



## **SIAMRAJ PUBLIC COMPANY LIMITED**

### **INVITATION TO THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**APRIL 23, 2026 AT 1.30 P.M.**

**At the Conference room 3-4, 9th floor, Siamraj Public Company Limited**

**No. 289/9, Moo 10, Old Railway Road, Samrong, Phrapradaeng, SamutPrakarn**

Refrain to give the gift in accordance with the transparency policy and the guidelines that the good corporate governance. Campaign to reduce / dispense gifts at the Annual General Meeting of Shareholders. Snacks are also provided for the attending shareholders or proxies (1 per person)

March 23, 2026

Re: Invitation to the 2026 Annual General Meeting of Shareholders

To: Shareholders of Siamraj Public Company Limited (the “**Company**”)

- Enclosures:
1. Copy of the Minutes of the 2025 Annual General Meeting of Shareholders;
  2. 56-1 One Report for year 2025, in the form of QR (QR Code) and Copy of the statement of financial position and the profit and loss statement for the fiscal year ending on December 31, 2025;
  3. Profiles of the directors who are due to retire by rotation and will be nominated to be elected for another term;
  4. Details of the Warrants to Purchase the Ordinary Shares of Siamraj Public Company Limited Allocated to the Chief Executive Officer of the Company (ESOP Warrant);
  5. Capital Increase Report Form (F 53-4);
  6. Articles of Association relating to the meeting of shareholders;
  7. Guidelines for the registration, the appointment of proxies, documents and evidences required for attendees to present on the date of the meeting;
  8. Procedure for attendance at the Meeting of Shareholders;
  9. Proxy Forms A., B., and C.;
  10. Profiles of the Independent Directors for the appointment of proxies by shareholders and Definition of the Independent Directors;
  11. Map of the Meeting venue; and
  12. QR Code Downloading Procedures for the 2025 56-1 One Report;
  13. Privacy Notice

Board of Directors Meeting No. 1/2026 held on February 20, 2026 resolved to convene the 2026 Annual General Meeting of Shareholders on April 23, 2026 at 1.30 p.m. (registration is from 11.00 a.m. onwards), at the Conference room 3-4, 9<sup>th</sup> floor, Siamraj Public Company Limited No. 289/9, Moo 10, Old Railway Road, Samrong, Phrapradaeng, Samut Prakarn to consider the following agenda items:

**Agenda item 1**                      **Matters to be informed by the Chairman for acknowledgement**

**Remark:**                              This agenda is for acknowledgement only and no casting of votes is required.

**Agenda item 2**                      **To consider and adopt the Minutes of the 2025 Annual General Meeting of Shareholders**

**Facts and Rationale:**              The Company had prepared the Minutes of the 2025 Annual General Meeting of Shareholders held on April 24, 2025 and submitted to the Stock Exchange of Thailand (the “**SET**”) within 14 days from the date of the meeting as required by law, and submitted a copy thereof to the Ministry of Commerce as prescribed

by law, as well as publishing the said Minutes of the 2025 Annual General Meeting of Shareholders on the Company's website in order to be another portal to communicate with shareholders. No objections or requests to amend the said Minutes were submitted. Details are set out in **Enclosure 1** which has been sent to the shareholders together with this invitation.

Opinion of the Board of Directors:

The Board of Directors sees that the Minutes of the 2025 Annual General Meeting of Shareholders held on April 24, 2025 were correctly and completely recorded and deems it appropriate to propose to the shareholders meeting to adopt the said minutes.

**Remark:**

Resolution on this agenda shall be adopted by a majority vote of the shareholders attending the meeting and casting their votes.

**Agenda item 3**

**To consider and acknowledge the Company's business operation for the year 2025**

Facts and Rationale:

The Company has summarized the business operating results and the significant changes that occurred during the fiscal year ending December 31, 2025 in the annual report for year 2025, The details are shown in Part 3, Financial Statements of 56-1 One Report 2025, which are as set out in **Enclosure 2** which has been sent to the shareholders together with this invitation.

Opinion of the Board of Directors:

The Board of Directors deems it appropriate to propose to the shareholders meeting to acknowledge the operating results for the year 2026 and the significant changes that occurred during the year 2025, which has been sent to the shareholders with this invitation.

**Remark:**

This agenda item is for acknowledgement purposes only and no casting of votes is required.

**Agenda item 4**

**To consider and approve the statement of financial position and profit and loss statement of the Company for the fiscal year ending December 31, 2025**

Facts and Rationale:

The Company has prepared the financial statements and income statement for the fiscal year ending December 31, 2025, and these have been audited by the licensed auditor, reviewed by the Audit Committee and approved by the Board of Directors.

In addition, in order to be in accordance with Section 112 of the Public Limited Company Act B.E. 2535 (as amended) (the "**Public Limited Company Act**") and Article 39 of the Articles of Association of the Company, which prescribes that the Company has to prepare the financial statements and the comprehensive income statement at the end of each fiscal year to be proposed to the Annual General Meeting of Shareholders to consider and approve such financial statements and comprehensive income statement, therefore, the Board of Directors deems it appropriate to propose that the shareholders meeting consider and approve the financial statements and the comprehensive income statement for the fiscal year ending December 31, 2025 as detail shown in Part 3, Financial Statements of 56-1 One Report 2025, in **Enclosure 2** which has been sent to the shareholders together with this invitation.

The key summaries of the financial statements and the comprehensive income statement of the Company and the Subsidiaries of the Company are as follows:

| <b>FINANCIAL HIGHLIGHTS</b>                               | <b>2024</b> | <b>2025</b> |
|---|-------------|-------------|
| <b>Statement of Financial Position (THB in Million)</b>   |             |             |
| Current Assets  | 490.33      | 363.60      |
| Total Assets  | 2,080.12    | 1,894.20    |
| Current Liabilities                                       | 519.50      | 404.55      |
| Total Liabilities   | 1,426.95    | 1,299.20    |
| Equity attributable to owners of the parent               | 659.40      | 600.33      |
| <b>Statement of Comprehensive Income (THB in Million)</b> |             |             |
| Revenues from sales of goods and rendering of services    | 672.35      | 497.39      |
| Revenues from construction contracts                      | 193.38      | 124.67      |
| Total Revenues  | 865.73      | 622.06      |
| Cost and Operating Expenses                               | 825.41      | 619.84      |
| Profit(Loss) for the years of the continuing operation    | (37.87)     | (58.24)     |
| Profit (Loss) for the year from discontinued operations   | -           | -           |
| Profit(Loss) for the periods                              | (37.87)     | (58.24)     |

|   |                |                |
|---|----------------|----------------|
| <b>Profit (Loss) attributable to owners of the parent</b> | <b>(28.29)</b> | <b>(50.17)</b> |
|---|----------------|----------------|

Opinion of the Board of Directors:

The Board of Directors deems appropriate to propose to the shareholders meeting, 2026 to consider and approve the financial statement and the comprehensive income statement of the Company for the fiscal year ending December 31, 2025 which have been audited by the licensed auditor, reviewed by the Audit Committee and approved by the Board of Directors. Details are appeared in **Enclosure 2** which has been sent to the shareholders together with this invitation.

Remark:

Resolution in this agenda shall be approved by the majority vote of the shareholders attending the meeting and casting their votes.

Agenda item 5

**To consider and approve the non-allocation of profit as legal reserve from the Company’s business operation for the fiscal year ending December 31, 2025 and the omission of dividend payment from the Company’s business operation for the fiscal year ending December 31, 2025**

Facts and Rationale:

According to Section 116 of the Public Limited Company Act and Article 45 of the Articles of Association of the Company specify that the Company must allocate its annual net profit in the amount of not less than 5 percent of the total net profit of the year minus the accumulated losses (if any) until this reserve fund reaches an amount of not less than 10 percent of the registered capital. Nevertheless, in year 2025, the Company’ business operation has loss, therefore, the Company shall not be required to allocate the legal reserve.

The Company’s dividend allocation policy shall not less than 40 percent of the net profit after deduction of corporate taxation income and reserve fund as prescribed law. The Company shall consider the dividend payment under conditions to contribute high benefit for the shareholders mainly and the dividend payment should not affect the Company significantly operation. In this regard, the dividend payment can be changed and subject to the performance and financial statements, cash flow, the Company’s investment plan, necessity, other future appropriate reasons and other factors involved in the management of the company as deemed appropriate or appropriated opinion of the Board of Directors’. However, the Board of Directors’ resolution to allocate the dividend payment must be subsequently proposed to the Shareholders’ Meeting for approval except for the interim dividend payment that the Board of Directors has the authority to approve prior to informing to the subsequent Shareholders’ Meeting for acknowledgement.

According to the Section 115 of the Public Limited Company Act and Article 44 of the Articles of Association of the Company specify that no dividends shall be paid otherwise than out of profits, in the case where a company has incurred accumulated loss, no dividends may be paid. For year 2025, according to the separate financial statements and the company's consolidated financial statements It appeared that the company's operating results had a net profit of 2.47 million baht and a net loss of (the parent company) 50.17 million baht,

respectively resulted that the Company's accumulated loss as at the yearend 2025 was Baht 105.28 million and Baht 413.89 million respectively therefore, the Company shall not able to pay the dividend.

The comparisons of the dividend payment rates of the Company for the fiscal years ending December 31, 2023 to December 31, 2025 are as follows:

| Details of the dividend payment                    | Fiscal year ending December 31, 2025 (proposed) | Fiscal year ending December 31, 2024 | Fiscal year ending December 31, 2023 |
|--|---|--------------------------------------|--------------------------------------|
| 1. Net profit (Loss) (Baht per share) <sup>1</sup> | (0.0741)  | (0.0418)                             | (0.1742)                             |
| 2. Total Issued shares of the Company Shares)      | 676,700,000                                     | 676,700,000                          | 676,700,000                          |
| 3. Dividend amount per share (Baht)                | Omission Dividend Payment                       | Omission Dividend Payment            | Omission Dividend Payment            |
| 4. Total dividend amount (Baht)                    | Omission Dividend Payment                       | Omission Dividend Payment            | Omission Dividend Payment            |
| 5. Dividend payment ratio (percent)                | -   | -                                    | -                                    |

**Remark:** The weighted average number of shares used for the calculation of profit per share for the years 2025 and 2024 is equal to 676,700,000.00 shares.

Opinion of the Board of Directors:

The Board of Directors deems it appropriate to propose that the 2026 Annual General Meeting of Shareholders consider and approve the non-allocation of profit as legal reserve as prescribed by law and the omission of dividend payment from the operation of the Company for the fiscal year ending on December 31, 2025 due to the 2025 Company business's performance accumulated loss.

**Remark:**

Resolution on this agenda item shall be approved by a majority vote of the shareholders attending the meeting and casting their votes.

**Agenda item 6**

**To consider and approve the election of the Directors in replacement of the directors who retire from their terms by rotation**

Facts and Rationale:

Section 71 of the Public Limited Company Act and Clause 17 of the Articles of Association of the Company prescribes that, in each Annual General Meeting of Shareholders, one-third of the total number of the directors must retire by rotation. In the case that the number of directors cannot be divided into 3 proportions, the number of directors closest to one-third shall retire. Directors retiring by rotation may be re-elected.

In this regard, there are 3 directors who are due to retire by rotation at the 2026 Annual General Meeting of Shareholders, namely:

| Names of directors who are due to retire by rotation | Position   | Number of Board of Directors' meetings attended in the year 2025 | Number of Subcommittee meetings attended in the year 2025 | Number of terms of directorship of the Company |
|--|--|--|---|--|
| 1. Mr. Roj Burusratanabhand                          | Director, Vice Chairman, Independent Director, Chairman of the Audit Committee and Chairman of the Nomination and Remuneration Committee     | 7/7  | 8/8   | 11   |
| 2. Mr. Kiat Vimolchalao                              | Director, Chairman of Executive Committee, Chairman of the Risk Management Committee   | 7/7  | 6/17  | 11   |
| 3. Mr. Torchok Laoluechai                            | Director, Executive Director, Risk Management Committee, Executive Director and Managing Director of Techtronic Company Limited (Subsidiary) | 6/7  | 7/9   | 5  |

In this regard, the Nomination and Remuneration Committee (excluding the directors who are due to retire by rotation) has considered the qualifications of the directors who are due to retire by rotation at the 2026 Annual General Meeting of Shareholders and is of the opinion that such 3 directors are knowledgeable, experienced and skilful, which will benefit the Company's operations, and fully qualified, as well as not possessing any prohibited characteristics under the Public Limited Company Act, the Securities and Exchange Act B.E. 2535 (as amended) (the "**Securities and Exchange Act**") and other relevant regulations. Moreover, the person who will hold the position of Independent Director also possesses the qualifications of the Independent Director as prescribed in the definition of the Independent Directors of the Company, who be able to express their opinions independently and in accordance with relevant guidelines which is to the same as the definition

prescribed in the regulations of the Office of the Securities and Exchange Commission and the SET, as set out in **Enclosure 10**

In addition, Mr. Roj Burusratanabhand has been an independent director of the Company for more than 9 consecutive years from the date of first appointment (including the agenda proposed for appointment this time). However, his qualification is in accordance with the criteria of an independent director of the Stock Exchange of Thailand and the Company. He also has knowledge and well understanding of the Company's business, no affiliations or business relationships with the Company and is not directly associated with a shareholder of the Company. Therefore, he is able to express his opinion freely or make independent business judgment with a view to the best interest of the Company.. In addition, the Company passed a resolution at the Board of Directors' Meeting No. 4/2567 held on 25 July 2024, at which the reasons and necessity for proposing that Mr. Roj Burusratanabhand resume his position as a director were considered. The Board was of the view that there was still no other person with comparable qualifications, knowledge, and experience.

Therefore, the Board of Directors deems it appropriate to propose that the 2026 Annual General Meeting of Shareholders consider and elect all 3 retired directors who are due to retire by rotation to be the directors of the Company for another term. In this regard, the information of the directors who are due to retire by rotation and will be nominated to be directors of the Company for another term are set out in **Enclosure 3** which has been sent to the shareholders with this invitation.

In addition, the Company presented the opportunity to the shareholders of the Company to nominate candidates to be elected as directors in the 2026 Annual General Meeting of Shareholders during January 5, 2026 – February 6, 2026. Nonetheless, no shareholder has nominated any candidate for election in this meeting.

**Opinion of the  
Board of Directors:**

The Board of Directors, excluding those who have conflicts of interest, carefully and cautiously considered and agreed with the Nomination and Remuneration Committee's proposal. All three persons nominated this time have passed the screening process of the Nomination and Remuneration Committee and the Board of Directors. Those are person with knowledge, ability, experience and expertise that will be beneficial to the Company's operations as well as having qualifications suitable for the Company's business operations and complete qualifications including no prohibited characteristics according to relevant laws. Therefore, The Board of Directors deems it appropriate to propose that the 2026 Annual General Meeting of Shareholders consider and elect the following three directors who are due to retire by rotation to be directors of the Company for another term:

1. Mr. Roj Burusratanabhand

Director, Vice Chairman,  
Independent Director,  
Chairman of the Audit  
Committee and Chairman  
of the Nomination and  
Remuneration Committee

- |                           |  |
|---------------------------|--|
| 2. Mr. Kiat Vimolchalao   | Director, Chairman of Executive Committee, Chairman of the Risk Management Committee   |
| 3. Mr. Torchok Laoluechai | Director, Executive Director, Risk Management Committee, Executive Director and Managing Director of Techtronic Company Limited (Subsidiary) |

**Remark:**

Resolution on this agenda shall be approved by a majority vote of the shareholders attending the meeting and casting their votes. (In consideration of appointing directors to replace those who are due to retire by rotation, the Company shall consider and approve these individuals on a person-by-person basis.)

**Agenda item 7**

**To consider and approve the determination of the remunerations of the Board of Directors and Sub-committee of the Company for year 2026**

**Facts and Rationale:**

According to Section 90 of the Public Limited Company and Article 22 of the Articles of Association of the Company, the directors of the Company are eligible to receive remunerations from the Company in the form of rewards, meeting allowances, per diem allowances, bonuses or and in other forms as decided by the shareholder's meeting. In addition, such distribution of remunerations shall be specified in a fixed amount, or as a benchmark, or applicable from time to time, or applicable until the shareholders meeting resolves to change it. Moreover, the directors shall be entitled to receive any other welfare according to the Company's rules.

In this regard, the Nomination and Remuneration Committee has considered the propriety of the remuneration of the Board of Directors and the Subcommittee Members of the Company by thoroughly considering various factors, i.e.; the operating results of the Company, size of the Company's business and duties and responsibilities of the Board of Directors and Subcommittee Members of the Company, by comparing them with the remuneration rate of businesses that are in the same size Company. After due consideration, the Board of Directors deems it appropriate to propose that the 2026 Annual General Meeting of Shareholders consider and determine the remunerations of the Directors and Subcommittee Members of the Company for year 2026. The meeting attendance allowances shall be limited to the maximum number of times as follows:

1. Board of Directors does not exceed 10 times
2. Audit Committee does not exceed 5 times
3. the Nomination and Remuneration Committee does not exceed 3 times

| <b>Position</b>  | <b>Remuneration</b>              |
|--|----------------------------------|
| <b><u>Attendance fee</u></b>   |                                  |
| (1) the director of the Company  | Baht 12,000 per person/a meeting |
| (2) the member of the Audit Committee  | Baht 12,000 per person/a meeting |
| (3) the member of the Nomination and Remuneration Committee  | Baht 12,000 per person/a meeting |
| <b><u>Monthly Remuneration</u></b>   |                                  |
| (1) the Chairman of the Board of Directors   | Baht 40,000 per person/month     |
| (2) the Chairman of the Audit Committee  | Baht 25,000 per person/month     |
| (3) the member of the Audit Committee  | Baht 20,000 per person/month     |
| <b><u>Special remuneration for non-executive directors</u></b>   |                                  |
| 0.80 percent of the net profit for the year 2025   |                                  |
| <b><u>Non-financial remuneration</u></b>   |                                  |
| <ul style="list-style-type: none"> <li>• Annual check-up and health insurance with capital life of insurance one million baht</li> <li>• Dental or medical expenses exceeding health of insurance coverage 4,000 baht/year (accumulates to the next year is allowed).</li> </ul> |                                  |

In addition, the comparison of the remuneration of the Board of Directors and the Sub-committee of the Company for the year 2026 and the year 2025 are detailed as follows:

| <b>Position</b>                 | <b>Remuneration for the year 2026</b> | <b>Remuneration for the year 2025</b> |
|---------------------------------|---------------------------------------|---------------------------------------|
| <b><u>Attendance fee</u></b>    |                                       |                                       |
| (1) the director of the Company | Baht 12,000 per person/a meeting      | Baht 12,000 per person/a meeting      |

| <b>Position</b>  | <b>Remuneration for the year 2026</b>  | <b>Remuneration for the year 2025</b>  |
|--|--|--|
| (2) the member of the Audit Committee                          | Baht 12,000 per person/a meeting   | Baht 12,000 per person/a meeting   |
| (3) the member of the Nomination and Remuneration Committee    | Baht 12,000 per person/a meeting   | Baht 12,000 per person/a meeting   |
| <b><u>Monthly Remuneration</u></b>                             |  |  |
| (1) the Chairman of the Board of Directors                     | Baht 40,000 per person/month   | Baht 40,000 per person/month   |
| (2) the Chairman of the Audit Committee                        | Baht 25,000 per person/month   | Baht 25,000 per person/month   |
| (3) the member of the Audit Committee                          | Baht 20,000 per person/month   | Baht 20,000 per person/month   |
| <b><u>Special remuneration for non-executive directors</u></b> |  |  |
| Non-executive directors  | 0.80 percent of the net profit for the year 2025   | 0.80 percent of the net profit for the year 2024                                     |
| <b><u>Non-financial remuneration</u></b>                       |  |  |
| the Board of Directors and the Sub-committee                   | <ul style="list-style-type: none"> <li>Annual check-up and health insurance with capital life of insurance one million baht</li> <li>Dental or medical expenses exceeding health of insurance coverage 4,000 baht/year (accumulates to the next year is allowed).</li> </ul> | Annual check-up and health insurance with capital life of insurance one million baht |

Opinion of the Board of Directors:

The Board of Directors deems it appropriate to propose that the 2026 Annual General Meeting of Shareholders consider and approve the remunerations of the Directors and Subcommittee Members of the Company for the year 2026 as detailed above.

**Remark:** Resolution on this agenda shall be approved by at least two-thirds of the total votes of the shareholders attending the meeting.

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

**Facts and Rationale:** Section 120 of the Public Limited Company prescribes that the Annual General Meeting of Shareholders must appoint the auditors and determine the audit fee of the Company every fiscal year.

In this regard, the Board of Directors deems it appropriate to propose that the 2026 Annual General Meeting of Shareholders consider and approve the appointment of auditors from DIA International Co., Ltd. to be auditors of the Company for the fiscal year ending December 31, 2026, whereby any of the following auditors are authorized to review and give opinions on the Company's financial statements, namely:

1. Mr. Nopparoek Pissanuwong Certified Public Accountant (Thailand) No. 7764 (having been the company's and subsidiaries auditor for 5 year since 2021); and/or
2. Mrs. Suvimol Chrityakierne Certified Public Accountant (Thailand) No. 2982 (having been the company's and subsidiaries auditor for 5 year since 2021); and/or
3. Mr. Wirote Satjathamnukul Certified Public Accountant (Thailand) No. 5128 (having been the company's and subsidiaries auditor for 5 year since 2021); and/or
4. Miss Somjintana Pholhirunrat Certified Public Accountant (Thailand) No.5599 (having been the company's and subsidiaries auditor for 5 year since 2021)

In the event that the aforementioned auditors are unable to perform their duties, DIA International Co., Ltd. shall designate one of its other auditors to be the auditor of the Company.

The meeting of the Board of Directors also approved to propose that the 2026 Annual General Meeting of Shareholders consider and approve the appointment of DIA International Co., Ltd. as the auditor of Subsidiaries of the Company (the "**Subsidiaries**") for the fiscal year ending December 31, 2026.

In furtherance thereof, it is resolved to approve to propose that the 2026 Annual General Meeting of Shareholders consider and approve the determination of the auditor fee of the Company and Subsidiaries for the fiscal year ending December 31, 2026 to be not exceeding the following amounts:

| Entity           | Audit fee (Baht) |
|------------------|------------------|
| The Company      | 1,700,000.00     |
| The Subsidiaries | 930,000.00       |
| Total            | 2,630,000.00     |

In this regard, the Board of Directors considered the qualifications, impartiality and relevant experience of each auditor. Each auditor is required not to have any relationship with or any interest in the Company or its Subsidiaries, directors, executives, major shareholders or their related persons. However, if there is/are any other auditor (s) which have the same qualifications and the Board of Directors deems it appropriate to change the auditor of the Company and Subsidiaries due to the qualifications and auditor fee, the Board of Directors will consider and propose this to the 2026 Annual General Meeting of Shareholders to consider approve such proposal and the Company shall disclose the updates to the Stock Exchange of Thailand in accordance with the relevant regulations.

The aforementioned audit fee does not include other service fee (Non-audit fee).

The comparison of the auditor fees of the Company for the years 2026 and 2025 are detailed as follows:

| Auditor Fee  | 2026 (proposed)                                  | 2025                            |
|--|--|---------------------------------|
| Auditor Fee of the Company and the Subsidiaries (Audit fee)        | In the amount of not exceeding Baht 2,630,000.00 | In the amount Baht 2,630,000.00 |
| Other service fees of the company and subsidiaries (Non-Audit fee) | In the amount of not exceeding Baht 250,000.00   | In the amount Baht 200,000.00   |
| Total  | In the amount of not exceeding Baht 2,880,000.00 | In the amount Baht 2,830,000.00 |

Remark: The Company's and the subsidiaries for year 2025 and 2026 use the same auditing firm, is the auditors from DIA International Auditing Company Limited.

Referring to the selection of auditors for the year 2026 as mentioned above, the Audit Committee of the Company has selected the auditors based on their qualifications, relevant experience, and audit fee and is of the opinion that DIA International Co., Ltd. is an independent audit office and skillful in auditing. In addition, such 4 auditors do not have any relationship with or any interest in the Company, Subsidiaries of the Company, directors, executives, major shareholders or their related persons.

Opinion of the Board of Directors:

The Board of Directors deems it appropriate to propose that the 2026 Annual General Meeting of Shareholders consider and approve the appointment of the auditors from DIA International Co., Ltd. to be the auditors of the Company and the Subsidiaries for the fiscal year ending December 31, 2026 and determine the audit fee of the Company and the Subsidiaries for the fiscal year ending December 31, 2026 as detailed above.

In this regard, the Board of Directors will supervise the Company to be able to prepare financial statements within the timeframe specified by law.

Remark:

Resolution on this agenda shall be approved by the majority vote of the shareholders attending the meeting and casting their votes.

Please note that the matters to be considered in Agenda items 9 to 13 are interrelated. Therefore, if Agenda items 9 and 10 are not approved by the 2026 Annual General Meeting of Shareholders, Agenda items 11 to 13 will be deemed cancelled, and it will be considered that Agenda items 11 to 13 have not been approved by the 2026 Annual General Meeting of Shareholders.

Agenda item 9

**To consider and approve the issuance and offering of the warrants to purchase the ordinary shares to the Chief Executive Officer of the Company, in an amount of not exceeding 33,000,000 units (ESOP Warrant)**

Facts and Rationale:

In order to create incentivize for the Company's Chief Executive Officer, who is a senior executive with a significant role in determining the Company's business strategy and growth, to continue working with the Company on a long-term basis, and to align the executive's compensation with the Company's performance and long-term value creation for shareholders, the Board of Directors therefore deems it appropriate to propose that the shareholders' meeting consider and approve the issuance and offering of warrants to purchase the Company's ordinary shares to the Company's Chief Executive Officer (the "**ESOP Warrant**"), in an amount of not exceeding 33,000,000 units, representing 4.87 percent of the total voting shares as of the 2026 Annual General Meeting of Shareholders. The ESOP Warrant shall be allocated without consideration, with an exercise ratio of 1 ESOP Warrant unit to 1 newly issued ordinary share, an exercise price of Baht 0.6 per share, and a term of not exceeding 5 years from the date of issuance and offering.

In addition, the Board of Directors has resolved to determine the offering price of the ESOP Warrant to be proposed for approval by the shareholders' meeting. Such offering does not constitute an offering of newly issued securities at a price lower than the market price under the criteria prescribed in the Notification of the Capital Market Supervisory Board No. TorJor. 32/2551 (2008) Re: Offering of Newly Issued Securities to Directors or Employees (including as amended) ("**Notification of the Capital Market Supervisory Board No. TorJor. 32/2551**"). The "market price" is calculated from the weighted average closing price of the Company's shares traded on the Stock Exchange of Thailand over a period of 15 consecutive business days prior to the date on which the Board of Directors resolved to propose the agenda to the shareholders' meeting for approval of the issuance and offering of the ESOP Warrant during the period from January 30 to February 19, 2026, which equals Baht 0.30 per share (data from SETSMART at [www.setsmart.com](http://www.setsmart.com))

The Company will complete the issuance and offering of the ESOP Warrant within 1 year from the date on which the shareholders' meeting approves the issuance and

offering.

Furthermore, the Board of Directors has resolved to propose that the shareholders' meeting consider and approve the authorization of the Executive Committee or any person designated by the Executive Committee to have the authority to determine other details relating to the issuance and allocation of the ESOP Warrant, as well as to proceed with obtaining approvals from relevant authorities, and to take any actions necessary and related to the issuance and allocation of the ESOP Warrant in accordance with applicable laws and regulations.

The details, characteristics, rights, and conditions of the ESOP Warrant are set out in Enclosure 4.

Opinion of the  
Nomination and  
Remuneration  
Committee:

The Nomination and Remuneration Committee has considered and is of the opinion that the issuance and offering of the ESOP Warrant to the Chief Executive Officer is appropriate and aligned with performance, responsibilities and roles of the executive. It also serves as a tool to motivate and retain capable executives. The proposed conditions and number of warrants are considered reasonable and fair to the Company and its shareholders. Therefore, the Committee agrees that the Board of Directors should propose to the Annual General Meeting of Shareholders for consideration and approval of the issuance and offering of such ESOP Warrant.

Opinion of the Board of  
Directors:

The Board of Directors has resolved to propose that the 2026 Annual General Meeting of Shareholders to consider and approve the issuance and offering of the ESOP Warrant, in an amount of not exceeding 33,000,000 units, representing 4.87 percent of the total voting shares of the Company as of the date of the 2026 Annual General Meeting of Shareholders. The ESOP Warrant shall be allocated without consideration, with an exercise ratio of 1 ESOP Warrant unit to 1 newly issued ordinary share, an exercise price of Baht 0.6 per share, and a term of not exceeding 5 years from the date of issuance and offering, together with the relevant authorizations, as detailed above.

Remark:

Resolution on this agenda shall be approved by not less than three-fourths of the total number of votes of the shareholders attending the meeting and having the right to vote and must not be opposed by shareholders with an aggregate number of shares exceeding 10 percent of all votes of the shareholders attending the meeting.

Agenda item 10

**To consider and approve the allocation of ESOP Warrant to Mr. Ratachai Teratanavat in an amount not exceeding 33,000,000 units**

Facts and Rationale:

Following the consideration and approval of the issuance and offering of the ESOP Warrant in an amount not exceeding 33,000,000 units in the previous agenda item, in order to create incentives for the Company's Chief Executive Officer, who is a senior executive with a significant role in determining the Company's business strategy and growth, to continue working with the Company on a long-term basis, and to align the executive's compensation with the Company's performance and long-term value creation for shareholders, the Board of Directors therefore deems it appropriate to propose that the shareholders' meeting consider and approve the allocation of the ESOP Warrants to Mr. Ratachai Teratanavat, who serves as the Company's Chief Executive Officer, in an amount not exceeding 33,000,000 units, free of charge. The

exercise ratio shall be 1 ESOP Warrant unit to 1 newly issued ordinary share, with an exercise price of Baht 0.60 per share, and a term not exceeding 5 years from the date of issuance and offering.

The allocation of the ESOP Warrant to Mr. Ratchachai Theerathanawat in an amount not exceeding 33,000,000 units represents 100 percent of the ESOP Warrant offered in this issuance, which constitutes an offering of securities to a director or employee exceeding 5 percent of the total securities offered, pursuant to the Notification of the Capital Market Supervisory Board No. TorJor. 32/2551. Therefore, such allocation must be approved by the shareholders' meeting for the allocation of securities to the specific director or employee on an individual basis. The approval resolution must receive not less than three-fourths of the total number of votes of the shareholders attending the meeting and having the right to vote and must not be opposed by shareholders with an aggregate number of shares exceeding 5 percent of all votes of the shareholders attending the meeting. In addition, such allocation must also receive opinions and approval from the Board of Directors and the Nomination and Remuneration Committee regarding the allocation of such securities to the specific director or employee.

Furthermore, the Board of Directors has resolved to propose that the shareholders' meeting consider and approve the authorization of the Executive Committee or any person designated by the Executive Committee to determine other details relating to the issuance and allocation of the ESOP Warrants, as well as to proceed with obtaining approvals from relevant authorities, and to take any actions necessary and related to the issuance and allocation of the ESOP Warrant in accordance with applicable laws and regulations.

The details, characteristics, rights, and conditions of the ESOP Warrant are set out in *Enclosure 4*, which also includes the details regarding the allocation of the entire amount of the ESOP Warrants (exceeding 5 percent of the ESOP Warrant offered in this issuance) to Mr. Ratchachai Theerathanawat, the Company's Chief Executive Officer.

Opinion of the  
Nomination and  
Remuneration  
Committee

The Nomination and Remuneration Committee has considered and is of the opinion that the allocation of ESOP Warrants to Mr. Ratchachai Theerathanawat, who serves as the Company's Chief Executive Officer, in an amount of not exceeding 33,000,000 units, is appropriate and beneficial to the Company. It is consistent with his performance, responsibilities, and roles, and serves as a tool to motivate and retain capable executives. The proposed conditions and number of warrants are reasonable and fair to the Company and its shareholders as a whole. The Nomination and Remuneration Committee therefore agrees that the Board of Directors should propose to the shareholders' meeting to consider and approve the allocation of ESOP Warrants to Mr. Ratchachai Theerathanawat in an amount not exceeding 33,000,000 units.

The above approval of the Nomination and Remuneration Committee comprises at least three directors, and no director who will receive securities exceeding 5 percent of the securities offered serves as a member of the Nomination and Remuneration Committee, in compliance with the criteria under Notification of the Capital Market Supervisory Board No. TorJor. 32/2551.

Opinion of the Board of  
Directors:

The Board of Directors has resolved to propose that the 2026 Annual General of Meeting of Shareholders to consider and approve the allocation of ESOP

Warrants to Mr. Ratachai Teratanavat, as Chief Executive Officer of the Company, in an amount not exceeding 33,000,000 units, representing 100 percent of the total number of ESOP Warrant offered in this issuance. This constitutes an offering of warrants to a specific individual in excess of 5 percent of the total number of ESOP Warrants offered in this issuance, together with the relevant authorizations, as detailed above.

**Remark:**

Resolution on this agenda shall be approved by not less than three-fourths of the total number of votes of the shareholders attending the meeting and having the right to vote and must not be opposed by shareholders with an aggregate number of shares exceeding 5 percent of all votes of the shareholders attending the meeting.

**Agenda item 11**

**To consider and approve the allocation of newly issued ordinary shares, not exceeding 33,000,000 shares, with a par value of Baht 0.50 (Fifty Satang) per share to reserve for the exercise of the ESOP Warrant**

**Facts and Rationale:**

In connection with the Company's plan to issue and offer the ESOP Warrants, the Board of Directors deems it appropriate approved to propose that the shareholders' meeting consider and approve the allocation of newly issued ordinary shares, not exceeding 33,000,000 shares, with a par value of Baht 0.50 (Fifty Satang) per share to reserve for the exercise of the ESOP Warrants. Further details are set out in Enclosure 5.

Furthermore, the Board of Directors has resolved to propose that the shareholders' meeting consider and approve the authorization of the Executive Committee, or any person designated by the Executive Committee, to determine such other relevant details and to undertake all actions necessary and appropriate in connection with the said capital increase share allocation, including the listing of the newly issued ordinary shares on the Stock Exchange of Thailand, in accordance with all applicable laws and regulations.

**Opinion of the Board of Directors:**

The Board of Directors has resolved to propose that the 2026 Annual General Meeting of Shareholders to consider and approve the allocation of newly issued ordinary shares, not exceeding 33,000,000 shares, with a par value of Baht 0.50 (Fifty Satang) per share to reserve for the exercise of the ESOP Warrants, together with the relevant authorizations, as detailed above.

**Remark:**

Resolution in this agenda shall be approved by the majority vote of the shareholders attending the meeting and casting their votes.

**Agenda item 12**

**To consider and approve the increase of the Company registered capital in the amount of Baht 16,500,000 from the current registered capital of Baht 338,350,000 to be the new registered capital of Baht 354,850,000 by issuing 33,000,000 newly ordinary shares at the par value of Baht 0.50 per share**

**Facts and Rationale:**

In connection with the Company's plan to allocate ordinary shares to reserve for the exercise of the ESOP Warrants, the Board of Directors deems it appropriate to propose that the shareholders' meeting consider and approve the increase of the Company registered capital in the amount of Baht 16,500,000 from the current registered capital of Baht 338,350,000 to be the new registered capital of Baht 354,850,000 by issuing 33,000,000 newly ordinary shares at the par value of Baht 0.50 per share.

Furthermore, the Board of Directors has resolved to propose that the shareholders' meeting consider and approve the authorization of the Executive Committee, or any person delegated thereby, to register the capital increase with the Department of Business Development, Ministry of Commerce, and to take all actions necessary to comply with the instructions of the registrar, so as to complete such registration.

Opinion of the Board of Directors:

The Board of Directors has resolved to propose that the 2026 Annual General Meeting of Shareholders to consider and approve the increase of the Company registered capital in the amount of Baht 16,500,000 from the current registered capital of Baht 338,350,000 to be the new registered capital of Baht 354,850,000 by issuing 33,000,000 newly ordinary shares at the par value of Baht 0.50 per share, together with the relevant authorizations, as detailed above.

Remark:

Resolution on this agenda shall be approved by not less than three-fourths of the total number of votes of the shareholders attending the meeting and having the right to vote.

Agenda item 13

**To consider and approve the amendment of Clause 4. of the Memorandum of Association of the Company to be in line with the increase of the Company's registered capital**

Facts and Rationale:

In order to be in line with the increase of the Company's registered capital, the Board of Directors deems it appropriate to propose that the shareholders' meeting consider and approve the amendment of Clause 4 of Memorandum of Association of the Company. The details of the amendment are as follows:

(1) Clause 4. of the Memorandum of the Association of the Company prior the amendment:

“Registered capital of Baht 338,350,000 Baht (Three Hundred and Thirty-Eight Million Three Hundred and Fifty Thousand Baht),

divided into 676,700,000 shares at a par value of Baht 0.50 Baht (Fifty Satang) per share,

consisting of

ordinary shares of 676,700,000 shares and

preferred shares of none (-).”

(2) Clause 4. of the Memorandum of the Association of the Company after the amendment:

“Registered capital of Baht 354,850,000 Baht (Three Hundred and Fifty-Four Million Eight Hundred and Fifty Thousand Baht),

divided into 709,700,000 shares at a par value of 0.50 Baht (Fifty Satang) per share,

consisting of  
ordinary shares of 709,700,000 shares and  
preferred shares of none (-).”

Furthermore, the Board of Directors has resolved to propose that the shareholders’ meeting consider and approve the authorization of the Executive Committee, or any person designated by the Executive Committee, to register the amendment to the Memorandum of Association with the Department of Business Development, Ministry of Commerce, and to undertake all actions necessary to comply with the requirements of the registrar, in order to complete such registration.

**Opinion of the Board of Directors:**

The Board of Directors has resolved to propose that the 2026 Annual General Meeting of Shareholders to consider and approve the amendment of Clause 4. of the Memorandum of Association of the Company to be in line with the increase of the Company’s registered capital, together with the relevant authorizations, as detailed above.

**Remark:**

Resolution on this agenda shall be approved by not less than three-fourths of the total number of votes of the shareholders attending the meeting and having the right to vote.

**Agenda item 14**

**Other matters (if any)**

The Company allows minority shareholders to exercise their rights to propose meeting agendas in advance to promote compliance with good corporate governance principles and to nominate persons to be elected as directors for the 2026 Annual General Meeting of Shareholders 2026 during January 5, 2026 - February 6, 2026. The company has published the rules on the company's website at [www.siamrajplc.com](http://www.siamrajplc.com) and informed the news through the Stock Exchange of Thailand. However, none of the shareholders proposed agenda items and nominated candidates for the Company's directorship.

In addition, the Company published the letter convening the shareholders meeting attached with the enclosures on the Company’s website at [www.siamrajplc.com](http://www.siamrajplc.com) in March 23, 2026. The Company, therefore, hereby invites all shareholders to attend the 2026 Annual General Meeting of Shareholders, on April 23, 2026, at 01.30 p.m., at the Conference room 3-4, 9<sup>th</sup> floor, Siamraj Public Company Limited No. 289/9, Moo 10, Old Railway Road, Samrong, Phrapradaeng, Samut Prakarn. The map of the meeting venue is set out in **Enclosure 11**.

In the event that shareholders are unable to attend the meeting and would like to appoint a proxy, the shareholders shall use either Proxy Form A or Proxy Form B. In the event that foreign shareholders would like to appoint a custodian, such shareholders shall use Proxy Form C, as set out in **Enclosure 9**.

To protect the rights and benefits of shareholders who are unable to attend the meeting and who would like to appoint the Independent Director of the Company as their proxy to attend the meeting and cast votes on their behalf, the shareholder can grant a proxy by using Proxy Form B as appears in **Enclosure 9**, stating the name of the independent directors as listed and detailed in **Enclosure 10**, then submit the form attached with support documentation, as detailed in **Enclosure 7**, to the Investor Relations Department, Siamraj Public Company Limited, 289/9 Moo 10 Old Railway Road, Samrong, Phrapradaeng Samut Prakarn 10130, Telephone No. 02-7435010 Ext. 4101. Furthermore, in order for the Company to facilitate the verification of the documents, please submit all documentation to the Company by April 9, 2026.

It is recommended that the shareholders study the guidelines for registration, for appointing a proxy, and the documentations and evidence required to be presented on the meeting date as set out in **Enclosure 7**, as well as the details on procedures for attendance at the Meeting of Shareholders as set out in **Enclosure 8**. The Company will conduct the meeting in accordance with the Articles of Association of the Company, Chapter 6, the Meeting of Shareholders, and Chapter 11, Arranging Meetings, Advertising and Delivery of books and Documents via Electronic Media as set out in **Enclosure 6**.

In order to facilitate the rapidity of the registration of attendees at the 2026 Annual General Meeting of Shareholders, the Company will allow the shareholders and proxies to register their names from 11.00 a.m. on the date of the meeting, at the Conference room 3-4, 9<sup>th</sup> floor, Siamraj Public Company Limited No. 289/9, Moo 10, Old Railway Road, Samrong, Phrapradaeng, Samut Prakarn. Furthermore, since the Company will use the barcode system in the registration and counting of votes at this meeting, the shareholders and proxies are required to present the *registration form* on the date of the meeting along with other documentations as detailed in **Enclosure 7**.

In addition, the Company has set the date for determining the names of shareholders who shall have the right to attend the 2026 Annual General Meeting of Shareholders (Record Date) on March 9, 2026 and to authorize the Board of Directors and/or the Executive Committee and/or the person assigned by the Board of Directors and/or the Executive Committee to have the power to consider revising the agenda, date, time, place and the procedure to conduct the 2026 Annual General Meeting of the Shareholders as appropriate, primarily taking into account the benefits and/or effect on the Company.

All shareholders are cordially invited to attend the Meeting on the date, time, and at the venue as specified above.

Sincerely yours,



(Mr. Bunyong Visatemongkolchai)  
(Chairman of the Board of Directors)  
Siamraj Public Company Limited.

**Siamraj Public Company Limited**  
Minutes of the 2025 Annual General Meeting of Shareholders

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**Date, time and venue**

The meeting was held on April 24, 2025 at 1.30 p.m., at the Large Meeting Room, 9<sup>th</sup> Floor, Siamraj Public Company Limited, No. 289/9 Moo 10, Old Railway Road, Samrong Sub-District, Phrapradaeng District, Samutprakarn Province.

**Commencement of the meeting**

Mrs. Jariya Insawang acts as the moderator (the “**Moderator**”) of the 2025 Annual General Meeting of Shareholders (the “**Meeting**”) of Siamraj Public Company Limited (the “**Company**”) and Mr. Banyoung Visatemongkolchai acts as the chairman (“**Chairman**”) in the Meeting of the Company. The Moderator informed the meeting that the amount of capital and shares of the Company as of the closing date of the share register book on March 7, 2025, the Company has a total registered capital of THB 338,350,000, divided into 676,700,000 shares, with a paid-up registered capital of THB 338,350,000 divided into 676,700,000 issued and sold shares with a par value of THB 0.50 per share.

As of the meeting date, there were 14 shareholders attending the Meeting in person, holding 399,088,538 shares, and 18 shareholders attending by proxy, holding 129,880,400 shares, representing a total of 32 attendees, holding 528,968,938 shares in total, equivalent to 78.1689 percent of the Company's total issued shares. A quorum was constituted as prescribed by law and the Company's Articles of Association, which requires shareholders and proxies (if any) to attend the meeting at least 25 shareholders or not less than half of the total number of shareholders, and must have shares in aggregate of not less than one-third of the total number of total issued shares of the Company. Subsequently, the Moderator introduced the directors, Company Secretary and the advisors of the Company attending the Meeting as follows:

**The attending directors**

- |                                  |  |
|----------------------------------|--|
| 1. Mr. Bunyong Visatemongkolchai | Chairman, Director, Independent Director   |
| 2. Mr. Roj Burusratanabhand      | Vice Chairman, Director, Independent Director, Chairman of the Audit Committee and Chairman of the Nomination and Remuneration Committee |
| 3. Mr. Kiat Vimolchalao          | Director, Chairman of Executive Committee, Chairman of the Risk Management Committee   |
| 4. Mr. Pongnimit Dusitnitsakul   | Director, Independent Director, Audit Committee, Nomination and Remuneration Committee   |
| 5. Mr. Chaovarat Chaochavanil    | Director, Independent Director, Audit Committee, Nomination and Remuneration Committee   |
| 6. Mrs. Wacharaporn Vimolchalao  | Director, Executive Director, Risk Management Committee, General Manager, and Chief Procurement Officer (Acting)                         |

- |    |                               |  |
|----|-------------------------------|--|
| 7. | Mr. Torchok Laoluechai        | Director, Executive Director, Risk Management Committee, Executive Director and Managing Director of Techtronic Company Limited (Subsidiary) |
| 8. | Ms. Kornkanok Klinkhachonwong | Director, Executive Director, Risk Management Committee, and Chief Financial Officer   |
| 9. | Mrs. Maturot Hotarapavanon    | Director, Executive Director, Risk Management Committee, General Manager, and Company Secretary  |

The percentage of directors attending the Meeting was 100 percent of the total number of Directors.

**Other attendees**

- |    |                              |   |
|----|------------------------------|---|
| 1. | Ms. Nussara Boonprasert      | Executive Director, Risk Management Committee, Business Unit Manager, Industrial Pump System Business Group   |
| 2. | Mr. Phanupong Thakulkanngan  | Executive Director, Risk Management Committee, Business Unit Manager, Natural Gas Metering and Pipeline Construction Business Group                                   |
| 3. | Ms. Pornpan Simlim           | Executive Director, Risk Management Director, Business Unit Manager, Sales and Service Business Group for Natural Gas Metering Station Equipment and Pipeline Systems |
| 4. | Mr. Pongchai Dechsuvanvanich | Executive Director, Risk Management Committee, Business Unit Manager, Parking Building Business Group   |

**The advisor attending the Meeting**

- |    |                            |   |
|----|----------------------------|---|
| 1. | Mr. Ratachai Teratanavat   | The Company Advisor, The Candidate for the position of Chief Executive Officer of the Company |
| 2. | Mr. Nopparoeck Pissanuwong | Auditor from DIA International Audit Co., Ltd.  |
| 3. | Mr. Kom Vachiravarakarn    | Legal advisors form Kudun and Partners Limited  |

In this regard, before proceeding with the agenda items, the Moderator informed that the Company arranges the video recording throughout the Meeting, and the Company used the barcode system for the registration and vote counting, and further informed the individuals present of the protocols on voting and vote counting, as well as the criteria for voided cards. Moreover, for each agenda item, the Shareholders would be able to ask questions or express opinions regarding the matter of such agenda item. Any shareholders who wished to ask questions were requested to declare their name and surname before asking each question. For the vote counting in this meeting, the Company had appointed an independent witness



to monitor the vote counting, namely Ms. Supajit Koosittiphon, the legal advisor from Kudun and Partners Limited.

The Chairman declared the Meeting opened and to proceed with the Meeting in accordance with the agenda items as specified in the Meeting's invitation. The Moderator also informed the meeting of the preventive measures and practices for attending the Meeting to prevent the spread of COVID-19, and that these had been implemented by the Company to safeguard the health of the shareholders and all attendees by organizing the Meeting in accordance with the guidelines issued by the Stock Exchange of Thailand and the Department of Disease Control. The Moderator also clarified to the Meeting the Personal Data Protection Act (Privacy Notice) under the Personal Data Protection Act B.E. 2562 according to the purpose and necessity of collecting personal data to acknowledge all shareholders and attendees. The Moderator then conducted the Meeting according to the agenda items as follows:

**Agenda Item 1**      **Matters to be informed by the Chairman for acknowledgement**

The Chairman, as the representative of the Board of Directors, thanked the shareholders for their support and encouragement throughout the year, and promised that the Board of Directors would fully perform their duties to earn returns for the Company and for all shareholders' benefits.

The Moderator gave the shareholders an opportunity to inquire and comment on this agenda item. However, no shareholders had any inquiries or comments.

**Remark:**                      This agenda item was for acknowledgement only, and there was no casting of votes.

**Agenda Item 2**      **To consider and adopt the Minutes of the 2024 Annual General Meeting of Shareholders**

The Moderator informed the Meeting that the Company had prepared the minutes of the 2024 Annual General Meeting of Shareholders, held on April 25, 2024. Details thereof were set out in **Enclosure 1** (*Copy of the Minutes of the 2024 Annual General Meeting of Shareholders*), which had been sent to the shareholders together with the Meeting's invitation. The Company has delivered copies of the Minutes of the 2024 Annual General Meeting of Shareholders to the Stock Exchange of Thailand and the Ministry of Commerce as required by law. Additionally, the Company has published the aforementioned minutes on its website, without objection or request for amendments from any party. The Board of Directors was of the opinion that such minutes were correctly and completely recorded and deemed it appropriate to propose that the shareholders' meeting adopt the said minutes.

The Moderator gave the shareholders an opportunity to inquire and comment on this agenda. However, no shareholders had any inquiries or comments. Therefore, the Moderator requested those attending the Meeting to cast their votes.

**Resolution of the Meeting**

The Meeting considered this matter and resolved to adopt the minutes of the 2024 Annual General Meeting of Shareholders, held on April 25, 2024, as proposed in all respects with the following voting results:



| Shareholders voting       | No. of Votes       | Percent         |
|---------------------------|--------------------|-----------------|
| Approved                  | 528,968,938        | 100.0000        |
| Disapproved               | 0                  | 0.0000          |
| Abstained                 | 0                  | -               |
| Voided Voting Card(s)     | 0                  | 0.0000          |
| <b>Total (32 persons)</b> | <b>528,968,938</b> | <b>100.0000</b> |

**Remark:** A resolution on this agenda item shall be approved by a majority vote of the shareholders attending the Meeting and casting their votes.

**Agenda Item 3**

**To consider and acknowledge the operating results of the Company for the year 2024**

Chairman asked Mr. Ratachai Teratanavat, the Company Advisor and the candidate for the position of Chief Executive Officer of the Company, to report to the Meeting details of the operating results of the Company for the year 2024.

Mr. Ratachai Teratanavat provided a summary of the Company's operating results and significant changes in the financial year ended December 31, 2024 to the Meeting for its acknowledgement. Details are set out in **Enclosure 2** (*Annual Report for the year 2024*), which was sent to the shareholders together with the Meeting's invitation.

**The Summary of Operating Results**

|                                  | Unit           | 2022     | 2023     | 2024     |
|----------------------------------|----------------|----------|----------|----------|
| Total Revenues                   | THB in Million | 1,329.14 | 1,050.14 | 865.73   |
| Net profit (loss) for the period | THB in Million | (55.78)  | (117.90) | (28.29)  |
| Gross profit rate                | Percent        | 14.90    | 13.64    | 18.10    |
| Net profit (loss) rate           | Percent        | (4.20)   | (11.23)  | (3.27)   |
| Basic earnings (loss) per share  | THB            | (0.0824) | (0.1742) | (0.0418) |

### Profit and Loss Statement

|  | 2023     | 2024     | Change (Percent) |
|--|----------|----------|------------------|
| Total revenues<br>(THB in Million)                   | 1,050.14 | 865.73   | (17.56)          |
| Gross profit (THB<br>in Million)                     | 143.29   | 156.72   | 9.37             |
| Gross profit rate<br>(Percent)                       | 13.64    | 18.10    | 32.70            |
| Selling and<br>management cost<br>(THB in Million)   | (212.12) | (150.29) | (29.15)          |
| Net profit (loss)<br>(THB in Million)                | (117.90) | (28.29)  | (76.01)          |
| Net profit (loss)<br>rate per Net sales<br>(Percent) | (11.23)  | (3.27)   | (70.89)          |
| EBITDA (THB in<br>Million)                           | 48.70    | 139.54   | 186.53           |

### Revenues Proportion and Revenue Structure of the year 2024

| Business Unit                                       | Total Revenue<br>(THB in<br>Million) | Gross profit<br>(THB in<br>Million) | Revenues<br>proportion<br>(Percent) |
|---|--------------------------------------|-------------------------------------|-------------------------------------|
| Metering and Pipeline<br>Transmission Business Unit | 234                                  | 4                                   | 27                                  |
| Alternative Energy<br>Business Unit                 | 5                                    | -1                                  | 1                                   |
| Engineered Pumps and<br>Systems Business Unit       | 267                                  | 83                                  | 31                                  |

| <b>Business Unit</b>   | <b>Total Revenue<br/>(THB in<br/>Million)</b> | <b>Gross profit<br/>(THB in<br/>Million)</b> | <b>Revenues<br/>proportion<br/>(Percent)</b> |
|--|---|--|--|
| Liquid Flow Measurement<br>Station Business Unit<br>(Techtronic Co., Ltd.) | 229   | 66   | 26   |
| Other Business Units in<br>Subsidiaries of the<br>Company                  | 131   | 5  | 15   |
| <b>Total</b>   | 866   | 157  | 100  |

The profitability earnings before interest, tax, depreciation, and amortization in 2024 was THB 139.54 million and net profit from operations THB -28.29 million.

Moreover, regarding the anti-corruption policy of the Company, the Company has always stressed the importance of operating its businesses according to the principles of good corporate governance with absolute transparency and thorough auditing. Despite not yet having joined the Collective Action Coalition against corruption, the Company has fully established an internal system against corruptions, including hosting seminars to advise the employees on the Company's anti-corruption policy.

The Moderator gave the shareholders an opportunity to inquire and comment on this agenda item. However, no shareholders had any inquiries or comments

**Remark:** This agenda item was for acknowledgement only, and there was no casting of votes.

**Agenda Item 4** **To consider and approve the financial statements and the comprehensive income statements of the Company for the fiscal year ended December 31, 2024**

Chairman asked Mr. Ratachai Teratanavat, the Company Advisor and the candidate for the position of Chief Executive Officer of the Company, to report on the details of the financial statements and the income statements of the Company for the fiscal year ended December 31, 2024 to the Meeting. Mr. Ratachai Teratanavat reported that Section 112 of the Public Limited Company Act B.E. 2535 (as amended) (the "**Public Company Act**") and Article 39 of the Articles of Association of the Company prescribe that the Company has to prepare financial statements and income statements at the end of each fiscal year for the Annual General Meeting of Shareholders' consideration and approval. The Board of Directors deemed it appropriate to propose that the financial statements for the fiscal year ended December 31, 2024 be considered and approved by the Meeting with the details as set out in **Enclosure 2**, which was sent to the shareholders together with the Meeting's invitation. The financial statements have been audited and certified by the Company's certified public accountant and reviewed by the Audit Committee. The details are as follows:

| Financial Highlights                                      | 2024            | 2025           |
|---|-----------------|----------------|
| <b>Statement of Financial Position (THB in Million)</b>   |                 |                |
| Current Assets  | 671.37          | 490.32         |
| Total Assets  | 2,366.42        | 2,080.12       |
| Current Liabilities                                       | 650.75          | 519.49         |
| Total Liabilities   | 1,674.25        | 1,426.95       |
| Equity attributable to owners of the parent company       | 688.81          | 659.40         |
| <b>Statement of Comprehensive Income (THB in Million)</b> |                 |                |
| Revenue from Sales and Services                           | 604.51          | 672.35         |
| Revenue from Construction work                            | 445.63          | 193.38         |
| Total Revenue   | 1,050.14        | 865.73         |
| Cost and Operating Expenses                               | 1,118.38        | 825.41         |
| Profit (Loss) for the years of the continuing operation   | (139.51)        | (37.87)        |
| Profit (Loss) for the year from discontinued operations   | 0.79            | -              |
| Profit (Loss) for the periods                             | (138.72)        | (37.87)        |
| <b>Net Profit (Loss) of the parent company</b>            | <b>(117.90)</b> | <b>(28.29)</b> |

The Moderator then gave the shareholders an opportunity to inquire and comment on this agenda item. However, no shareholders had any inquires or comments. Therefore, the Moderator requested those attending the Meeting to cast their votes.

**Resolution of the Meeting**

The Meeting considered this matter and resolved to approve the financial statements and the comprehensive income statements of the Company for the fiscal year ended December 31, 2024, as proposed in all respects with the following voting results:

| Shareholders voting   | No. of Votes | Percent  |
|-----------------------|--------------|----------|
| Approved              | 528,968,938  | 100.0000 |
| Disapproved           | 0            | 0.0000   |
| Abstained             | 0            | -        |
| Voided Voting Card(s) | 0            | 0.0000   |
| Total (32 persons)    | 528,968,938  | 100.0000 |

**Remark:** A resolution on this agenda item shall be approved by a majority vote of the shareholders attending the Meeting and casting their votes.

**Agenda Item 5**

**To consider and approve the non-allocation of net profits as legal reserve from the Company’s business operation for the fiscal year ending December 31, 2024 and to omission of the dividend payment from the Company from the Company’s business operation for the fiscal year ending December 31, 2024**

The Moderator informed the Meeting that Section 116 of the Public Company Act and Article 45 of the Articles of Association of the Company specify that the Company must allocate not less than 5 percent of the total net profit of the year, after deducting the accumulated losses (if any), to a reserve fund until this reserve fund attains an amount of at least 10 percent of the registered capital. For the operating results in the year 2024, the Company incurred an operational loss. However, in 2024, the company had accumulated losses, it is not required to allocate the net profit as a legal reserve.

The Company has a policy to allocate the dividend payment to shareholders at a rate of not less than 40 percent of net profit after corporate income tax and legal reserves in each year. The Company will consider the dividend payment by taking into account various factors in order to maximize the benefit of shareholders, and the dividend payment must not significantly affect the normal operation of the Company. However, such dividend payment is subject to the change depending on the operating results, financial status, liquidity, business expansion plans, any other necessity and suitability in the future, and others related to the Company's management as the Board of Directors deemed appropriate. The resolution of the Board of Directors which approving the dividend payment must be proposed for an approval at the shareholders' meeting. Except in the case of interim dividend payment, the Board of Directors has authority to approve to operate when it deems that the Company earned reasonable amount of profits to pay dividends without affecting the normal operation of the Company and report to the next shareholders' meeting.

In this regard, according to Section 115 of the Public Company Act and Article 44 of the Company's Articles of Association, states that dividend payments from other types

of money other than profits are prohibited. In the event that the Company still has accumulated loss in sales, the dividend payment is prohibited. In the year 2024, according to the separated and consolidated financial statements, the Company has a net profit of THB 37.80 million and a net loss of THB 28.29 million, respectively. Consequently, the Company has accumulated operational losses at the end of the fiscal year 2024 amounting to THB 106.00 million and THB 362.02 million, respectively. Therefore, the Company is unable to allocate the dividend payment.

In this regard, the Board of Directors deems it appropriate to propose to the Meeting to consider and approve to the non-allocation of net profits as legal reserve from the Company's business operation for the fiscal year ending December 31, 2024 and to omission of the dividend payment from the Company from the Company's business operation for the fiscal year ending December 31, 2024 due to the loss in the Company's accumulated loss.

The Moderator gave the shareholders an opportunity to inquire and comment on this agenda. However, no shareholders had any inquires or comments. Therefore, the Moderator requested those attending the Meeting to cast their votes.

**Resolution of the Meeting**

The Meeting considered this matter and resolved to approve the non-allocation of net profits as legal reserve from the Company's business operation for the fiscal year ending December 31, 2024 and to omission of the dividend payment from the Company from the Company's business operation for the fiscal year ending December 31, 2024, as proposed in all respects with the following voting results:

| Shareholders voting   | No. of Votes | Percent  |
|-----------------------|--------------|----------|
| Approved              | 528,968,938  | 100.0000 |
| Disapproved           | 0            | 0.0000   |
| Abstained             | 0            | -        |
| Voided Voting Card(s) | 0            | 0.0000   |
| Total (32 persons)    | 528,968,938  | 100.0000 |

**Remark:** A resolution on this agenda shall be approved by a majority vote of the shareholders attending the Meeting and casting their votes.

**Agenda Item 6** **To consider and approve the election of the Directors in replacement of the directors who retire from their terms by rotation**

The Moderator informed the Meeting that Section 71 of the Public Company Act and Article 17 of the Articles of Association of the Company prescribe that at each Annual General Meeting of Shareholders, one-third of the total number of the directors must retire by rotation. In the event that the number of directors cannot be divided into 3, the number of directors closest to one-third shall retire. Directors retiring by rotation may be re-elected.

In this regard, three directors were due to retire by rotation at the 2025 Annual General Meeting, namely:

| Name of directors who shall be retired by rotation | Position  | Number of Board of Directors' meeting attendance in the year 2024 | Number of Subcommittee meeting attendance in the year 2024 | Terms of directorship of the Company |
|--|---|---|--|--------------------------------------|
| 1. Mr. Bunyong Visatemongkolchai                   | Chairman<br>Director/Independent Director   | 5/6   | -  | 7 months                             |
| 2. Mr. Chaovarat Chaochavanil                      | Director/Independent Director/<br>Audit Committee/<br>Nomination and Remuneration Committee | 6/6   | 4/4  | 7 months                             |
| 3. Ms. Kornkanok Klinkhachonwong                   | Director  | 9/9   | 17/17  | 3                                    |

To be in line with Good Corporate Governance, the Chairman asked the directors who had an interest in this agenda item to also leave the meeting room.

In this regard, the Moderator also informed the Meeting that the Nomination and Remuneration Committee (excluding the directors who were due to retire by rotation) had considered the qualifications of the directors who were due to retire by rotation at the Meeting and was of the opinion that such three directors are knowledgeable, experienced and possess the necessary skills that are of benefit to the Company's operations, are well qualified and do not have any prohibited characteristics under the Public Company Act, the Securities and Exchange Act B.E. 2535 (as amended) and other relevant regulations. Moreover, the person who was due to retire from the position of Independent Director also possesses the necessary qualifications for an Independent Director as prescribed in the definition of an Independent Director of the Company, which is equivalent to the definition prescribed in the regulations of the Office of the Securities and Exchange Commission and the Stock Exchange of Thailand, including possessing the qualifications of independent directors in accordance with the requirements of the Securities and Exchange Commission and the Stock Exchange of Thailand, details of which as set out in **Enclosure 8** (*the Definition*

of the Independent Directors), which was sent to the shareholders together with the meeting's invitation.

Therefore, it was deemed appropriate to propose that the Meeting consider and re-elect all three directors who were due to retire by rotation to be directors of the Company for another term. In this regard, the details appear in **Enclosure 3** (*Profiles of the retired directors who will be nominated to be director for another term*), which was sent to the shareholders with the Meeting's invitation.

In addition, the Company had offered the shareholders of the Company the opportunity to nominate other director candidates to be elected at the Meeting during the period from January 2, 2025 – February 3, 2025, Nonetheless, no shareholders nominated any director candidates for election at the Meeting.

The Moderator then gave the shareholders the opportunity to inquire and comment on this agenda item. However, no shareholders had any inquiries or comments. Therefore, the Moderator requested those present at the Meeting to cast their votes.

### **Resolution of the Meeting**

The Meeting considered this matter and resolved to re-elect those directors who were due to retire by rotation to be the Company's director for another term, details as follows:

1. Approved to appoint Mr. Bunyong Visatemongkolchai to be a director of the Company, with the following voting results:

| Shareholders voting       | No. of Votes       | Percent         |
|---------------------------|--------------------|-----------------|
| Approved                  | 528,968,938        | 100.0000        |
| Disapproved               | 0                  | 0.0000          |
| Abstained                 | 0                  | -               |
| Voided Voting Card(s)     | 0                  | 0.0000          |
| <b>Total (32 persons)</b> | <b>528,968,938</b> | <b>100.0000</b> |

2. Approved to appoint Mr. Chaovarat Chaochavanil to be a director, Independent Director, Audit Committee, Nomination and Remuneration Committee, with the following voting results:

| Shareholders voting | No. of Votes | Percent  |
|---------------------|--------------|----------|
| Approved            | 528,968,938  | 100.0000 |
| Disapproved         | 0            | 0.0000   |
| Abstained           | 0            | -        |

|                       |             |          |
|-----------------------|-------------|----------|
| Voided Voting Card(s) | 0           | 0.0000   |
| <hr/>                 |             |          |
| Total (32 persons)    | 528,968,938 | 100.0000 |

3. Approved to appoint Ms. Kornkanok Klinkhachonwong to be a director of the Company, with the following voting results:

| Shareholders voting   | No. of Votes | Percent  |
|-----------------------|--------------|----------|
| <hr/>                 |              |          |
| Approved              | 528,968,938  | 100.0000 |
| Disapproved           | 100          | 0.0000   |
| Abstained             | 0            | -        |
| Voided Voting Card(s) | 0            | 0.0000   |
| <hr/>                 |              |          |
| Total (32 persons)    | 528,968,938  | 100.0000 |

**Remark:** A resolution in this agenda item shall be approved by a majority vote of the shareholders attending the Meeting and casting their votes.

**Agenda Item 7**

**To consider and approve the determination of the remunerations of the Board of Directors and Subcommittee Members of the Company for the year 2025**

The Moderator informed the Meeting that Section 90 of the Public Company Act and Article 22 of the Articles of Association of the Company specify that the directors of the Company are eligible to receive remuneration from the Company in the form of cash, rewards, meeting allowance per diem, bonus or other forms as decided by the shareholders' meeting. In addition, such distribution of remuneration shall be specified in a fixed amount or in principle or the remuneration criteria applicable from time to time or applicable until the shareholders' meeting resolves to change it shall be prescribed. Moreover, the directors shall be entitled to receive other benefits according to the Company rules.

In this regard, the Nomination and Remuneration Committee has considered the propriety of the remuneration of the Board of Directors and the Subcommittee Members of the Company by thoroughly considering various factors, i.e.; the operating results of the Company, size of the Company's business and duties and responsibilities of the Board of Directors and Subcommittee Members of the Company, by comparing them with the remuneration rate of businesses that are in the same industry as the Company and are of a similar size as the Company. And according to the "Directors Compensation Survey 2024" report from the Thai Institute of Directors Associations, it was found that monthly remunerations and allowances are significantly lower than the median in the resources group. This adjustment in compensation is not an increase but a return to the previous level after a reduction in 2021. After due consideration, the Board of Directors deemed it appropriate to propose that the Meeting consider and approve the determination of remunerations of the Board of Directors and Subcommittee Members of the Company for the year 2025 as follows:

| Position   | Remuneration                  |
|--|-------------------------------|
| <b><u>Meeting Allowance</u></b>  |                               |
| (1) Director of the Company  | THB 12,000 per person/meeting |
| (2) Member of the Audit Committee  | THB 12,000 per person/meeting |
| (3) Member of the Nomination and Remuneration Committee                                      | THB 12,000 per person/meeting |
| <b><u>Monthly Remuneration</u></b>   |                               |
| (1) Chairman of the Board  | THB 40,000 per person/month   |
| (2) Chairman of the Audit Committee  | THB 25,000 per person/month   |
| (3) Member of the Audit Committee  | THB 20,000 per person/month   |
| <b>Special remuneration for the Directors who are not members of the Executive Committee</b> |                               |
| 0.80 percent of the net profit and loss for the year 2024                                    |                               |
| <b>Non-monetary remuneration</b>   |                               |
| Annual check-up, health insurance and life insurance, sum insured THB 1 million.             |                               |

Remark: The meeting of the Nomination and Remuneration Committee has resolved to determine the framework for disbursement of meeting allowances not exceeding the following number of times:

1. The Board of Directors, not exceeding 10 times
2. The Audit Committee, not exceeding 5 times
3. The Nomination and Remuneration Committee, not exceeding 3 times

In addition, the remuneration of the Board of Directors and subcommittees of the Company for the year 2025 compared to the year 2024 is as follows:

| <b>Position</b>   | <b>Remuneration for the year 2025</b>  | <b>Remuneration for the year 2024</b>  |
|---|--|--|
| <b><u>Meeting Allowance</u></b>   |  |  |
| (1) Director of the Company   | THB 12,000 per person/meeting  | THB 7,5000 per person/meeting  |
| (2) Member of the Audit Committee   | THB 12,000 per person/meeting  | THB 7,5000 per person/meeting  |
| (3) Member of the Nomination and Remuneration Committee   | THB 12,000 per person/meeting  | THB 7,5000 per person/meeting  |
| <b><u>Monthly Remuneration</u></b>  |  |  |
| (1) Chairman of the Board   | THB 40,000 per person/meeting  | THB 36,000 per person/meeting  |
| (2) Chairman of the Audit Committee   | THB 25,000 per person/meeting  | THB 22,500 per person/meeting  |
| (3) Member of the Audit Committee   | THB 20,000 per person/meeting  | THB 18,000 per person/meeting  |
| <b><u>Special remuneration for the Directors who are not members of the Executive Committee</u></b> |  |  |
| Directors who are not members of the Executive Committee  | 0.80 percent of the net profit and loss for the year 2024                        | 0.80 percent of the net profit and loss for the year 2023                        |
| <b><u>Non-monetary remuneration</u></b>   |  |  |
| Board and Subcommittees   | Annual check-up, health insurance and life insurance, sum insured THB 1 million. | Annual check-up, health insurance and life insurance, sum insured THB 1 million. |

The Moderator gave the shareholders an opportunity to inquire and comment on this agenda item. However, no shareholders had any inquiries or comments. Therefore, the Moderator requested those present at the Meeting to cast their votes.

### **Resolution of the Meeting**

The Meeting considered this matter and resolved to approve the determination of the remunerations of the Board of Directors and Sub-committee of the Company for year 2025, as proposed in all respects with the following voting results:

| Shareholders voting   | No. of Votes | Percent  |
|-----------------------|--------------|----------|
| Approved              | 528,968,938  | 100.0000 |
| Disapproved           | 0            | 0.0000   |
| Abstained             | 0            | 0.0000   |
| Voided Voting Card(s) | 0            | 0.0000   |
| Total (32 persons)    | 528,968,938  | 100.0000 |

**Remark:** A resolution on this agenda item shall be approved by the votes at least two-thirds of the total votes of the shareholders attending the Meeting.

### **Agenda Item 8**

#### **To consider and approve the appointment of the auditors and the determination of the audit fee for the year 2025**

The Moderator informed the Meeting that, to be in line with Section 120 of the Public Company Act, the Annual General Meeting of Shareholders must appoint the auditors and determine the audit fee of the Company every fiscal year. Thus, it was deemed appropriate to propose that the Meeting consider and approve the appointment of auditors from DIA International Audit Co., Ltd. to be the auditors of the Company for the fiscal year ending December 31, 2025 by appointing any of the following auditors to be authorized to review and give their opinion on the Company's financial statements.

1. Mr. Nopparoek Pissanuwong Certified Public Accountant (Thailand) No. 7764 (having been the auditor of the Company and its subsidiaries for 4 years since 2021); and/or
2. Mrs. Suvimol Chrityakierne Certified Public Accountant (Thailand) No. 2982 (having been the auditor of the Company and its subsidiaries for 4 years since 2021); and/or
3. Mr. Wirote Satjathamnukul Certified Public Accountant (Thailand) No. 5182 (having been the auditor of the Company and its subsidiaries for 4 years since 2021); and/or
4. Ms. Somjintana Pholhirunrat Certified Public Accountant (Thailand) No. 5599 (having been the auditor of the

Company and its subsidiaries for 4 years since 2021).

In the event that the aforementioned auditors are unable to perform their duties, DIA International Audit Co., Ltd. shall designate one of its other auditors to be the auditor of the Company.

In choosing the auditors for the fiscal year 2025, the Audit Committee considered the qualifications and experience of each auditor and found that DIA International Audit Co., Ltd. is independent and capable of examining the financial statement of the Company. In addition, all of the above auditors have neither had a relationship with nor interests in the Company, its subsidiaries, directors, executives or major shareholders or any related parties thereof, and the auditor fee is reasonable for the workload involved.

Moreover, the Board of Directors deemed it appropriate to propose to the Meeting to consider and approve the appointment of the auditors from DIA International Audit Co., Ltd. to be an auditor of the Company and its subsidiaries and the Company for the fiscal year ended on December 31, 2025.

The Moderator then further informed that in addition, it was deemed appropriate to propose that the Meeting consider and approve the determination of the auditor fees of the Company and its subsidiaries in amounts not exceeding the following amounts:

| Entity           | Audit fee (THB) |
|------------------|-----------------|
| The Company      | 1,700,000.00    |
| The Subsidiaries | 930,000.00      |
| Total            | 2,630,000.00    |

The comparison of the auditor fees of the Company for the years 2024 and 2025 are detailed as follows:

| Auditor Fee  | 2025 (proposed)                                 | 2024                              |
|--|---|-----------------------------------|
| Auditor Fee of the Company and the Subsidiaries (Audit fee)        | In the amount of not exceeding THB 2,630,000.00 | In the amount of THB 2,630,000.00 |
| Other service fees of the Company and Subsidiaries (Non-Audit fee) | In the amount of not exceeding THB 200,000.00   | In the amount of THB 157,000.00   |
| Total  | In the amount of not exceeding THB 2,830,000.00 | In the amount of THB 2,787,000.00 |

Remark: The auditor of the Company and its subsidiaries for the years 2024 and 2025 is from the same audit firm, namely, DIA International Audit Co., Ltd.

Then, the Moderator gave the shareholders an opportunity to inquire and comment on this agenda item. However, no shareholders had any inquires or comments. Therefore, the Moderator requested those present at the Meeting to cast their votes.

**Resolution of the Meeting**

The Meeting considered this matter and resolved to approve the appointment of the auditors and the determination of the audit fee for the year 2025, as proposed in all respects with the following voting results:

| Shareholders voting   | No. of Votes | Percent  |
|-----------------------|--------------|----------|
| Approved              | 528,968,938  | 100.0000 |
| Disapproved           | 0            | 0.0000   |
| Abstained             | 0            | -        |
| Voided Voting Card(s) | 0            | 0.0000   |
| Total (32 persons)    | 528,968,938  | 100.0000 |

**Remark:** A resolution in this agenda item shall be approved by a majority vote of the shareholders attending the Meeting and casting their votes.

**Agenda Item 9 Other matter (if any)**

The Moderator stated that the proposed agenda items as specified in the invitation to the Meeting had all been considered, and the Moderator then gave the shareholders an opportunity to raise any other matters for discussion.

Mr. Suratin Chulaolarn, the proxy of Thai Investors Association, inquired the following questions:

**Question:** What are the Company’s operational goals or strategies for the year 2025?

Chairman asked Mr. Ratachai Teratanavat, the Company Advisor and the candidate for the position of Chief Executive Officer of the Company to explained as follows:

**Answer:** In 2025, the Company’s primary goal is to diversify its revenue across various business segments. As the shareholders are aware, the Company continues to manage its operations to maintain a balanced contribution from each business line. For the natural gas metering station construction and pipeline system business group, the Company is actively seeking additional projects while awaiting the commencement of large-scale projects. Regarding the industrial pump business, due to its nature of risk diversification across various industries, the Company plans to closely monitor and analyze its customer base in order to approach targeted customer groups more effectively. This business segment continues to yield a relatively high profit margin and is considered one of the core businesses that can support the Company’s overall operations.

Moreover, Techtronic Company Limited has been undergoing a continuous business restructuring process over the past two years to accommodate the expansion of its product offerings and the increasing diversity of its operations. This includes both traditional sales activities, which represent the company's original business model, as well as project-based work. Additionally, Techtronic Company Limited has expanded its customer base beyond its original focus in Rayong Province to other regions across the country. This expansion represents a risk diversification strategy for the company's projects.

Meanwhile, Siamraj Public Company Limited has restructured its management and business unit formats, particularly in the natural gas metering station business group, which has been divided into two main parts. The core business is to focus on natural gas metering station as before, but in terms of the business units, the company envisions it as project work, using the name "Metering and Pipeline Transmission Projects" or MPJ. For the other part, the company has separated the equipment related to metering stations to expand its market to other customer bases. Moreover, the company is trying to explore other products related to Flow Meters or natural gas metering stations as well. The separation of these business units aims to diversify the business and facilitate further comparisons and expansions.

The Parking Business at Thammasat (TKS) has been growth, primarily driven by the location of Thammasat University Hospital. The hospital itself has been expanding, gaining increased popularity, and attracting a broader patient base—not only from Pathum Thani Province but also from nearby provinces such as Phra Nakhon Si Ayutthaya, as well as from the early zones of Saraburi Province. The hospital's expansion and its rising standards of quality have had a direct positive impact on the parking business.

In addition, the parking facility also includes a retail zone, which serves as another source of revenue. Currently, the occupancy rate stands at approximately 70%. For the remaining 30%, the Company has engaged a specialized agency to support efforts in securing tenants and increasing revenue from this zone.

As for the Burapha Parking Structure (BUPS), which has been in operation for approximately two years, there remains potential for further growth. This aligns with the expansion of Burapha University Hospital and the ongoing urban development in the Bangsaen area. At the same time, Burapha University also has a retail zone, which currently has an occupancy rate of approximately 20–30%, and still holds considerable potential for further expansion, the Company is currently in contact with a professional agency to assist in securing tenants and guidance on strategic planning to help fill the remaining 70% of the retail space. This effort is expected to contribute additional revenue for the Company.

Regarding the Chiang Mai Project (CAPS), the Company is currently awaiting key developments, particularly the progress of the Chiang Mai Airport expansion under the government's master plan. Given this context, the Company continues to closely monitor and focus on the expansion of its 4–5 core businesses. This includes organizational restructuring, monitoring customer behavior, and formulating strategies that will drive stable growth for each business. These strategies are intended to serve as the strategic direction for each respective Business Unit going forward.

Once no shareholders raised any further matters for discussion, the Chairman therefore declared the meeting adjourned at 14.30 hrs.



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( Mr. Bunyong Visatemongkolchai )  
Chairman of the Meeting



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(Mrs. Maturot Hotarapavanon)  
Company Secretary

| <b>FINANCIAL HIGHLIGHTS</b>                               | <b>2024</b>    | <b>2025</b>    |
|---|----------------|----------------|
| <b>Statement of Financial Position (THB in Million)</b>   |                |                |
| Current Assets  | 490.33         | 363.60         |
| Total Assets  | 2,080.12       | 1,894.20       |
| Current Liabilities                                       | 519.50         | 404.55         |
| Total Liabilities   | 1,426.95       | 1,299.20       |
| Equity attributable to owners of the parent               | 659.40         | 600.33         |
| <b>Statement of Comprehensive Income (THB in Million)</b> |                |                |
| Revenues from sales of goods and rendering of services    | 672.35         | 497.39         |
| Revenues from construction contracts                      | 193.38         | 124.67         |
| Total Revenues  | 865.73         | 622.06         |
| Cost and Operating Expenses                               | 825.41         | 619.84         |
| Profit(Loss) for the years of the continuing operation    | (37.87)        | (58.24)        |
| Profit (Loss) for the year from discontinued operations   | -              | -              |
| Profit(Loss) for the periods                              | (37.87)        | (58.24)        |
| <b>Profit (Loss) attributable to owners of the parent</b> | <b>(28.29)</b> | <b>(50.17)</b> |

**Profiles and Working Experience of Directors Nominated for Re-Election**

|  |  |   |
|--|--|---|
| <b>Name</b>                                    | : Mr. Roj Burusratanabhand   |  |
| <b>Type of Director Nominated for Election</b> | : Director / Independent Director  |   |
| <b>Current Position in the Company</b>         | : <ul style="list-style-type: none"> <li>• Vice Chairman</li> <li>• Director</li> <li>• Independent Director</li> <li>• Chairman of the Audit Committee</li> <li>• Chairman of the Nomination and Remuneration Committee</li> </ul>  |   |
| <b>Age</b>                                     | : 68 years old   |   |
| <b>Nationality</b>                             | : Thai   |   |
| <b>Educational Qualification</b>               | : Master of Business Administration, , Lundy Fetterman School of Business, Campbell University, North Carolina, USA<br>Bachelor of Accounting, finance major, Thammasat University   |   |
| <b>Training</b>                                | : <ul style="list-style-type: none"> <li>• Director Accreditation Program (DAP) class of 9/2004</li> <li>• The Role of the Chairman Program (RCP) class of 12/2005</li> <li>• Role of the Compensation Committee (RCC) class of 1/2006</li> </ul>  |   |
| <b>Shareholding in the Company</b>             | : None   |   |
| <b>Tenure as a Director</b>                    | : 11 years   |   |
| <b>Appointment Date to be a Director</b>       | : 30 <sup>th</sup> January 2015 (Resolution of the EGM No. 1/2015 before conversion)   |   |
| <b>Number of Companies as a Director</b>       | : <ul style="list-style-type: none"> <li>• Position in listed companies : None</li> <li>• Position in none-listed companies : 4 companies</li> </ul>   |   |
| <b>Working Experience</b>                      | : <ul style="list-style-type: none"> <li>• Director of Environmental and Energy Management Co., Ltd.</li> <li>• Director/ Independent Director/ Chairman of the Audit Committee/ chairman of the Nomination and Remuneration Committee of Siamrajathanee Corporation Co., Ltd.</li> <li>• Director of RA Partner Co., Ltd.</li> <li>• Director of Reliance Agro Co., Ltd.</li> <li>• Director of Bangkok Asset Reliable Management Co., Ltd.</li> <li>• Director of Pattana Sweet Corn Co., Ltd.</li> <li>• Director of PMR Inter Co., Ltd.</li> </ul> |   |

**Relationship with a Company's executive, or a major shareholder of the Company or its subsidiary** : None

**Current directorship/ executive position in listed companies** : None

**Current directorship/ executive position in other companies which are non-listed** :

- Director of Agrtrade International sales (Thailand) Co.,Ltd.
- Director of Sino Thai Inter Foods Co., Ltd.
- Director of Capital Plus Advisory Co., Ltd.
- Director of THAI GREEN FOOD PRODUCTS CO., LTD

**Holding director/executive positions in other organizations** : None

**Directorship/executive position in other companies potentially having conflict of interest with the Company** : None

**Meeting attendance in a previous year** : The Board of Directors' meeting 7/7 meetings.  
The meeting of the Audit Committee 5/5 meetings.  
The meeting of the Nomination and Remuneration Committee 3/3 meeting.

**Being an executive director of the Company, an officer, an employee, or an advisor regularly receiving a salary from the Company or its subsidiary** : No

**Being a professional service provider for the Company or its subsidiary** : No

**Having business relationship that may materially affect to independence of his/her performance** : None

## **Profiles and Working Experience of Candidates Nominated for Election as Directors**

|   |  |   |
|---|--|---|
| <b>Name</b>                                       | : Mr. Kiat Vimolchalao   |  |
| <b>Type of Director</b>                           | : Director   |   |
| <b>Nominated for Election</b>                     |  |   |
| <b>Current Position in the Company</b>            | : <ul style="list-style-type: none"><li>• Director</li><li>• Executive Board Chairman</li><li>• Risk Management Committee Chairman</li></ul>   |   |
| <b>Age</b>  | : 66 Year  |   |
| <b>Nationality</b>                                | : Thai   |   |
| <b>Educational Qualification</b>                  | : Bachelor of Science, Chulalongkorn University  |   |
| <b>Director Accreditation Program</b>             | : Director Certification Program (DCP 58/2005)<br>Director Accreditation Program (DAP 32/2005)<br>Family Business Governance (FBG 5/2016)<br>Directing in year of the rooster : Hot issues and outlook for 2017                        |   |
| <b>Shareholding in the Company</b>                | : 31.95%   |   |
| <b>Years of directorship in the Company</b>       | : 11 Years   |   |
| <b>Appointment Date to be a Director</b>          | : 30 <sup>th</sup> January 2015 (Resolution of the EGM No. 1/2015 before conversion)   |   |
| <b>Number of Companies as a Director position</b> | : <ul style="list-style-type: none"><li>• Position in listed companies : None</li><li>• Position in none-listed companies : 5 companies</li></ul>  |   |
| <b>Working Experience</b>                         | : <ul style="list-style-type: none"><li>• Chairman / Chief Executive Officer / Managing Director / Chairman of the Risk Management Committee of Siamrajthanee Corporation Co.Ltd.</li><li>• Director of TKS Venture Co.,Ltd.</li></ul> |   |

- Director of SR Power Holding Co.,Ltd.
- Director of Soltech Solutions Co.,Ltd.
- Director of C2C Solution Co.,Ltd.
- Director of BUPS Co.,Ltd.

**Relationship with a Company's executive, or a major shareholder of the Company or its subsidiary** : Husband of Mrs. Wacharaporn Vimolchalao

**Current directorship/ executive position in listed companies** : None

**Current directorship/ executive position in other companies which are non-listed** :

- Director of Siam Rajathanee Automation Co., Ltd.
- Director of Vimolchalao Co.,Ltd.
- Director of K venture Co.,Ltd.
- Director of Krit Ventura Co.,Ltd.
- Director of SR Commercial Holding Co.,Ltd.

**Holding director/executive positions in other organizations** : None

**Directorship/executive position in other companies potentially having conflict of interest with the Company** : None



### Profiles and Working Experience of Directors Nominated for Re-Election

**Name** : Mr. Torchok Laoluechai

**Type of Director** : Director

**Nominated for Election**

**Current Position in the Company** :

- Director
- Executive Board
- Risk Management Committee

**Age** : 56 Year

**Nationality** : Thai

**Educational Qualification** : Master of Business Administration (English Program), Bangkok University  
Master of Public and Private Management, NIDA University  
Bachelor of Mechanical Engineering, King Mongkut's University of Technology North Bangkok

**Director Accreditation Program** : Director Accreditation Program (DAP 143/2017)

**Shareholding in the Company** : 5.63% (Himself)  
0.03% (Wife)

**Years of directorship in the Company** : 5 Years

**Appointment Date to be a Director** : 22<sup>th</sup> April 2020 (Resolution of the AGM 2020)

**Number of Companies as a Director position** :

- Position in listed companies : None
- Position in none-listed companies : 1 company



**Working Experience** : ● Director of Enver tech Co., Ltd.

**Relationship with a Company's executive, or a major shareholder of the Company or its subsidiary** : None

**Current directorship/ executive position in listed companies** : None

**Current directorship/ executive position in other companies which are non-listed** : ● Director of Techtronic Co., Ltd.

**Holding director/executive positions in other organizations** : None

**Directorship/executive position in other companies potentially having conflict of interest with the Company** : None

**Meeting attendance in a previous year** : The Board of Directors' Meeting 6/7 meetings  
The Executive Board Meeting 5/7 meetings  
The Risk Management Committee Meeting 2/2 meeting

## **Siamraj Public Company Limited**

Details of the Warrants to Purchase the Ordinary Shares of Siamraj Public Company Limited  
Allocated to the Chief Executive Officer of the Company (ESOP Warrant)

### **1. Objectives and necessities of offering warrants to purchase the ordinary shares of the Company**

The issuance and offering of warrants to purchase the ordinary shares of Siamraj Public Company Limited (the “**Company**”) to be allocated to Mr. Ratachai Teratanavat, who is the Chief Executive Officer of the Company (hereinafter referred to as “**Warrant**” or “**ESOP Warrant**”) is intended to create an incentive for Mr. Ratachai Teratanavat to remain with the Company. This is expected to create the best interest of the Company in the long term and will ultimately result in the sustainable growth of its business. The details, characteristics, rights, and conditions of the Warrants offering are issued and offered as follows:

The Company will issue and offer ESOP Warrants to the Chief Executive Officer of the Company, namely Mr. Ratachai Teratanavat, in an amount of not exceeding 33,000,000 units and allocate ordinary shares to reserve for the exercise of the Warrants in an amount of not exceeding 33,000,000 shares (at Baht 0.5 par value), representing [4.87] percent of the total voting shares of the Company as of the date of the 2026 Annual General Meeting of Shareholders.

Details of the ESOP Warrants offering as set out below will be proposed to the shareholders’ meeting. Meanwhile, the Company expects to use the proceeds from the exercise of right pursuant to the Warrants working capital.

### **2. Preliminary details of the ESOP Warrant**

|   |  |
|---|--|
| <u>Issuer of Warrants</u>                                     | Siamraj Public Company Limited   |
| <u>Type of Warrants</u>                                       | Warrant to purchase the ordinary shares of Siamraj Public Company Limited, to be allocated to the Chief Executive Officer of the Company, in registered form and non-transferable, except for transfer by inheritance or to beneficiaries specified in Clause 3.6.2. |
| <u>Total Number of Warrants Issued</u>                        | Not exceeding 33,000,000 units, representing 4.87 percent of the total voting rights of the Company as of the 2026 Annual General Meeting of Shareholders.   |
| <u>Offering Price per Unit</u>                                | Baht 0 (Zero Baht) per unit.   |
| <u>Offering Period</u>  | The Warrants offering shall be completed within 1 year from the date on which the shareholders’ meeting resolves to approve the issuance and offering of the Warrants.   |
| <u>Terms of Warrants</u>                                      | Not exceeding 5 years from the date of issuance and offering of the Warrants   |
| <u>Number of Shares Reserved for the Exercise of Warrants</u> | Not exceeding 33,000,000 shares (at the par value of Baht 0.50), representing 4.87 percent of the total voting   |

rights of the Company as of the 2026 Annual General Meeting of Shareholders.

The Warrants Allocation Method

The Warrants shall be allocated to the Chief Executive Officer of the Company in a total amount of not exceeding 33,000,000 units, namely Mr. Ratachai Teratanavat in his capacity as director, executive director, risk management committee member, and Chief Executive Officer, by way of direct offering without an underwriter (the “**Person Eligible to Receive the Allocation of ESOP Warrant**”). This represents 100 percent of the ESOP Warrants offered in this issuance.

In this regard, this allocation constitutes an offering of Warrants to a specific person in excess of 5 percent of the total Warrants issued in this offering.

Exercise Ratio

1 unit of Warrant shall be entitled to purchase 1 newly issued ordinary share.

Exercise Price and Basis, Rationale, and Appropriateness of the Determination of the Exercise Price and the Market Price

Baht 0.60 per share. Such price is not considered an offering at a price lower than the market price, which is calculated based on the weighted average closing price of the Company’s shares traded on the Stock Exchange of Thailand for 15 consecutive business days prior to the date of the Board of Directors’ meeting (calculated from the market price during the period from January 30 to February 19, 2026, with a share price of Baht 0.30).

Issuance and Offering Date

The Company’s Executive Committee or the designated person(s) by the Executive Committee will determine the date of issuing and offering of the ESOP Warrant, provided that the offering must be completed within 1 year from the shareholders’ approval date.

Exercise Conditions and Period

The ESOP Warrant holder could exercise the right to purchase the Company’s ordinary shares as shown in the following details:

1. After June 30, 2026, the Warrant holder is entitled to exercise not more than 20 percent of the total Warrants allocated.

Any fractional shares that do not constitute a full board lot on the main board of the Stock Exchange of Thailand shall be aggregated and carried forward for exercise in the following exercise period.

2. After June 30, 2027, the Warrant holder is entitled to exercise not more than 60 percent of the total Warrants allocated.

3. After December 31, 2027, the Warrant holder is entitled to exercise the remaining Warrants in full until the expiration of Warrants terms.

Any fractional shares that do not constitute a full board lot on the main board of the Stock Exchange of Thailand shall be aggregated and carried forward for exercise in the following exercise period.

Secondary Market for Warrants

The Company will not list the Warrants issued and offered in this offering on the Stock Exchange of Thailand.

Secondary Market for Ordinary Shares Arising from the Exercise of Warrants

The Company will list the additional ordinary shares arising from the exercise of the right to purchase the ordinary shares under the Warrants in this offering as listed securities on the Stock Exchange of Thailand.

Rights and Benefits Other than Those Normally Entitled to and Receivable from Ordinary Shares

-None-

(Ordinary shares issued upon the exercise of the Warrants in this offering shall have rights and conditions equal in all respects to the previously issued ordinary shares of the Company.)

Registrar of the Warrants

The Company shall act as the registrar of the ESOP Warrants.

### **3. Other Principles and Conditions for Exercise of the Warrants**

#### **3.1. Eligibility criteria for Person Eligible to Receive the Allocation of ESOP Warrant**

The Person Eligible to Receive the Allocation of ESOP Warrant must hold the position of Chief Executive Officer of the Company as of the date of issuance and offering of the ESOP Warrants, and must continue to hold such position as Chief Executive Officer of the Company until the date of exercise of the right to convert the ESOP Warrants into ordinary shares of the Company.

#### **3.2. Exercise Period of the Warrants**

The Warrant holders are required to submit an exercise notice to the Company between 9.00 a.m. and 4.00 p.m. within 5 working days prior to each exercise date, except for the last exercise period, the notice must be submitted during 15 days prior of the last exercise period. Ordinary shares purchased in every exercise of the Warrants will be in whole number of a trading unit on the main board of the Stock Exchange of Thailand, except for the exercise of right for the last exercise period.

#### **3.3. Exercise Date**

Between 9.00 a.m. and 4.00 p.m. of the business day, except for the last exercise period the exercise date will be during 5 working days prior to the expired date.

#### **3.4. Exercise Procedures**

- 3.4.1. The Warrant holder, who wishes to exercise his or her right, is required to submit the following documents to the registrar of the Warrants during the exercise period:
- (A) The notification of intention to exercise the right to purchase ordinary shares form which has been accurately and completely filled in (the notification of intention to exercise form can be obtained at Human Resources Department of the Company). In case of Employee's executor, statutory heir, legatee, curator or guardian under the law pursuant to Clause 3.6.2 herein is the person notifying such intention, notification of intention to exercise the right to purchase ordinary shares which has been accurately and completely filled in together with complete and accurate evidence demonstrating his or her accession as the transferee of the right pursuant to the laws and conditions of Clause 3.6.2 of this condition.
  - (B) The Warrants in the number as specified under the notification of intention to exercise the right to purchase the Company's ordinary shares.
  - (C) Payment for shares in the amount as specified in the notification of intention to exercise the right to purchase the Company's ordinary shares
  - (D) Withholding tax payment from exercising the rights to purchase ordinary shares for which the Company has an obligation to make the payment to the Revenue Department in accordance with the laws.
- 3.4.2. The Warrant holders are liable to pay their own personal income taxes incurred from exercising the rights to purchase ordinary shares.
- 3.4.3. In the case that the Warrant holders are unable to pay taxes to the Company according to Clause 3.4.1 (D) in full within specific date for any reasons and the Company has to pay such taxes in advance for the Warrant holders, it is deemed that those Warrant holders give the irrevocable rights to the Company to deduct any amount of taxes paid in advance for the participating employees of the Program from wage, bonus or other benefits to be paid by the Company which can be set off according to the laws and give the rights to the Company to use such money to pay or set-off with the amount of withholding taxes owed to the Company.
- 3.4.4. After the Warrant holder has fully complied with the terms and conditions for the exercise of rights to purchase ordinary shares, the Company will issue the underlying shares under the names of Warrant holder or Employee's executor, statutory heir, legatee, curator or guardian under the law (in case of Clause 3.6.2) and will deliver the Share Certificate via registered mail to the address stated in the notification of intention of exercise the right to purchase ordinary shares within 30 days from each exercise date. However, the Company may agree in advance with the Warrant holder to keep the Share Certificate at the Company so the Warrant holder can obtain the certificate by themselves or deliver to the Warrant holder's department. Alternatively, the Warrant holders may wish to use scripless system of the securities depository which will not lower their exercise rights.
- 3.4.5. After the Warrant holder has submitted his intention to exercise the right to purchase ordinary shares according to Clause 3.4.1, such intention to exercise the right may not be cancelled nor revocable, unless a written consent is provided by the Company.
- 3.4.6. The Company shall notify the list of Warrant holders who have exercised their rights to Thailand Securities Depository Company Limited, as a registrar of the Warrants, to proceed to register such Warrant holders as ordinary shareholders in the register of shareholders according to the number of ordinary shares from such exercise and the

Company shall register the change of its issued and paid up capital with the Ministry of Commerce within 14 days from the end of each exercise period.

### 3.5. Adjustment to the Exercise Price and the Exercise Ratio

The Company shall adjust the Exercise Price and the Exercise Ratio in order to protect the Warrant holders from losing their rights and benefits in the following events:

- 3.5.1. In case where the Company changes the par value of its ordinary shares as a result of split or consolidation of its issued shares. The adjustment to Exercise price and Exercise Ratio shall be immediately effective after the par value of the Company's shares has been changed.

Exercise Price shall be adjusted in accordance with the following formula;

$$\text{Price 1} = \frac{\text{Price 0} \times (\text{Par 1})}{(\text{Par 0})}$$

Exercise Ratio shall be adjusted in accordance with the following formula;

$$\text{Ratio 1} = \frac{\text{Ratio 0} \times (\text{Par 0})}{(\text{Par 1})}$$

Where: Price 1 = new Exercise Price after the change

Price 0 = old Exercise Price before the change

Ratio 1 = new Exercise Ratio after the change

Ratio 0 = old Exercise Ratio before the change

Par 1 = par value after the change

Par 0 = par value before the change

- 3.5.2. In case where the Company offers for sale of its ordinary shares to the existing shareholders according to their rights and/or the public and/or private placement and the net price of the newly issued shares is lower than 90 percent of "the market price of the Company's ordinary shares". The adjustment in the Exercise Price and the Exercise Ratio shall be immediately effective from the first day on which the purchasers of the Company's shares are not entitled to subscribe newly issued shares (the first day on which the SET posts the XR sign) in case of newly issued shares are being offered to the existing shareholders (Right Issue) and/or the first day on which newly issued shares are offered to the public and/or private placement, as the case may be.

"Net price of the newly issued ordinary shares" is calculated by the whole amount of money for which the Company obtained from the offer of the new shares after deducting expenses incurred from the offer of such securities and divided by the total number of newly issued ordinary shares.

"Market price of the Company's ordinary shares" means the weighted average of the market price of the Company's ordinary shares traded on the SET during the 7

consecutive business days (days on which the Company's ordinary shares are traded on the SET) before the Calculation Date. Weighted average of the market price of the Company's ordinary shares means the total trading value of the Company's ordinary shares divided by the total number of the Company's ordinary shares traded on the SET.

"Calculation Date" means the first day on which the purchasers of ordinary shares are not entitled to subscribe the newly issued ordinary shares in case of the shares are being offered to the existing shareholders (the first day on which the SET posts the XR sign) and/or the first day on which the newly issued shares are offered to the public for the case of public offering and/or the private placement.

In the case that an offer of newly issued ordinary shares at the same time provides more than one offer price and with the condition that such shall be subscribed together, the average of all offer prices shall be used to calculate the net price of the newly issued ordinary shares. If the offer is not subject to the conditions that must be subscribed together, only the offer price which is lower than 90 percent of "the market price of the Company's ordinary shares" shall be used for the calculation of change.

Exercise Price shall be adjusted in accordance with the following formula;

$$\text{Price 1} = \frac{\text{Price 0} \times [(A \times \text{MP}) + \text{BX}]}{[\text{MP} (A + B)]}$$

Exercise Ratio shall be adjusted in accordance with the following formula;

$$\text{Ratio 1} = \frac{\text{Ratio 0} \times [\text{MP} (A + B)]}{[(A \times \text{MP}) + \text{BX}]}$$

- Where:
- Price 1 = new Exercise Price after the change
  - Price 0 = old Exercise Price before the change
  - Ratio 1 = new Exercise Ratio after the change
  - Ratio 0 = old Exercise Ratio before the change
  - MP = the market price of the company's ordinary shares
  - A = the number of fully paid ordinary shares as at the date before the Closing of share register book date for the offer of newly issued ordinary shares to the existing shareholders and/or before the first day of the public offering and/or the private placement of the new shares, as the case may be.
  - B = the number of newly issued ordinary shares offered to the Existing shareholders and/or the public and/or the private placement
  - BX = the net amount of money, after deducting expenses incurred (if any), received from the offer of newly issued shares to the existing shareholders and/or the public and/or the private placement as the case may be.

3.5.3. In case where the Company offers to the existing shareholders and/or the public and/or the private placement any newly issued securities with the right to convert to ordinary shares or the right to subscribe ordinary shares (e.g. convertible debentures or warrants to purchase ordinary shares) and the net price of the newly issued ordinary shares to accommodate the exercise of rights is lower than 90 percent of the market price of the Company's ordinary shares. The adjustment of the Exercise Price and the Exercise Ratio shall be immediately effective from the first day on which the purchasers of the Company's shares are not entitled to subscribe the newly issued securities (the first day the SET posts the XR sign), in case that the newly issued securities are offered to the existing shareholders (Rights Issue) and/or the first day on which such newly issued convertible securities are offered to the public and/or private placement (as the case may be).

Exercise Price shall be adjusted in accordance with the following formula;

$$\text{Price 1} = \frac{\text{Price 0} \times [(\text{A} \times \text{MP}) + \text{BX}]}{[\text{MP} (\text{A} + \text{B})]}$$

Exercise Ratio shall be adjusted in accordance with the following formula;

$$\text{Ratio 1} = \frac{\text{Ratio 0} \times [\text{MP} (\text{A} + \text{B})]}{[(\text{A} \times \text{MP}) + \text{BX}]}$$

Where:

- Price 1 = new Exercise Price after the change
- Price 0 = old Exercise Price before the change
- Ratio 1 = new Exercise Ratio after the change
- Ratio 0 = old Exercise Ratio before the change
- MP = the Market price of the Company's ordinary shares
- A = the number of fully paid ordinary shares as at the date before the Closing of share register book date for the offer of newly issued convertible securities to the existing shareholders and/or before the first day of the public offering and/or private placement of the newly issued convertible securities, as the case maybe.
- B = the number of newly issued ordinary shares to accommodate the conversion of the new securities offered to existing shareholders and/or the public and/or the private placement.
- BX = the net amount of money received, after deducting expenses incurred (if any), from the issuance of the convertible securities offered to the existing shareholders and/or the public and/or the private placement, plus the money received

from the conversion or the exercise of right to purchase the ordinary shares.

“Market price of the Company’s ordinary shares” means the weighted average of the market price of the Company’s ordinary shares traded on the SET during the 7 consecutive business days (days on which the Company’s ordinary shares are traded on the SET) prior to the Calculation Date. Weighted average of the market price of the Company’s ordinary shares means the total trading value of the Company’s ordinary shares divided by the total number of the Company’s ordinary shares traded on the SET.

“Calculation Date” means the first day on which the purchasers of ordinary shares are not entitled to subscribe any of the newly issued convertible securities in case of offer to the existing shareholders (the first day on which the SET posts the XR sign) and/or the first day on which the newly issued convertible securities are offered to any person to subscribe ordinary shares as the case may be.

- 3.5.4. In case where the Company pays out all or parts of its dividends in the form of its ordinary shares to its shareholders, the adjustment of the Exercise Price and the Exercise Ratio shall be immediately effective from the first day on which the purchasers of the Company’s shares are not entitled to such stock dividends (the first day on which the SET posts the XD sign).

Exercise Price shall be adjusted in accordance with the following formula;

$$\text{Price 1} = \frac{\text{Price 0} \times (A)}{(A + B)}$$

Exercise Ratio shall be adjusted in accordance with the following formula;

$$\text{Ratio 1} = \frac{\text{Ratio 0} \times (A + B)}{A}$$

- Where:
- Price 1 = new Exercise Price after the change
  - Price 0 = old Exercise Price before the change
  - Ratio 1 = new Exercise Ratio after the change
  - Ratio 0 = old Exercise Ratio before the change
  - A = the number of fully paid ordinary shares as at the date before the Closing of share register book date to determine the entitlement of stock dividends.
  - B = the number of newly issued shares as stock dividends.

- 3.5.5. In case where the Company pays out dividend more than 50 percent of its net profits after tax in any accounting period during the term of the Warrants, the adjustment of the Exercise Price and the Exercise Ratio shall be immediately effective from the first day on which the purchasers of the Company’s shares are not entitled to the dividends (the first day on which the SET posts the XD sign).

The dividend payout ratio paid to shareholders is calculated by dividing all actual dividends paid for each accounting period by the net profits after tax of the same period.

The actual dividends paid shall include the interim dividend paid during such accounting period. For the calculation of adjustment to the Exercise Price and the Exercise Ratio, the Company shall include only the actual dividend paid to the shareholders in the same accounting period.

In the case that the Company makes the interim dividend payment and the Company is not required to adjust the rights of the Warrant holders as the dividend payout ratio is not exceeding 50 percent, however, if the Company subsequently pays another dividend, the Company shall include the interim dividend paid earlier in the same accounting period to consider the adjustment of rights of the Warrants.

In the event that the Company already calculated the adjustment to Exercise Price and the Exercise Ratio from the interim dividend in any accounting period and later pays another dividend in the same accounting period, the earlier interim dividend shall not be included again in the adjustment as the Warrant holders have been compensated by the adjustment of rights resulting from the payment of interim dividend.

“Market price of the Company’s ordinary shares” means the weighted average of the market price of all the Company’s ordinary shares traded on the SET during the 7 consecutive business days (days on which the Company’s ordinary shares are traded on the SET) before the Calculation Date. Weighted average of the market price of the Company’s ordinary shares means the total trading value of the Company’s ordinary shares divided by the total number of the Company’s ordinary shares traded on the SET.

“Calculation Date” is the first day on which the purchasers of ordinary shares are not entitled to the dividends (the first day on which the SET posts the XD sign).

Exercise Price shall be adjusted in accordance with the following formula;

$$\text{Price 1} = \frac{\text{Price 0} \times [\text{MP} - (\text{D} - \text{R})]}{\text{MP}}$$

Exercise Ratio shall be adjusted in accordance with the following formula;

$$\text{Ratio 1} = \frac{\text{Ratio 0} \times (\text{MP})}{[\text{MP} - (\text{D} - \text{R})]}$$

- Where:
- Price 1 = new Exercise Price after the change
  - Price 0 = old Exercise Price before the change
  - Ratio 1 = new Exercise Ratio after the change
  - Ratio 0 = old Exercise Ratio before the change
  - MP = the Market price of the Company’s ordinary shares
  - D = actual dividends per share paid to the shareholders
  - R = dividends per share paid, by taking into the calculation the net profit after tax at the rate of 50 percent and the total number of shares with entitlements to dividends.

- 3.5.6. In case that there is any event which causes the Warrant holder to lose his/her right and benefit and such event is not stipulated under Clauses 3.5.1 to 3.5.5, the Company shall determine the adjustment to the Exercise Price and/or the Exercise Ratio without undermining the rights of the Warrant holder. Such consideration by the Company shall be deemed final and shall be notified to the SEC Office within 15 days from the date on which the event causing the adjustment of rights occurs.
- 3.5.7. The calculation of the adjustment to the Exercise Price and the Exercise Ratio in accordance with Clauses 3.5.1 through 3.5.6 are independent with each other and shall be calculated in order compared to the market price of the Company's ordinary shares. In cases where these events simultaneously occur, the calculation shall be conducted in the ascending order from 3.5.1 → 3.5.5 → 3.5.4 → 3.5.2 → 3.5.3 → 3.5.6 which the decimals for the Exercise Price shall be maintained at 3 decimals and the decimals for Exercise Ratio shall be maintained at 5 decimals.
- 3.5.8. The calculation of the adjustment to the Exercise Price and the Exercise Ratio in accordance with Clauses 3.5.1 through 3.5.6 shall not cause the increase of the Exercise Price and/or decrease of the Exercise Ratio, except in the case of the share consolidation and the new Exercise Price is used after the adjustment (in 3 decimals) multiplying by the number of ordinary shares (The number of ordinary shares shall be calculated from the new Exercise Ratio multiplied by the number of Warrants stated under the notification of intention to exercise the right. If such calculation results in a fraction of share, such fraction shall be cancelled.) If the money calculated from the exercise is a fraction of Baht, such fraction shall be cancelled. If the adjustment results in the new Exercise Price being lower than the par value of the Company's ordinary shares, the par value of the Company's ordinary shares shall be used as the new Exercise Price. The Exercise Ratio calculated from Clauses 3.5.1 to 3.5.6 shall be used as the new Exercise Ratio.
- 3.5.9. In case of the adjustment of the Exercise Price and/or the Exercise Ratio as mentioned in Clauses 3.5.1 through 3.5.6, the Company shall notify to the Warrant holders the results of the adjustment including the methods of calculation, reasons for the adjustment to the SEC Office and the Stock Exchange of Thailand in order to notify the new Exercise Price, the new Exercise Ratio, and the effective date of the new Exercise Price and the new Exercise Ratio. The Company shall inform the details of the adjustment to the Exercise Price and/or the Exercise Ratio to the Warrant holders via the disclosure system of the Stock Exchange of Thailand and shall post an announcement at the Company's office within 15 days from the date on which such adjustment to the Exercise Price and the Exercise Ratio becomes in effect.

**3.6. Obligations between the Company and Person Eligible to Receive the Allocation of ESOP Warrant in respect of Allocation of the Warrants**

- 3.6.1. If the Person Eligible to Receive the Allocation of ESOP Warrant retires from the position of Chief Executive Officer of the Company pursuant to the Company's work rules or his/her term in the position has expired, as the case may be, such Person Eligible to Receive the Allocation of ESOP Warrant shall be entitled to exercise their Warrants during the term of the Warrants.
- 3.6.2. If the Person Eligible to Receive the Allocation of ESOP Warrant is no longer being the Chief Executive Officer of the Company by reason of being deceased, disappeared, infirmity, or incompetent, such Warrants can be exercised by the person named as executor or beneficiary of the decease, disappeared, infirm, or incompetent director or employee, as the case may be. The person will be entitled to exercise those Warrants during the term of the Warrants.

3.6.3. If the Person Eligible to Receive the Allocation of ESOP Warrant is no longer being the Chief Executive Officer of the Company for any reason other than those specified in Clauses 3.6.1 or 3.6.2 above, all ESOP Warrants allocated to such person that has not yet been exercised shall be simultaneously cancelled.

**3.7. In case the rights of the Warrants have not been fully exercised**

If the Person Eligible to Receive the Allocation of ESOP Warrant does not exercise or does not fully exercise the rights to purchase ordinary shares pursuant to the Warrants and the term of Warrants has expired, it shall be deemed that the Person Eligible to Receive the Allocation of ESOP Warrant waives their rights pursuant to such un-exercised Warrants and shall not be entitled to claim any compensation from the Company.

**3.8. Assistance from the Company in respect of sources of funds for Mr. Ratachai Teratanavat**

-None-

**3.9. Right Adjustment**

The Company may reserve additional ordinary shares if the circumstance stipulated in the notification of the Securities and Exchange Commission, relating to the issuance and offering of the Warrants, occur and cause the adjustment of the rights pursuant to the Warrants.

In case of the rights adjustment of the Warrant that required more additional shares than the reserved shares, the Company shall seek for approval from the shareholders, in the next shareholders' meeting. Should the Warrants expire sooner than the next shareholders' meeting, the Company shall bring the matter to the shareholders' meeting as soon as possible.

**4. List of directors receiving Warrant allocation**

| Name                     | Position  | Number of Warrants Allocated (Units) | Proportion of Total Warrants Allocated (Percent) |
|--------------------------|---|--------------------------------------|--|
| Mr. Ratachai Teratanavat | Director, Executive Director, Risk Management Committee Member, and Chief Executive Officer | Not exceeding 33,000,000             | 100  |
| <b>Total</b>             |   | <b>33,000,000</b>                    | <b>100</b>                                       |

**5. List of directors receiving more than 5 percent of the total Warrants issued and offered in this offering**

| Name | Number of Board Meeting Attendances in the Past Year (if applicable) | Number of Warrants Allocated (Units) | Proportion of Total Warrants Allocated (Percent) | Benefits Received from Warrant Allocation Calculated in Monetary Value (Baht) |
|------|--|--------------------------------------|--|---|
|------|--|--------------------------------------|--|---|

|                                |  |                                |     |  |
|--------------------------------|--|--------------------------------|-----|--|
| Mr.<br>Ratachai<br>Teratanavat | 2/2<br><i>(Remark:<br/>Appointed as<br/>Director of the<br/>Company on<br/>November 6,<br/>2025)</i> | Not<br>exceeding<br>33,000,000 | 100 | None, as the exercise price of the Warrants is calculated based on the weighted average closing price of the Company's shares traded on the Stock Exchange of Thailand for 15 consecutive business days prior to the date of the Board of Directors' meeting |
|--------------------------------|--|--------------------------------|-----|--|

## 6. Opinion the Board of Directors

The Board of Directors has considered and is of the opinion that the allocation of ESOP Warrants to Mr. Ratachai Teratanavat, the Chief Executive Officer of the Company, is appropriate and beneficial to the Company and its shareholders as a whole, as it serves as a long-term incentive tool that aligns the remuneration of the executive with the Company's performance and share value.

Such allocation will encourage the executive to drive the Company's strategy and sustainable growth, as well as align the interests of the executive with those of the shareholders. The Board of Directors has carefully considered the appropriateness of the number and conditions of the allocation, including the dilution effect on existing shareholders, and is of the opinion that such allocation is at an appropriate level.

The Board of Directors is of the opinion that such action is in the best interests of the Company and its shareholders as a whole.

## 7. Opinion the Remuneration Committee

The Remuneration Committee has considered the remuneration structure, taking into account the role, responsibilities, and significance of the Chief Executive Officer position, as well as the prevailing practices of listed companies in the same industry. The Committee is of the opinion that the allocation of ESOP Warrants constitutes an appropriate long-term remuneration component that is consistent with the Pay for Performance principle.

The terms and conditions and the number of Warrants allocated have been carefully deliberated to incentivize the creation of performance and long-term value for the Company, without imposing an immediate cash flow burden, and are at an appropriate level relative to the Company's potential and growth plans.

Note: The issuance and allocation of Warrants on this occasion must be approved by the Remuneration Committee, which shall comprise at least three directors, and no director who is to receive an allocation of Warrants exceeding 5 percent of the total Warrants issued shall serve as a member of the Remuneration Committee.

## 8. Impact on shareholders arising from the issuance and offering of the Warrants

### 8.1. Impact on price dilution due to the exercise of rights to purchase shares pursuant to the Warrants

The exercise price is determined by the weighted average closing price of the Company's shares traded on the Stock Exchange of Thailand for 15 consecutive business days prior to the date of

the Board of Directors' meeting, which is higher than the market price, the issuance and offer of the Warrants will not create any effect upon price dilution.

However, effect upon price dilution due to the exercise of rights to purchase shares by the Person Eligible to Receive the Allocation of ESOP Warrant will be subject to the market price of the Company's shares on the day that new shares from the exercise of rights by the Person Eligible to Receive the Allocation of ESOP Warrant start trading in the Stock Exchange of Thailand, in accordance with the following formula;

$$\begin{aligned}
 \text{Price Dilution} &= \frac{\text{Market Price before Offering} - \text{Market Price after Offering}}{\text{Market Price before Offering}} \times 100 \\
 &= \frac{0.30 - 0.31}{0.30} \times 100 \\
 &= -3.33 \text{ percent}
 \end{aligned}$$

## 8.2. Impact on existing shareholders from the reduction in ownership proportion or voting rights of existing shareholders (Control Dilution)

In the event that all 33,000,000 Warrants are exercised in full, the voting rights of existing shareholders will be diluted by 4.65 percent. The calculation is based on the current paid-up capital, the details of which are as follows:

|   |   |   |
|---|---|---|
| Number of the total paid-up shares                                      | = | 676,700,000 shares<br>(at a par value of Baht 0.5 each)               |
| Number of all shares reserved for the exercise of the Warrants          | = | Not exceeding 33,000,000 shares<br>(at a par value of Baht 0.5 each)  |
| Total Number of shares after exercise of right                          | = | Not exceeding 709,700,000 shares<br>(at a par value of Baht 0.5 each) |
| Ratio of the reduced existing shareholder after exercise of the Warrant | = | 4.65 percent  |

$$\begin{aligned}
 \text{Control Dilution} &= \frac{\text{Number of ordinary shares reserved for the exercise of the Warrants}}{(\text{Number of paid-up shares} + \text{Number of ordinary shares reserved for the exercise of the Warrants})} \times 100 \\
 &= \frac{33,000,000}{(676,700,000 + 33,000,000)} \times 100 \\
 &= 4.65 \text{ percent}
 \end{aligned}$$

## 9. Description and conditions of the Warrants

The issuance and offering of the Warrants allocated to the Chief Executive Officer of the Company on this occasion shall be subject to the rules and conditions as prescribed under the Notification of the Capital Market Supervisory Board No. TorJor. 34/2551 Re: Application for and Approval of Offer for Sale of Newly Issued Share Warrants and Underlying Shares, dated December 15, 2008 (as amended), and/or the Notification of the Capital Market Supervisory Board No. TorJor. 32/2551 Re: Issuance and Offering of Securities to Directors or Employees,

dated December 15, 2008 (as amended) (“**Notification of the Capital Market Supervisory Board No. TorJor. 32/2551**”).

The Warrant holders are liable to pay taxes and duties pursuant to the Revenue Code or and relevant laws governing the exercise of rights to purchase the Company’s ordinary shares.

If, after the last exercise date, the rights pursuant to the Warrants have not been exercised, the outstanding warrants shall be deemed and no longer exercisable.

**10. Right of shareholders in opposing the offer of Warrants**

Pursuant to Clause 9 of the Notification of the Capital Market Supervisory Board No. TorJor. 32/2551, the issuance and offering of the Warrants to directors and employees shall be approved by the shareholders’ meeting with the vote of not less than three-quarters of the total votes of the shareholders attending the meeting and entitled to vote and must not be opposed by shareholders with an aggregate number of shares exceeding 10 percent of all votes of the shareholders attending the meeting.

In the case of an offering of securities to a specific director or employee in excess of five percent of the total number of securities offered in each occasion, the resolution of the shareholders’ meeting approving such offering must be passed specifically for each such director or employee on an individual basis. The resolution approving each individual must be passed by a vote of not less than three-quarters of the total votes of the shareholders attending the meeting and entitled to vote and must not be opposed by shareholders with an aggregate number of shares exceeding 5 percent of all votes of the shareholders attending the meeting.

(F53-4)

**Capital Increase Report Form**  
**Siamraj Public Company Limited**

February 20, 2026

We, Siamraj Public Company Limited (the “**Company**”), hereby report the resolutions of the Board of Directors’ Meeting No. 1/2026, held on February 20, 2026 between 13.00 p.m. to 16.30 p.m., concerning the capital increase and allocation of newly issued shares as follows:

**1. Capital Increase**

The Board of Directors resolved to propose to the 2026 Annual General Meeting of Shareholders for consideration and approval the increase of the Company’s registered capital by Baht 16,500,000, from the current registered capital of Baht 338,350,000 to Baht 354,850,000, through the issuance of 33,000,000 newly issued ordinary shares with a par value of Baht 0.50 per share to accommodate the exercise of the warrants to purchase ordinary shares of the Company allocated to the Chief Executive Officer of the Company, namely Mr. Ratchai Teerathanawat, in an amount not exceeding 33,000,000 units (the “**ESOP Warrant**”). The Board of Directors also resolved to propose to the 2026 Annual General Meeting of Shareholders to consider and approve the amendment to Clause 4. of the Memorandum of Association of the Company to reflect the increase of the Company’s registered capital. The capital increase shall be structured as follows:

| Type of Capital Increase                                    | Type of Shares  | Number of Shares (Shares) | Par Value (Baht per Share) | Total (Baht) |
|---|-----------------|---------------------------|----------------------------|--------------|
| <input checked="" type="checkbox"/> Specific use of proceed | Ordinary shares | 33,000,000                | 0.50                       | 16,500,000   |

**2. Allotment of newly issued shares**

**2.1. Specific use of proceeds**

| Allotted to                                  | Number of shares                | Ratio (old: new) | Sale price (Baht per Share)  | Subscription and payment period                | Remark                       |
|--|---------------------------------|------------------|--|--|------------------------------|
| Accommodate the exercise of the ESOP Warrant | Not exceeding 33,000,000 shares | -                | Offered without consideration, with an exercise price of Baht 0.60 | Please consider the details in the Enclosure 4 | Please consider remark below |

**Remark:** The details of the issuance and allocation of the ESOP Warrant are shown in **Enclosure 4.**

In addition, the Board of Directors resolved to propose to the shareholders’ meeting for consideration and approval the authorization of the Executive Committee or the designated person(s) by the Executive Committee to determine any other details relevant to the issuance of the ESOP Warrant, to apply for approvals from the relevant authorities, and to undertake any acts

necessary or incidental to the issuance of the ESOP Warrant, including the listing of the newly issued ordinary shares as listed securities on the Stock Exchange of Thailand, as well as to consider and appoint financial advisors, legal advisors, or any other service providers (if necessary).

## **2.2. The Company's plan in the event of fractional shares**

As the Board of Directors has resolved to allocate shares to accommodate the exercise of the ESOP Warrant, there will be no fractional shares in this case.

## **3. Schedule for the Annual General Meeting of Shareholders to approve the allocation of newly issued shares**

The 2026 Annual General Meeting of Shareholders is scheduled to be held on April 23, 2026, at 13.30 hours, at Meeting Rooms 3–4, 9th Floor, Siamrajathanee Building, No. 289/9 Moo 10, Old Railway Road, Samrong Sub-district, Phra Pradaeng District, Samut Prakan Province. The Company has set the Record Date for the shareholders who are eligible to attend the 2026 Annual General Meeting of Shareholders on March 9, 2026.

## **4. Approval of the capital increase/allocation of newly issued shares from relevant governmental agency and conditions for approval (if any)**

- 4.1. The Company will register the increase of its registered capital and amend Clause 4. of its Memorandum of Association with the Department of Business Development, Ministry of Commerce, within 14 days from the date on which the shareholders' meeting approves such matters. The Company will also register the change in paid-up capital with the Department of Business Development, Ministry of Commerce, within 14 days from the date of receipt of payment for shares upon each exercise of the ESOP Warrants.
- 4.2. The Company will apply for approval from the Stock Exchange of Thailand for the newly issued ordinary shares arising from the exercise of the ESOP Warrant to be listed securities and to be traded on the Stock Exchange of Thailand.

## **5. Purpose of the Capital Increase and Utilization of the Proceeds**

Purpose of the capital increase: The capital increase is intended to accommodate the exercise of the ESOP Warrant allocated to the Chief Executive Officer of the Company.

Utilization of the proceeds: The Company will use the proceeds received from the exercise of the ESOP Warrant as working capital for the Company.

## **6. Benefits which the Company will receive from the capital increase/allocation of newly issued shares:**

The allocation of newly issued shares to Mr. Ratachai Teratanavat, the Chief Executive Officer of the Company on this occasion, serves as a long-term incentive tool that links remuneration to the Company's performance and share value, helps align the interests of the executive with those of the shareholders, and promotes continuity in formulating and driving the Company's strategy for sustainable growth. Furthermore, the capital increase will strengthen the Company's capital base without incurring any interest burden.

**7. Benefits which shareholders will receive from the capital increase/ allocation of newly issued shares:**

Shareholders will benefit from Mr. Ratachai Teratanavat having a vested interest as a shareholder, which will align the management's focus towards creating long-term value, supporting the Company's performance and growth potential, thereby positively contributing to the overall share value and returns.

**8. Schedule of action if the board of directors passes a resolution approving the capital increase/allocation of newly issued shares:**

| No | Procedures  | Date   |
|----|---|--|
| 1  | The Board of Directors' Meeting No.1/2026   | February 20, 2026                                      |
| 2  | Notification on the resolution of the Board of Directors' Meeting to the Stock Exchange of Thailand   | February 20, 2026                                      |
| 3  | Record Date for determining the shareholders who have the right to attend the 2026 Annual General Meeting of Shareholders   | March 9, 2026  |
| 4  | The date of 2026 Annual General Meeting of Shareholders   | April 23, 2026   |
| 5  | Registration of the increase of registered capital and amendment to the Memorandum of Association with the Department of Business Development, Ministry of Commerce | Within 14 days from the date of shareholders' approval |

The Company hereby certifies that the information contained in this report form is true and complete in all respects.

Sincerely yours,

(Mrs. Maturot Horarapavanon)  
Authorized Person to Report Information

**Articles of Association  
of  
Siamraj Public Company Limited**

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**CHAPTER VI  
Shareholders' Meetings**

31. The Board of Directors must arrange the annual general meeting of shareholders within four (4) months from the end of the fiscal year.

For other shareholders' meeting, shall be extraordinary meeting. The Board of Directors can call an extraordinary shareholders' meeting at any time, as it deems appropriate, or one or more shareholders holding not less than ten (10) percent of the total number of shares sold may together request the Board of Directors to convene an extraordinary shareholders' meeting at any time. However, it is necessary to specify the subject matter and the reasons for requesting the meeting to be clear in the letter. In such cases, the Board of Directors must arrange a meeting of shareholders within forty-five (45) days from the date of receipt of the letter from the shareholders.

If the Board of Directors does not arrange a meeting within the period specified in the second paragraph, the eligible shareholders may convene such meeting within 45 days from the completion of such 45-day period. The Company is responsible for expenses arising from such meeting as appropriate.

In case that the meeting of shareholders has been convened because the shareholder under third paragraph. If the quorum is not in accordance with Article 33, the shareholders requesting the meeting will be responsible for such expenses to the Company.

32. In summoning a meeting of shareholders, the Board of Directors shall make a notice of summoning of the meeting, wherein specifying the place, date, time and agenda for the meeting, as well as the matters to be proposed to the meeting together with particulars as is reasonable, by specifying clearly if such is a matter proposed for information, for approval or for consideration, as the case may be, including the opinion of the Board of Directors on the said matters, and send same to the shareholders and the registrar for their information at not less than seven(7) days prior to the date appointed for the meeting and advertise such notice of the summoning of meeting in newspaper for three consecutive days at not less than three(3) days before the date appointed for the meeting and for a period of not less than three (3) consecutive days.

Any meeting location of the Company shall be held at the registered office of the Company or neighboring province or at any other places as the Board of Directors may decide. The meeting of shareholders shall be held via electronic media according to the law governing electronic conferencing and location of meeting shall be deemed that the registered office of company is the meeting venue.

33. In every shareholders' meeting, a quorum shall consist of the presence of the shareholders and proxies (if any) of at least twenty five (25) persons or at least half of the total number of shareholders. The quorum of the shareholders' meeting shall be

constituted when such shareholders hold the shares in an aggregate of at least one-third (1/3) of the total number of the shares sold.

In any shareholders' meeting, if the quorum is not constituted by one (1) hour after the beginning time for which the meeting is scheduled and such shareholders' meeting is called at the request of the shareholders; such shareholders' meeting shall be terminated. If the shareholders' meeting is not called at the request of the shareholders, the shareholders' meeting shall be adjourned. In this regard, a notice shall be sent to the shareholders at least seven (7) days prior to the meeting date. A quorum for this rescheduled shareholders' meeting is not required.

34. The Chairman of the board of directors shall be the chairman of the shareholders' meeting. In the case that the Chairman of the board of directors is not present or is unable to perform his/her duty, the vice chairman shall act as the chairman of the shareholders' meeting. If the vice chairman is not present or is unable to perform his/her duty, a shareholder shall be elected to be the chairman of the shareholders' meeting.
35. In regard to the voting of the shareholders' meeting, each shareholder shall have one (1) vote for each share he/she holds. If any shareholder has any special interest in any matter, such shareholder shall be prohibited from casting his/her vote on that matter except in the voting for the election of directors. The affirmative vote of a resolution of the shareholders' meeting shall be made as follows:
  - (1) In the normal case, a majority of the shareholders who attend the meeting and cast their votes. In the event of a tied vote, the Chairman shall have a casting vote;
  - (2) Each of the following matters requires at least three-fourths (3/4) of the total votes of the shareholders who attend the meeting and have the rights to vote:
    - (a) The sale or transfer of the whole or substantial part of business of the Company to other persons;
    - (b) The purchase or acquisition of the transfer of the business of other private companies or public companies by the Company;
    - (c) The execution, amendment, or termination of contract with respect to the granting of a lease of the whole and substantial part of business of the Company, the assignment of other person(s) to manage the business of the Company, or the amalgamation of the Company's business with other persons with the purpose of sharing benefits or deficits.
    - (d) The amendment of the Company's Memorandum of Association or Articles of Association;
    - (e) The increase or decrease of the registered capital of the Company;
    - (f) The dissolution of the Company;
    - (g) The issuance of debentures of the Company; or
    - (h) The amalgamation of the Company with another company;

36. The following businesses are to be transacted at the annual general meeting of the shareholders:
- (1) To consider and acknowledge the report of the board of directors relating to the Company's performance in the previous year;
  - (2) To consider and approve the financial statement and the profit and loss statement from the previous fiscal year;
  - (3) To consider and approve the allocation of profits and the dividend payment;
  - (4) To consider and approve the appointment of directors to substitute the retiring directors by rotation;
  - (5) To consider and approve the determination the remuneration of the directors;
  - (6) To consider and approve the appointment of the auditor and the determination of the remuneration of the auditor; and
  - (7) To consider any other matters (if any).

#### **CHAPTER XI**

#### **Arranging meetings, Advertising and Delivering books and Documents via electronic media**

48. The company may arrange for the meeting of the board of directors or the shareholders via electronic media. The arrangement of the meeting via electronic media must be in accordance with the rules and procedures prescribed by law and the information security standards set forth by law. The location of the registered office of company shall be considered as the meeting place.
49. Notifying or advertising any message about the Company to individuals or the public may be done through electronic means of advertising, in accordance with the rules set forth by relevant laws.
50. The company or the board of directors may send letters or documents to the directors, shareholders or creditors of the company by electronic means. If such person has notified their intention or expressly consented in writing or by electronic means, in accordance with the rules of the relevant laws.

## **Guidelines for Registration, Appointment of Proxy, and Documents and Evidences to Be Presented on the Meeting Date**

### **The registration**

The Company will allow the shareholders and proxies to register to attend the meeting from 11.00 a.m. onwards on Thursday April 23, 2026, at the Conference room 3-4, 9<sup>th</sup> floor, Siamraj Public Company Limited No. 289/9, Moo 10, Old Railway Road, Samrong, Phrapradaeng, Samut Prakarn. The location is as shown on the location map, as per **Enclosure 11**.

### **The appointment of proxy**

In case a shareholder cannot attend the meeting in person, the shareholder can appoint a person as his/her proxy to attend the meeting and vote on his/her behalf. The Company has provided 3 proxy forms in accordance with the forms specified by the Department of Business Development, the Ministry of Commerce. The Proxy Form A, Form B and Form C have been enclosed together with this invitation letter, as per in **Enclosure 9**. Shareholders can download such 3 proxy forms from the Company's website at [www.siamrajplc.com](http://www.siamrajplc.com). The features of each proxy form are as follows:

- Proxy Form A: is a general form that is simple and uncomplicated.
- Proxy Form B: is an explicit form that sets out specific details of authorization.
- Proxy Form C: is a form to be used specifically by shareholders who are foreign investors and have appointed a custodian in Thailand to be a share depository and keeper.

The appointment of proxy can be done as follows:

1. Shareholders (other than shareholders who are foreign and have appointed a custodian in Thailand to be a share depository and keeper) may choose to use either Proxy Form A or Proxy Form B. In any case, only one type of the proxy form can be chosen. The Company recommends the shareholders to use Proxy Form B. and specify the voting for each agenda.
2. Shareholders who are foreign investors and have appointed a custodian in Thailand to be a share depository and keeper shall choose to use Proxy Form C.
3. A shareholder who appoints a proxy shall appoint only one proxy to attend the meeting and cast a vote. The shareholder cannot split his/her votes to different proxies to vote separately.
4. A shareholder can appoint any person to be his/her proxy as he/she wishes, or appoint an independent director of the Company whose details are shown in **Enclosure 10** to be his/her proxy. If the shareholders choose to appoint an independent director of the Company to be his/her proxy, the Company recommends the shareholder to use Proxy Form B, indicate his/her vote on each agenda item, and deliver the proxy form together with supporting documents to Siamraj Public Company Limited, [Investor Relations], located at 289/9 Moo 10, Old Railway Road, Samrong, Phrapradaeng, Samut Prakarn 10130. For convenience purposes of reviewing documents, please have the documents delivered to the Company no later than no later than April 9, 2026.
5. A proxy form must be correctly and clearly filled out, signed by the grantor and the proxy, and affixed with Baht 20 stamp duty, which must be crossed and dated upon appointment of the proxy.
6. To attend the meeting, a proxy **must present** a proxy form and supporting documents at document verification desk on the meeting date.

## **Documents to be presented on the meeting date**

### **Individuals**

1. In case the shareholders attend the meeting in person, the shareholder is required to present his/her valid Thai national ID card or government identification card, driving license or passport (for foreign shareholders). In case of name or surname change, documentary evidence to such effect must also be presented.
2. In case a shareholder appoints a proxy to attend, it is required to present the following documents:
  - 1) The proxy form, correctly and completely filled in and signed by the grantor and the proxy, and affixed with a stamp duty.
  - 2) Copy of valid identification card or government officer card or driving license or passport (in case of foreign shareholders) of the grantor, certified as true and correct copy by the grantor.
  - 3) Valid identification card or government officer card or driving license or passport (in case of foreign shareholders) of the proxy

### **Juristic Persons**

1. In the case the authorized representative of the shareholders attend the meeting in person, it is required to present the following documents:
  - 1) Copy of valid identification card or government officer card or driving license or passport (in case of foreign shareholders) of the authorized representative, certified as true and correct copy by the representative.
  - 2) Copy of an affidavit of the shareholder, issued by the Ministry of Commerce within 6 months of the meeting date, certified as true and correct copy by the authorized representative, with the statement showing that such authorized representative who attends the meeting is empowered to act on behalf of such juristic shareholder.
2. In the case the shareholders appoint the proxy to attend the meeting, it is required to present the following documents:
  - 1) The proxy form, correctly and completely filled in and signed by the grantor and the proxy, and affixed with a stamp duty.
  - 2) Copy of valid identification card or government officer card or driving license or passport (in case of foreign shareholders) of the authorized representative, certified as true and correct copy by the representative.
  - 3) Valid identification card or government officer card or driving license or passport (in case of foreign shareholders) of the proxy.
  - 4) Copy of an affidavit of the shareholder, issued by the Ministry of Commerce within 6 months of the meeting date, certified as true and correct copy by the authorized representative, with the statement showing that such authorized representative who signs the proxy form is empowered to act on behalf of such juristic shareholder.
3. In the case the shareholders, who are foreign investors and have appointed a custodian in Thailand to be a share depository and keeper, appoint a proxy by using Proxy Form C., it is required to present the following documents:

### 3.1 Documents form custodian

- 1) The Proxy Form C, correctly and completely filled in and signed by the authorized representative of the custodian which is the grantor and the proxy, and affixed with a stamp duty.
- 2) Document confirming that the person who signed the proxy form is permitted to operate the custodian business.
- 3) Copy of an affidavit of the custodian, certified as true and correct copy by the authorized representative of the custodian no more than 6 months, with the statement showing that such authorized representative of the custodian, who signs the proxy form as the grantor, is empowered to act on behalf of the custodian.
- 4) Copy of valid identification card or government officer card or driving license or passport (in case of foreign shareholders) of the authorized representative of the custodian, certified as true and correct copy by the representative.

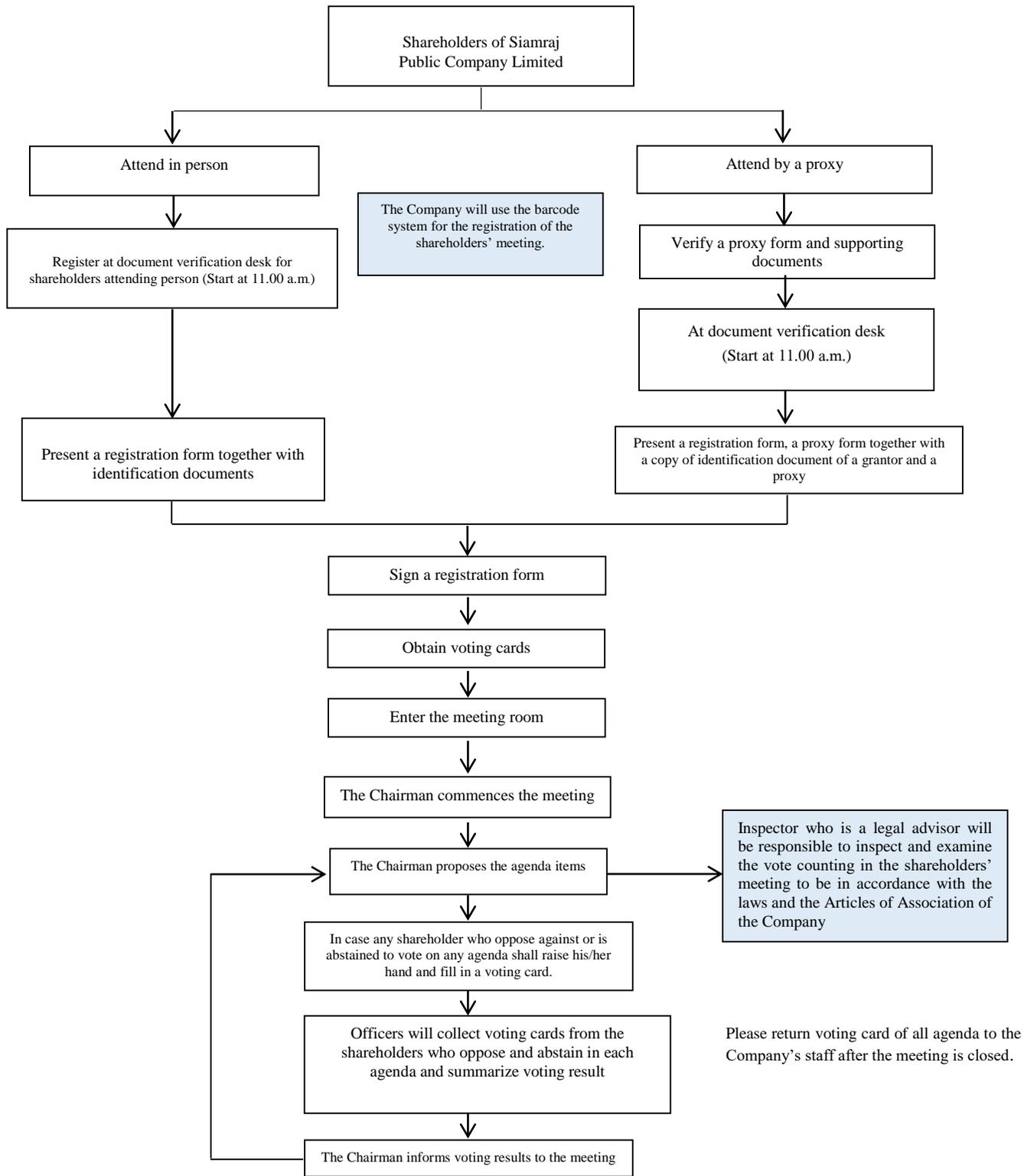
### 3.2 Documents from shareholder

- 1) Power of Attorney from the shareholder appointing the custodian to sign the proxy form on his/her behalf.
- 2) Copy of an affidavit of the shareholder, certified as true and correct copy by the authorized representative no more than 6 months, with the statement showing that such authorized representative who signs the power of attorney is empowered to act on behalf of such juristic shareholder.
- 3) Copy of valid identification card or government officer card or driving license or passport (in case of foreign shareholders) of the authorized representative, certified as true and correct copy by the representative.

### 3.3 Documents from proxy

It is required to presented Copy of valid identification card or government officer card or driving license or passport (in case of foreign shareholders) of the proxy, certified as true and correct copy by the representative.

**Procedures for Attending the 2026 Annual General Meeting of Shareholders  
Siamraj Public Company Limited  
On Thursday April 23, 2026 at 1.30 p.m.**



**หนังสือมอบฉันทะ แบบ ก.**  
**Proxy Form A.**  
**(แบบทั่วไปซึ่งเป็นแบบที่ง่ายและไม่ซับซ้อน)**  
**(General and Simple Form)**

(ปิดอากรแสตมป์ 20 บาท)

(Please attach stamp duty of Baht 20)

เลขทะเบียนผู้ถือหุ้น \_\_\_\_\_  
 Shareholder registration number

เขียนที่ \_\_\_\_\_  
 Written at  
 วันที่ \_\_\_\_\_ เดือน \_\_\_\_\_ พ.ศ. \_\_\_\_\_  
 Date Month Year

(1) ข้าพเจ้า \_\_\_\_\_ สัญชาติ \_\_\_\_\_ อยู่เลขที่ \_\_\_\_\_ ซอย \_\_\_\_\_  
 I/We \_\_\_\_\_ nationality \_\_\_\_\_ residing/located at no. \_\_\_\_\_ Soi \_\_\_\_\_  
 ถนน \_\_\_\_\_ ตำบล/แขวง \_\_\_\_\_ อำเภอ/เขต \_\_\_\_\_ จังหวัด \_\_\_\_\_  
 Road \_\_\_\_\_ Tambol/Kwaeng \_\_\_\_\_ Amphur/Khet \_\_\_\_\_ Province \_\_\_\_\_  
 รหัสไปรษณีย์ \_\_\_\_\_  
 Postal Code \_\_\_\_\_

(2) เป็นผู้ถือหุ้นของบริษัท สยามราช จำกัด (มหาชน) (“บริษัท”)  
 Being a shareholder of Siamraj Public Company Limited (“Company”)  
 โดยถือหุ้นจำนวนทั้งสิ้นรวม \_\_\_\_\_ หุ้น และออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง ดังนี้  
 Holding the total number of \_\_\_\_\_ shares and have the rights to vote equal to \_\_\_\_\_ votes as follows  
 หุ้นสามัญ \_\_\_\_\_ หุ้น และออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง  
 ordinary share \_\_\_\_\_ shares and have the rights to vote equal to \_\_\_\_\_ votes  
 หุ้นบุริมสิทธิ \_\_\_\_\_ หุ้น และออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง  
 preference share \_\_\_\_\_ shares and have the rights to vote equal to \_\_\_\_\_ votes

(3) ขอมอบฉันทะให้ (กรุณาเลือกข้อใดข้อหนึ่ง)  
 Hereby appoint (Please choose one of following)

กรณีเลือกข้อ 1. กรุณาทำเครื่องหมาย  
 ✓ ที่  1. ระบุชื่อผู้รับมอบอำนาจ  
 If you make proxy by choosing No.1,  
 please mark ✓ at  1. and give the  
 details of proxy (proxies).

1. ชื่อ \_\_\_\_\_ อายุ \_\_\_\_\_ ปี อยู่บ้านเลขที่ \_\_\_\_\_  
 Name \_\_\_\_\_ age \_\_\_\_\_ years residing/located at no. \_\_\_\_\_  
 ถนน \_\_\_\_\_ ตำบล/แขวง \_\_\_\_\_ อำเภอ \_\_\_\_\_  
 Road \_\_\_\_\_ Tambol/Kwaeng \_\_\_\_\_ Amphur/Khet \_\_\_\_\_  
 จังหวัด \_\_\_\_\_ รหัสไปรษณีย์ \_\_\_\_\_  
 Province \_\_\_\_\_ Postal Code \_\_\_\_\_

หรือ/Or

ชื่อ \_\_\_\_\_ อายุ \_\_\_\_\_ ปี อยู่บ้านเลขที่ \_\_\_\_\_  
 Name \_\_\_\_\_ age \_\_\_\_\_ years residing/located at no. \_\_\_\_\_  
 ถนน \_\_\_\_\_ ตำบล/แขวง \_\_\_\_\_ อำเภอ \_\_\_\_\_  
 Road \_\_\_\_\_ Tambol/Kwaeng \_\_\_\_\_ Amphur/Khet \_\_\_\_\_  
 จังหวัด \_\_\_\_\_ รหัสไปรษณีย์ \_\_\_\_\_  
 Province \_\_\_\_\_ Postal Code \_\_\_\_\_

คนหนึ่งคนใดเพียงคนเดียว  
 Anyone of these persons

กรณีเลือกข้อ 2. กรุณาทำเครื่องหมาย  
 ✓ ที่  2. และเลือกกรรมการอิสระ  
 คนใดคนหนึ่ง  
 If you make proxy by choosing No. 2,  
 please mark ✓ at  2. and choose  
 one of these members of the  
 Independent Director.

2. มอบฉันทะให้กรรมการอิสระคนใดคนหนึ่งของบริษัท คือ  
 Appoint any one of following members of the Independent Director of the Company  
 นายชวารัตน์ ชาวนชวานิต Mr. Chaovarat Chaochavanil  
 นายพงษ์นิต ดุสิตนิตยสกุล Mr. Pongnimit Dusitnitsakul  
 (รายละเอียดประวัติกรรมการอิสระปรากฏตามสิ่งที่ส่งมาด้วย 10 ของหนังสือเชิญประชุมสามัญ  
 ผู้ถือหุ้น ประจำปี 2569) (Details of the Independent Director of the Company are specified in  
 Enclosure 10 of the Invitation of the 2026 Annual General Meeting of Shareholders)

ทั้งนี้ ในกรณีที่กรรมการอิสระผู้รับมอบฉันทะคนใดคนหนึ่ง ไม่สามารถเข้าประชุมได้ ให้กรรมการที่เหลือเป็นผู้รับมอบฉันทะแทนกรรมการอิสระที่ไม่สามารถเข้าประชุม

In this regard, in the case where any of such members of the Independent Directors is unable to attend the meeting, the other members of the Independent Directors shall be appointed as a proxy instead of the member of the Independent Directors who is unable to attend the meeting.

เป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2569 ในวันที่ 23 เมษายน 2569 เวลา 13.30 น. ณ ห้องประชุม 3-4, ชั้น 9 อาคารสยามราชธานี เลขที่ 289/9 หมู่ 10 ถนนรรางสายเก่า ตำบลลำโรง อำเภอบางปะเต่าง จังหวัดสมุทรปราการหรือที่แจ้งเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

as my/our proxy ("proxy") to attend and vote on my/our behalf at the 2026 Annual General Meeting of Shareholders on April 23, 2026 at 1.30 p.m. at Conference room 3-4, 9<sup>th</sup> floor, Siamraj Public Company Limited No. 289/9, Moo 10, Old Railway Road, Samrong, Phrapradaeng, Samut Prakarn, or such other date, time and place as the meeting may be held.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts performed by the proxy in this meeting, except in the event that the proxy does not vote consistently with my/our voting intentions as specified herein, shall be deemed to be the actions performed by myself/ourselves.

ลงชื่อ/Signed .....ผู้มอบฉันทะ/Grantor  
(.....)

ลงชื่อ/ Signed .....ผู้รับมอบฉันทะ/Proxy  
(.....)

ลงชื่อ/ Signed .....ผู้รับมอบฉันทะ/Proxy  
(.....)

ลงชื่อ/ Signed .....ผู้รับมอบฉันทะ/Proxy  
(.....)

#### **หมายเหตุ/Remarks**

ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

The shareholder appointing the proxy shall appoint only one proxy to attend the meeting and cast a vote. The shareholder cannot split his/her votes to different proxies to vote separately.

**หนังสือมอบฉันทะ แบบ ข.  
Proxy Form B.  
(แบบที่กำหนดรายการต่างๆ ที่จะมอบฉันทะที่ละเอียดชัดเจนและตายตัว)  
(Form with fixed and specific details authorizing proxy)**

(ปิดอากรแสตมป์ 20 บาท)  
(Please attach stamp duty of Baht 20)

เลขทะเบียนผู้ถือหุ้น \_\_\_\_\_  
Shareholder registration number

เขียนที่ \_\_\_\_\_  
Written at  
วันที่ \_\_\_\_\_ เดือน \_\_\_\_\_ พ.ศ. \_\_\_\_\_  
Date Month Year

(1) ข้าพเจ้า \_\_\_\_\_ สัญชาติ \_\_\_\_\_ อยู่เลขที่ \_\_\_\_\_ ซอย \_\_\_\_\_  
I/We \_\_\_\_\_ nationality \_\_\_\_\_ residing/located at no. \_\_\_\_\_ Soi \_\_\_\_\_  
ถนน \_\_\_\_\_ ตำบล/แขวง \_\_\_\_\_ อำเภอ/เขต \_\_\_\_\_ จังหวัด \_\_\_\_\_  
Road \_\_\_\_\_ Tambol/Kwaeng \_\_\_\_\_ Amphur/Khet \_\_\_\_\_ Province \_\_\_\_\_  
รหัสไปรษณีย์ \_\_\_\_\_  
Postal Code \_\_\_\_\_

(2) เป็นผู้ถือหุ้นของบริษัท สยามราช จำกัด (มหาชน) (“บริษัท”)  
Being a shareholder of Siamraj Public Company Limited (“Company”)  
โดยถือหุ้นจำนวนทั้งสิ้นรวม \_\_\_\_\_ หุ้น และออกเสียงลงคะแนน ได้เท่ากับ \_\_\_\_\_ เสียง ดังนี้  
Holding the total number of \_\_\_\_\_ shares and have the rights to vote equal to \_\_\_\_\_ votes as follows  
 หุ้นสามัญ \_\_\_\_\_ หุ้น และออกเสียงลงคะแนน ได้เท่ากับ \_\_\_\_\_ เสียง  
ordinary share \_\_\_\_\_ shares and have the rights to vote equal to \_\_\_\_\_ votes  
 หุ้นบุริมสิทธิ \_\_\_\_\_ หุ้น และออกเสียงลงคะแนน ได้เท่ากับ \_\_\_\_\_ เสียง  
preference share \_\_\_\_\_ shares and have the rights to vote equal to \_\_\_\_\_ votes

(3) ขอมอบฉันทะให้ (กรุณาเลือกข้อใดข้อหนึ่ง)  
Hereby appoint (Please choose one of following)

กรุณาเลือกข้อ 1. กรุณาทำเครื่องหมาย  
✓ ที่  1. ระบุชื่อผู้รับมอบอำนาจ  
If you make proxy by choosing  
No.1, please mark ✓ at  1. and  
give the details of proxy (proxies).

1. ชื่อ \_\_\_\_\_ อายุ \_\_\_\_\_ ปี อยู่บ้านเลขที่ \_\_\_\_\_  
Name \_\_\_\_\_ age \_\_\_\_\_ years residing/located at no. \_\_\_\_\_  
ถนน \_\_\_\_\_ ตำบล/แขวง \_\_\_\_\_ อำเภอ \_\_\_\_\_  
Road \_\_\_\_\_ Tambol/Kwaeng \_\_\_\_\_ Amphur/Khet \_\_\_\_\_  
จังหวัด \_\_\_\_\_ รหัสไปรษณีย์ \_\_\_\_\_  
Province \_\_\_\_\_ Postal Code \_\_\_\_\_

หรือ/Or

ชื่อ \_\_\_\_\_ อายุ \_\_\_\_\_ ปี อยู่บ้านเลขที่ \_\_\_\_\_  
Name \_\_\_\_\_ age \_\_\_\_\_ years residing/located at no. \_\_\_\_\_  
ถนน \_\_\_\_\_ ตำบล/แขวง \_\_\_\_\_ อำเภอ \_\_\_\_\_  
Road \_\_\_\_\_ Tambol/Kwaeng \_\_\_\_\_ Amphur/Khet \_\_\_\_\_  
จังหวัด \_\_\_\_\_ รหัสไปรษณีย์ \_\_\_\_\_  
Province \_\_\_\_\_ Postal Code \_\_\_\_\_

คนหนึ่งคนใดเพียงคนเดียว  
Anyone of these persons

กรุณาเลือกข้อ 2. กรุณาทำเครื่องหมาย  
✓ ที่  2. และเลือกกรรมการอิสระ  
คนใดคนหนึ่ง  
If you make proxy by choosing No. 2,  
please mark ✓ at  2. and choose  
one of these members of the  
Independent Director.

2. มอบฉันทะให้กรรมการอิสระคนใดคนหนึ่งของบริษัท คือ  
Appoint any one of following members of the Independent Director of the Company  
 นายเชาวรัตน์ ชาวนันชวานิล Mr. Chaovarat Chaochavanil  
 นายพงษ์นันทน์ ดุสิตนิตย์สกุล Mr. Pongnimit Dusitnitsakul

(รายละเอียดประวัติกรรมการอิสระปรากฏตามสิ่งที่ส่งมาด้วย 10 ของหนังสือเชิญประชุมสามัญ  
ผู้ถือหุ้น ประจำปี 2569) (Details of the Independent Director of the Company are specified  
in Enclosure 10 of the Invitation of the 2026 Annual General Meeting of Shareholders)

ทั้งนี้ ในกรณีที่กรรมการอิสระผู้รับมอบฉันทะคนใดคนหนึ่ง ไม่สามารถเข้าประชุมได้ ให้กรรมการที่เหลือเป็นผู้รับมอบฉันทะแทนกรรมการอิสระที่ไม่สามารถเข้าประชุม

In this regard, in the case where any of such members of the Independent Directors is unable to attend the meeting, the other members of the Independent Directors shall be appointed as a proxy instead of the member of the Independent Directors who is unable to attend the meeting.

เป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2569 ในวันที่ 23 เมษายน 2569 เวลา 13.30 น. ณ ห้องประชุม 3-4, ชั้น 9 อาคารสยามราชธานี เลขที่ 289/9 หมู่ 10 ถนนรรางสายเก่า ตำบลลำไโรง อำเภอบางพลี จังหวัดสมุทรปราการ หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

as my/our proxy ("proxy") to attend and vote on my/our behalf at the 2026 Annual General Meeting of Shareholders on April 23, 2026 at 1.30 p.m. at Conference room 3-4, 9<sup>th</sup> floor, Siamraj Public Company Limited No. 289/9, Moo 10, Old Railway Road, Samrong, Phrapradaeng, Samut Prakarn, or such other date, time and place as the meeting may be held.

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

In this Meeting, I/we grant my/our proxy to consider and vote on my/our behalf as follows:

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote as per my/our desire as follows:

**วาระที่ 1** เรื่องที่ประธานแจ้งให้ที่ประชุมทราบ

Agenda item no. 1 Matters to be informed by the Chairman for acknowledgement  
(ไม่มีการลงคะแนนในวาระนี้ / No casting of votes in this agenda)

**วาระที่ 2** พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2568

Agenda item no. 2 To consider and adopt the Minutes of the 2025 Annual General Meeting of Shareholders

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

**วาระที่ 3** พิจารณารับทราบผลการดำเนินงานของบริษัท ประจำปี 2568

Agenda item no. 3 To consider and acknowledge the Company's business operation for the year 2025  
(ไม่มีการลงคะแนนในวาระนี้ / No casting of votes in this agenda)

**วาระที่ 4** พิจารณานุมัติงบแสดงฐานะทางการเงินและบัญชีกำไรขาดทุนเบ็ดเสร็จของบริษัท สำหรับรอบระยะเวลาบัญชี สิ้นสุดวันที่ 31 ธันวาคม 2568

Agenda item no. 4 To consider and approve the statement of financial position and profit and loss statement of the Company for the fiscal year ending December 31, 2025

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

**วาระที่ 5** พิจารณานุมัติการงดจัดสรรกำไรสำหรับผลการดำเนินงานของบริษัทสำหรับรอบระยะเวลาบัญชี สิ้นสุดวันที่ 31 ธันวาคม 2568 เป็นทุนสำรองตามกฎหมาย และพิจารณานุมัติการงดจ่ายเงินปันผลสำหรับผลการดำเนินงานของบริษัทสำหรับรอบระยะเวลาบัญชี สิ้นสุดวันที่ 31 ธันวาคม 2568

Agenda item no. 5 To consider and approve the non-allocation of the profits as legal reserve from the Company's business operation for the fiscal year ending on December 31, 2025 and the omission of dividend payment from the Company's business operation for the fiscal year ending December 31, 2025.

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 6  
Agenda item no. 6

**พิจารณาอนุมัติการเลือกตั้งกรรมการแทนกรรมการที่ต้องออกจากตำแหน่งตามวาระ**

To consider and approve the election of the Directors in replacement of the directors who retire from their terms by rotation

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

ก.  เลือกตั้งกรรมการทั้งหมด

A. Election of entire nominated directors

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

ข.  เลือกตั้งกรรมการเป็นรายบุคคล

B. Election of each nominated directors

1. ชื่อกรรมการ นายโรจน์ บุรัสรัตนพันธ์ุ

Director's name Mr. Roj Burusratanabhand

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

2. ชื่อกรรมการ นายเกียรติ วิมลเฉลา

Director's name Mr. Kiat Vimolchalao

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

3. ชื่อกรรมการ นายต่อโชค เล้าลีชัย

Director's name Mr. Torchok Laoluechai

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 7  
Agenda item no. 7

**พิจารณาอนุมัติการกำหนดค่าตอบแทนกรรมการ และคณะกรรมการชุดย่อยของบริษัท ประจำปี 2569**

To consider and approve the determination of the remuneration of the Board of Directors and Sub-committee of the Company for the year 2026

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 8  
Agenda item no. 8

**พิจารณาอนุมัติการแต่งตั้งผู้สอบบัญชีและกำหนดค่าตอบแทนผู้สอบบัญชี ประจำปี 2569**

To consider and approve the appointment of auditors and determination of the auditor fee for the year 2026

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 9  
Agenda item no. 9

**พิจารณาอนุมัติการออกและเสนอขายใบสำคัญแสดงสิทธิที่จะซื้อหุ้นสามัญของบริษัทให้แก่ประธานเจ้าหน้าที่บริหารของบริษัท จำนวนไม่เกิน 33,000,000 หน่วย (ESOP Warrant)**

To consider and approve the issuance and offering of the warrants to purchase the ordinary shares to the Chief Executive Officer of the Company, in an amount of not exceeding 33,000,000 units (ESOP Warrant)

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

- วาระที่ 10** พิจารณานุมัติการจัดสรรใบสำคัญแสดงสิทธิ ESOP Warrant ให้แก่ นายรัฐชัย ชีระชนาวัดน์ จำนวนไม่เกิน 33,000,000 หน่วย
- Agenda item no. 10 To consider and approve the allocation of ESOP Warrant to Mr. Ratachai Teratanavat in an amount not exceeding 33,000,000 units
- ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy shall have the right to approve in accordance with my/our intention as follows:
- เห็นด้วย  ไม่เห็นด้วย งดออกเสียง  
Approve Disapprove Abstain
- วาระที่ 11** พิจารณานุมัติการจัดสรรหุ้นสามัญเพิ่มทุน จำนวนไม่เกิน 33,000,000 หุ้น มูลค่าที่ตราไว้ หุ้นละ 0.50 บาท (ห้าสิบบatang) เพื่อรองรับการใช้สิทธิตามใบสำคัญแสดงสิทธิ ESOP Warrant
- Agenda item no. 11 To consider and approve the allocation of newly issued ordinary shares, not exceeding 33,000,000 shares, with a par value of Baht 0.50 (Fifty Satang) per share to reserve for the exercise of the ESOP Warrant
- ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy shall have the right to approve in accordance with my/our intention as follows:
- เห็นด้วย  ไม่เห็นด้วย งดออกเสียง  
Approve Disapprove Abstain
- วาระที่ 12** พิจารณานุมัติการเพิ่มทุนจดทะเบียนของบริษัท จำนวนไม่เกิน 16,500,000 บาท จากทุนจดทะเบียนเดิม 338,350,000 บาท เป็นทุนจดทะเบียน 354,850,000 บาท โดยการออกหุ้นสามัญเพิ่มทุน จำนวนไม่เกิน 33,000,000 หุ้น มูลค่าที่ตราไว้ หุ้นละ 0.50 บาท (ห้าสิบบatang)
- Agenda item no. 12 To consider and approve the increase of the Company registered capital in the amount of Baht 16,500,000 from the current registered capital of Baht 338,350,000 to be the new registered capital of Baht 354,850,000 by issuing 33,000,000 newly ordinary shares at the par value of Baht 0.50 per share
- ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy shall have the right to approve in accordance with my/our intention as follows:
- เห็นด้วย  ไม่เห็นด้วย งดออกเสียง  
Approve Disapprove Abstain
- วาระที่ 13** พิจารณานุมัติให้แก้ไขเพิ่มเติมหนังสือบริคณห์สนธิข้อ 4. ของบริษัท เรื่องทุนจดทะเบียน เพื่อให้สอดคล้องกับการเพิ่มทุนจดทะเบียน
- Agenda item no. 13 To consider and approve the amendment of Clause 4. of the Memorandum of Association of the Company to be in line with the increase of the Company's registered capital
- ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy shall have the right to approve in accordance with my/our intention as follows:
- เห็นด้วย  ไม่เห็นด้วย งดออกเสียง  
Approve Disapprove Abstain
- วาระที่ 14** พิจารณาเรื่องอื่น ๆ (ถ้ามี)
- Agenda item no. 14 Other matters (if any)
- ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy shall have the right to approve in accordance with my/our intention as follows:
- เห็นด้วย  ไม่เห็นด้วย งดออกเสียง  
Approve Disapprove Abstain
- (5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่า การลงคะแนนเสียงนั้น ไม่ถูกต้อง และไม่ใช้เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น  
If the proxy does not vote consistently with my/our voting intentions as specified herein, such vote shall be deemed incorrect and is not made on my/our behalf as the Company's shareholders.

- (6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In the event that I/we have not specified my/our voting intention on any agenda item or have not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณี que ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts performed by the proxy in this meeting, except in the event that the proxy does not vote consistently with my/our voting intentions as specified herein, shall be deemed to be the actions performed by myself/ourselves.

ลงชื่อ/Signed .....ผู้มอบฉันทะ/Grantor

(.....)

ลงชื่อ/ Signed .....ผู้รับมอบฉันทะ/Proxy

(.....)

ลงชื่อ/ Signed .....ผู้รับมอบฉันทะ/Proxy

(.....)

ลงชื่อ Signed .....ผู้รับมอบฉันทะ/Proxy

(.....)

#### **หมายเหตุ/Remarks**

1. ผู้ถือหุ้นที่มอบฉันทะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

The shareholder appointing the proxy shall appoint only one proxy to attend the meeting and cast a vote. The shareholder cannot split his/her votes to different proxies to vote separately.

2. ในกรณีที่วาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ

In case where the statement exceeds those specified above, additional details may be specified in the Attachment to this Proxy Form B. provided.

**ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.  
Attachment to Proxy Form B.**

**การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท สยามราช จำกัด (มหาชน)  
A proxy is granted by a shareholder of Siamraj Public Company Limited**

ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2569 วันที่ 23 เมษายน 2569 เวลา 13.30 น. ณ ห้องประชุม 3-4, ชั้น 9 อาคารสยามราชธานี เลขที่ 289/9 หมู่ 10 ถนนรรางสายเก่า ตำบลสำโรง อำเภอพระประแดง จังหวัดสมุทรปราการ หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

At the 2026 Annual General Meeting of Shareholders on April 23, 2026 at 1.30 p.m. . at Conference room 3-4, 9<sup>th</sup> floor, Siamraj Public Company Limited No. 289/9, Moo 10, Old Railway Road, Samrong, Phrapradaeng, Samut Prakarn, or such other date, time and place as the meeting may be held.

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 วาระที่ \_\_\_\_\_ เรื่อง \_\_\_\_\_

Agenda item no.                      Re :

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ \_\_\_\_\_ เรื่อง \_\_\_\_\_

Agenda item no.                      Re :

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ \_\_\_\_\_ เรื่อง \_\_\_\_\_

Agenda item no.                      Re :

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ \_\_\_\_\_ เรื่อง \_\_\_\_\_

Agenda item no.                      Re :

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

แบบหนังสือมอบฉันทะ แบบ ค.

Proxy Form C.

(ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทย เป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น)

(For the shareholders who are specified in the register as foreign investor and has appointed a custodian in Thailand to be a share depository and keeper)

(เปิดอากรแสตมป์ 20 บาท)

(Please attach stamp duty of Baht 20)

เลขทะเบียนผู้ถือหุ้น \_\_\_\_\_  
Shareholder registration number

เขียนที่ \_\_\_\_\_  
Written at  
วันที่ \_\_\_\_\_ เดือน \_\_\_\_\_ พ.ศ. \_\_\_\_\_  
Date Month Year

(1) ข้าพเจ้า \_\_\_\_\_ สัญชาติ \_\_\_\_\_ อยู่เลขที่ \_\_\_\_\_ ซอย \_\_\_\_\_  
I/We \_\_\_\_\_ nationality residing/located at no. \_\_\_\_\_ Soi \_\_\_\_\_  
ถนน \_\_\_\_\_ ตำบล/แขวง \_\_\_\_\_ อำเภอ/เขต \_\_\_\_\_ จังหวัด \_\_\_\_\_  
Road Tambol/Kwaeng Amphur/Khet Province  
รหัสไปรษณีย์ \_\_\_\_\_  
Postal Code

ในฐานะผู้ประกอบการธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ \_\_\_\_\_

As the custodian of

ซึ่งเป็นผู้ถือหุ้นของบริษัท สยามราช จำกัด (มหาชน) (“บริษัท”)

Being a shareholder of Siamraj Public Company Limited (“Company”)

โดยถือหุ้นจำนวนทั้งสิ้นรวม \_\_\_\_\_ หุ้น และออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง ดังนี้  
Holding the total number of \_\_\_\_\_ shares and have the rights to vote equal to \_\_\_\_\_ votes as follows  
 หุ้นสามัญ \_\_\_\_\_ หุ้น และออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง  
ordinary share \_\_\_\_\_ shares and have the rights to vote equal to \_\_\_\_\_ votes  
 หุ้นบุริมสิทธิ \_\_\_\_\_ หุ้น และออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง  
preference share \_\_\_\_\_ shares and have the rights to vote equal to \_\_\_\_\_ votes

(2) ขอมอบฉันทะให้ (กรุณาเลือกข้อใดข้อหนึ่ง)  
Hereby appoint (Please choose one of following)

กรณีเลือกข้อ 1. กรุณาทำเครื่องหมาย  
✓ ที่  1. ระบุชื่อผู้รับมอบอำนาจ  
If you make proxy by choosing  
No.1, please mark ✓ at  1. and  
give the details of proxy (proxies).

1. ชื่อ \_\_\_\_\_ อายุ \_\_\_\_\_ ปี อยู่บ้านเลขที่ \_\_\_\_\_  
Name age years residing/located at no.  
ถนน \_\_\_\_\_ ตำบล/แขวง \_\_\_\_\_ อำเภอ \_\_\_\_\_  
Road Tambol/Kwaeng Amphur/Khet  
จังหวัด \_\_\_\_\_ รหัสไปรษณีย์ \_\_\_\_\_  
Province Postal Code

หรือ/Or

ชื่อ \_\_\_\_\_ อายุ \_\_\_\_\_ ปี อยู่บ้านเลขที่ \_\_\_\_\_  
Name age years residing/located at no.  
ถนน \_\_\_\_\_ ตำบล/แขวง \_\_\_\_\_ อำเภอ \_\_\_\_\_  
Road Tambol/Kwaeng Amphur/Khet  
จังหวัด \_\_\_\_\_ รหัสไปรษณีย์ \_\_\_\_\_  
Province Postal Code

คนหนึ่งคนใดเพียงคนเดียว  
Anyone of these persons

กรณีเลือกข้อ 2. กรุณาทำเครื่องหมาย  
✓ ที่  2. และเลือกกรรมการอิสระ  
คนใดคนหนึ่ง  
If you make proxy by choosing No. 2,  
please mark ✓ at  2. and choose  
one of these members of the  
Independent Director.

2. มอบฉันทะให้กรรมการอิสระคนใดคนหนึ่งของบริษัท คือ  
Appoint any one of following members of the Independent Director of the Company  
 นายเชาวรัตน์ เชาวน์ชวานิต Mr. Chaovarat Chaochavanil  
 นายพงษ์นันทิต ดุสิตนิตยสกุล Mr. Pongnimit Dusitnitsakul

(รายละเอียดประวัติกรรมการอิสระปรากฏตามสิ่งที่ส่งมาด้วย 10 ของหนังสือเชิญประชุมสามัญ  
ผู้ถือหุ้น ประจำปี 2569) (Details of the Independent Director of the Company are specified in  
Enclosure 10 of the Invitation of the 2026 Annual General Meeting of Shareholders)

ทั้งนี้ ในกรณีที่กรรมการอิสระผู้รับมอบฉันทะคนใดคนหนึ่ง ไม่สามารถเข้าประชุมได้ ให้กรรมการที่เหลือเป็นผู้รับมอบฉันทะแทนกรรมการอิสระที่ไม่สามารถเข้าประชุม

In this regard, in the case where any of such members of the Independent Directors is unable to attend the meeting, the other members of the Independent Directors shall be appointed as a proxy instead of the member of the Independent Directors who is unable to attend the meeting.

เป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2569 ในวันที่ 23 เมษายน 2569 เวลา 13.30 น. ณ ห้องประชุม 3-4, ชั้น 9 อาคารสยามราชธานี เลขที่ 289/9 หมู่ 10 ถนนรางสายเก่า ตำบลลำโรง อำเภอสุมปรัตการหรือที่ซึ่งเปลี่ยนแปลงในวัน เวลา และสถานที่อื่นด้วย

as my/our proxy ("proxy") to attend and vote on my/our behalf at the 2026 Annual General Meeting of Shareholders on April 23, 2026 at 1.30 p.m. at Conference room 3-4, 9<sup>th</sup> floor Siamraj Public Company Limited No. 289/9, Moo 10, Old Railway Road, Samrong, Phrapradaeng, Samut Prakarn, or such other date, time and place as the meeting may be held.

(3) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี้ ดังนี้

I/We grant my/our proxy to attend this Meeting and cast votes as follows:

มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนได้

Grant all of my/our proxy in accordance with the amount of shares with voting right I/we hold

มอบฉันทะบางส่วน คือ

Grant certain of my/our proxy as follows:

หุ้นสามัญ \_\_\_\_\_ หุ้น และมีสิทธิออกเสียงลงคะแนนได้ \_\_\_\_\_ เสียง  
ordinary share shares and have the rights to vote equal to votes

หุ้นบุริมสิทธิ \_\_\_\_\_ หุ้น และมีสิทธิออกเสียงลงคะแนนได้ \_\_\_\_\_ เสียง  
preference share shares and have the rights to vote equal to votes

รวมสิทธิออกเสียงลงคะแนนทั้งหมด \_\_\_\_\_ เสียง

Total voting right Votes

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ดังนี้

In this Meeting, I/we grant my/our proxy to consider and vote on my/our behalf as follows:

วาระที่ 1 เรื่องที่ประธานแจ้งให้ที่ประชุมทราบ

Agenda item no. 1 Matters to be informed by the Chairman for acknowledgement  
(ไม่มีการลงคะแนนในวาระนี้ / No casting of votes in this agenda)

วาระที่ 2 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2568

Agenda item no. 2 To consider and adopt the Minutes of the 2025 Annual General Meeting of Shareholders

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย \_\_\_\_\_ เสียง  ไม่เห็นด้วย \_\_\_\_\_ เสียง  งดออกเสียง \_\_\_\_\_ เสียง  
Approve Votes Disapprove Votes Abstain Votes

วาระที่ 3 พิจารณารับทราบผลการดำเนินงานของบริษัท ประจำปี 2568

Agenda item no. 3 To consider and acknowledge the Company's business operation for the year 2025  
(ไม่มีการลงคะแนนในวาระนี้ / No casting of votes in this agenda)

วาระที่ 4 พิจารณานุมัติงบแสดงฐานะทางการเงินและบัญชีกำไรขาดทุนเบ็ดเสร็จของบริษัท สำหรับรอบระยะเวลาบัญชี สิ้นสุดวันที่ 31 ธันวาคม 2568

Agenda item no. 4 To consider and approve the statement of financial position and profit and loss statement of the Company for the fiscal year ending December 31, 2025

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย \_\_\_\_\_ เสียง  ไม่เห็นด้วย \_\_\_\_\_ เสียง  งดออกเสียง \_\_\_\_\_ เสียง  
Approve Votes Disapprove Votes Abstain Votes

**วาระที่ 5** พิจารณานุมัติการงดจัดสรรกำไรสำหรับผลการดำเนินงานของบริษัทสำหรับรอบระยะเวลาบัญชี สิ้นสุดวันที่ 31 ธันวาคม 2568 เป็นทุนสำรองตามกฎหมาย และพิจารณานุมัติการงดจ่ายเงินปันผลสำหรับผลการดำเนินงานของบริษัทสำหรับรอบระยะเวลาบัญชี สิ้นสุดวันที่ 31 ธันวาคม 2568

Agenda item no. 5 To consider and approve the non-allocation of the profits as legal reserve from the Company's business operation for the fiscal year ending December 31, 2025 and the omission of dividend payment from the Company's business operation for the fiscal year ending December 31, 2025.

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย \_\_\_\_\_ เสียง  ไม่เห็นด้วย \_\_\_\_\_ เสียง  งดออกเสียง \_\_\_\_\_ เสียง  
Approve Votes Disapprove Votes Abstain Votes

**วาระที่ 6** พิจารณานุมัติการเลือกตั้งกรรมการแทนกรรมการที่ต้องออกจากตำแหน่งตามวาระ

Agenda item no. 6 To consider and approve the election of the Directors in replacement of the directors who retire from their terms by rotation

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy shall have the right to approve in accordance with my/our intention as follows:

**ก.  เลือกตั้งกรรมการทั้งหมด**  
A. Election of entire nominated directors

เห็นด้วย \_\_\_\_\_ เสียง  ไม่เห็นด้วย \_\_\_\_\_ เสียง  งดออกเสียง \_\_\_\_\_ เสียง  
Approve Votes Disapprove Votes Abstain Votes

**ข.  เลือกตั้งกรรมการเป็นรายบุคคล**  
B. Election of each nominated directors

1. ชื่อกรรมการ นายโรจน์ บุรุษรัตนพันธุ์  
Director's name Mr. Roj Burusratanabhand  
 เห็นด้วย  ไม่เห็นด้วย  งดออกเสียง  
Approve Disapprove Abstain

2. ชื่อกรรมการ นายเกียรติ วิมลเฉลา  
Director's name Mr. Kiat Vimolchalao  
 เห็นด้วย  ไม่เห็นด้วย  งดออกเสียง  
Approve Disapprove Abstain

3. ชื่อกรรมการ นายต่อโชค เล้าลือชัย  
Director's name Mr. Torchok Laoluechai  
 เห็นด้วย  ไม่เห็นด้วย  งดออกเสียง  
Approve Disapprove Abstain

**วาระที่ 7** พิจารณานุมัติการกำหนดค่าตอบแทนกรรมการ และคณะกรรมการชดเชยของบริษัท ประจำปี 2569

Agenda item no. 7 To consider and approve the determination of the remuneration of the Board of Directors and Sub-committee of the Company for the year 2026

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย \_\_\_\_\_ เสียง  ไม่เห็นด้วย \_\_\_\_\_ เสียง  งดออกเสียง \_\_\_\_\_ เสียง  
Approve Votes Disapprove Votes Abstain Votes

**วาระที่ 8** พิจารณานุมัติการแต่งตั้งผู้สอบบัญชีและกำหนดค่าตอบแทนผู้สอบบัญชี ประจำปี 2569

Agenda item no. 8 To consider and approve the appointment of auditors and determination of the auditor fee for the year 2026

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย \_\_\_\_\_ เสียง  ไม่เห็นด้วย \_\_\_\_\_ เสียง  งดออกเสียง \_\_\_\_\_ เสียง  
Approve Votes Disapprove Votes Abstain Votes

- วาระที่ 9**  
**พิจารณาอนุมัติการออกและเสนอขายใบสำคัญแสดงสิทธิที่จะซื้อหุ้นสามัญของบริษัทให้แก่**  
**ประธานเจ้าหน้าที่บริหารของบริษัท จำนวนไม่เกิน 33,000,000 หน่วย (ESOP Warrant)**  
 Agenda item no. 9 To consider and approve the issuance and offering of the warrants to purchase the ordinary shares to the Chief Executive Officer of the Company, in an amount of not exceeding 33,000,000 units (ESOP Warrant)
- ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
 The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
 The proxy shall have the right to approve in accordance with my/our intention as follows:
- เห็นด้วย  ไม่เห็นด้วย  จดออกเสียง  
 Approve Disapprove Abstain
- วาระที่ 10**  
**พิจารณาอนุมัติการจัดสรรใบสำคัญแสดงสิทธิ ESOP Warrant ให้แก่ นายรัฐชัย ชีระชนาวัดน์ จำนวนไม่เกิน 33,000,000 หน่วย**  
 Agenda item no. 10 To consider and approve the allocation of ESOP Warrant to Mr. Ratachai Teratanavat in an amount not exceeding 33,000,000 units
- ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
 The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
 The proxy shall have the right to approve in accordance with my/our intention as follows:
- เห็นด้วย  ไม่เห็นด้วย  จดออกเสียง  
 Approve Disapprove Abstain
- วาระที่ 11**  
**พิจารณาอนุมัติการจัดสรรหุ้นสามัญเพิ่มทุน จำนวนไม่เกิน 33,000,000 หุ้น มูลค่าที่ตราไว้ หุ้นละ 0.50 บาท (ห้าสิบบatang) เพื่อ**  
**รองรับการใช้สิทธิตามใบสำคัญแสดงสิทธิ ESOP Warrant**  
 Agenda item no. 11 To consider and approve the allocation of newly issued ordinary shares, not exceeding 33,000,000 shares, with a par value of Baht 0.50 (Fifty Satang) per share to reserve for the exercise of the ESOP Warrant
- ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
 The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
 The proxy shall have the right to approve in accordance with my/our intention as follows:
- เห็นด้วย  ไม่เห็นด้วย  จดออกเสียง  
 Approve Disapprove Abstain
- วาระที่ 12**  
**พิจารณาอนุมัติการเพิ่มทุนจดทะเบียนของบริษัท จำนวนไม่เกิน 16,500,000 บาท จากทุนจดทะเบียนเดิม 338,350,000 บาท เป็น**  
**ทุนจดทะเบียน 354,850,000 บาท โดยการออกหุ้นสามัญเพิ่มทุน จำนวนไม่เกิน 33,000,000 หุ้น มูลค่าที่ตราไว้ หุ้นละ 0.50 บาท (ห้า**  
**สิบบatang)**  
 Agenda item no. 12 To consider and approve the increase of the Company registered capital in the amount of Baht 16,500,000 from the current registered capital of Baht 338,350,000 to be the new registered capital of Baht 354,850,000 by issuing 33,000,000 newly ordinary shares at the par value of Baht 0.50 per share
- ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
 The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
 The proxy shall have the right to approve in accordance with my/our intention as follows:
- เห็นด้วย  ไม่เห็นด้วย  จดออกเสียง  
 Approve Disapprove Abstain
- วาระที่ 13**  
**พิจารณาอนุมัติแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิข้อ 4. ของบริษัท เรื่องทุนจดทะเบียน เพื่อให้สอดคล้องกับการเพิ่มทุนจ**  
**ทะเบียน**  
 Agenda item no. 13 To consider and approve the amendment of Clause 4. of the Memorandum of Association of the Company to be in line with the increase of the Company's registered capital
- ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
 The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
 The proxy shall have the right to approve in accordance with my/our intention as follows:
- เห็นด้วย  ไม่เห็นด้วย  จดออกเสียง  
 Approve Disapprove Abstain

วาระที่ 14

Agenda item no. 14

พิจารณาเรื่องอื่น ๆ (ถ้ามี)

Other matters (if any)

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

- (5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

If the proxy does not vote consistently with my/our voting intentions as specified herein, such vote shall be deemed incorrect and is not made on my/our behalf as the Company's shareholders.

- (6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In the event that I/we have not specified my/our voting intention on any agenda item or have not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts performed by the proxy in this meeting, except in the event that the proxy does not vote consistently with my/our voting intentions as specified herein, shall be deemed to be the actions performed by myself/ourselves.

ลงชื่อ/Signed .....ผู้มอบฉันทะ/Grantor

(.....)

ลงชื่อ/ Signed .....ผู้รับมอบฉันทะ/Proxy

(.....)

ลงชื่อ/ Signed .....ผู้รับมอบฉันทะ/Proxy

(.....)

ลงชื่อ Signed .....ผู้รับมอบฉันทะ/Proxy

(.....)

**หมายเหตุ/Remarks**

- หนังสือมอบฉันทะแบบ ค. นี้ ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น  
This Proxy form C. is only used for the shareholder who is specified in the register as a foreign investor and has appointed a custodian in Thailand to be a share depository and keeper.
- หลักฐานที่ต้องแนบพร้อมหนังสือมอบฉันทะ คือ  
The documents needed to be attached to this Proxy form are:
  - หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน  
Power of attorney from the shareholder empowering the custodian to sign this Proxy form on his/her behalf
  - หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจคัสโตเดียน (Custodian)  
Document confirming that the person who signed the proxy form is permitted to operate the custodian business
- ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนนไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้  
The shareholder appointing the proxy shall appoint only one proxy to attend the meeting and cast a vote. The shareholder cannot split his/her votes to different proxies to vote separately.
- ในกรณีที่วาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค. ตามแนบ  
In case where the statement exceeds those specified above, additional details may be specified in the Attachment to Proxy Form C. provided.

**ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค.**  
**Attachment to Proxy Form C.**

**การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท สยามราช จำกัด (มหาชน)**  
A proxy is granted by a shareholder of Siamraj Public Company Limited

ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2569 วันที่ 23 เมษายน 2569 เวลา 13.30 น. ณ ห้องประชุม 3-4, ชั้น 9 อาคารสยามราชธานี เลขที่ 289/9 หมู่ 10 ถนน  
รอรางสายเก่า ตำบลสำโรง อำเภอบางบาล จังหวัดสมุทรปราการ หรือที่แจ้งเปลี่ยนแปลงไปในวัน เวลา และสถานที่อื่นด้วย

At the 2026 Annual General Meeting of Shareholders on April 23, 2026 at 1.30 p.m. . at Conference room 3-4, 9<sup>th</sup> floor, Siamraj Public Company  
Limited No. 289/9, Moo 10, Old Railway Road, Samrong, Phrapradaeng, Samut Prakarn, or such other date, time and place as the meeting may be held.

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 วาระที่ \_\_\_\_\_ เรื่อง \_\_\_\_\_

Agenda item no.                      Re :

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย \_\_\_\_\_ เสียง       ไม่เห็นด้วย \_\_\_\_\_ เสียง       งดออกเสียง \_\_\_\_\_ เสียง  
Approve                                      Votes                      Disapprove                                      Votes                      Abstain                                      Votes

วาระที่ \_\_\_\_\_ เรื่อง \_\_\_\_\_

Agenda item no.                      Re :

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย \_\_\_\_\_ เสียง       ไม่เห็นด้วย \_\_\_\_\_ เสียง       งดออกเสียง \_\_\_\_\_ เสียง  
Approve                                      Votes                      Disapprove                                      Votes                      Abstain                                      Votes

วาระที่ \_\_\_\_\_ เรื่อง \_\_\_\_\_

Agenda item no.                      Re :

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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เห็นด้วย \_\_\_\_\_ เสียง       ไม่เห็นด้วย \_\_\_\_\_ เสียง       งดออกเสียง \_\_\_\_\_ เสียง  
Approve                                      Votes                      Disapprove                                      Votes                      Abstain                                      Votes

วาระที่ \_\_\_\_\_ เรื่อง \_\_\_\_\_

Agenda item no.                      Re :

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย \_\_\_\_\_ เสียง       ไม่เห็นด้วย \_\_\_\_\_ เสียง       งดออกเสียง \_\_\_\_\_ เสียง  
Approve                                      Votes                      Disapprove                                      Votes                      Abstain                                      Votes

**Profiles of Independent Directors for Appointment as Proxy by the Shareholders**



Name : Mr. Chaovarat Chaochavanil

Position : Independent Director  
Member of the Nomination and Remuneration Committee  
Member of the Audit Committee  
Director

Age : 64 years old

Address : 500 Soi Salathammasop 11, Salathammasop, Thawi Watthana, Bangkok

The special Conflict of interest in any of the proposed agendas : No interest in any agenda proposed in this AGM meeting.



Name : Mr. Pongnimit Dusitnitsakul

Position : Independent Director  
Member of the Nomination and Remuneration Committee  
Member of the Audit Committee  
Director

Age : 67 years old

Address : 38/10 Moo6 Thung Song Hong, Lak Si, Bangkok

The special Conflict of interest in any of the proposed agendas : No interest in any agenda proposed in this AGM meeting.

## Definition of Independent Directors

(Definition of Independent Directors of the Company is in accordance with the requirements of the Office of the Securities and Exchange Commission and the Stock Exchange of Thailand.)

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1. Holding not more than 1 percent of the total number of shares with the voting rights of the Company, parent company, subsidiaries, associated companies, major shareholders, or controlling persons of the Company. In this case, for the purpose of calculation, the number of shares held by the related person of each member of the Audit Committee shall also be included.
2. Neither being a director who takes part or used to take part in management, nor being or used to be an employee, a staff, an advisor who regularly receives salary, nor a person who have a control over the Company, the Company's parent company, its subsidiaries, or its associated companies, or its subsidiaries in the same level, major shareholders or the controlling person of the Company, unless such director has resigned from such position for at least two years before the date being appointed as an Independent Director. In this regard, such characteristics shall not include the case that Independent Director used to be a government officer or an advisor of a government sector which is the major shareholder or controlling person of the Company.
3. Not being a blood-related person nor legally related as father, mother, spouse, brother, sister and children, including being the spouse of the children of other directors, executives, major shareholders, controlling persons or the persons who will be nominated as director, executive or controlling person of the Company or its subsidiary.
4. Neither having, nor used to have any business relationship with the Company, its parent company, its subsidiaries, its associated companies, its major shareholders, or its controlling persons in a manner that may obstruct the exercise of independent judgment as a member of the Audit Committee. Moreover, a member of the Audit Committee must neither be, nor used to be a key shareholder or controlling person of the entities having business relationship with the Company, its parent company, its subsidiary, its associated company, its major shareholders, or its controlling persons, unless such director has resigned from the position for at least two years before the date being appointed as Independent Director.

In this regard, the definition of the terms "business relationship" shall be the same as the definition specified in the relevant notifications of the Office of the Securities and Exchange Commission.

5. Neither being, nor used to be the auditor of the Company, its parent company, its subsidiary, its associated company, its major shareholders, its controlling persons, nor being a key shareholder, controlling person or partner of the audit office having the auditor providing auditing service to the Company, its parent company, its subsidiary, its associated company, its major shareholders, its controlling persons, as a member, unless such director has resigned from such position for at least two years before the date being appointed as Independent Director.
6. Neither being, nor used to be a provider of any professional services including the legal advisory or financial advisory services that received fees in the amount of more than Baht Two million per year from the Company, its parent company, its subsidiary, its associated company, its major shareholders, its controlling persons, nor being shareholder, the controlling person, or partner of such professional services provider, unless such director has resigned from such position for at least two years before the date being appointed as Independent Director.
7. Not being a director who has been appointed as a representative of the Company, major shareholders or shareholders relating to major shareholders.
8. Neither operating the business having the same nature which significantly competes with the business of Company or its subsidiaries, nor being a significant partner or a director who involves in the management, nor being an employee, staff, a member, and a consultant who receives regular salary, or holds more than 1 percent of the total number of shares with the voting rights of a company that operates the business having the same nature and significantly competes with the businesses of the Company or its subsidiary.
9. Having no other conditions that may obstruct the independent expression of opinion on the Company's operation.

## Map of the venue of the Shareholders Meeting

### The Siamraj Public Company Limited

On Thursday April 23, 2026 at 1.30 p.m. (registration from 11.00 a.m. onwards)

At the Conference room 3-4, 9<sup>th</sup> floor, Siamraj Public Company Limited, No. 289/9, Moo 10, Old Railway Road,  
Samrong, Phrapradaeng, Samut Prakarn



#### Travelling

- By BTS (Sukhumvit Line) : Please drop at Samrong BTS Station and exit to gate no.1 to connect to taxi or motorcycle service point at the front of Imperial World Samrong Department store and, please tell them to go to the Old Railway Road. The Saimrajthanee Building is located at the left side.
- By Car/Taxi : (1) Sukhumvit Road – Please begin at Bangna Interjection, then turn right into Sanphawut Road and drive straight ahead until finding the Sanphawut Interjection, after that please turn left into the Old Railway Road. The Siamrajthanee Building will be on the right side.
- (2) Poochaosmingprai Road – Please turn left into the Old Railway Road. The Siamrajthanee Building is located at the left Side.
- (3) Express Way – Please enter to Bangna-Trad Road, then keep left into the parallel way to make a u-turn at Bitec and drive thru the Sanphawut Road, and drive straight ahead until finding the Sanphawut Interjection, after that please turn left into the Old Railway Road. The Siamrajthanee Building will be on the right side.

### **QR Code Downloading Procedures for the 2025 (56-1 One Report)**

The Thailand Securities Depository Co., Ltd., as a securities registrar under the Stock Exchange of Thailand, has developed a system which allows SET Listed Companies to send to the shareholders documents regarding the General Meeting of Shareholders and the 2025 (56-1 One Report) in the form of E-books accessible through QR Code, thus allows the shareholders to access the information with ease.

The aforementioned documents could be downloaded from the QR Code (as shown in Enclosures 2.) by following the steps below.

#### **For iOS System (iOS 11 and above)**

1. Turn on the mobile camera.
2. Turn the mobile camera to the QR Code to scan it.
3. The notification will appear on top of the screen. Click on the notification to access documents regarding the meeting.

**Remark:** If the notification does not appear on the mobile phone, the QR Code can be scanned with other applications such as QR CODE READER and Line.

#### **For Android System**

1. Open applications such as QR CODE READER, Line.

##### **How to scan the QR Code with Line application**

Open Line application and click on “Add friend” → Choose “QR Code” → Scan the QR Code.

2. Scan the QR Code to access documents regarding the meeting.

## **Privacy Notice**

### **Pursuant to Personal Data Protection Act, B.E. 2562 (2019)**

#### **Purposes and necessity for Personal Data collection**

In order to comply with laws, in particular, Public Limited Company law and Securities Exchange law, Siamraj Public Company Limited (the “**Company**”) is obliged to prepare shareholder register and has to collect, use, disclose and process Personal Data of shareholders and/or proxies for Annual General Meeting of Shareholders and Extraordinary General Meeting of Shareholders (if any) (collectively, the “**Shareholders’ Meeting**”), delivering relevant documents, vote counting process, and other actions relating to such Shareholders’ Meeting.

#### **Personal Data to be collected and retention period**

The Company shall receive Personal Data, i.e. name, surname, nationality, identification number (or passport number), date/month/year of birth, age, address, number of shares and type of shares held, securities holder’s number, telephone number and email provided by shareholder and/or proxies, or by Thailand Securities Depository Co.,Ltd. (TSD) as the securities registrar. The Company shall retain such information for the necessary period as required by law and for the above purposes.

It is necessary for the Company to disclose some information of the above Personal Data as follows:

- Data Processor for the benefits of shareholders’ registration, voting verification, processing, and reporting.
- Department of Business Development, Ministry of Commerce and Stock Exchange of Thailand for submitting Minutes of the Shareholders’ Meeting and list of shareholders as required by law.
- Disclosure of Minutes of the Shareholders’ Meeting on the Company’s website.

Identification documents, such as copy of national identification card/ or passport, may contain Sensitive Data, e.g. blood type, or religion. Shareholders, grantors and proxies are requested to conceal/delete such Sensitive Data before submitting to the Company. If such information submitted to the Company is not concealed/deleted, The Company shall conceal/or blacken out those Sensitive Data in order to protect your data and it shall be deemed that the Company has not collected any submitted Sensitive Data.

#### **Rights of the data subjects**

Data subjects have rights in accordance with the Privacy Data Protection Act, B.E. 2562 (2019), for instance, giving consent, withdrawing consent, accessing or obtaining or amend their Personal Data, objecting the collection or use or disclose of the Personal Data, requesting to delete or to destroy or suspend the use of Personal Data, etc. subject to regulations and procedures as required by law.

In this regard, the Company shall collect use or disclose Personal Data to the extent of necessity for legitimate interests and in compliance with laws by taking into account of the right to the privacy and personal data protection.

#### **Contact Information**

ir@siamrajplc.com or Siamraj Public Company Limited No. 289/9, Moo10, Old Railway Road, Samrong, Phrapradaeng, Samut Prakarn 10130