



Minutes of the 2026 Annual General Meeting of Shareholders

Civil Engineering Public Company Limited

Monday, April 27, 2026, at 13:00 hrs.

Using Meeting through electronic only means pursuant to the criteria specified in the law relating to electronic meetings with a venue to control the meeting system at Meeting Room of Civil Engineering Public Company Limited
No. 68/12 CEC Building, Kamphaeng Phet 6 Road, Ladyao Subdistrict, Chatuchak District, Bangkok

Before the Meeting

Civil Engineering Public Company Limited (“the Company”) informed the shareholders about the rules, voting method, vote counting, methods of asking questions or expressing opinions, and guidelines for conducting meetings via electronic media.

At the meeting today, the Company hired Inventech Systems (Thailand) Company Limited to organize the meetings via electronic media in accordance with the criteria specified in the law relating to electronic meetings (E-Meeting) by using the Zoom system to attend the meeting and the Inventech Connect system for voting. The systems passed the examination of the security standards of electronic meetings of the Ministry of Digital Economy and Society, the Company recorded the Meeting in the form of video according to the criteria, laws, and privacy policies of the Company for the purpose of arranging the shareholder’s meeting.

In addition, according to the Company’s Regulation, Article 31, the last paragraph states that a shareholders’ meeting can be held via electronic media. The meeting held with such method must comply with the methods provided in the applicable law or rules at that time, or apply such relevant laws or rules *mutatis mutandis*. It shall be deemed that the meeting via electronic media shall have the same effect as the meeting of shareholders attending the same meeting by means provided for in law and this regulation.

Before the meeting, the moderator informed the rules, voting, vote counting, and methods to ask questions or express opinions as follows:

1. Attendees who are entitled to attend the meeting must verify their identity to obtain a username and password according to the method specified by the Company, which was informed of the details along with the meeting invitation letter. The attendees agreed to comply with the requirements for attendance of the 2026 Annual General Meeting of Shareholders of the Company by means of the meeting via electronic media and registered by bringing the email and password obtained from the approval email to sign in or verify the identity by requesting an OTP. Then, press the button “Register for Meeting Attendance.” At this stage, it shall be deemed that the shareholders had already registered to attend the meeting and the number of shares of shareholders would be counted as a quorum.

2. The meeting would consider the matters in order of the agenda specified in the meeting invitation letter. Information in each agenda would be presented, and the shareholders would be allowed to ask questions before voting, and the voting results would be informed to the meeting when the vote counting for that agenda was completed.

3. For the shareholders making the proxy for others to attend the meeting and could vote according to the shareholders’ wish, the Company brought the votes of approval, disapproval, or abstention according to the shareholders’ wish specified in the proxy to include in the registration for voting on the agenda.



4. In case of a proxy from multiple shareholders, press select “User Icon” and press the “Switch Account” button to access the accounts of other shareholders. The shareholders must be on the agenda until it ended and must vote on each agenda before closing for voting on that agenda. If the shareholders left the meeting room or logged out from the system before closing the voting on any agenda, the votes of the shareholders would not be counted as a quorum in such an agenda, and the votes would not be counted for that agenda. However, leaving the meeting or logging out on any agenda would not disqualify the shareholders or proxies from returning to the meeting and voting for the next agenda in the system.

5. Every shareholder had a vote of 1 share per 1 vote in voting. In case any shareholders have an interest in any particular matter, they would have no voting rights. For shareholders wishing to vote, they must vote in the Inventech Connect system by selecting the agenda for which they would like to vote, the system would display all 4 buttons for voting: 1. Agree 2. Disagree 3. Abstain 4. Cancel the Last Vote. If shareholders make a selection “Cancel the Last Vote” or not vote, the Company shall deem that they agreed with that agenda. Voting can be changed until the voting was closed. The Company gave 1 minute to vote in the system for each agenda.

6. In counting the votes, the Company would deduct “Disagree” votes and abstention from the total number of votes of shareholders attending the meeting and had the right to vote, and the rest would be considered as “Agree” votes.

7. Regarding a way to ask questions or express opinions, before voting on each agenda the Chairman of the meeting would allow the attendees to ask questions or express opinions on issues related to that agenda as appropriate. Inquiries can be made in two ways:

- 1) In the event that attendees wish to inquire via text messages, please select the Asking Questions menu. Then, select the agenda that you want to ask questions and type your questions or comments, and press “Submit Questions.” The Company will answer questions in the meeting room on the agenda related to that question. However, if there is a large number of questions submitted, the Company reserves the right to consider selecting questions as appropriate to maintain the time of the meeting.
- 2) In case the attendees wish to ask questions by a voice message, please select the agenda you would like to ask a question, then press the “Voice Record” button and ask the question by voice. After asking questions, press the button “Stop for Record” and press the button “Send Question.” In case there are many questions related to that agenda sent into the system, the Company will consider the selection of questions as appropriate.

8. If shareholders encounter problems concerning access to the meeting system or voting system, please study and follow the instructions provided with the invitation letter or contact Inventech Call Center or Line official @inventechconnect

9. If the system crashes during the meeting, shareholders will receive an email to return to the meeting through the backup system.

The Meeting Started

Mr. Chaiwat Utaiwan, Independent Director and Chairman of the Board of Directors, presided over the meeting (the “Chairman”), and Mr. Chaovarat Pattamatat, Company Secretary, acted as Secretary of the meeting. There were executives and auditors attending the meeting as follows:

**Directors Attended the Meeting** (7 persons or 100 percent of the members of the Board)

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|-------------------------------------|---|
| 1. Mr. Chaiwat Utaiwan | Independent Director, Chairman of the Board |
| 2. Mr. Veerasak Kositpaisal | Independent Director, Chairman of the Audit and Risk Management Committee |
| 3. Mrs. Yupin Garnjanawigai | Independent Director, Member of the Audit and Risk Management Committee and Member of the Nomination and Remuneration Committee |
| 4. Mr. Chainrong Chochai | Independent Director and Member of the Audit and Risk Management Committee |
| 5. Assoc. Prof. Dr. Tanit Tongthong | Non- Executive Director and Chairman of the Nomination and Remuneration Committee |
| 6. Mr. Piyadit Atsavasirisuk | Director, Chairman of the Executive Committee and Chief Executive Officer |
| 7. Mr. Phanthanont Lertwattanasakul | Director, Executive Director and Chief Administrative Officer |

Executives Attended the Meeting

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|--------------------------------|--------------------------------------|
| 1. Mr. Anuwat Lertchaiworagul | Chief Operating Officer |
| 2. Mr. Kittisak Toa-talingchan | Chief Machinery and Plant Officer |
| 3. Mr. Vassu Rodjanasubsakul | Chief Finance and Accounting Officer |

Company Secretary Attended the Meeting

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|-----------------------------|-------------------|
| 1. Mr. Chaovarat Pattamatat | Company Secretary |
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Auditors Attended the Meeting

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| 1. Mr. Naravich Rujirarotchanakornchanakorn | Certified Public Accountant, EY Company Limited |
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The Moderator informed the Meeting that today's meeting was under the resolutions of the Board of Directors' Meeting No. 1/2026, which was convened on February 26, 2026, to consider the matters as specified in the invitation letter. The Company announced the date of determination of the list of eligible participants or a record date on March 13, 2026. The 2026 Annual General Meeting of Shareholders was attended in-person by 24 individuals, totaling 13,485,066 shares; and 6 shareholders' proxies, totaling 517,285,700 shares, including 30 shareholders attending the meeting, totaling 530,770,766 shares, equal to 75.8243 % of the Company's total sold shares. A quorum was constituted following Section 103 of the Public Limited Companies Act and the Company's Regulations, Article 33

Mr. Chaiwat Utaiwan Chairman of the Board as Chairman of the Meeting ("The Chairman") opened the 2026 Annual General Meeting of Shareholders of the Company according to the agenda as notified in the invitation letter, which was published on the Company's website, and delivered to shareholders in advance. The Company allowed the shareholders to propose the agenda of the meeting in advance on October 1, 2025 – December 31, 2025, in which no shareholder proposed additional agenda. Therefore, the Company set out a total of eight agendas to be presented to the shareholders' meeting for approval. In addition, the Company allowed shareholders to submit questions in advance via its email. It appeared that no shareholder submitted questions in advance. The company places great importance on anti-corruption efforts, in line with its anti-corruption policy and in accordance with the principles of corporate governance, aiming to maximize the benefits for shareholders, stakeholders, and related parties. The Company has conducted a study to join the Private Sector Collective Action Against Corruption (CAC). This initiative is a component of the JUMP+ Project, which the Company has undertaken in collaboration with the Stock Exchange of Thailand (SET).



Agenda 1: To Consider and adopt the Minutes of the 2025 Annual General Meeting of Shareholders.

The Chairman proposed the meeting to consider and certify the minutes of the 2025 Annual General Meeting of Shareholders, which was held on April 25, 2025, at 13:00 hrs., with details appearing in the minutes of the meeting publicized on the Company’s website and sent to the shareholders with the invitation letter to this meeting according to Enclosure 2.

The Chairman allowed shareholders to ask questions and give comments by text message through the menu of sending questions or inquiring via voice messages by selecting the agenda they would like to ask questions about and pressing “Submit” to send questions.

When no shareholders inquired or expressed further opinion, the Chairman asked the meeting to consider and certify the minutes of the 2025 Annual General Meeting of Shareholders. This agenda must pass the resolution of the shareholders’ meeting with a majority vote of the total number of shareholders attending the meeting and cast the right to vote.

Resolution of the Meeting: The Shareholders’ Meeting approved the minutes of the 2025 Annual General Meeting of Shareholders convened on April 25, 2025, with the following votes.

Agree	530,770,766	votes	Representing	100.00
Disagree	0	vote	Representing	0.00
Abstain	0	votes	Representing	-
Voided Ballot	-			-

Thus, it is deemed that the meeting passed a resolution with a majority vote of the shareholders to certify the minutes of the 2025 Annual General Meeting of Shareholders.

Agenda 2: To acknowledge the Company’s Operating Results for the year 2025.

The Chairman assigned Mr. Piyadit Atsavasirisuk, Director and Chief Executive Officer to present details of the Company’s operating results for the year 2025 and the significant changes made in the year, which appeared in the 2025 Annual Report (Form 56-1 One Report) according to Enclosure 3 in the form of QR Code, which was delivered to the shareholders with the invitation letter to this meeting. This year, the Company achieved an 'AA' rating in the SET ESG Ratings 2025 by the Stock Exchange of Thailand. Furthermore, the Company received an 'Excellent' (5-star) rating in the Corporate Governance Report (CGR) 2025, conducted by the Thai Institute of Directors (IOD), for the third consecutive year. The Company also attained a full score of 100 in the AGM Checklist evaluation, conducted by the Thai Investors Association (TIA). The Company’s operations are categorized into three core business segments as follows:

1. Construction and Project Management: Comprising roadworks, railways, airports, dams, reservoirs, and other related infrastructure.
2. Manufacturing and Distribution of Construction Materials: Including precast beams, concrete pipes, asphalt, guardrails, and steel products, as well as limestone and ready-mixed concrete.
3. Leasing and Service Business: Consisting of office space rentals and services, as well as the leasing of machinery, tools, and equipment.



Outstanding Achievements of the Company 2025 as follows.

1. New Projects with a Total Value of THB 4,489 Million: In 2025, the Company successfully tendered and signed contracts for the construction of Highway No. 4046 (Trang - Khuan Kun Route, Trang - Ban Khok Ton Section 1 and Section 2), valued at THB 1,297 million, along with other projects totaling THB 1,397 million. Subsequently, in 2026, the Company signed contracts for the Intercity Motorway No. 9 construction project (Bang Bua Thong – Bang Pa-in Section 2 and Section 3), valued at THB 1,422 million, and additional projects totaling THB 373 million. As of 2025, the Company's total signed Backlog stands at THB 11,900 million.

2. Completion and Delivery of 22 Projects: In 2025, the Company successfully delivered 22 projects with a combined value of THB 2,599 million. The Company has diversified its project portfolio to increase strategic options, without limitations on project scale. The current focus is on maximizing operational efficiency and accelerating delivery for smaller-scale projects, while maintaining strong execution in large-scale infrastructure projects to support future growth. Key delivered projects include:

- Intercity Motorway No. 82 Construction Project (Bang Khun Thian - Ban Phaeo), Rama 2 Section: Valued at THB 1,910 million.
- Special Economic Zone (SEZ) Development Project, Trat Province: Valued at THB 117 million.
- Roadwork Project Group (17 projects): Total value of THB 324 million.
- Other Projects (3 projects): Total value of THB 248 million.

3. Achievement of 'AA' Rating in SET ESG Ratings 2025: The Company was awarded an 'AA' rating in the SET ESG Ratings 2025 within the Property & Construction industry group by the Stock Exchange of Thailand. This achievement reflects the Company's outstanding progress and its potential to drive business operations under a long-term sustainable development framework.

Business Outlook of the Company.

1. On-schedule Project Delivery and Effective Cost Management: Focusing on executing projects according to the established timelines while maintaining rigorous cost control measures.

2. Future Projects and Diversified Revenue Streams: Strategic planning for upcoming projects and the expansion of non-construction revenue sources to ensure financial stability.

3. Management System Transformation: The enhancement of organizational infrastructure through the implementation of advanced management systems, such as Enterprise Resource Planning (ERP).

4. Cultivating Corporate Culture and Sustainability (CIVIL FAST): Fostering the "CIVIL FAST" organizational culture to drive long-term sustainability, which comprises: Family / Attitude / Safety & Sustainability / Tenacity

Measures to Mitigate the Impact of Rising Fuel Prices for the Year 2026

Mr. Piyadit Atsavasirisuk further reported to the meeting regarding the risk management guidelines for volatility in material prices and energy costs. The management team has proactively implemented risk mitigation measures to minimize potential impacts from rising fuel prices, driven by the ongoing uncertainty of conflicts in the Middle East. The operational details are as follows:

1. Project Monitoring and Oversight

- Project Categorization and Strategic Planning: Categorize tasks and projects based on their current status to define specific action plans. Progress is monitored closely through daily, weekly, and monthly tracking cycles.
- Escalation Factor (Price Adjustment) Management: Manage the Escalation Factor (K-Factor) appropriately by calculating projected values throughout the project lifecycle. These figures are benchmarked against rising costs to assess financial impact.
- Gross Profit Margin Supervision: Continuously monitor impacts on the Project's Gross Profit Margin to maintain consistent profitability levels and safeguard the company's financial performance.



2. Cost Control and Operations

- **Stringent Cost Control:** Implement rigorous oversight and control mechanisms across all expenditure categories to ensure financial discipline.
- **Fuel Consumption Reduction Measures:** Execute strategic initiatives aimed at minimizing fuel consumption across all operational activities.
- **Capacity Optimization and Machinery Utilization:** Enhance production capacity and machinery efficiency through optimized scheduling to minimize operational waste and downtime.
- **Labor Cost Management and Utilization Efficiency:** Strategically manage labor costs by aligning personnel and machinery availability (uptime) to ensure maximum productivity and operational efficiency.

3. Financial and Risk Management

- **Liquidity Management:** Closely monitor and manage cash flow (Cash Flow Management) to safeguard the organization's financial stability and ensure long-term fiscal security.
- **Business Continuity Planning (BCP):** Develop and maintain comprehensive contingency plans (Business Continuity Plan: BCP) to ensure organizational readiness against volatility in production costs and operating expenses.
- **Supplier and Subcontractor Capability Assessment:** Continuously monitor and audit the operational readiness of Suppliers and Subcontractors across all projects to mitigate risks that could potentially impact project delivery.

4. People and Communication

- **Corporate-wide Communication (Town Hall Meetings):** Communicating organizational direction through Town Hall activities to foster a unified sense of Cost Awareness across the entire organization.
- **Employee Engagement and Alignment:** Focusing on engaging employees at all levels to ensure a deep understanding of structural business impacts and to empower them as active drivers of the organization's goals.
- **Cultivating a Resource Optimization Mindset:** Instilling a conscious culture and shifting operational paradigms to prioritize the most efficient and productive use of all corporate resources.

The Chairman allowed shareholders to ask questions and provide comments by text messages through the questioning menu or by voice messages by selecting the agenda to ask questions and pressing the button to send questions.

Mr. Anujitt Ayusanil, proxy from the Thai Investors Association, raised the following inquiry:

1. **Increase in Selling and Administrative Expenses:** It was noted that a portion of the increased expenses in 2025 was attributed to enhancing the management efficiency of the Group. Will these expenses continue to recur in the subsequent years?

Mr. Vassu Rodjanasabsakul, Chief Financial Officer, clarified that the expenses are categorized into two types:

1.1 **Administrative expenses related to the operational readiness of the precast concrete segment factory:** During the end of 2025, the factory commenced production. Consequently, these costs will no longer be classified as administrative expenses but will instead be recorded as factory production costs.

1.2 **Recognition of Expected Credit Losses (ECL) on financial assets:** This was a one-time recognition and is not considered a recurring expense. However, such expenses may be reviewed on a case-by-case basis as deemed appropriate.



2. Regarding the strategic plan to diversify risk by expanding into the private sector, in addition to government agencies, what is the current progress of this implementation?

Mr. Piyadit Atsavasirisuk, Chief Executive Officer, clarified that the Company has been closely assessing its readiness regarding private sector engagements. Furthermore, the Company is actively building networks and focusing on key private sector targets, including Infrastructure sectors, Energy sectors, Real estate sectors, Public-Private Partnership (PPP) projects for infrastructure and public services, Eastern Economic Corridor (EEC) development projects etc. The realization of these opportunities depends on securing suitable strategic partners. The Company will provide further progress updates as they become available.

3. Revenue from the sale of construction materials currently accounts for approximately 8% of total revenue. Is there an opportunity to further diversify and increase the revenue proportion in this segment?

Mr. Piyadit Atsavasirisuk, Chief Executive Officer, clarified that the sale of construction materials includes items such as construction aggregates and the production of precast concrete segments. Previously, these materials were primarily produced for the Company's internal construction operations. Currently, the Company has reclassified these sales into the non-construction revenue group. The Company places significant strategic importance on this segment, having designated it as one of the "Key Performance Indicators" (KPIs) for the organization's overall performance.

When no shareholders inquired or expressed further opinion, the Chairman asked the meeting to consider and acknowledge the Company's 2025 performance report as presented (This agenda item was not required to vote).

Agenda 3: Consider and Approve the Financial Statements ended December 31, 2025

The Chairman assigned Mr. Vassu Rodjanasubsakul Chief Finance and Accounting Officer to present the details as follows:

Mr. Vassu Rodjanasubsakul explained to the meeting that to comply with the Public Limited Companies Act, B.E. 2535 (1992), Article 112, and Article 39 of the Company's Regulations, the Company must prepare a statement of financial position and comprehensive profit and loss account at the end of the Company's accounting period that were audited by the auditor, and the Audit Committee and the Board of Directors considered the financial statements for the year 2025 ended December 31, 2025, audited by the certified public accountant. The meetings of the Audit Committee and the Board of Directors were of the view that the financial statements are correct, complete, and reliable, including having sufficient information disclosure according to Enclosure No. 3. The financial statements were delivered to the shareholders together with the invitation letter for this meeting. Therefore, it is appropriate to present the statements to the general meeting of shareholders for approval. The details of the financial statements could be summarized as follows:

Revenue: In 2025, the Company reported total revenue of THB 4,899 million, representing a slight decrease of approximately 1% year-on-year. This decline was primarily attributed to the extension of construction periods for large-scale railway projects, the impact of earthquakes during the first half of the year, and delays in contract signings for new projects. These factors collectively resulted in slower project progress and deferred revenue recognition for certain contracts. However, through strategic operational adjustments and optimized resource management, the Company achieved a strong recovery in the fourth quarter, generating THB 1,416 million in revenue, an 11% increase compared to the previous year. This growth was driven by the Building Works segment, featuring smaller-scale projects with faster turnaround and revenue recognition cycles, alongside steady growth in sales of construction materials. Furthermore, the Company successfully delivered over 20 projects during the year. This achievement underscores our expertise in managing a diverse project portfolio and our effective risk diversification strategy, ensuring long-term financial resilience and a consistent revenue balance.



Gross Profit Margin: In 2025, the Company's gross profit margin stood at 7.3%, a decrease of 1.6% from the previous year. This decline was primarily due to budget adjustments in the railway project segment during the third quarter, resulting from extended construction periods and certain operational factors beyond the Company's control. These circumstances led to an increase in indirect costs. Nevertheless, the gross profit margin showed a significant recovery in the fourth quarter, rising to 12.9%—an increase of 5.3% year-on-year. This improvement was driven by enhanced cost control efficiencies, particularly within small-scale roadworks, dams, and reservoirs. Additionally, the Company received Price Adjustment (Escalation Factor) payments (K-Factor), which served as a key contributor. These results reflect the Company's proficiency in cost management and its ability to maintain consistent gross profitability.

Net Profit (Loss): For the full year of 2025, the Company reported a net loss of THB 29 million. This performance was impacted by budget revisions in the railway project segment due to extended construction timelines, as well as deferred revenue recognition for certain projects undergoing safety inspections following the earthquake. Additionally, delays in new contract signings, coupled with increased administrative expenses and an uptick in expected credit loss (ECL) on financial assets, pressured operating results during the first half of the year—primarily due to external factors beyond the Company's control. However, the Company achieved a successful turnaround in the fourth quarter, posting a net profit of THB 62 million, an increase of THB 35 million year-on-year. This recovery was driven by revenue growth in roadworks and rental income, alongside improved cost control efficiencies—particularly in small-scale roadworks, dams, and reservoirs. The inclusion of Price Adjustment (K-Factor) compensation also played a vital role. Consequently, these positive developments in the final quarter resulted in a significant reduction of the overall annual net loss.

Assets: The Company's total assets amounted to THB 8,536 million, an increase of THB 308 million or 3.7% compared to the previous year. This growth was primarily driven by an increase of THB 272 million in advances to subcontractors and deposits for goods, intended to support the commencement of new projects signed in 2025. Additionally, trade and other current receivables increased by THB 357 million, largely due to projects completed toward the end of the year which are currently in the standard collection process within the normal credit term.

Liabilities: The Company's total liabilities stood at THB 6,675 million, representing an increase of THB 353 million or 5.6% compared to the previous year. This increase was primarily driven by a rise of THB 224 million in trade and other current payables, which is consistent with standard payment terms and normal business cycles. Additionally, short-term borrowings from financial institutions increased by THB 188 million to support ongoing investment and serve as working capital for newly acquired construction projects.

Shareholders' Equity: The Company's shareholders' equity amounted to THB 1,861 million, a decrease of THB 45 million or 2.4% compared to the previous year. This decline was primarily due to the net loss of THB 29 million recorded for the 12-month period. Additionally, the decrease reflects a loss of THB 2 million from the remeasurement of post-employment benefits, as well as dividend payments totaling THB 14 million.

Cash Flows: The Company reported a net decrease in cash and cash equivalents of THB 331 million. This was primarily driven by net cash used in operating activities totaling THB 404 million. This figure is comprised of Operating cash flow before changes in working capital: An increase of THB 205 million. and Changes in operating assets and liabilities (Working Capital): A decrease of THB 609 million, The primary factor for the decline in working capital was the increase in operating assets, specifically trade and other current receivables, which rose by THB 359 million. This increase resulted from the delivery of construction projects toward the end of the year, alongside a rise in trade receivables within the construction materials distribution business, which aligned with the growth in sales revenue from that segment.



When Mr. Vassu Rodjanasubsakul finished her report, the Chairman gave the shareholders an opportunity to ask questions and express their opinions by text messages via the questioning menu or by voice messages by selecting the agenda that they would like to ask about and pressing the button to send questions.

No shareholder asked or expressed any additional opinion, then the Chairman asked the meeting to consider and approve the Company’s financial statements for the year ended December 31, 2025. This agenda must be passed with a majority vote of the total votes of the shareholders attending the meeting and having the right to vote.

Resolution of the Meeting: The shareholders’ meeting had the resolution to approve the Company’s financial statements for the year ended December 31, 2025, with the following votes:

Agree	530,770,766	votes	Representing	100.00
Disagree	0	vote	Representing	0.00
Abstain	0	votes	Representing	-
Voided Ballot	-			-

Therefore, it was deemed that the meeting passed a resolution with a majority vote of the shareholders to approve the Company’s financial statements for the year ended December 31, 2025.

Agenda 4: To consider and approve the omission of dividend payment for year 2025.

The Chairman assigned Mr. Vassu Rodjanasubsakul Chief Finance and Accounting Officer to present the details as follows:

Mr. Vassu Rodjanasubsakul informed the meeting that, pursuant to Article 44 of the Company’s Articles of Association, which aligns with the Public Limited Companies Act, B.E. 2535 (1992), dividends shall not be paid from any source other than profits. In the event that the Company still incurs an accumulated loss, no dividend shall be paid. Dividends shall be distributed equally according to the number of shares. The payment of dividends is subject to approval by the Shareholders’ Meeting. The Board of Directors may pay interim dividends to shareholders from time to time if they deem the Company’s profits sufficient to justify such payment, and shall report the same to the next Shareholders’ Meeting. In 2025, the Company reported a net loss from its operations, as per the separate financial statements, amounting to THB 53,251,031. Consequently, it is deemed appropriate to propose to the 2026 Annual General Meeting of Shareholders (AGM) to consider and approve the omission of dividend payments for the fiscal year ended December 31, 2025.

The Board of Directors has considered and resolved to propose to the Shareholders’ Meeting for approval the omission of dividend payments for the fiscal year ended December 31, 2025. This proposal is due to the Company’s net loss incurred during the 2025 fiscal year and the necessity to reserve cash flow for the execution of upcoming projects and future operations.

Once Mr. Vassu Rodjanasubsakul completed the report, the Chairman gave the shareholders an opportunity to ask questions and express their opinions with text messages through the sending question menu or ask questions via voice messages by selecting the agenda they want to ask a question about and pressing the button to send questions.

When no shareholder inquired or gave additional opinions, then the Chairman asked the meeting to approve the omission of dividend payment for year 2025. In this agenda, the resolution of the shareholders’ meeting must be passed by a majority vote of the total votes of the shareholders attending the meeting and having the right to vote.



When finished the report, the Chairman allowed the shareholders to ask questions and express their opinions via text messages via the sending question menu or ask questions via voice messages by selecting the agenda that they would like to ask questions about and pressing the button to send questions.

When no shareholder inquired or gave additional opinions, the Chairman then asked the meeting to consider and approve the appointment of directors to replace those who had to retire by rotation. In this agenda, the resolution of the shareholders’ meeting must be passed by a majority vote of the total votes of the shareholders attending the meeting and having the right to vote.

Resolution of the Meeting: The shareholders’ meeting resolved to approve the appointment of directors to replace those who had to retire by rotation with the following votes.

1. Mr. Chaiwat Utaiwan returned to serve as an independent director and Chairman of the Board

Agree	529,370,766	votes	Representing	100.00
Disagree	0	vote	Representing	0.00
Abstain	1,400,000	votes	Representing	0.00
Voided Ballot	-		-	

Therefore, it was deemed that the meeting was resolved with a majority vote of the shareholders to approve the return of Mr. Chaiwat Utaiwan as independent director and Chairman of the Board for another term.

2. Mr. Piyadit Atsavasirisuk returned to serve as an director and Chairman of the Executive Committee.

Agree	524,370,766	votes	Representing	100.00
Disagree	0	vote	Representing	0.00
Abstain	6,400,000	votes	Representing	0.00
Voided Ballot	-		-	

Therefore, it was deemed that the meeting was resolved with a majority vote of the shareholders to approve the return of Mr. Piyadit Atsavasirisuk as an director and Chairman of the Executive Committee for another term.

Agenda 6: Consider and approve the determination of remuneration of directors for the year 2026

The Chairman assigned Mr. Chaovarat Pattamatat, Company Secretary, to present the details as follows:

Mr. Chaovarat Pattamatat informed to the meeting that Article 22 of the Company’s Registrations, stipulates that the Company’s directors are entitled to receive directors’ remuneration from the Company in the form of rewards, meeting allowances, gratuities, bonuses, or other types of benefits. The director’s remuneration may be fixed in a fixed amount or set as a specific rule and will be set from time to time or to be effective until the shareholders’ meeting resolves to change otherwise.



Therefore, the Board of Directors was considered appropriateness with the duties and responsibilities of the directors, the business plan, and the overall performance of the Company, including the comparison with other companies in the same industry and similar size. Based on the opinion of the Nomination and Remuneration Committee, the Board of Directors deems it appropriate to propose to the 2026 Annual General Meeting of Shareholders for consideration and approval of the remuneration for the Company’s Board of Directors and sub-committees for the year 2026. It is proposed that the remuneration in each category be same previously set in 2025. The proposed remuneration for the Board of Directors and sub-committees for the year 2026 (the proposed year) is detailed in the table below.

Type of Remuneration	Board of Directors				Audit and Risk Management Committee				Nomination and Remuneration Committee				Executive Committee			
	Year 2026	Year 2025	Year 2026	Year 2025	Year 2026	Year 2025	Year 2026	Year 2025	Year 2026	Year 2025	Year 2026	Year 2025	Year 2026	Year 2025	Year 2026	Year 2025
	1. Monthly Retainer (Baht/Person/ Month)	33,000	33,000	22,000	22,000	-	-	-	-	-	-	-	-	-	-	-
2. Meeting Allowances* (Baht/Person/ Time)	33,000	33,000	22,000	22,000	22,000	22,000	11,000	11,000	22,000	22,000	11,000	11,000	-	-	-	-
3. Other Benefits	Office Car				-											

Remark * : Meeting Allowances for Independent Directors and non -executive directors only

In this regard, the remuneration of the Board of Directors and sub-committees was considered appropriate with the duties and responsibilities of the directors, the business plan, and the overall performance of the Company, including the comparison with other companies in the same industry and similar size.

When Mr. Chaovarat Pattamatat finished the report, the Chairman gave the shareholders an opportunity to ask questions and express comments with text messages via the sending question menu or ask questions via voice messages by selecting the agenda that they would like to ask questions about and pressing the button to send submit.

Once no shareholder inquired or provided additional opinions, the Chairman then asked the meeting to consider and approve the determination of remuneration of the directors and the sub-committees for the year 2026. In this agenda, the resolution of the shareholders’ meeting must be passed by a vote of not less than two-thirds (2/3) of the total votes of the shareholders attending the meeting.

Resolution of the Meeting: The shareholders’ meeting had the resolution to approve the determination of remuneration of the directors and sub-committees for the year 2026 with the following votes:

Agree	530,770,766	votes	Representing	100.00
Disagree	0	vote	Representing	0.00
Abstain	0	votes	Representing	0.00
Voided Ballot	-			-



In this regard, EY Company Limited and the nominated auditors had no relationship and interest in the Company, subsidiaries, executives, major shareholders, or people related to such persons and were the auditors who have been approved by the Office of the Securities and Exchange Commission (SEC) and no auditor had performed the auditor’s duty for the Company for 7 consecutive accounting years (including the case of performing the Company’s auditor duties this year).

When Mr. Veerasak Kositpaisal finished the report, the Chairman gave the shareholders an opportunity to ask questions and gave comments with text messages via the sending question menu or ask questions via voice messages by selecting the agenda that they would like to ask about and pressing the button to send questions.

No shareholder asked or expressed any additional opinions, the Chairman asked the meeting to consider and approve the appointment of the Company’s auditors and determination of the auditor’s remuneration for the year 2026. In this agenda, the resolution of the shareholders’ meeting must be passed by a majority vote of the total votes of the shareholders attending the meeting and having the right to vote.

Resolution of the Meeting: The shareholders’ meeting had the resolution to approve the appointment of the Company’s auditor and determination of the auditor’s remuneration for the year 2026 with the following votes:

Agree	530,770,766	votes	Representing	100.00
Disagree	0	vote	Representing	0.00
Abstain	0	votes	Representing	-
Voided Ballot	-			-

Therefore, it was deemed that the meeting passed a resolution with a majority vote of the shareholders to approve the appointment of the Company’s auditors and determination of the auditor’s remuneration for the year 2026.

Agenda 8: Other matters for consideration (if any)

The Chairman noted that no further agenda items were proposed and invited shareholders to submit inquiries or express opinions. Shareholders were provided the option to send text inquiries via the "Submit Question" menu or ask questions via voice message by selecting the relevant agenda item and clicking "Submit."

Mr. Anujitt Ayusanil, a proxy holder from the Thai Investors Association, commended the Company for its strategic plan to enhance corporate value by participating in the Stock Exchange of Thailand’s “Jump Plus” project. He further inquired about the Company’s level of confidence in the execution of its three core strategic plans.

Mr. Piyadit Atsavasirisuk, Chief Executive Officer, clarified that participation in the Jump Plus project involves the implementation of the following three core plans:

1. Business Plan: Focuses on accelerating earnings growth, enhancing competitive advantages, and achieving Corporate Value Up targets by 2028.
2. Governance Plan: Aims to elevate transparency, accountability, and corporate governance standards, covering board structure, risk management, and human resource management.



3. Climate Action Plan: Emphasizes sustainable business practices (ESG) and the development of greenhouse gas reduction strategies to create long-term value.

Mr. Piyadit Atsavasirisuk further noted that the Company's efforts in corporate governance and sustainability are currently being assessed by relevant agencies, with tangible results already reflecting its commitment to these principles. Regarding the Business Plan, in 2026, the Management and the Board of Directors held joint workshops to define strategic directions and goals for both the short and long term. These align with the Corporate Value Up targets and the business plan presented. Consequently, the Company remains highly confident in its ability to execute these three core plans under the Jump Plus project with the Stock Exchange of Thailand.

When no shareholder raised any further questions or made any comments, the Chairman thanked all shareholders for attending the meeting and adjourned at 14:40 hrs.

- Signature -

(Mr. Chaiwat Utaiwan)

Chairman of the Meeting

- Signature -

(Mr. Chaovarat Pattamatat)

Recorder of the Minutes