised any questions or comments, the Chairman then requested the Meeting to cast their votes and informed the Meeting that this agenda item required approval by a majority vote of the shareholders attending the Meeting and casting their votes.

**Resolution:**

The Meeting, by a majority vote of the shareholders attending the Meeting and casting their votes, resolved to approve the audited financial statements of the Company for the fiscal year ended December 31, 2025.

**Voting result concluded the resolution of the Meeting as follows:**

Number of shareholders	61	persons	Eligible for	584,590,511	votes
Approved	584,590,511	votes	equivalent to	100.0000	percent
Disapproved	0	votes	equivalent to	0	percent
Abstained	0	votes	equivalent to	0	percent
Voided Ballot	0	votes	equivalent to	0	percent
Total	584,590,511	votes	equivalent to	100.0000	percent

**Agenda 5: To consider and approve the appropriation of net profit as a legal reserve and the dividend payment for the year 2025.**

The Chairman assigned Ms. Nongrak Mukdar, Chief Financial Officer, to present to the Meeting the details regarding the appropriation of net profit as a legal reserve and the dividend payment for the year 2025.

Ms. Nongrak Mukdar reported that, pursuant to Sections 115 and 116 of the Public Limited Companies Act B.E. 2535 (1992) and Articles 48–51 of the Company’s Articles of Association, dividend payment must be approved by the shareholders’ meeting, and dividends shall not be paid if the Company has accumulated losses. The Company is required to allocate not less than 5% of its annual net profit (after deducting accumulated losses brought forward, if any) to a legal reserve until such reserve reaches at least 10% of the registered capital.

The Company has a policy to pay dividends of not less than 40% of its net profit after tax and legal reserves. However, such dividend payment may vary depending on the Company’s operating results, investment plans, liquidity, and other necessities or appropriateness in the future, provided that it does not have a significant impact on the Company’s operations. In addition, the Board of Directors may approve interim dividend payments from time to time when it is considered that the Company has sufficient profit, and such payments shall be reported to the shareholders’ meeting at the next meeting.



For the appropriation of net profit as a legal reserve and the dividend payment for the year 2025, the details are as follows:

1. The Company currently has registered capital of THB 370,000,000 and a legal reserve of THB 37,000,000, representing 10% of the registered capital, in compliance with Section 116 of the Public Limited Companies Act B.E. 2535 (1992) and Article 51 of the Company's Articles of Association. Therefore, no additional allocation to the legal reserve from the 2025 operating results is required.
2. The Company proposes to pay cash dividends for the 12-month operating period from January 1, 2025 to December 31, 2025. The Company reported net profit of THB 160,991,967 and proposes a dividend payment of up to THB 88,800,000, at the rate of THB 0.12 per share, representing 55.16% of net profit for 2025, in line with the Company's dividend policy. The dividends will be paid from net profits derived from non-BOI promoted activities (Non-BOI) and will be subject to withholding tax at the rate of 10%.

The details of the dividend payment are as follows:

Description	Date
Record Date for determining shareholders entitled to receive dividends	April 29, 2026
Dividend Payment Date	May 20, 2026

The Chairman invited shareholders to raise any questions or express their opinions regarding this agenda item. As no shareholders raised any questions or comments, the Chairman then requested the Meeting to cast their votes and informed the Meeting that this agenda item required approval by a majority vote of the shareholders attending the Meeting and casting their votes.

**Resolution:**

The Meeting, by a majority vote of the shareholders attending the Meeting and casting their votes, resolved as follows:

1. To approve no additional allocation of net profit for the year 2025 to the legal reserve, as the Company has already met the statutory requirement.
2. To approve the dividend payment for the year 2025 in cash at the rate of THB 0.12 per share, totaling not exceeding THB 88,800,000, with the dividend payment date scheduled for May 20, 2026.

**Voting result concluded the resolution of the Meeting as follows:**

Number of shareholders	61	persons	Eligible for	584,590,511	votes
Approved	584,590,511	votes	equivalent to	100.0000	percent
Disapproved	0	votes	equivalent to	0	percent
Abstained	0	votes	equivalent to	0	percent
Voided Ballot	0	votes	equivalent to	0	percent
Total	584,590,511	votes	equivalent to	100.0000	percent



**Agenda 6: To consider the election of directors in place of those retiring by rotation.**

The Chairman assigned Mr. Theerawat Katanyukul, Chairman of the Nomination and Remuneration Committee, to present the details of this agenda item to the Meeting.

Mr. Theerawat Katanyukul reported to the Meeting that, pursuant to Section 71 of the Public Limited Companies Act B.E. 2535 (1992) and Article 18 of the Company's Articles of Association, at each Annual General Meeting of Shareholders, one-third (1/3) of the total number of directors, or the number closest to one-third, shall retire from office. For the first and second years following the Company's conversion into a public company, the directors to retire shall be determined by drawing lots. In subsequent years, the directors who have held office for the longest period shall retire. Retiring directors are eligible for re-election.

At present, the Company has a total of eight (8) directors. At the 2026 Annual General Meeting of Shareholders, three (3) directors are due to retire by rotation, as follows:

No.	Name-Surname	Position
1	Mr. Panuwat Khantamoleekul	Director
2	Ms. Nongrak Mukdar	Director
3	Ms. Suporn Manomaiphan	Director

In order to comply with good corporate governance principles and to allow shareholders to consider and vote independently, the three (3) directors who were due to retire by rotation temporarily left the meeting room during the consideration of this agenda item.

Mr. Theerawat Katanyukul further reported that, in the nomination of directors, the Company had provided shareholders with the opportunity to propose qualified candidates for election as directors during the period from November 14, 2025 to December 31, 2025 through the Stock Exchange of Thailand's disclosure system and the Company's website. Upon the expiry of such period, it appeared that no shareholders proposed any candidates for consideration as directors.

The Nomination and Remuneration Committee therefore undertook the nomination process by considering candidates with appropriate qualifications, knowledge, capabilities, experience, and good professional track records, as well as leadership, vision, integrity, ethics, and positive attitudes toward the organization. Consideration was also given to the candidates' ability to devote sufficient time to the Company to support its operations. In addition, the Committee placed importance on board diversity and prepared a Board Skills Matrix to determine the desired qualifications of directors, taking into account the required and missing skill sets, as well as the appropriateness in relation to the composition and structure of the Board, and the Company's business strategies and direction. The nomination process was conducted transparently to enhance shareholders' confidence and in accordance with the guidelines established by the Board of Directors.



The Nomination and Remuneration Committee (excluding interested directors) has considered the performance of the directors who are due to retire by rotation and is of the opinion that all three directors possess knowledge, capabilities, and experience that are beneficial to the Company's business operations. They have performed their duties with dedication and to the best of their abilities, and have consistently provided valuable contributions to the Company. The Nomination and Remuneration Committee has further considered that all three retiring directors have been nominated through the Company's established nomination process and possess qualifications in accordance with the applicable laws and regulations. They are deemed suitable for the Company's business and are able to perform their duties in compliance with the relevant rules. Therefore, the Nomination and Remuneration Committee resolved to propose to the Board of Directors to further propose the re-election of the three retiring directors to the 2026 Annual General Meeting of Shareholders for another term.

The Board of Directors (excluding interested directors) has duly considered and endorsed the proposal of the Nomination and Remuneration Committee, which is in accordance with the Company's nomination and selection process, the Company's Articles of Association, and applicable laws and regulations, as well as the Company's business strategies and direction. The Board has carefully and prudently considered the qualifications of each nominated individual.

The Board of Directors therefore deemed it appropriate to propose to the shareholders' meeting to re-elect the three retiring directors, namely Mr. Panuwat Khanthomleekul, Ms. Nongrak Mukdar, and Ms. Suporn Manomaiphan, to serve as directors for another term. All three nominees possess qualifications in accordance with the Public Limited Companies Act, as well as the requirements of the Securities and Exchange Commission and the Stock Exchange of Thailand, and do not have any prohibited characteristics under the relevant notifications of the Capital Market Supervisory Board. They also have the knowledge, capabilities, experience, and expertise beneficial to the Company's business, along with integrity, ethics, and compliance with the Company's code of conduct. In addition, they demonstrate vision, a positive attitude toward the organization, and readiness to fully perform their duties as directors and members of sub-committees, as assigned.

The Chairman invited shareholders to raise any questions or express their opinions regarding this agenda item. As no shareholders raised any questions or comments, the Chairman then requested the Meeting to cast their votes and informed the Meeting that this agenda item required approval by a majority vote of the shareholders attending the Meeting and casting their votes.

**Resolution:**

The Meeting, by a majority vote of the shareholders attending the Meeting and casting their votes, resolved to re-elect Mr. Panuwat Khantamoleekul, Ms. Nongrak Mukdar, and Ms. Suporn Manomaiphan as directors of the Company for another term.



**Voting result concluded the resolution of the Meeting as follows:**

**1) Mr. Panuwat Khantamoleekul, Director**

<b>Number of shareholders</b>	<b>61</b>	<b>persons</b>	<b>Eligible for</b>	<b>584,590,511</b>	<b>votes</b>
Approved	584,590,511	votes	equivalent to	100.0000	percent
Disapproved	0	votes	equivalent to	0.0000	percent
Abstained	0	votes	equivalent to	0.0000	percent
Voided Ballot	0	votes	equivalent to	0.0000	percent
Total	584,590,511	votes	equivalent to	100.0000	percent

**2) Ms. Nongrak Mukdar, Director**

<b>Number of shareholders</b>	<b>61</b>	<b>persons</b>	<b>Eligible for</b>	<b>584,590,511</b>	<b>votes</b>
Approved	584,590,511	votes	equivalent to	100.0000	percent
Disapproved	0	votes	equivalent to	0.0000	percent
Abstained	0	votes	equivalent to	0.0000	percent
Voided Ballot	0	votes	equivalent to	0.0000	percent
Total	584,590,511	votes	equivalent to	100.0000	percent

**3) Ms. Suporn Manomaiphan, Director**

<b>Number of shareholders</b>	<b>61</b>	<b>persons</b>	<b>Eligible for</b>	<b>584,590,511</b>	<b>votes</b>
Approved	584,590,511	votes	equivalent to	100.0000	percent
Disapproved	0	votes	equivalent to	0.0000	percent
Abstained	0	votes	equivalent to	0.0000	percent
Voided Ballot	0	votes	equivalent to	0.0000	percent
Total	584,590,511	votes	equivalent to	100.0000	percent

Prior to proceeding with Agenda 7, the Chairman invited the three (3) directors, who had temporarily left the meeting room during the consideration of Agenda 6, to return to the meeting room.

**Agenda 7: To consider and approve directors' remuneration for the year 2026**

The Chairman assigned Mr. Theerawat Katanyukul, Chairman of the Nomination and Remuneration Committee, to present the details of the directors' remuneration for the year 2026 to the Meeting.

Mr. Theerawat Katanyukul reported that the determination of directors' remuneration is based on appropriateness in relation to the duties and responsibilities of each director, and is benchmarked against listed companies on the Stock Exchange of Thailand within the same industry and of comparable size. Such remuneration must be at an appropriate level, sufficient to attract and retain qualified directors, enabling them to perform their duties effectively, and be aligned with the Company's business direction. The consideration process is conducted in a transparent manner to enhance shareholders' confidence.



The Nomination and Remuneration Committee has considered the directors' remuneration for the year 2026 by taking into account the number of directors, the Company's operating results, business size, duties and responsibilities, as well as the performance of each director. The Committee is of the opinion that such remuneration is appropriate, comparable to leading listed companies on the Stock Exchange of Thailand and those within the same industry, and sufficient to attract and retain qualified directors.

The Nomination and Remuneration Committee therefore deemed it appropriate to propose to the Board of Directors for further submission to the 2026 Annual General Meeting of Shareholders for approval of the remuneration of the Board of Directors and sub-committees, including special remuneration (bonus) for the year 2026, with the details as follows:

1) Monthly remuneration and meeting allowances (same rate as in 2025)

No.	Remuneration	Y2025		Y2026 (for approval)	
		Monthly Remuneration	Meeting Allowance (per meeting/person)	Monthly Remuneration	Meeting Allowance (per meeting/person)
<b>1</b>	<b>Board of Directors</b>				
	• Chairman	25,000	20,000	25,000	20,000
	• Member/ Independent Directors	20,000	15,000	20,000	15,000
	• Executive Directors	-	-	-	-
<b>2</b>	<b>Audit Committee</b>				
	• Chairman	-	20,000	-	20,000
	• Member	-	15,000	-	15,000
<b>3</b>	<b>Nomination and Remuneration Committee</b>				
	• Chairman	-	20,000	-	20,000
	• Member	-	15,000	-	15,000
<b>4</b>	<b>Risk Management Committee</b>				
	• Chairman	-	20,000	-	20,000
	• Member	-	15,000	-	15,000
	• Executive Directors	-	-	-	-
<b>5</b>	<b>Other benefits: - None-</b>				

2) **Special remuneration (bonus)**

The special remuneration (bonus) shall be determined at a rate not exceeding 1% of the dividends paid to shareholders for the year 2027 (if any), with the total amount not exceeding THB 1,000,000.

Directors and members of sub-committees who are executives or employees of the Company, or who are otherwise engaged by the Company and receive regular remuneration or other benefits, shall not be entitled to receive directors' remuneration in such capacity.



The Board of Directors has considered and approved the proposal of the Nomination and Remuneration Committee and deemed it appropriate to propose the same to the 2026 Annual General Meeting of Shareholders for approval.

The Chairman invited shareholders to raise any questions or express their opinions regarding this agenda item. As no shareholders raised any questions or comments, the Chairman then requested the Meeting to cast their votes and informed the Meeting that this agenda item required approval by not less than two-thirds (2/3) of the total number of votes of the shareholders attending the Meeting.

**Resolution:**

The Meeting, by not less than two-thirds (2/3) of the total number of votes of the shareholders attending the Meeting, resolved to approve the remuneration of the Board of Directors and sub-committees, including special remuneration (bonus), for the year 2026 as proposed.

**Voting result concluded the resolution of the Meeting as follows:**

Number of shareholders	61	persons	Eligible for	584,590,511	votes
Approved	584,590,511	votes	equivalent to	100.0000	percent
Disapproved	0	votes	equivalent to	0	percent
Abstained	0	votes	equivalent to	0	percent
Voided Ballot	0	votes	equivalent to	0	percent
Total	584,590,511	votes	equivalent to	100.0000	percent

**Agenda 8: To consider and approve the appointment of the auditors and the determination of the audit fee for the year 2026**

The Chairman assigned Ms. Umaporn Chaiyapheka, Member of Audit Committee, to present the details regarding the appointment of the auditors and the determination of the audit fee to the Meeting.

Ms. Umaporn Chaiyapheka reported that, pursuant to Section 120 of the Public Limited Companies Act B.E. 2535 (1992) and Article 58 of the Company’s Articles of Association, the Annual General Meeting of Shareholders is required to appoint the Company’s auditors annually. The retiring auditor may be re-appointed. The Meeting shall also determine the audit fee.

Currently, the Company’s auditor is Mr. Boonyarit Thanomcharoen, Certified Public Accountant No. 7900, from KPMG Phoomchai Audit Ltd. (“KPMG”), who has performed the review, audit, and expressed opinions on the Company’s financial statements from 2023 to 2025, totaling three (3) years.

For the appointment of the auditors for the year 2026, the Audit Committee has considered the auditors’ past performance, experience, resource readiness, auditing standards, independence, and the appropriateness of the audit fee. The Board of Directors has reviewed and agreed with the Audit Committee’s proposal and deemed it appropriate to propose to the 2026 Annual General Meeting of Shareholders to appoint the auditors from KPMG Phoomchai Audit Ltd. (“KPMG”), whereby any one of the following auditors shall be authorized to audit and sign the Company’s audit report.



In the event that any such auditor is unable to perform his or her duties, another auditor from the same firm shall be authorized to perform the audit in his or her place.

The names of the proposed auditors are as follows:

Name	Certified Public Accountant No.	Years of Audit Engagement	Signing of Financial Statements	Shareholding/Interest in the Company
1.Mr. Bunyarit Thanormcharoen	7900	3 Years	2023-2025	None
2.Ms. Sirinuch Surapaitoonkorn	8413	-	-	None
3.Mr. Yoottapong Soontalinka	10604	-	-	None

For the audit fee for the year 2026, the Board of Directors, upon the recommendation of the Audit Committee, deemed it appropriate to propose to the 2026 Annual General Meeting of Shareholders for consideration and approval of the Company's audit fee (the Company has no subsidiaries) in the total amount of THB 2,450,000, which is equal to that of the year 2025. Such audit fee excludes other service fees (Non-Audit Fee) and out-of-pocket expenses incurred during the course of services.

Details of the auditors' remuneration for the years 2025 and 2026 are as follows:

Auditors' Remuneration	Y2025	Y2026 (Proposed)
1. Audit Fee	1,220,000	1,220,000
2. Quarterly Financial Statements Review Fee	410,000	410,000
Total for 3 Quarters	1,230,000	1,230,000
3. Non-Audit Fee	None	None
<b>Total</b>	<b>2,450,000</b>	<b>2,450,000</b>

The Chairman invited shareholders to raise any questions or express their opinions regarding this agenda item. As no shareholders raised any questions or comments, the Chairman then requested the Meeting to cast their votes and informed the Meeting that this agenda item required approval by a majority vote of the shareholders attending the Meeting and casting their votes.

**Resolution:**

The Meeting, by a majority vote of the shareholders attending the Meeting and casting their votes, resolved to appoint Mr. Boonyarit Thanomcharoen, Certified Public Accountant No. 7900, Ms. Sirinuch Surapaitoonkorn, Certified Public Accountant No. 8413, and Mr. Yoottapong Soontalinka, Certified Public Accountant No. 10604, from KPMG Phoomchai Audit Ltd., as the Company's auditors for the fiscal year 2026, with the audit fee in the total amount of THB 2,450,000, which is equal to that of the year 2025, excluding other service fees (Non-Audit Fee) and out-of-pocket expenses.



**Voting result concluded the resolution of the Meeting as follows:**

Number of shareholders	61	persons	Eligible for	584,590,511	votes
Approved	584,590,511	votes	equivalent to	100.0000	percent
Disapproved	0	votes	equivalent to	0	percent
Abstained	0	votes	equivalent to	0	percent
Voided Ballot	0	votes	equivalent to	0	percent
Total	584,590,511	votes	equivalent to	100.0000	percent

**Agenda 9: Other matters (if any)**

The Chairman informed the Meeting that this agenda item was to provide shareholders with an opportunity to propose any other matters in addition to those specified in the Notice of the Meeting. However, for transparency and to ensure equal treatment of all shareholders, no additional agenda items for consideration should be proposed, as shareholders had already been given the opportunity to review the information in advance and some had already cast their votes.

The Company has complied with good corporate governance principles by providing shareholders with the opportunity to propose agenda items in advance during the period from November 14, 2025 to December 31, 2025 through the Stock Exchange of Thailand's disclosure system and the Company's website. It appeared that no shareholders proposed any additional agenda items.

The Chairman then asked the Meeting whether any shareholders wished to propose any other matters for consideration. Any such proposal must comply with the criteria under Section 105 of the Public Limited Companies Act B.E. 2535 (1992). It appeared that no shareholders proposed any additional matters.

The Chairman informed the Meeting that all agenda items as specified in the Notice of the Meeting had been duly considered. The Chairman then invited shareholders to raise any further questions or comments. A shareholder raised the following questions:

Mr. Supachai Numkiatsakul, proxy from the Thai Investors Association, asked whether the current war situation had any impact on the Company's operations.

Mr. Panuwat Khantamoleekul clarified that there was currently no direct impact on the Company's operations. The main impact was an increase in oil prices, resulting in a slight increase in logistics costs. However, for large-scale projects that had been initiated prior to the situation and were in the final stages, the impact was minimal.

Mr. Supachai Numkiatsakul further inquired whether the prices of imported goods were likely to increase.


Mr. Panuwat Khantamoleekul clarified that for large-scale projects, the Company had already locked in prices in advance; therefore, there was no impact on costs from such factors.

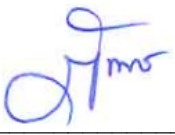
Mr. Supachai Numkiatsakul further asked whether a prolonged situation would affect the Company, particularly in relation to certain raw materials whose prices had started to increase.



Mr. Panuwat Khantamoleekul further clarified that there was currently no direct impact. However, certain information technology (IT) components, such as memory and chips, were experiencing shortages, leading to increased costs, which might have some impact on operations. The Company has, however, implemented plans to manage costs and enhance operational efficiency in the long term.

The Chairman asked the Meeting if there were any further questions or comments. As there were none, the Chairman expressed his appreciation to the shareholders for attending the Meeting and for their valuable comments, and declared the Meeting closed at 3:20 p.m.

Signed  Chairman of the Board and the Chairman of the Meeting  
(Mr. Woodtipong Moleechad)

Signed  Company Secretary and Minutes Taker  
(Ms. Phatthaporn Pompieng)