

Invitation to The 2026 Annual General Meeting of Shareholders  
B-52 Capital Public Company Limited



Tuesday 28<sup>th</sup>, April 2026 at 10:00 a.m.

At the meeting room of B-52 Capital Public Company Limited,  
at 55 Rama 9 Road, Huai Khwang, Huai Khwang, Bangkok, 10310

27 March 2026

Subject: Invitation to the 2026 Annual General Meeting of Shareholders

To: Shareholders of B-52 Capital Public Company Limited

- Enclosure:
1. Copy Minutes of the Annual General Meeting of Shareholders held on April 23, 2025.
  2. Annual registration statement / Annual Report (Form 56-1 One Report) for the year 2025 and a copy of the financial statements for the year ended 31 December 2025 and Audited Financial Statements ( Please scan QR Code on top of this invitation letter package to download a document file via online)
  3. Profiles of the nominated candidates for election of new directors in replacement of those to be retired by rotation
  4. The Articles of Association relating to Shareholders' Meeting
  5. Profiles of the independent directors proposed by the Company to act as Proxy for shareholders
  6. Guidelines for Proxy, Registration, Document showing to attend and Voting
  7. Proxy Form A, B and C
  8. QR Code Downloading Procedures for the 2025 Annual Report
  9. Map of the venue for AGM 2026
  10. Process of Meeting Attendance

With the Board of Directors Meeting No. 3/2026, held on February 26, 2026 of B-52 Capital Public Company Limited (the "Company"), resolved to call the 2026 Annual General Meeting of Shareholders on Tuesday 28 April 2026 at 10:00 a.m. At the meeting room of B-52 Capital Public Company Limited at 55 Rama 9 Road, Huai Khwang, Huai Khwang, Bangkok, 10310. By specifying the list of shareholders who have the right to attend the meeting (Record Date) on March 27, 2026 to consider various matters according to the meeting agenda as follows:

**Agenda 1** Consider approving the minutes of the Annual General Meeting of Shareholders for the year 2025, held on April 23, 2025.

Background and reasons: The company has prepared the minutes of its Annual General Meeting of Shareholders for the year 2025, held on April 23, 2025, and has submitted copies of these minutes to the Stock Exchange of Thailand and the Ministry of Commerce within the legally prescribed timeframe (a copy of the minutes is attached as Attachment 1).

Opinions of the Board: The Board of Directors has reviewed the matter and found that the minutes of the said meeting were recorded correctly, and deems it appropriate to submit them to the 2026 Annual General Meeting of Shareholders for consideration and approval of the minutes of the 2025 Annual General Meeting of Shareholders.

Vote required: This agenda must be approved by the shareholders' meeting with a majority vote of the number of votes of the shareholders who attend the meeting and vote in accordance with Section 107 (1) of the Public Limited Companies Act B.E. 2535.

**Agenda 2 To acknowledge the Company's operating performance for the year 2025**

Background and reasons: Report on the Company's financial statements for the year 2025, including the report of the Audit Committee, appear on the Annual report that has been sent to shareholders (Please scan QR Code on top of this invitation letter package to download a document file via online).

For the year ending 31 December 2025, the Company and its subsidiaries had operating results. (Consolidated financial statements) as follows:

The business segment providing advertising and public relations services.

The company's revenue from advertising and public relations services decreased by 6.9 million baht compared to the previous year. This is due to the company undergoing restructuring, resulting in a decrease in overall revenue.

The online advertising services business segment.

The company's revenue from its online advertising services business decreased by 4.5 million baht compared to the previous year, or a 30% decrease. This is due to the highly competitive online advertising market, the emergence of numerous new online advertising formats, and the rise in both

corporate and individual service providers. This gives advertising users more choices and leads to a more diversified use of advertising across multiple platforms.

The consumer goods sales business segment.

The company's revenue from the consumer goods business segment increased by 110.3 million baht compared to the previous year, or a 100% increase, due to the company selling consumer goods to large retailers in provincial areas since March 2025.

Cost of sales and services an increase of 96.2 million baht, or 374 percent, compared to the previous year, mainly due to: Increased costs in the consumer goods business segment by 105 million baht, but costs in the service business segment: Advertising and public relations decreased by 3 million baht, online advertising services decreased by 5.1 million baht, and the health products business segment saw a 1.4 million baht decrease in costs, which is consistent with the decrease in revenue.

Selling and administrative expenses a decrease of 32.6 million baht, or 33 percent, compared to the same period of the previous year, due to

- Support staff expenses decreased by 14 million baht, while the company's selling expenses, specifically transportation costs for consumer goods sales, increased by 2 million baht.
- The advertising and public relations services business segment experienced a decrease in expenses of 1.8 million baht. This was due to an impairment loss of 1.6 million baht on the intangible asset, the Media Platform, recorded in 2024, as the platform had not been used since July 2024.
- The advertising and public relations services business segment experienced a decrease in expenses of 2.6 million baht, primarily due to a 1.1 million baht reduction in support staff expenses and a 1 million baht reduction in platform and information system expenses.
- The health products business segment experienced a decrease in selling and administrative expenses of 2.7 million baht due to:
  - By 2025, reduce employee-related expenses by 1.6 million baht and advertising and public relations expenses by 0.8 million baht.
  - In 2025, the company will have no allowance for doubtful debts amounting to 0.7 million baht.

Total assets the amount was 96.6 million baht, a decrease of 102 million baht from the previous year, or 51 percent. The main reason was

- Cash and cash equivalents decreased by 79.7 million baht due to cash expenditures in operating activities, amounting to 70 million baht, and payments of lease liabilities amounting to 8.7 million baht.
- Other current assets increased by 14 million baht due to an advance payment of 14 million baht for goods.
- Right-of-use assets under finance leases decreased by 23.6 million baht due to the lease expiring on November 15, 2025, as per the contract, and therefore the entire amount was reversed.
- Goodwill decreased by 9.5 million baht due to an impairment charge on goodwill of Wets & More Limited. (Full amount)

Total debt the amount was 6.3 million baht, a decrease of 38.7 million baht or 86 percent from the previous year. The main reason was

- Trade creditors and other creditors decreased by 1.8 million baht compared to the previous year.
- Current liabilities for employee benefits decreased by 2 million baht due to the payment of severance pay to all employees.
- Financial lease liabilities decreased by 8.7 million baht due to payments made as per the contract and a decrease from the termination of the lease agreement, thus reversing the entire amount of 17 million baht.
- Estimated non-current liabilities for employee benefits decreased by 7 million baht due to a new adjustment entry based on the remeasurement report of employee benefits.

Shareholder's equity the amount is 90.3 million baht, a decrease of 63.3 million baht or 41.2 percent from the previous year. The main reasons are: the company has incurred a net loss of 58.3 million baht, and other components of owner's equity decreased by 21 million baht. However, non-controlling interests increased by 16 million baht.

Opinions of the Board: The company has summarized the operating results of the year 2025 which appeared in the 2025 Annual Report, the Board considered and agreed to propose to the Annual General Meeting of Shareholders to consider and acknowledge the Company's operating results for the year 2025.

Vote required: This agenda is not required to vote due to acknowledged agenda.

**Agenda 3** To consider and approve the Financial Statements for year end on 31 December 2025 which was audited by the auditor of the Company

Background and reasons: The Company's financial statements for the year ended 31 December 2025 which have been audited by the Certified Public Accountant. And has been reviewed by the Audit Committee the auditor has expressed an opinion on the financial statements that they are correct in accordance with the financial reporting standards.

Opinions of the Board: The Board considered and agreed to propose to the Annual General Meeting of Shareholders to consider and approve the financial statements. For the year ended 31 December 2025 audited by the Company's auditor. And has been approved by the Audit Committee. And the Board of Directors.

Voted required: This agenda must be approved by the shareholders' meeting with a majority vote of the number of votes of the shareholders who attend the meeting and vote in accordance with Section 107 (1) of the Public Limited Companies Act B.E. 2535.

**Agenda 4** To consider and approve to not make dividend payment and no appropriation of the net profit as a legal reserve for the Year 2025

Background and reasons: Due to the Company's financial statements for the year ended December 31, 2025 which have been audited by a certified auditor. shows that The company has accumulated losses in the separate financial statements that have not been allocated in the amount of 470,021,173 baht, in accordance with Section 115 of the Public Limited Act B.E. 2535 (including any amendments). And Article 46 of the Articles of Association of the Company stipulates that dividends must be paid out of profits only. In the event that the company still has accumulated

losses Forbidden to pay dividends, therefore, the company could not pay dividends. In addition, in 2025, the company had a net loss in the separate financial statements of 68,762,710 baht, according to Section 116 of the Public Limited Act B.E. more) And Article 48 of the Company's Articles of Association stipulates that part of the annual net profit must be allocated as a reserve fund of not less than 5% of the annual net profit. less the accumulated loss brought forward (if any) until this reserve is not less than 10 percent of the registered capital. Therefore, the Company cannot allocate profit as a legal reserve for the year 2025.

Opinions of the Board: The Board of Directors, having considered the company's current financial position and performance as reflected in the financial statements for the year ended December 31, 2025, which show accumulated losses as of December 31, 2025, amounting to 470,021,173 baht, is therefore unable to pay annual dividends for 2025 to shareholders and allocate profits to legal reserves. The Board of Directors has therefore deemed it appropriate to propose to the Annual General Meeting of Shareholders for approval the suspension of dividend payments and the suspension of profit allocation to legal reserves.

Voted required: This agenda must be approved by the shareholders' meeting with a majority vote of the number of votes of the shareholders who attend the meeting and vote in accordance with Section 107 (1) of the Public Limited Companies Act B.E. 2535.

**Agenda 5** To consider and approve the remuneration of the Company's directors and sub-committees for the year 2026.

Background and reasons: The Board has considered and proposed the remuneration of directors to be at an appropriate level and in line with the duties and responsibilities of the directors.

Opinions of the Board: The Board considered and agreed to propose to the Annual General Meeting of Shareholders to consider and approve the determination of the remuneration of the Company's directors and sub-committees for the year 2026, which is the remuneration of the Company's directors, Audit Committee , Member of the Nomination and Remuneration Committee ,Investment Committee and Risk Management Committee Investment Committee and Risk Management Committee (total of 5 committees) in total amount not exceeding 922,000 baht per year.

In addition, in the past year, the Company has determined the remuneration of the Company's directors and sub-committees for the year 2025. which includes remuneration for company directors Audit Committee Member of the Nomination and Remuneration Committee, Investment Committee, and Risk Management Committee (total of 5 committees) in a total amount not exceeding 1,996,000 baht per year.

The remuneration of the Company's directors and sub-committees for the year 2026 (total of 5 committees) has the following details:

Board remuneration	Actual compensation payment for the year 2025						Proposal for approval of compensation for the year 2026				
	Total number of committee members (persons)	2025		Number of directors actually received	Total annual compensation	Total annual meeting allowance	Total number of committee members (persons)	Meeting allowance per meeting	Number of directors actually received	Estimated number of meetings	Total annual meeting allowance
		Compensation per month	Premium per payment								
<b>Board of Directors</b>	8						7				
Chairman		20,000	10,000	1	240,000	140,000		15,000	1	14	210,000
Director		10,000	7,000	4	480,000	392,000		10,000	2	14	280,000
Directors who are also executive directors			-	-	-	-					
<b>Audit Committee</b>	3						3				
Chairman		20,000	10,000	1	240,000	80,000		12,500	1	8	100,000
Director		10,000	7,000	2	240,000	112,000		10,000	2	8	160,000
<b>Investment committee</b>	4						5				
Chairman		-	8,000	1	-	32,000		10,000	1	8	-
Director		-	5,000	2	-	40,000		8,000	4	8	-
<b>Nomination and Remuneration Committee</b>	5						4				
Chairman		-	8,000	-	-	-		10,000	1	6	60,000
Director		-	5,000	-	-	-		8,000	2	6	96,000
<b>Risk Management Committee</b>	6						3				
Chairman		-	8,000	-	-	-		10,000	-	2	-
Director		-	5,000	-	-	-		8,000	1	2	16,000
<b>รวมทั้งสิ้น/รวมทั้งสิ้น</b>			<b>1,996,000</b>		<b>1,200,000</b>	<b>796,000</b>				<b>๒๕๖๖</b>	<b>๙๒๒,๐๐๐</b>

The proposed compensation for the year 2025 shall not exceed 4,000,000 baht. In 2026, a proposed compensation budget of no more than 2,500,000 baht is requested.

note :

1. Directors who are executives or employees of the company will not receive compensation in their capacity as company directors and members of sub-committees.

2. Directors who are executive directors will not receive compensation in their capacity as company directors and members of other sub-committees.

3. The compensation budget for fiscal year 2026 mentioned above includes meeting allowances, per-meeting compensation, and special compensation.

The budget limit for compensation in 2026 has been reduced from 2025 (from a maximum of 4 million baht to a maximum of 2.5 million baht).

#### note

- 1) Directors who are executives or employees of the company will not receive compensation in their capacity as directors of the company and sub-committees.
- 2) Directors who are executive directors will not receive compensation in their capacity as directors of the company and other sub-committees.
- 3) The compensation budget for fiscal year 2026 mentioned above already includes meeting fees, per-meeting compensation, and special compensation.

Voted required: This agenda is must be approved by the shareholders' meeting with a vote of not less than two-thirds of the total number of votes of the shareholders attending the meeting according to Section 90 of the Public Limited Companies Act B.E. 2535.

**Agenda 6** To consider and approve to appointment of directors to replace the director who retired by rotation

Background and reasons: Under Section 71 of the Public Limited Companies Act 2535 (including amendments) and Article 18 of the Company's Articles of Association stipulate that in every annual ordinary meeting of shareholders To retire one-third of the directors Or the closest number to one third A director who vacates office upon this term may be re-elected. In this Annual General Meeting of Shareholders for the year 2026, the retiring directors shall have the following names

- |                                  |  |
|----------------------------------|--|
| (1) Mrs. Naparat Sihanatkathakul | Director, Executive Committee                        |
| (2) Ms. Araya Putthipongthorn    | Independent Director and a member of Audit Committee |
| (3) Mr. Nimit Wongjariyakul      | Director and Chairman of the Executive Committee     |

In selecting directors, the Company has announced an invitation to shareholders to nominate individuals who they deem to be qualified to be selected as company directors. During the period from 22 December 2025 to 31 January 2026 through the news system of the Stock Exchange of Thailand. and published on the company's website It appeared that no shareholder nominated a person to the company.

Criteria for recruiting persons to be appointed as directors The Company shall be selected through the approval of the Nomination and Remuneration Committee before presenting to the Board of Directors, in which case the selection shall be made using the criteria of knowledge, capability, experience, vision and credibility. As well as being a qualified person in professional skills Specialization and does not have prohibited characteristics as required by law.

Since all 3 directors are former directors working for the company at present. All of the directors are knowledgeable, competent and professional persons. They also considered their performance in the positions of directors of the Company. All 3 directors performed well as the Board of Directors.

By using experience in suggesting policies to the company Therefore, it was proposed to the shareholders' meeting to consider and approve the re-appointment of the 3 directors to be re-elected as directors for another term. Another term and definition of independent director. The company sent to the shareholders together with the notice of this meeting. (Details are in Enclosure 3)

Opinions of the Board: Under the approval of the Nomination and Remuneration Committee the Board of Directors has carefully considered the individual qualifications of Mrs.Naparatt Sihanatkathakul , Ms. Araya Putthipongthorn and Mr.Nimit Wongjariyakul We see that everyone is a person with knowledge, ability, a background and a wide range of expertise. In addition, they considered their performance in the positions of directors of the Company. All 3 directors performed as the board of directors of the Company. Including the performance of duties as a committee member very well. By using experience in suggesting policies to the company Including having all the qualifications required by law Related announcements In addition, the Board of Directors has considered that the persons nominated for the position of independent directors and audit committee members will be able to express their opinions independently and in accordance with the relevant rules. It is appropriate to propose to the general meeting of shareholders to consider and approve the re-appointment of the 3 directors to be re-elected as directors for another term.

Voted required: This agenda is must be approved by the shareholders' meeting with a majority vote of the number of votes of the shareholders who attend the meeting and vote in accordance with Section 107 (1) in conjunction with Section 70 of the Public Limited Companies Act B.E. 2535 and In accordance with the criteria and methods set out in Article 17 of the Company's Articles of Association.

**Agenda 7** To consider and approve the appointment of the auditors and determine of their remuneration of the auditor for 2026

Background and reasons: According to Section 120 of the Public Company Act B.E. 2535 (as amended) the Articles of Association, Article 54 specifies that the Annual General Meeting of shareholders shall appoint the auditors every year. By the general meeting of shareholders can elect an auditor who is out to get back into position and shall determine remuneration of the auditor.

The Audit Committee considered the suitability in terms of qualifications, workloads and performance results compared with the proposed audit fees. Therefore proposed to the Board of Directors to consider proposing to the Shareholders' meeting to appoint auditor from Karin Audit Company Limited to be the auditor of the Company for the year 2026, name in list below:

List of all auditors of Karin Audit Company Limited as follows:

1. Mr. Thanathit Raksathienphap, Certified Public Accountant, Registration No. 13646 and/or
2. Mr. Jetsada Hangsapruk, Certified Public Accountant, Registration No. 3759 and/or
3. Mr. Supoj Mahantachaisakul, Certified Public Accountant, Registration No. 12794 and/or
4. Ms. Kanchanawarat Saksribavorn, Certified Public Accountant, Registration No. 13273 and/or
5. Ms. Kannika Vipanut, Certified Public Accountant, Registration No. 7305 and/or
6. Mr. Jiroj Siroj, Certified Public Accountant, Registration No. 5113 and/or number 13646
7. Mr. Woraphol Wiriyakulapong, Certified Public Accountant, Registration No. 11181 and/or
8. Mr. Poj Asawasantichai, Certified Public Accountant, Registration No. 4891 and/or
9. Mr. Wichien Prungpanich, Certified Public Accountant, Registration No. 5851 and/or
10. Ms. Bongkochrat Suomsiri, Certified Public Accountant, Registration No. 13512

The auditors from Karin Audit Company Limited will be proposed to appoint as the auditors for the subsidiary companies for the year 2026 as well.

1. Mr. Thanathit Raksathienphap, Certified Public Accountant, Registration No. 13646  
(Number of years as auditor for the company: 1 year (Fiscal Year 2025))
  2. Mr. Jiroj Siroj, Certified Public Accountant, Registration No. 5113  
(Number of years as auditor for the company: 1 year (Fiscal Year 2020))
  3. Mr. Jetsada Hangsapruk, Certified Public Accountant, Registration No. 3759  
(Number of years as auditor for the company: 1 year (Fiscal Year 2019))
- signed to express an opinion on the audit (Signing Partner) to the company*

Furthermore, the auditors listed above have no relationship or vested interest in the company or its subsidiaries, management, major shareholders, or any related parties in a manner that would affect their independence in performing their duties. This includes the certified public accountants listed above. None of the auditors has performed audits of the company for more than 7 consecutive fiscal years. By proposing to appoint one of the auditors listed above. Is the person who examines and expresses opinions on the company's financial statements. For the fiscal year ending December 31, 2026 and determine the company's specific audit fee to be 835,000 baht and determine the audit fee of the company and its subsidiaries (7 subsidiaries named as specified in the table below). Total of 8 companies, totaling 1,44,000 baht. The audit fee does not include travel expenses and other expenses (if any), with details as follows.

Comparison table of auditor remuneration for companies.

Number	List of Companies	Status	Year 2025	Year 2026
1	B-52 Capital PLC	Listed Company	835,000	835,000
2	One Digitalm Network Co.,Ltd.	Subsidiary company	201,000	180,000
3	Solution Fly Co.,Ltd.	Subsidiary company	60,000	60,000
4	M Quality Product Co.,Ltd.	Subsidiary company	60,000	60,000
5	M Novation Plus Co.,Ltd.	Subsidiary company	60,000	60,000
6	Tanjai D Money Transfer Co.,Ltd.	Subsidiary company	60,000	60,000
7	M Med Pharma Co.,Ltd.	Subsidiary company	129,000	129,000
8	Vets&More Co.,Ltd	Subsidiary company	60,000	60,000
<b>Total</b>			<b>1,465,000</b>	<b>1,444,000</b>

note

\*Actual auditor's fees charged to Krin Audit Co., Ltd. for the year 2025.

Upon review, it was determined that the auditor possesses the qualifications required by the Securities and Exchange Commission, maintains high standards of work, and has expertise in auditing.

Opinion of the committee: It was deemed appropriate to propose to the shareholder meeting to appoint of Karin Audit Company Limited or other certified public accountants assigned by Karin Audit Company Limited to be the auditors for the year 2026 of the Company and of its subsidiaries. and determine the company's audit fees The Company and its subsidiaries (7 subsidiaries named in the table below) totaling 8 companies, totaling 1,444,000 baht. The audit fee does not include travel expenses and other expenses (if any).

Voted required: This agenda must be approved by the shareholders' meeting with a majority vote of the number of votes of the shareholders who attend the meeting and vote in accordance with Section 107 (1) of the Public Limited Companies Act B.E. 2535.

#### **Agenda 8 Other matter (if any)**

In accordance with Section 105 of the Public Limited Companies Act, B.E. 2535 (including amendments), stipulated that in the event that the shareholders' meeting has considered the agenda of the meeting as per the agenda Shareholders holding shares amounting to not less than one-third of the total issued shares May ask the meeting to consider matters other than those specified in the notice calling for the meeting again

The Board of Directors has determined the names of shareholders who are entitled to attend the 2026 Annual General Meeting of Shareholders (Record Date) on March 27, 2026.

Therefore, the shareholders are invited to attend the meeting on the date and time mentioned above. The shareholders can register to attend the meeting from 9:00 a.m. to 10:00 a.m. Shareholders can review the meeting venue map in Attachment 9 and the meeting procedure in Attachment 10.

In addition, for the convenience of shareholders who are unable to attend the meeting in person and wishes to give other people attending the meeting and vote on behalf of this meeting please study the explanation of the method of appointing a proxy, registration, presenting documents for attending the meeting and voting according to Enclosure 6 by filling in details and sign the proxy form attached herewith in accordance with Enclosure 7 or in the form prescribed by the Ministry of Commerce. In the case that the shareholder is a foreign investor and appointed a custodian in Thailand to be a depositor and the custodian of the shares can use either a proxy form A. or Form

B. or any one of Form C. For shareholders, in addition to that, only one of the forms of Proxy Form A or Form B can be used. And if you wish to appoint an independent director as a proxy and Audit Committee The company would like to inform that the audit committee who can accept proxy from you have names and brief history according to Enclosure No.5 (The company has attached the document file on the company website so that shareholders can print it themselves <https://b52.co.th/>) and if shareholders would like documents in file format in advance of the meeting date. Requests can be made at E-mail Onurai.s@b52.co.th, Kanokwan.i@b52.co.th.

The Company ask for cooperation please send the proxy form to the Company at least 3 day before the meeting date for the convenience of reviewing the evidence in advance.

By order of the Board of Directors



(Mr. Suthep Pongpitak)

Chairman of the Board of Director

(Translation)

Minutes of the Annual General Meeting of Shareholders Year 2025

B-52 Capital Public Company Limited

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The 2025 Annual General Meeting of Shareholders by means of electronic media (E-Meeting) by broadcasting at the main meeting room of B-52 Capital Public Company Limited, President Tower, 7th floor, No. 973. Ploenchit Road, Lumpini Subdistrict, Pathum Wan District, Bangkok 10330 on April 23, 2025.

Before the meeting Ms.Kanokwan Ithiboonvat, who acted as the meeting moderator of the meeting (“The Moderator”) It was explained that the company is aware of the importance of shareholders being able to attend the meeting in a comprehensive and safe manner, free from the risks that may arise both from traveling and getting infected and reducing travel expenses to attend the meeting. In order for the meeting to proceed smoothly, the Company has therefore organized the 2025 Annual General Meeting of Shareholders via electronic media or (E-Meeting) the broadcast will be held at the conference room of B-52 Capital Public Company Limited, President Tower Building, 7th Floor, No. 973 Phloen Chit Road, Lumpini Subdistrict, Pathum Wan District, Bangkok 10330.

The shareholders and proxies attended the meeting as follows:

0 shareholder who came in person, totaling	0	shares
27 shareholders by proxy, totaling	724,845,978	shares
Total of 27 shareholders, total number of shares	724,845,978	shares

Representing 72.0323 percent of the total number of shares sold 1,006,279,111 shares which constitute a quorum

**The meeting started at 10:00 a.m.**

When a quorum has been reached by the shareholders the meeting moderator informed the meeting that at 10:00 a.m., there were 27 shareholders and proxies attending the meeting, including the total number of shares. 724,845,978 shares, representing 72.0323 percent of the issued and paid-up shares According to the Company's Articles of Association, Article 35 states that “In the shareholders' meeting There must be a number of shareholders and proxies (if any) attending the meeting of not less than twenty-five (25) persons or not less

than half of the total number of shareholders and must hold shares in aggregate not less than one-third (1/3) of the total number of shares sold therefore a quorum shall be constituted.”

The company has determined the names of shareholders who have rights in the Annual General Meeting of Shareholders 2025 on March 21, 2025, with a total of 4,333 shareholders, totaling 1,006,279,111 shares.

With Mr. Suthep Pongphithak, Chairman of the Board of Directors (“Chairman”), acting as the Chairman of the Meeting. Opened the Annual General Meeting of Shareholders 2025 and assigned Ms. Kanokwan Ithiboonvat to act as the meeting moderator of the meeting. (“Meeting Moderator”)

The meeting moderator introduced the directors and executives as follows:

**There were 8 directors attending the meeting.**

1. Mr. Suthep Pongphithak as Chairman of the Board of Directors Independent Director and Chairman of the Audit Committee
2. Mr. Nimit Wongchariyakul is a Director / Chairman of the Executive Committee / Chief Executive Officer
3. Mr. Wanchai Raksirivorakul ,Director / Independent Director and Audit Committee
4. Ms. Araya Putthipongthron, Director / Independent Director and Audit Committee
5. Mr. Chavaphas Ongmahathamongkol is a Director / Executive Director and Chief Investment Officer
6. Mrs. Apinya Busararakul as Director / Executive Director
7. Mr. Phichet Kittara as Director / Executive Director
8. Mr. Somchai Wutthisat as Director and Company Secretary.

**Executives attending the meeting**

1. Ms. Oytip Cholthichanun Chief Financial Officer.

**Auditor from Karin Audit Company Limited**

1. Mr. Komin Linprachaya Auditor
2. Ms. Aroonsri Tangkolchay In-charge

**Legal advisor from Araya & Partners Co., Ltd.**

1. Ms. Phattharadee Kaewpaksa and followers Legal advisor

In addition, the Company has hired and assigned OJ International Co., Ltd., a service provider of meeting control systems that have assessed the conformity of the system with the Electronic Transactions Development Agency in charge of organizing meetings meeting registration check registration collecting and counting the voting results in this meeting of shareholders as well

The meeting moderator informed the meeting that Compliance with the Company's good corporate governance policy regarding fair and equitable treatment of shareholders' rights In organizing this Annual General Meeting of Shareholders provided an opportunity for shareholders unable to attend the meeting to appoint independent directors as proxy on behalf of shareholders which has brief information as informed in the invitation to the shareholders' meeting according to the attachment No. 7

The meeting moderator reported to the meeting that the method of presenting the attendees via electronic media (E-Meeting) is in accordance with the instructions for the proxy assignment registration process presentation of documents at the meeting and voting via electronic media (E-Meeting) which has already been sent together with the meeting invitation letter.

#### Vote method

1. Every shareholder will have votes equal to the number of shares held by 1 share per 1 vote.
2. For the convenience of vote counting if no shareholder presses the disapproval or abstention button and confirms it within the specified time it shall be deemed that the meeting has approved as proposed by the Company.  
  
For shareholders who disagree or abstain and when the voting button has been pressed Please press the Confirm Vote button one more time. In order for the company to continue recording the votes into the system, the shareholders must press the voting button and confirm the vote within the specified period and when the deadline for voting and voting has been confirmed the staff of OJ International Co., Ltd. will shut down the voting system for that agenda.
3. In consolidating the votes, the Company will deduct the disapproved and abstained votes from the total votes of the shareholders who attended the meeting and the remainder will be deemed to be approved votes.
4. Shareholders who appoint proxies by specifying their opinions or exercising their voting rights in advance The Company will count the votes according to the shareholder's proxy in all respects.
5. The meeting moderator will ask in every agenda whether any shareholder will vote against or abstain or not. When the meeting moderator has already explained the voting method Therefore, the meeting was conducted according to the agenda as shown in the invitation letter as follows:

**Agenda 1 To Consideration of approval of the minutes of the Extraordinary General Meeting of Shareholders No. 1/2024, held on 18 October 2024.**

The Chairman asked the meeting moderator to explain the details to the meeting.

The meeting facilitator reported to the meeting that The Company prepared the minutes of the Extraordinary General Meeting of Shareholders No. 1/2024, which was held on 18 October 2024, and sent a copy of the minutes to the Stock Exchange of Thailand and the Ministry of Commerce within the period specified by law. The committee considered and was of the view that the minutes of the said meeting were recorded correctly, and deems it appropriate to propose this to the shareholder meeting To certify the minutes of the Extraordinary General Meeting of Shareholders No. 1/2024. Details appear in the copy of the minutes. Attachment 1 has been sent to shareholders along with the invitation to this meeting.

The meeting moderator asked the meeting if any shareholders had any questions.

As there were no further questions, the Chairman asked the shareholders to vote.

The resolution in this agenda must be approved by the shareholders' meeting with a majority vote of the votes of the shareholders attending the meeting and casting their votes.

There is an additional number of shareholders in this agenda, totaling - person, totaling - shares.

A total of 27 shareholders attended the meeting, totaling 724,845,978 shares.

Resolution	Votes	Percentage of the total votes of the shareholders attended at the meeting and casting their votes.
Agreed	724,845,978	100.00
Disagreed	0	0.00
<b>Total</b>	<b>724,845,978</b>	<b>100.00</b>
Abstained	0	-
Void Ballot	0	-

**The meeting resolution :** The meeting resolved to approve the minutes of the Extraordinary General Meeting of Shareholders No. 1/2024 held on 18 October 2024 as proposed in all respects by unanimous votes.

**Agenda 2**      **Consider to acknowledge the Company's operating results for the year 2024.**

The Chairman asked the meeting moderator to explain the details to the meeting.

The meeting moderator reported to the meeting that According to the Company's Articles of Association Article 52 states that the Board of Directors must deliver the following documents to shareholders together with the notice of the annual general meeting of shareholders.

(1) Copy of balance sheet and profit and loss account audited by the auditor together with the auditor's audit report

(2) The annual report of the board of directors and documents showing information supporting such reports

The Board of Directors deems it appropriate to propose to the shareholders' meeting to acknowledge the Company's operating results for the year 2024 and the Company's annual report, delivered to shareholders together with the meeting invitation letter by the Thailand Securities Depository has facilitated all shareholders to prepare QR Code on the cover of the meeting invitation. Shareholders can scan the QR Code to receive information in the form of a document file via online system.

Ms. Oytip Cholthichanun, Chief Financial Officer report on the Company's operating results for the year 2024 with the summary of the key points as follows:

In 2024, the Company had a net loss attributable to the Company totaling 97.7 million baht, an increase of 66.6 million baht or 214 percent when compared to the previous year's operating results, which had a loss of 31.1 million baht, due to:

1. Revenue from sales and services decreased from the previous year by 48.3 million baht or 68.6 percent.
2. Cost of sales and services decreased by 26.8 million baht or 51 percent compared to the previous year, mainly due to a decrease in costs of the training and seminar business unit by 6.9 million baht. The advertising and public relations media service business segment recorded 15.9 million baht, which was consistent with the decrease in revenue, and recorded an allowance for depreciation of goods in the health product distribution business segment of 1.6 million baht
3. Selling and administrative expenses decreased by 20 million baht or 77 percent compared to the previous year.
4. Other income decreased by 64.8 million baht compared to the previous year because in 2023, the Company sold its investment in Tan Jai Dee Money Service Co., Ltd. in the proportion of 90.1%, with a profit from the sale of investment of 31.9 million baht and sold investment in Tanjai Distribution Company Limited in the proportion of 100% with profit from sale of investment of 27 million baht and income from reversing impairment of brand and customers of 3.4 million baht.

The moderator informed the meeting that the Thai Investors Association had questions for all listed companies, and B-52 Capital Public Company Limited had received a total of 7 questions from the association, as follows:

- 1) What is B52's strategy to correct continuous losses and clear accumulated losses?
- 2) What are B52's goals for success in the health and herbal business in collaboration with Mahidol University, and what is the progress?
- 3) I would like to know the approach to building confidence in new shareholders that B52 will be able to recover and create value for shareholders.
- 4) Since B52's total revenue decreased from 70 million baht to only 20 million baht last year, which was a result of the decrease in revenue in the business group, what is the company's business policy to create sustainable income in the long term?
- 5) From the MD&A explanation which states that B52 is in the process of restructuring its advertising and public relations business, which is its main income generating business, and from the financial statement notes which state that B52 has terminated the platform usage contract with One Digital Network Co., Ltd., what is B52's plan to continue operating and using the platform?
- 6) Will other current businesses continue to operate? If so, how? Since there has been an impairment of intangible assets such as platform software, trademarks, customer data, etc., it is stated that they are expected to be no longer in use.
- 7) Please provide the reasons for the provision for credit losses (ECL) for trade debtors-other companies in the amount of 0.91 million baht, advance expenses in the amount of 0.68 million baht, and other debtors in the amount of 0.98 million baht.

We would like to invite Mr. Somchai Wutthisat, Director and Company Secretary, to provide details for this question.

Mr. Somchai Wutthisat, Director and Company Secretary, explained to the meeting by answering questions in groups of related questions as follows:

**Answers to questions 1), 3), and 4).**

**How to conduct business to create sustainable income in the long term?**

B52 has a business policy that B52 has considered and foreseen as a business that will generate profits for the company. Currently, B52 has focused on the following businesses:

- Online advertising and public relations service business in various channels under the management of One Digital Network Co., Ltd., a subsidiary of B52 under the website CHECKRAKA.

At present, the company has developed and improved the website from Web 1.0 (One Way Communication) to Web 2.0 (Two Way Communication) to provide customers or users participate in content submission and

commenting on the website more and have more contents to attract the company to reach customers and create more customers and transactions that create more customers and also result in more income in transactions.

- Manufacturing and distribution business of products related to medicine, dietary supplements, health, beauty, including providing services related to quality inspection of health and beauty products. The company has collaborated with Mahidol University to produce products under MST Standard Mahidol University started by producing and distributing Krachai Plus herbal medicine, ON dietary supplement products, products for kidney disease patients, and Paracetamol under the trademark MMed.

- Trading business, which the Company started operations in the first quarter of 2025 by distributing consumer products that are popular among consumers. Initially, the Company has chosen to distribute “Ichitan” because it is a best-selling product and is in demand in the market, the company has a plan to conduct a pilot project with Leng Seng Co., Ltd. because Leng Seng has the right to purchase the product directly and has the potential to distribute the product the company will distribute the said products to large stores in Sakon Nakhon Province and neighboring provinces in the near future, the company plans to provide more consumer products that are in demand by consumers to be distributed to large stores.

**B52 has a guideline to recover and create added value for the business, including what strategies to resolve continuous losses and clear accumulated losses.**

- Manage human resources effectively by allocating personnel appropriately to each business.
- Increase work efficiency through skills development and use of technology.
- Reduce unnecessary expenses to increase financial efficiency.
- Manage costs effectively by focusing on reducing sales and service expenses and appropriate administrative expenses.
- Manage liquidity effectively through appropriate financial strategies, such as joint ventures with partners with the potential to conduct profitable businesses, in order to share the financial burden and increase opportunities to create value.
- Use technology and data management to increase business efficiency and market expansion channels.
- Manage cash flow and adjust financial structure to enhance financial stability appropriate for business operations.

If the Company uses the appropriate strategies and approaches as mentioned above, the Company is confident that it will result in and generate a considerable amount of profit in the Company's business operations, as well as ultimately create added value for the business.

- In the future, if the company can continuously make profits, it will result in continuous loss correction and can gradually eliminate accumulated losses to be less or eventually may eliminate accumulated losses completely.
- In addition, the Company also takes into account the creation of financial stability along with maintaining sufficient and appropriate cash flow for the Company's operations. In the Company's operations in the fourth quarter of 2024, the Company received funds from the capital increase in November 2024. This amounts to 88.75 million baht, which has resulted in a more stable change in the ratio of shareholders' equity to the company's paid-up capital and provide the Company with the opportunity and potential to use such funds to conduct businesses that the Company considers to be businesses with potential and that will generate the highest benefits for the Company.

#### Answer question 2)

success goals

- It is a new S-curve in generating profits for the company.
- Create quality products that are accessible to all Thai people at fair prices.
- Provide knowledge on the correct use of medicines and other products such as herbs, vitamins, supplements, creams, cosmetics, etc. to the public.

Progress: Currently, two products that meet the main goals have been successfully launched into the market:

##### 1. Current household medicines

MMED Paracetamol (500 mg), although it is a product with low margins when compared to other pharmaceutical products, the main goal of the product will focus on strategic goals to create awareness of the MMED brand to be widely known, but according to the plan, it still has to generate profit for the company. It has now been selected for use in 3 hospitals and is now available in 1,000 grocery stores, with a goal of expanding the number of stores to cover every province nationwide by the end of 2025 we are currently in talks with modern trade drugstore channels to provide another distribution channel that will cover all regions nationwide.

##### 2. Cream products

MMED Moisturizing Cream is a product that focuses on generating profits for the company, as it is a product group that has a relatively high margin. But aside from the numerical goals, the inspiration for creating such a product also started from the need to help solve problems for people with dry skin, very dry skin, to dry and itchy skin, which come from various causes, whether from illness or increasing age or lifestyle behaviors, which

products available in the market that can help solve such problems are imported products from abroad. The high price and the unsuitability of the country's climate make this product a product that is expected to generate profit for the company. It is also another quality product that Thai people can access at a fair price. In the first quarter of 2025, market testing was conducted, with a soft launch of the product directly to the main target group to collect satisfaction results from real users, which will be used as information for presenting the product to various distribution channels.

Currently, we have started marketing online through websites, social media, and various retail platforms. We are also considering and testing the product with various distribution channels, both in the specific channels and modern trade drug stores.

In addition to the product aspect that is available on the market, in the past, there has been continuous provision of correct knowledge to the public regarding various health knowledge, drug use, and other products via various online media. And in the fourth quarter of 2024, the academic conference was held under the theme "Cosmetic Science 2024: Integrating Technology and Dermatology for Next-Gen Skincare", which received a very good response from the participants and was another activity that could generate income for the company.

**Answers to questions 5) and 6)**

**In the case that B52 has terminated the Platform usage contract with One Digital Network Co., Ltd., what is B52's plan to continue its business and use the Platform?**

- The Company would like to inform that the advertising and public relations media service business is undergoing a restructuring of the company and has recorded an impairment of intangible assets of the Media Platform of 1.6 million baht due to the lack of use of the Platform since July 2024. The Company's Platform Service and Market Research business segment is due to the fact that the Company currently does not have sufficient personnel to conduct the Company's Platform Service and Market Research business. In this section, the company currently has no concrete business plans and platform usage in the short term.

In the future, if the company can recruit personnel with expertise to support the service and further develop the business operations of the platform, it may be another channel for generating income and making profits for the group of companies in the future.

**Answer number 7)**

Please provide the reasons for setting up the allowance for expected credit loss (ECL) for trade receivables - other companies in the amount of 0.91 million baht, prepaid expenses in the amount of 0.68 million baht, and other receivables in the amount of 0.98 million baht.

- Other company trade receivables, amounting to 0.91 million baht, are from hire-purchase receivables that the Company received from the sale of a subsidiary company, amounting to 2.2 million baht. The Company has received 1.29 million baht and expects to not collect 0.91 million baht.
- Advance expenses of 0.68 million baht are advance expenses for SMS that are expected to not be used in full.
- Other debtors in the amount of 0.98 million baht are debtors against whom the company has already filed a lawsuit, which is currently under consideration.

On this occasion, the Company would like to inform that the Company will be committed to conducting business with transparency, efficiency and adhering to a strong strategy to restore and create sustainable returns for shareholders and stakeholders. With a clear vision and prudent management, the company is confident that it will be able to overcome the challenges and move forward towards stable growth.

The moderator informed the meeting that since this agenda item was for the meeting to acknowledge, there was no need for voting on this agenda item.

The moderator then asked the meeting if any shareholders had any questions.

**The meeting resolution** : The meeting acknowledged the Company's operating results for the year 2023 and the Company's annual report since this agenda is for acknowledgment therefore, no resolution is required.

**Agenda 3** To consider and approve the financial statements for the year ended December 31, 2024, which have been audited by a certified public accountant.

The Chairman asked the meeting moderator to explain the details to the meeting.

The meeting moderator reported to the meeting that According to the Company's Articles of Association Article 51 states that the Board of Directors must prepare a balance sheet and profit and loss account at the end of the fiscal year of the Company and present to the shareholders' meeting at the annual general meeting for approval. The Board of Directors must arrange for the auditor to complete the audit before presenting it to the shareholders' meeting.

The Board of Directors deems it appropriate to propose to the Annual General Meeting of Shareholders to approve the financial statements. For the year ended December 31, 2024, which has been audited by a certified public accountant and has been approved by the Audit Committee and the Board of Directors. According to the details submitted with the attachment No. 2

Ms. Oytip Cholthichanun, Chief Financial Officer report on Company's statement of financial position

can be summarized as follows:

The Company's financial statements for the year ending 31 December 2024 have been audited by a certified public accountant. The auditor has expressed his opinion that the Company's financial statements present its financial position, operating results and cash flows fairly and in accordance with the financial reporting standards.

Total assets the amount of 198.5 million baht decreased from the previous year by 25.3 million baht or 11.3 percent. The main reason was

- Cash and cash equivalents increased by 51.5 million baht due to cash received from the issuance of additional shares of 88.7 million baht, but cash was used in operating activities of 27.4 million baht and repaid lease liabilities of 9.8 million baht.
- Trade receivables and other current receivables decreased by 33.3 million baht due to receiving 25 million baht in cash from debtors for shares from the sale of shares in a subsidiary company and receiving 8.3 million baht in payment from debtors.
- Assets with rights of use decreased by 10.3 million baht due to the subsidiary terminating the lease contract by 1.6 million baht and decreased from recording depreciation by 8.7 million baht.
- Intangible assets other than goodwill decreased by 25.5 million baht due to recording impairment of platforms that the Company expects not to be used of 16.08 million baht, recording impairment of customer data and trademarks of 5.68 million baht, and recording impairment of software in subsidiaries of 1.58 million baht.

Total debt the amount of 45 million baht, a decrease of 11.6 million baht from the previous year, or 20.4 percent, was mainly due to:

- Trade and other current payables decreased by 1.4 million baht due to lower purchases of goods and services in proportion to lower revenue.
- Liabilities under finance leases decreased by 9.9 million baht due to payment of rental fees according to the contract.

Shareholder's equity the amount of 168.4 million baht, decreased from the previous year by 7.3 million baht or 4.1 percent, the main reason being

- The Company had a net loss of 97.7 million baht and issued additional shares of 134.5 million baht, with a discount on the share price of 45.7 million baht.

The meeting moderator asked the meeting if any shareholders had any questions.

As there were no further questions, the Chairman asked the shareholders to vote.

The resolution in this agenda must be approved by the shareholders' meeting with a majority vote of the votes of the shareholders attending the meeting and vote in accordance with Section 107(1) of the Public Limited Companies Act B.E. 2535

There is an additional number of shareholders in this agenda, totaling - person, totaling - shares.

A total of 27 shareholders attended the meeting, totaling 724,845,978 shares.

Resolution	Votes	Percentage of the total votes of the shareholders attended at the meeting and casting their votes.
Agreed	724,845,978	100.00
Disagreed	0	0.00
<b>Total</b>	<b>724,845,978</b>	<b>100.00</b>
Abstained	0	-
Void Ballot	0	-

**The meeting resolution** : The meeting resolved to approve the Company's financial statements. For the year ended December 31, 2024, which has been audited by the Certified Public Accountant as proposed in all respects with a unanimous vote

**Agenda 4** To consider and approve the omission of dividend payment and refrain from allocating the annual net profit as a legal reserve for the year 2024.

The Chairman asked the meeting moderator to explain the details to the meeting.

The meeting moderator reported to the meeting that according to Section 115 of the Public Company Limited Act B.E. 2535 and according to Article 46 of the Company's Articles of Association states that dividend payments from other types of money other than profits cannot be made. In the event that the company still has accumulated losses forbidden to pay dividends

The company has accumulated loss in the separate financial statements which has not yet been appropriated amounting to 404,811,581 baht, therefore the company cannot pay dividends. In addition, in 2024 the company has a net loss in the separate financial statements of 90,025,472 baht, which according to section 116 of the Public Limited Companies Act. 1992 and Article 48 of the Company's Articles of Association

stipulates that part of the annual net profit must be allocated as a reserve of not less than 5 percent of the annual net profit less the accumulated loss brought forward (if any) until this reserve is not less than 10 percent of the registered capital. Therefore, the Company cannot allocate profit as a legal reserve for the year 2024.

The meeting moderator asked the meeting if any shareholders had any questions.

As there were no further questions, the Chairman asked the shareholders to vote.

The resolution in this agenda must be approved by the shareholders' meeting with a majority vote of the votes of the shareholders attending the meeting and vote in accordance with Section 107(1) of the Public Limited Companies Act B.E. 2535

There is an additional number of shareholders in this agenda, totaling - person, totaling - shares.

A total of 27 shareholders attended the meeting, totaling 724,845,978 shares.

Resolution	Votes	Percentage of the total votes of the shareholders attended at the meeting and casting their votes.
Agreed	724,845,978	100.00
Disagreed	0	0.00
Total	724,845,978	100.00
Abstained	0	-
Void Ballot	0	-

**The meeting resolution** : The meeting resolved to approve the suspension of dividend payment and refrain from appropriating the annual net profit as a legal reserve for the year 2024 as proposed in all respects by unanimous vote.

**Agenda 5** To consider and approve the election of directors to replace those who retire by rotation.

The Chairman asked the meeting moderator to explain the details to the meeting.

The meeting moderator reported to the meeting that according to Section 71 of the Public Company Limited Act B.E. 2535 and Article 18 of the Company's Articles of Association states that at every annual general meeting Directors must retire at least one-third (1/3) by rate. If the number of directors cannot be divided into three parts, then the number closest to one-third (1/3) shall be retired. The director who has been in office for

the longest time shall retire by rotation. However, the director who vacates office at this time may be re-elected to assume office.

In this Annual General Meeting of Shareholders for the year 2025, the directors who must retire by rotation has the following list

- |                                  |                                    |
|----------------------------------|------------------------------------|
| (1) Mr. Suthep Pongpitak         | Chairman of the Board of Directors |
| (2) Ms. Aphinya Busaratrakul     | Director/Executive Director        |
| (3) Mr. Chavapas Ongmahutmongkol | Director /Chief Investment Office  |

Criteria for nomination of persons to be appointed as directors of the Company will be selected through the approval of the Nomination and Remuneration Committee before proposing to the Board of Directors. The selection will be based on knowledge, ability, experience, vision and credibility as well as being qualified in professional skills Specialization and has no prohibited characteristics as prescribed by law

Because all 3 directors are the original directors who currently work for the company All directors are persons with knowledge, abilities and expertise in their professions as well as considering the performance of the Company's directors, all 3 directors have performed well as the Board of Directors by using his experience to suggest policies to the company Therefore, it was proposed to the shareholders' meeting to consider and approve the re-election of the 3 directors who had retired by rotation to be directors for another term. Another term and definition of independent directors The Company sent to the shareholders together with the invitation letter for this meeting. (Details are in Enclosure 3)

The meeting moderator asked the meeting if any shareholders had any questions.

As there were no further questions, the Chairman asked the shareholders to vote.

The meeting moderator informed the meeting that since this agenda had directors having conflict of interest in voting therefore invited all 3 company directors to leave the meeting room before voting.

The resolution in this agenda must be approved by the shareholders' meeting with a majority vote of the votes of the shareholders attending the meeting. and vote in accordance with Section 107(1) of the Public Company Limited Act B.E.2535

There is an additional number of shareholders in this agenda, totaling - person, totaling - shares.

A total of 27 shareholders attended the meeting, totaling 724,845,978 shares.

(5.1) Mr. Suthep Pongpitak Chairman of the Board of Directors as proposed in all respects by unanimous vote.

Resolution	Votes	Percentage of the total votes of the shareholders attended at the meeting and casting their votes.
Agreed	724,845,978	100.00
Disagreed	0	0.00
<b>Total</b>	<b>724,845,978</b>	<b>100.00</b>
Abstained	0	-
Void Ballot	0	-

(5.2) Ms. Aphinya Busaratrakul Director/Executive Director / as proposed in all respects by unanimous vote.

Resolution	Votes	Percentage of the total votes of the shareholders attended at the meeting and casting their votes.
Agreed	724,845,978	100.00
Disagreed	0	0.00
<b>Total</b>	<b>724,845,978</b>	<b>100.00</b>
Abstained	0	-
Void Ballot	0	-

(5.3) Mr. Chavapas Ongmahutmongkol Director /Chief Investment Office / as proposed in all respects by unanimous vote.

Resolution	Votes	Percentage of the total votes of the shareholders attended at the meeting and casting their votes.
Agreed	724,845,978	100.00
Disagreed	0	0.00
<b>Total</b>	<b>724,845,978</b>	<b>100.00</b>
Abstained	0	-
Void Ballot	0	-

**The meeting resolution :** The meeting resolved to approve the election of following list (1) Mr. Suthep Pongpitak (2) Ms. Aphinya Busaratrakul and (3) Mr. Chavapas Ongmahutmongkol , the directors who had retired by rotation to be re-elected for another term as offered in all respects with a unanimous vote.

**Agenda 6 To consider and approve the remuneration of the Company's directors and sub-committees for the year 2025**

The Chairman asked the meeting moderator to explain the details to the meeting.

The meeting moderator reported to the meeting that According to Article 30 of the Company's Articles of Association, directors are entitled to receive remuneration from the Company in the form of rewards, meeting allowances, gratuities, bonuses or other forms of remuneration. according to the regulations or as the shareholders' meeting will consider which may be defined as a fixed number or put it as a criterion and may be stipulated from time to time or shall remain in effect forever until there is a change.

The preceding paragraph does not affect the rights of the employees of the company who was elected as a director in which to receive compensation and benefits as an employee or employees of the company

Mr. Somchai Wuthisat, Director and Company Secretary has reported the remuneration of the Board of Directors and the Sub-Committees of the Company for the year 2025 as follows:

The Board of Directors has considered and proposed the directors' remuneration to be at an appropriate level and in line with their obligations duties and responsibilities of Directors Therefore, it was considered and considered appropriate to propose to the Annual General Meeting of Shareholders to consider

and approve the remuneration of the Company's directors and sub-committees for the year 2025, which is the remuneration of the Company's directors. Audit Committee Nomination and Remuneration Committee Investment Committee and Risk Management Committee (total of 5 committees) in the total amount not exceeding 4,000,000 baht per year

In addition, in the past year, the Company has set annual remuneration for the Company's directors and committees 2024, which is the remuneration of the Company's directors Audit Committee Nomination and Remuneration Committee, Investment Committee and Risk Management Committee (total of 5 committees) in the total amount not exceeding 4,000,000 baht per year

In this regard, the remuneration of the Board of Directors and the Sub-Committees of the Company for the year 2025 totaling 5 committees are as follows:

Remuneration for the Board of Directors		Returns for the year 2024						Returns for the year 2025						
position	Number of directors/committee	2024		Number of directors who receive remuneration	Approximate number of meetings attended	All year	All year	Number of directors/committee	2025		Number of directors who receive remuneration	Approximate number of meetings attended	All year	All year
		per month	per time						per month	per time				
Board of Directors	9							9						
chairman		20,000	10,000	1	14	240,000	140,000		20,000	10,000	1	14	240,000	140,000
director		10,000	7,000	4	14	480,000	392,000		10,000	7,000	4	14	480,000	392,000
Directors who are Executive Directors		-	-	-	-	-	-		-	-	-	-	-	-
Audit Committee	3							3						
chairman		20,000	10,000	1	8	240,000	80,000		20,000	10,000	1	8	240,000	80,000
director		10,000	7,000	2	8	240,000	112,000		10,000	7,000	2	8	240,000	112,000
Nomination and Remuneration Committee	4							4						
chairman		-	8,000	1	4	-	32,000		-	8,000	1	4	-	32,000
director		-	5,000	2	4	-	40,000		-	5,000	2	4	-	40,000
investment board	5							5						
chairman		-	-	-	4	-	8,000		-	8,000	-	4	-	-
director		-	-	-	4	-	5,000		-	5,000	-	4	-	-
Risk Management Committee	7							7						
chairman		-	-	-	4	-	8,000		-	8,000	-	4	-	-
director		-	-	-	4	-	5,000		-	5,000	-	4	-	-
<b>Total meeting allowance for the year</b>			<b>1,998,000</b>			<b>1,200,000</b>	<b>796,000</b>		<b>estimate</b>	<b>1,998,000</b>			<b>1,200,000</b>	<b>796,000</b>

note:

- Directors who are executives or employees of the company Will not receive remuneration as a director of the company and sub-committees.
- Directors who are Executive Directors Will not receive compensation as a director of the company and other sub-committees.
- The amount of remuneration for the year 2023 as mentioned above includes meeting allowances, monthly remuneration, remuneration per time, and special compensation

I would like to propose the remuneration limit for the year 2025 not exceeding 4,000,000 baht.

The amount is the same as proposed in 2024.

1

The meeting moderator asked the meeting if any shareholders had any questions.

As there were no further questions, the Chairman asked the shareholders to vote.

The resolution in this agenda must be approved by the shareholders' meeting with a vote of not less than two-thirds of the total votes of the shareholders attending the meeting according to Section 90 of the Public Limited Companies Act B.E. 2535.

There is an additional number of shareholders in this agenda, totaling - person, totaling - shares.

A total of 27 shareholders attended the meeting, totaling 724,845,978 shares.

Resolution	Votes	Percentage of the total votes of the shareholders attended at the meeting and casting their votes.
Agreed	724,845,978	100.00
Disagreed	0	0.00
Abstained	0	0.00
Void Ballot	0	0.00
<b>Total</b>	<b>724,845,978</b>	<b>100.00</b>

**The meeting resolution** : The meeting resolved to approve the remuneration of the Company's directors and sub-committees for the year 2025 as proposed in all respects by unanimous vote.

**Agenda 7 Consider and approve the appointment of auditors and approve the auditor's remuneration for the year 2025**

The Chairman asked the meeting moderator to explain the details to the meeting.

The meeting moderator reported to the meeting that According to the Public Company Limited Act B.E. 2535, Section 120 and Article 54 of the Company's Articles of Association states that the annual general meeting of shareholders shall appoint an auditor every year. The shareholders' meeting may elect the auditor who has left to take up the position again and the shareholders' meeting shall determine the remuneration that the auditor should receive.

Audit Committee Considered the suitability in terms of qualifications, workload and performance compared to the proposed audit fee. Therefore proposed to the Board of Directors To consider and propose to the shareholders' meeting to appoint an auditor from Karin Audit Company Limited to be the auditor for the year 2025 of the Company as follows:

- 1) Mr. Jessada Hangsapruerk, Certified Public Accountant    Registration number 3759 and/or
- 2) Ms. Kannika Wiphanurat,    Certified Public Accountant    Registration number 7305 and/or
- 3) Mr. Jiroj Siriroroj,                      Certified Public Accountant    Registration number 5113 and/or
- 4) Mrs. Sumana Seniwong Na Ayuthaya, Certified Public Accountant    Registration number 5897 and/or
- 5) Mr. Komin Linprachaya,                      Certified Public Accountant    Registration number 3675 and/or

- 6) Mr. Woraphon Wiriyakulphong Certified Public Accountant Registration number 11181 and/or
- 7) Mr. Poj Asawasantichai, Certified Public Accountant Registration number 4891 and/or
- 8) Mr. Wichian Prungpanich, Certified Public Accountant Registration number 5851 and/or
- 9) Ms. Kochamon Soonhuan, Certified Public Accountant Registration number 11536 and/or
- 10) Mr. Supoj Mahantachaisakul, Certified Public Accountant Registration number 12794 and/or
- 11) Ms. Kanchanwarat Saksribowon, Certified Public Accountant Registration number 13273 and/or
- 12) Ms. Bongkocharath Samruamsiri, Certified Public Accountant Registration number 13512 and/or
- 13) Mr. Thanathit Raksatthani Certified Public Accountant Registration number 13646

Of Karin Audit Company Limited or other certified public accountant assigned by Karin Audit Company Limited to be the auditor for the year 2025 of the Company and its subsidiaries.

In this regard, the auditors according to the names proposed for appointment as the auditors of the above companies Has no relationship or interest with the Company or its subsidiaries, executives, major shareholders or those related to such persons in a manner that will affect the independent performance of duties in any way

By proposing to appoint any one of the auditors as listed above to be an auditor and express an opinion on the Company's financial statements For the fiscal year ending on December 31, 2025 and the Company's specific audit fee is 835,000 baht, and the audit fee of the company and its subsidiaries (7 subsidiaries according to the names specified in the table below), totaling 8 companies, totaling 1,587,500 baht. The aforementioned audit fee does not include travel expenses and other expenses (if any), with details as follows:

Number	List of Companies	Status	Year 2024	Year 2025
1	B-52 Capital PLC	Listed Company	800,000	835,000
2	One Digitalm Network Co.,Ltd.	Subsidiary company	190,000	201,000
3	Solution Fly Co.,Ltd.	Subsidiary company	175,000	137,500
4	M Quality Product Co.,Ltd.	Subsidiary company	60,000	60,000
5	M Novation Plus Co.,Ltd.	Subsidiary company	60,000	60,000
6	Tanjai D Money Transfer Co.,Ltd.	Subsidiary company	60,000	60,000
7	M Med Pharma Co.,Ltd.	Subsidiary company	120,000	129,000
8	Vets&More Co.,Ltd	Subsidiary company	135,000	105,000
<b>Total</b>			<b>1,600,000</b>	<b>1,587,500</b>

The meeting moderator asked the meeting if any shareholders had any questions.

As there were no further questions, the Chairman asked the shareholders to vote.

The resolution in this agenda must be approved by the shareholders' meeting with a majority vote of the votes of the shareholders attending the meeting and vote in accordance with Section 107(1) of the Public Limited Companies Act B.E. 2535

There is an additional number of shareholders in this agenda, totaling - person, totaling - shares.

A total of 27 shareholders attended the meeting, totaling 724,845,978 shares.

Resolution	Votes	Percentage of the total votes of the shareholders attended at the meeting and casting their votes.
Agreed	724,845,978	100.00
Disagreed	0	0.00
<b>Total</b>	<b>724,845,978</b>	<b>100.00</b>
Abstained	0	-
Void Ballot	0	-

**The meeting resolution :** The meeting resolved to approve the appointment of auditors. and determine the auditor's remuneration for the year 2025 as proposed in all respects with unanimous votes.

**Agenda 8** Consideration of approval of the reduction of the Company's registered capital by deducting the Company's unissued registered shares and the amendment of the Company's memorandum of association, Section 4, to be consistent with the reduction of the Company's registered capital.

The chairman asked the secretary of the meeting to Clarify details to the meeting

Meeting facilitator Miss Kanokwan Itthiboonvat reported to the meeting that

The meeting moderator reported to the meeting that with the company plans to increase the registered capital from the number that has already been registered which will be discussed in the next agenda from this agenda, but because Section 136 of the Public Limited Companies Act B.E.2535. The criteria were established that the addition of Capital of a public limited company this can be done only when there are no unsold shares left. If proceeding to increase the company's capital. As mentioned, the registered capital must be reduced first. By cutting off registered shares that have not yet been issued. At present, the company has

652,272,494 unissued ordinary shares remain. The company therefore needs to reduce its registered capital. The company's registration amount is 326,136,247 baht from the original registered capital. 1,179,275,802.50 baht as registered capital in the amount of 853,139,555.50 baht by eliminating the number of unissued registered shares of the Company, which are ordinary shares 652,272,494 shares with a par value of 0.50 baht per share.

The Board of Directors considered and considered appropriate to propose to the Annual General Meeting of Shareholders. Consider and approve the capital reduction The company's registered capital amounted to 326,136,247 baht from the original registered capital of 1,179,275,802.50 baht as registered capital registered in the amount of 853,139,555.50 baht by eliminating the unissued registered shares of the Company, which are the number of ordinary shares 652,272,494 shares with a par value of 0.50 baht per share and the amendment of Clause 4 of the Company's Memorandum of Association to consistent with the reduction of the company's registered capital.

“Clause 4. Registered capital amount 853,139,555.50 baht

Divided into 1,706,279,111 shares

0.50 baht per share

divided into

Ordinary shares 1,706,279,111 shares

Preferred shares - shares ”

In this regard, assign the authorized directors to bind the company or the person whom the authorized directors binds. Company assign is the person having the authority to sign the request. Or in any documents related to the registration of the amendment of the memorandum of association of the company And filing an application for registration of amendments to the Company's Memorandum of Association with the Department of Business Development Ministry of Commerce Actions to amend, add or change the request or the text in the said document relating to the registration of the amendment of the Memorandum of Association of the Company to be filed with the Department of Business Development Ministry of Commerce Including having the power to take any action as necessary and in connection with such action as it deems appropriate. And to comply with the law Regulations and the interpretation of the relevant government agencies including by the advice or order of the registrar or officer.

The meeting moderator asked the meeting if any shareholders had any questions.

As there were no further questions, the Chairman asked the shareholders to vote.

The resolution in this agenda must be approved by the shareholders' meeting with a vote of not less than three-fourths of the total votes of the shareholders attending the meeting and having the right to vote in accordance with Section 139, in conjunction with Section 140 and Section 31 of the Public Company Limited Act, B.E. 2535

There is an additional number of shareholders in this agenda, totaling - person, totaling - shares.

A total of 27 shareholders attended the meeting, totaling 724,845,978 shares.

Resolution	Votes	Percentage of the total votes of the shareholders attended at the meeting and casting their votes.
Agreed	724,845,978	100.00
Disagreed	0	0.00
Abstained	0	0.00
Void Ballot	0	0.00
<b>Total</b>	<b>724,845,978</b>	<b>100.00</b>

**The meeting resolution** : The meeting resolved to approve the reduction of the company's registered capital in the amount of 326,136,247 baht from the original registered capital of 1,179,275,802.50 baht as registered capital 853,139,555.50 baht by eliminating the Company's unissued registered shares, which are 652,272,494 ordinary shares, with a par value of 0.50 baht per share, and the amendment of the Memorandum of Association Clause 4. of the Company to be consistent with the reduction of the Company's registered capital as proposed in all respects by unanimous vote.

**Agenda 9** Consideration of approval of the increase in the Company's registered capital under the General Mandate and the amendment to Article 4 of the Company's Memorandum of Association to be consistent with the increase in the Company's registered capital.

The chairman asked the secretary of the meeting to Clarify details to the meeting

The meeting moderator reported to the meeting that The company has plans to expand the business continuously with the objective of increase revenue and profit for the company to meet the goals which will generate returns for shareholders So to increase liquidity and support the expansion of the company's business as well as increase the ability to obtain funding sources from the capital market appropriately and with flexibility in the event that the Company has a need for investment Therefore, the Board of Directors resolved to approve

the general meeting of shareholders to consider and approve the increase of the Company's registered capital under a general mandate.

The Board of Directors considered and agreed to propose to the 2025 Annual General Meeting of Shareholders for consideration approved the increase in the registered capital of the company by forming a general mandate in the amount of 150,941,866.50 baht from original registered capital amount 853,139,555.50 baht, a new registered capital of 1,004,081,422 baht by issuing shares new ordinary shares of not more than 301,883,733 shares with a par value of 0.50 baht per share to be offered to (1) the existing shareholders (Right Offering) in proportion to the existing shareholding and (2) Private Placement as details appear according to the capital increase report form according to Enclosure 4 and the amendment to Clause 4 of the Company's Memorandum of Association so that in line with the company's registered capital increase.

“Clause 4. Registered capital amount 1,004,081,422 baht

Divided into 2,008,162,844 shares

0.50 baht per share

divided into

Ordinary 2,008,162,844 shares

Preferred shares - shares ”

In this regard, assign the authorized directors to bind the company or the person whom the authorized directors binds. Company assign is the person having the authority to sign the request. Or in any documents related to the registration of the amendment of the memorandum of association of the company And filing an application for registration of amendments to the Company's Memorandum of Association with the Department of Business Development Ministry of Commerce Actions to amend, add or change the request or the text in the said document relating to the registration of the amendment of the Memorandum of Association of the Company to be filed with the Department of Business Development Ministry of Commerce Including having the power to take any action as necessary and in connection with such action as it deems appropriate. And to comply with the law Regulations and the interpretation of the relevant government agencies including by the advice or order of the registrar or officer.

The meeting moderator asked the meeting if any shareholders had any questions.

As there were no further questions, the Chairman asked the shareholders to vote.

The resolution in this agenda must be approved by the shareholders' meeting with a vote of not less than three-fourths of the total votes of the shareholders attending the meeting and having the right to vote in accordance with Section 136, in conjunction with Section 31 of the Public Company Limited Act, B.E. 2535

There is an additional number of shareholders in this agenda, totaling - person, totaling - shares.

A total of 27 shareholders attended the meeting, totaling 724,845,978 shares.

Resolution	Votes	Percentage of the total votes of the shareholders attended at the meeting and casting their votes.
Agreed	724,845,478	99.9999
Disagreed	500	0.0001
Abstained	0	0.00
Void Ballot	0	0.00
<b>Total</b>	<b>724,845,978</b>	<b>100.00</b>

**The meeting resolution** : The meeting resolved to approve the increase in the registered capital of the company using a general power of attorney (General Mandate) another amount of 150,941,866.50 baht from the original registered capital of 853,139,555.50 baht is the new registered capital. 1,004,081,42 2 baht by issuing new ordinary shares of not more than 301,883,733 shares. The par value is 0.50 baht per share and the amendment to Section 4 of the memorandum of association of the company to be consistent with the increase in the company's registered capital. As proposed in every respect with a vote of not less than three-fourths of the total number of votes of shareholders who attended the meeting and had the right to vote.

**Agenda 10** Consider approving the allocation of new common shares of the Company not exceeding 301,883,733 shares, with a par value of 0.50 baht per share, to support the capital increase by means of a general mandate.

The Chairman asked the meeting secretary to explain the details to the meeting.

The meeting moderator reported to the meeting that The Board of Directors considered and considered appropriate to propose to the meeting. Annual General Meeting of Shareholders Year 2025 to consider and approve the allocation of new ordinary shares of the Company in the amount of not more than 301,883,733 shares with a par value of 0.50 baht per share to support the capital increase under a general mandate, with details of the allocation of shares new ordinary shares as follows:

(1) Allocation of new ordinary shares of the Company in the amount of not more than 201,255,822 shares with a par value of 0.50 baht per share or equivalent to 20 percent of the Company's paid-up capital at present (the Company's paid-up capital at present is 1,006,279,111 shares) to be offered to the existing

shareholders (Right Offering) in proportion to their existing shareholding According to the general power of attorney (General Mandate)

In this regard, authorize the Board of Directors to to consider and allocate and offer for sale one time or in parts for an occasional offering, including the power to take any action necessary and in connection with the offering of newly issued ordinary shares in all respects, for example: For example, the date to determine the names of shareholders who have received the rights to allocate shares (Record Date: XR), the purpose of issuing new ordinary shares offering pricing offer period allocation rate methods of allocation and payment of shares, etc., including changes in the offering period Subscription and Payment of Newly Issued Ordinary Shares Prescribing conditions and details for the issuance of such newly issued ordinary shares as it deems appropriate as well as correcting the wording or text in the document Minutes of the shareholders' meeting Memorandum of Association and/or various requests and/or take any action to comply with the Registrar's order in submitting the registration of the increase of registered capital of the Company to the Department of Business Development. Ministry of Commerce from time to time according to the payment of the subscriber of the newly issued ordinary shares in each time including listing the newly issued ordinary shares as listed securities on the Stock Exchange of Thailand and submission of documentary information to the Department of Business Development Ministry of Commerce, SEC Office, The Stock Exchange of Thailand or other related agencies

(2) Allocation of new ordinary shares of the Company in the amount of not more than 100,627,911 shares with a par value of 0.50 baht per share or equivalent to 10 percent of the company's paid-up capital at present (the company's paid-up capital at present is 1,006,279,111 shares) to be offered to a specific person in a private placement (Private Placement) under a general mandate form to propose sell at once or divided into parts for sale from time to time According to the Notification of the Capital Market Supervisory Board No. TorJor. 28/2565 Re: Permission for listed companies to offer new shares to specific investors which such person must not be a connected person of the Company According to the Notification of the Capital Market Supervisory Board No. TorJor. 21/2551 Re: Rules for Connected Transactions and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Operating Principles of Listed Companies in Connected Transactions B.E. by assigning the Board of Directors has the power to determine the offering price of shares according to market conditions during the offering of shares to investors which must not be lower than the weighted average price of shares in the Stock Exchange of the past for not less than 7 consecutive business days but not more than 15 consecutive business days prior to the date of setting the offering price for each time. Offered for sale at a discount but not more than 10% of the said market price.

In this regard, authorize the Board of Directors to to consider and determine other details related to the allocation and offering of newly issued ordinary shares, such as the selection of investors in a private placement; Conditions and details related to the allocation and offering of newly issued ordinary shares and/or the allocation of newly issued ordinary shares as consideration for the acquisition of assets Negotiating and signing documents and contracts related to the allocation and offering of newly issued ordinary shares and

signing various request for permission documents and necessary evidence related to the allocation of the newly issued ordinary shares as well as specifying conditions and details for the issuance of such newly issued ordinary shares as it deems appropriate as well as correcting the wording or text in the document Minutes of the shareholders' meeting Memorandum of Association and/or various requests and/or take any action to comply with the Registrar's order in submitting the registration of the increase of registered capital of the Company to the Department of Business Development, Ministry of Commerce from time to time according to the payment of the subscriber of the newly issued ordinary shares in each time including listing the newly issued ordinary shares as listed securities on the Stock Exchange of Thailand and submission of documentary information to the Department of Business Development Ministry of Commerce, SEC Office, The Stock Exchange of Thailand or other related agencies.

Allocation of newly issued ordinary shares to the abovementioned private placement Under no circumstances shall any subscriber of the newly issued ordinary shares increase the Company's shares in a manner that increases to or crosses the point of making a tender offer as specified in the announcement. Capital Market Supervisory Board No. TorJor. 12/2554 Re: Rules, Conditions and Procedures for the Acquisition of Securities for Business Takeovers and in a manner that violates the foreign shareholding restrictions as specified in the Company's Articles of Association

Allocation of newly issued ordinary shares under (1) and (2), a total of not more than 301,883,733 shares, or equivalent to 30 percent of the Company's paid-up capital as of the date the Board of Directors resolved to increase the capital through a general power of attorney. (General Mandate) in the amount of equivalent to 1,006,279,111 paid-up shares (par value 0.50 baht per share) under the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Rules, Conditions and Methods for Disclosure of Information and any practices of listed companies B.E. 2560

The meeting moderator asked the meeting if any shareholders had any questions.

As there were no further questions, the Chairman asked the shareholders to vote.

The resolution in this agenda must be approved by the shareholders' meeting with a majority vote of the votes of the shareholders attending the meeting and vote in accordance with Section 107(1) of the Public Limited Companies Act B.E. 2535

There is an additional number of shareholders in this agenda, totaling - person, totaling - shares.

A total of 27 shareholders attended the meeting, totaling 724,845,978 shares.

Resolution	Votes	Percentage of the total votes of the shareholders attended at the meeting and casting their votes.
Agreed	724,845,478	99.9999
Disagreed	500	0.0001
<b>Total</b>	<b>724,845,978</b>	<b>100.00</b>
Abstained	0	-
Void Ballot	0	-

**The meeting resolution** : The meeting resolved to approve the allocation of new ordinary shares of the Company in an amount not exceeding 301,883,733 shares. The par value is 0.50 baht per share to support the capital increase under the General Mandate as proposed in all respects. By voting with a majority vote of the number of votes of shareholders who attended the meeting and cast their votes.

**Agenda 11**      **Consider other matters (if any).**

The Secretary informed the meeting that a shareholder had submitted 1 question for this agenda item, as follows: Ms. Chutima Phongsen, proxy of the Thai Investors Association, proposed/questions to the Chairman regarding the consideration of holding an AGM/EGM in a hybrid format, i.e. both Physical and Online, to provide an opportunity for shareholders to communicate. Between the executives and the board of directors of the company in a flexible and straightforward manner, which would be consistent with the letter requesting cooperation in this direction of the SEC dated March 19, 2025, will it be possible or not?

The Secretary informed the meeting that the company would accept it and proceed as it deems appropriate.

As there were no other questions, the Chairman thanked all shareholders and directors attending the meeting and closed the meeting

The meeting was adjourned at 11.20 a.m.

- Signature -

(Mr. Suthep Pongpitak)


Chairman of the meeting

- Signature -


(Mr. Somchai Wuthisat)

Director and Company Secretary / Meeting Recorder

## Profiles of directors proposed to the shareholders' meeting to re-elect them for another term.

Name-Surname	Mrs.Naparat Sihanatkathakul	
Type of director	Director	
Age	64 years old (born in 1961)	
Nationality	Thai	
Study	<ul style="list-style-type: none"> <li>- Bachelor of Science (Food Science)</li> <li>Minor in Hotel and Tourism Management</li> <li>Magna Cum Laude (Second Class Honours)</li> <li>University of South Carolina, USA</li> </ul>	
Director Training Program	-	
Date of appointment as a director	July 7, 2025	
Number of years as a director	8 months	
Experience	<ul style="list-style-type: none"> <li>- Director, B-52 Capital Public Company Limited</li> <li>- Owner and Founder, Blissspa and Wellness</li> <li>- Chief Executive Officer (CEO), Tox &amp; Thai Import &amp; Export Trading Company Limited</li> <li>- Director of Sales and Marketing, Club Méditerranée (Club Med)</li> <li>- Sales Manager, Mandarin Oriental Bangkok</li> </ul>	
Positions in other listed companies	-do not have-	
position in other businesses (non-listed company)	-do not have-	
Holding a position in a competing business / Business related to the company's business	-do not have-	
Company shareholding (%)	-do not have-	
Proportion of the total number of shares with voting rights	-do not have-	
Legal disputes that are criminal cases in non- misdemeanor courts	-do not have-	
Meeting attendance in 2025	<ul style="list-style-type: none"> <li>- Attended 2 out of 2 Board of Directors meetings.</li> <li>- Attended 4 out of 4 Executive Committee meetings.</li> </ul>	
Expertise/Results during the tenure of Director	<ul style="list-style-type: none"> <li>- Mrs.Naparat Sihanatkathakul They possess knowledge and experience in management and have fully utilized this knowledge and expertise in performing their duties and supporting the company's operations, which has been beneficial to the work of the board of directors.</li> </ul>	

## Profiles of directors proposed to the shareholders' meeting to re-elect them for another term.

Name-Surname	Ms. Araya Putthipongthorn	
Type of director	Director Independent Director	
Age	and Audit Committee	
Nationality	44 years old (born in 1982) Thai	
Study	- Bachelor's degree Faculty of Laws Thammasat University	
Director Training Program	<ul style="list-style-type: none"> <li>- Director Certification Program (DCP) Class 275/2019, Thai Institute of Directors Association</li> <li>- Director Course, Advanced Audit Committee Program (AACP), Class 33/2019, Thai Institute of Directors Association</li> <li>- Financial advisor course (IB-T001), Association of Thai Securities Companies</li> </ul>	
Date of appointment as a director	April 26, 2018	
Number of years as a director	7 years	
Experience	<ul style="list-style-type: none"> <li>- Managing Director, Araya and Partners Co., Ltd.</li> <li>- Senior Consultant, Blumental Richter and Sumeth Co., Ltd.</li> <li>- Senior Lawyer at International Law Firm Siam Premier Co., Ltd.</li> </ul>	
Positions in other listed companies	-do not have-	
position in other businesses (non-listed company)	Director, Araya and Partners Co., Ltd.	
Holding a position in a competing business / Business related to the company's business	-do not have-	
Company shareholding (%)	-do not have-	
Proportion of the total number of shares with voting rights	-do not have-	
Legal disputes that are criminal cases in non- misdemeanor courts	-do not have-	
Meeting attendance in 2025	<ul style="list-style-type: none"> <li>- Attended 8 out of 8 Board of Directors meetings.</li> <li>- Attended 5 out of 5 Audit Committee meetings.</li> </ul>	
Expertise/Results during the tenure of Director	<p>- Ms.Araya Putthipongthorn Has knowledge and experience in securities and stock exchange law Public Company Limited Law Private Limited Company Law Merger and Acquisition Laws and brought experience Such knowledge and expertise are used to perform duties. and fully support the Company's operations which are beneficial to the work of the Board of Directors. and the Audit Committee</p>	

## Profiles of directors proposed to the shareholders' meeting to re-elect them for another term.

Name-Surname	Mr. Nimit Wongjariyakul
Type of director	Chairman of the Executive Committee / Director
Age	62 years old (born in 1964)
Nationality	Thai
Study	<p><u>Master's degree</u></p> <p>- M.Sc. in Petroleum Eng. The Pennsylvania State University</p> <p><u>Bachelor's degree</u></p> <p>- B.Sc. in Chemical Eng. The Pennsylvania State University</p> <p>- Management Science Course for Senior Executives (W.S.) Faculty of Public Administration National Institute of Development Administration</p>
Director Training Program	-
Date of appointment as a director	15 May 2019
Number of years as a director	5 years 10 months
Experience	<p>- Director and Chairman of the Executive Committee B-52 Capital Public Company Limited</p> <p>- Executive Committee Capital Nomura Securities Public Company Limited</p> <p>- Head of Investment Banking Capital Nomura Securities Public Company Limited</p> <p>- Senior Vice Chairman Thaimex Finance and Securities Public Company Limited</p> <p>- Vice Chairman of the Corporate Finance Committee Nomura International (HK) and Nomura Securities Patanasin Public Company Limited</p> <p>- Financial Analyst Nomura International (HK)</p> <p>- Factory and construction engineer PTT Exploration and Production</p> <p>- Factory Engineer Unocal Thailand Company Limited</p>
Positions in other listed companies	-do not have-
position in other businesses (non-listed company)	-do not have-



Holding a position in a competing business / Business related to the company's business	-do not have-
Company shareholding (%)	-do not have-
Proportion of the total number of shares with voting rights	-do not have-
Legal disputes that are criminal cases in non-misdemeanor courts	-do not have-
Meeting attendance in 2025	- Attended the Board of Directors' meeting 8 times out of 8 times - Attended the Executive Committee meeting 13 times out of 13 times
Expertise/Results during the tenure of Director	- Mr.Nimit Wongjariyakul Have knowledge and experience in finance. Financial management and investment, financial analyst and has brought experience Such knowledge and expertise are used in the performance of duties. and fully support the Company's operations which are beneficial to the work of the Board of Directors

#### Type of relationship of Independent Director

<p>- Nature of relationship with the parent company / affiliated and associated companies or juristic persons with potential conflicts of interest at present and during the past two years as follows: (1) Being executive directors, staff members, employees or advisors who earn salaries from the Company;</p> <p>(2) Being professional service provider;</p> <p>(3) Had material business relationship with the Company in such a way that may affect their independence.</p>	<p>-do not have-</p> <p>-do not have-</p> <p>is a director of Araya and Partners Co., Ltd., providing legal services to the company The provision of legal advisory services is considered a connected transaction in the category of assets and services.</p>
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Remark: The Board of Directors' meeting passed a resolution confirming the relationship of Ms. Araya Puttipongthorn as a director of the Company who provides legal services to the Company. There is no conflict and able to perform duties and give independent opinions in holding the position.

Definition of independent director

The company has defined the definition of "Independent Director" in accordance with the principles of good corporate governance. And the practice of the Office of the Securities and Exchange Commission and stock exchange to build investor confidence and maintain a good management balance

The company has set the word "Independent director" means a director who does not perform the management duties of the company. Affiliates, associated companies, are independent directors of the management. And controlling shareholders and is a person who has no business relationship with the Company

Qualifications of independent directors

Qualifications of the Independent Directors of the Company Conforms to the requirements of the Capital Market Supervisory Board as follows:

(1) Holding shares not more than one percent of the total number of shares with voting rights of the company, parent company, subsidiary company, associated company, major shareholder or controlling person of the company. This shall include the shares held by related persons of that independent director.

(2) Not being or having been a director who takes part in managing work, employees, staff, advisors who receive regular salary. Or controlling person of the company, parent company, subsidiary company, affiliate company, same level subsidiary Major shareholders or a company controlling person Unless they have retired from having such characteristics for at least two years. Before the date of being appointed as an independent director such prohibited characteristics do not include cases where the independent directors used to be government officials. or advisor to the government agency, which is a major shareholder or a company controlling person

(3) Not being a person with blood ties or by lawful registration in the manner of parent, spouse, sibling and child, including the spouse of the executive's child Major shareholders Controlling person or a person who will be offered as an executive or a company controlling person or a subsidiary

(4) Not or has ever had a business relationship with the company, parent company, subsidiary company, associated company, major shareholder. Or a company controlling person in a manner that may impede one's independent exercise of judgment including not or used to be a shareholder with significant or controlling persons of persons having a business relationship with the company, parent company, subsidiary company, associated company, major shareholder. Or a company controlling person unless they have been discharged from the aforementioned characteristics for at least two years before the date of appointment as an independent director.

Business relationship under paragraph one Including normal commercial transactions for the business of renting or leasing real estate Transactions relating to assets or services or giving or receiving financial assistance By accepting or lending,

guaranteeing assets as collateral for liabilities Including other similar circumstances Which resulted in the company or the parties have obligations to pay to the other party. From three percent of the company's net tangible assets. Or from twenty million baht or more, whichever is lower the calculation of the said debt burden shall be in accordance with Method for calculating the value of the connected transaction In accordance with the Notification of the Capital Market Supervisory Board on Rules on Connected Transactions mutatis mutandis. But in determining the said debt burden it shall include the indebtedness incurred during one year prior to the date of having a business relationship with the same person.

(5) Not being or having been the auditor of the company, parent company, subsidiary company, associated company, major shareholder or controlling person of the company. And not a significant shareholder Controlling person or partner of the audit firm Which has auditors of the Company, parent companies, subsidiaries, associated companies, major shareholders or the person who has control of the company is under Unless they have been discharged from the aforementioned characteristics for at least two years before the date of appointment as an independent director.

(6) Not being or have been a professional service provider of any kind. This includes legal advisory services. Or a financial advisor which receives a service fee of more than two million baht per year from the company, parent company, subsidiary company, associate company, major shareholder. Or a company controlling person and not a significant shareholder Controlling person or a partner of that professional service provider unless they have been discharged from the aforementioned characteristics for at least two years before the date of appointment as an independent director.

(7) Not being a director who has been appointed to represent the directors of the company. Major shareholders or shareholders who are related to the major shareholders

(8) not operating a business of the same nature And is a meaningful competition With the business of the company or a subsidiary or not being a significant partner in a partnership or being a director who takes part in managing work, employees, employees, advisors who receive regular salaries or holding more than one percent of the total number of shares with voting rights of other companies Which operates businesses with the same condition and is a significant competition with the Company's business or a subsidiary

(9) Not having any other characteristics that prevent him from expressing independent opinions with regard to the Company's operations.

After being appointed as an independent director with characteristics according to (1) to (9), independent directors may be assigned by the board of directors. Make decisions in the business operations of the company, parent company, subsidiary company, affiliate company, same level subsidiary.

Major shareholders or a company controlling person where decisions can be made in the form of a collective decision

**B-52 Capital Public Company Limited****Company's Articles of Association Concerning the Shareholders Meeting**

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**Shareholders Meeting**

Article 32. The meeting of shareholders of the Company shall be held in a locality where the headquarters of the Company or nearby provinces.

Article 33. The Board of Directors shall call a meeting of shareholders which is an annual ordinary meeting of shareholders within four (4) months from the last day of the accounting year of the Company.

The meeting of shareholders other than that aforementioned shall be called extraordinary meeting. The Board of Directors may call an extraordinary general meeting whenever the Board of Directors deems appropriate or one or more shareholders holding shares altogether not less than ten (10) percent of the total number of shares sold, may submit their names in a letter requesting the Board of Directors to call an extraordinary meeting of shareholders at any time but the agenda and reasons for calling such meeting shall be clearly stated in such request. In this regard, the Board of Directors shall arrange an extraordinary meeting of shareholders within forty-five (45) days from the receipt date of notice from the shareholders.

In case the Board of Directors fails to arrange the extraordinary general meeting within the period specified in the second paragraph; the shareholders, subscribing their names or other shareholders holding the number of shares as stipulated, may call the meeting within forty-five (45) days from the due date in the second paragraph. In this regard, the meeting shall be deemed as the extraordinary general meeting called by the Board of Directors. The company shall responsible for necessary expenses arising from arranging the extraordinary general meeting and provide an appropriate facilitation.

In the case where, at the extraordinary general meeting called by the shareholder(s) under the third paragraph, the number of the shareholders presented does not constitute quorum as provide by this Article of Association, the shareholder(s) under the third paragraph shall jointly compensate the Company for the expenses incurred from arrangement of such meeting.

Article 34. In the Notice of the Meeting of shareholders, the Board shall prepare the notice of meeting that stated location, date, time, agenda and issues that proposed to the meeting with details as appropriate. By specifying clearly that it is for acknowledgment, approval or consideration together with the opinion of the Board on the matter and delivered to the shareholders and the registrar in accordance with Public Companies Law not less than (7) days before the meeting date and advertise the notice of the meeting in a newspaper for consecutive three (3) days before the meeting date not less than three (3) days.

Article 35. In the meeting of shareholders required the number of shareholders and proxies from the shareholders (if available) attend of not less than twenty-five (25) persons, or not less than half of all shareholders and requires shares amounting to not less than one-third (1/3) of the total number of issued shares. Therefore, constitute a quorum.

In case of turns out that the meeting of shareholders at any time, upon the lapse one (1) hour, the number of shareholders who attended is not constitute a quorum as defined. If the meeting of shareholders that convene by the shareholders' request, it shall be canceled. If the meeting of shareholders does not convene by the shareholders' request, it will be reconvened and to send the notice of meeting to shareholders not less than seven (7) days before the meeting date. In the latter meeting, a quorum is not required.

Article 37. The Chairman shall preside at meetings of shareholders. In case of Chairman is unable at the meeting or may not perform their duties. If there is a Vice President, the Vice Chairman shall preside. If there is no a Vice President or is unable to perform their duties, the shareholders who attend the meeting shall choose one of shareholders to be the Chairman of the meeting.

Article 40. The affairs that the annual general meeting of shareholders shall be convened as follows.

(1) The acknowledge report of Board of Directors that represents the performance of the Company during the past year.

(2) Approval of the balance sheet or financial statement and profit and loss statement at the end of accounting period.

(3) The approval of profit allocation and dividend payments

(4) Considering the election of new directors to replaces directors who retire by rotation and determine remuneration for directors.

(5) Considering the appointment the auditors and determine the remuneration for auditors

(6) Other

#### **Appointment of Proxy to Attend Shareholders Meetings and the Right of Shareholders to Vote**

Article 36. In the meeting of shareholders, shareholder can appoint a proxy to attend the meeting and vote on their behalf. The proxy must be in writing and signed by the shareholder and comply with the registrar of the Company defined by appoint the Chairman or a person who designated by the Chairman. At the meeting place, before the proxy attend the meeting and at least shall have following list.

(1) The number of shares that grantor holding.

(2) Name of the proxy

(3) The time of the meeting that proxies to attend and vote.

Article 38. In the voting, Shareholders have the votes equal number of shares that holding deemed by one (1) share for one (1) vote, the voting will commit openly. Except the shareholders not less than five (5) persons requested and the meeting voted to keep a secret vote, it shall keep a secret vote. The method of voting by secret ballot shall be determined by the Chairman of the meeting.

Article 39. Resolution of the meeting of shareholders shall consist of the following votes.

(1) In the normal case shall holds majority vote of the shareholders who attended and voted. If there is a tie votes, the Chairman of the meeting shall have an additional vote as a casting vote.

(2) In the following cases shall holds not less than three-fourths (3/4) of the votes of the shareholders who attended the meeting and entitled to vote.

(a) The sale or transfer of all or a substantial part of the Company's business to any other person.

(b) The purchase or acquisition of business of other companies or private companies to the Company.

(c) The doing, amendment or termination contracts relating to the rental of the whole business or a substantial part. The assignment to others to manage its business or joint business with other parties with the objective of sharing profits and loss.

(d) The amendment of the memorandum or the Articles of Association.

(e) An increase or decrease capital of the Company.

(f) The issuance of preferred shares, debentures, warrants or other securities according to the Securities and Stock Exchange Law.

(g) The merger or its dissolution.

#### Dividend Payment

Article 46. Prohibiting the dividends payment other than profit. In the event that the Company has deficit prohibiting the payment of dividends.

The dividend divided by the number of shares equally and the dividend payment must be approved by the meeting of shareholders.

In case the Company selling shares not fully by number that registered or the Company has registered to increase capital. The Company will pay dividend in full or partial by issuing new ordinary shares to shareholders with the approval of the shareholders' meeting.

Article 47. The Board of Directors may pay interim dividend to its shareholders occasionally when they consider that the Company had profits deserving enough to do and when it paid dividends, shall be report to the meeting of shareholders in the next meeting.

The dividend payment shall be made within one (1) month from the date of the meeting or the board voted as appropriate. This shall notify in writing to shareholders and notice of dividend payment shall be advertised in the newspaper for a period of not less than three (3) consecutive days.

Article 48. The Company needs to allocate part of its annual net profit to be the reserved fund not less than five (5) percent of the annual profit deduct total deficit brought forward (if any) until the reserve is not less than ten (10) percent of the share capital except such reserve. Board of Directors may propose to the shareholders meeting to approve to allocate another reserve funds as deemed to be beneficial in the operation of the Company.

When it has been approved by the meeting of shareholders, the Company may transfer other reserved funds, legal reserved fund and premium on share capital reserved fund respectively to compensate for deficit of the Company.

#### Director's Qualifications, Elections, and Terms

Article 15. The Company has a Board of Directors consists of not less than five (5) directors and directors of not less than one-half of all directors must be resident in the Kingdom of Thailand and the Board of Directors would elect any member to be the Chairman and may elect a Vice Chairman and any other positions as deemed fit. Vice Chairman has duty accordance with articles in the affairs that assigned by the Chairman.

Article 16. Directors of the Company can be either the shareholders of the Company or not.

Article 17. The meeting of shareholders shall elect the directors under the following rules and procedures.

- (1) Each shareholder has one vote for each share held.
- (2) Each shareholder will use the votes to elect one or more directors. In the case of the election of several directors, the vote cannot be divided for any director differently.
- (3) Persons who receive the most votes respectively are elected as a directors until the number of directors meets the Company's requirement that shall have or shall elect at that time. In the case of a person who has been elected in subsequent order have a tie votes exceed the number of directors that shall have or shall elect at that time, the Chairman has the casting vote.

Article 18. In every annual general meeting, Directors must retire from position at least one-third (1/3) of the total number and if number of directors cannot divide into three parts, shall retire by number that nearest to one-third (1/3).

The directors who have to retire in the first year and second years after the Company registration, it shall cast lots that whosoever have to retire and then the director who has been in the longest holds the position shall retire.

Directors who retire by rotation may be elected to the position.

Article 19. Besides retiring by rotation, directors may retire when

- (1) Death
- (2) Resignation
- (3) Disqualified or being under any prohibition under the Law of Public Companies or the Law of Securities and Stock Exchange.
- (4) The shareholders meeting vote to retire.
- (5) The court ordered to retire.

Article 23. The Shareholders' Meeting may vote for any directors to retire from position before the time that retiring by rotation with the votes not less than three-fourths (3/4) of the total number of Shareholders who attended the meeting with voting rights and the shares amounting to not less than one-half (1/2) of shares that held by the Shareholders who attended the meeting with voting rights.

Article 28. Prohibiting the directors operate business in the same nature and in competition with business of the Company or become a partner in partnership or an unlimited liability partner in a partnership or a director of a private company or any other corporation that operate business in the same nature and in competition with business of the Company whether it's for the benefit of themselves or others. Except they inform to the shareholders before the appointment.

Article 29. Directors must inform the Company without delay if there is an interest in the contract that the Company made either in directly or indirectly or holding shares, debentures increases or decreases in the Company or its affiliates.

**Information about the Independent Directors and Audit Committee's Members  
who the Company proposed to be Proxies from shareholders**

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1. **Name - Surname** : **Mr. Suthep Pongpitak**  
 Position in the Company : Independent Director and Chairman of Audit Committee  
 Age : 72 years old  
 Nationality : Thai  
 Address : 111/165 Baansuan Sukhothai, Sukhothai Road, Dusit, Bangkok  
 10300  
 Percentage of Shareholding : None  
 Interest in all agendas : None
2. **Name - Surname** : **Mrs. Kanokjit Lertprasopsuk**  
 Position in the Company : Independent Director and a member of Audit Committee  
 Age : 65 years old  
 Nationality : Thai  
 Address : 23 Navathani Village Soi 9, Serithai Road, Ramintra Subdistrict,  
 Kannayao District, Bangkok 10230  
 Percentage of Shareholding : None  
 Interest in all agendas : None

**Guidelines for Proxy, Registration, Document showing to attend and Voting  
At the 2026 Annual General Meeting of Shareholders, B-52 Capital Public Company Limited  
on April 28, 2026 at 10:00 a.m.**

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**Proxy**

The Company delivered Proxy (Form A, B and C) according to the Ministry of Commerce defined which is detailed and clear to shareholders. For Shareholders who cannot attend the meeting by themselves will appoint another person, or to appoint an independent director / audit committee any one as follows

- 1) Mr. Suthep Pongpitak Position: Independent Director and Chairman of Audit Committee Age 72 years old  
Address 111/165 Baansuan Sukhothai, Sukhothai Road, Dusit, Bangkok 10300
- 2) Mrs. Kanokjit Lertprasopsuk Position: Independent Director and a member of Audit Committee Age 65 years old  
Address 23 Navathani Village Soi 9, Serithai Road, Ramintra Subdistrict, Kannayao District, Bangkok 10230

By the shareholders can specify name of the proxies and submit it to the company's officers by mail within 3 business days before the meeting.

**Registration to attend the meeting**

The company will begin accepting shareholder registrations at least one hour prior to the meeting, or from 9:00 AM onwards, on April 28, 2025, at the company's meeting room located at 55 Rama 9 Road, Huai Khwang Subdistrict, Huai Khwang District, Bangkok, as shown on the attached map of the meeting location

**Attendees are required to present the following documents before attending the meeting.****1. Shareholders who are natural persons.**

1.1 If a shareholder attends the meeting in person, they must present a valid government-issued document containing their photograph, such as a national ID card, driver's license, government employee ID card, state enterprise employee ID card, or passport.

1.2 In the event that a shareholder appoints a proxy to attend the meeting.

(a) A power of attorney form, as attached to the meeting invitation, must be completed correctly and fully, signed by both the grantor and the grantee, and with the required stamp duty affixed.

(B) A photocopy of the official document issued by the government agency to the shareholder, containing the details as per 1.1 above, and certified as a true copy by the proxy holder.

(C) Documents issued by the authorized representative from a government agency, with details as per 1.1 above.

**2. Shareholders who are legal entities.**

2.1 In the event that a shareholder representative attends the meeting in person.

(a) Documents issued by the government agency of the representative, with details as per item 1.1 above.

(b) A photocopy of the certificate of registration of the shareholder's legal entity issued no more than 6 months prior by the Department of Business Development, Ministry of Commerce, which is certified as a true copy by the legal entity's representative (authorized director) and contains a statement indicating that the representative who attended the meeting has the authority to act on behalf of the legal entity which is the shareholder.

**2.2 In the event that a shareholder appoints a proxy to attend the meeting.**

(a) A proxy form in the format attached to the invitation letter, which has been correctly and completely filled out, signed by the grantor and the grantee, and has the full stamp duty affixed.

(b) A photocopy of the certificate of registration of the shareholder's legal entity issued no more than 6 months prior by the Department of Business Development, Ministry of Commerce, which is certified as a true copy by the legal entity's representative (authorized director) and contains a statement indicating that the legal entity's representative who signed the power of attorney has the authority to act on behalf of the legal entity which is the shareholder.

(c) Documents issued by the government agency of the proxy holder, with details as in 1.1 above.

**3. Shareholders who are not Thai nationals or who are legal entities established under foreign law.**

The provisions of Clauses 1 and 2 shall apply mutatis mutandis to shareholders or participants in meetings who are not Thai nationals or who are juristic persons established under foreign law, as the case may be, subject to the following provisions:

(a) The certificate of incorporation may be a document issued by a government agency of the country where the juristic person is situated or by an official of the juristic person. It must contain details concerning the name of the juristic person, the location of its head office, the persons authorized to sign on behalf of the juristic person, and the conditions or limitations on the authority to sign.

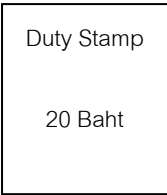
(b) Documents that do not have an original English version must be accompanied by an English translation, and the legal representative of the entity must certify the accuracy of the translation.

**Voting**

Shareholders may cast votes equal to the number of shares they hold (one vote per share), and all available votes must be used. Partial voting (agree, disagree, abstain) is not permitted. Shareholders who authorize another person to attend the meeting on their behalf and mark this in the proxy form as per clause 4(b) are: The proxy holder shall cast their vote according to the shareholder's

wishes. The company will record the vote cast upon registration of the proxy holder, eliminating the need for them to fill out a voting ballot in the meeting room.

At the conclusion of each agenda item's vote, the chairman will announce the results to the meeting. Shareholders present in person and their proxies (shareholders who have not specified their voting preference in the proxy form, or whose preference is unclear, have the right to consider and vote on their behalf) can cast their votes using the ballots provided by company staff and returned to the staff member to be recorded together with the votes of shareholders who have granted proxies to the directors designated by the company, and the votes of the proxies recorded by the company during registration as mentioned above, all votes will be submitted to the chairman to summarize at the meeting for that agenda item, indicating the number of votes in favor, against, or abstentions. The number of shares held by the most recent attendees at each meeting will be used for each agenda item.



PROXY FORM A. (General Form)

Written at.....

Date ..... Month ..... Year.....

(1) I / We..... Nationality.....  
 with address at.....Soi..... Road..... Sub-District.....  
 District..... Province..... Postal Code.....

(2) Being a shareholder of B-52 Capital Public Company Limited  
 holding the total amount of ..... shares with the voting rights of.....votes  
 as follows:

ordinary share.....shares with the voting rights of.....votes and  
 preferred share.....shares with the voting rights of.....votes,

(3) do hereby appoint either one of the following persons:

..... Age..... Years  
 with address at.....Soi..... Road..... Sub-District.....  
 District..... Province..... Postal Code..... or

..... **Mr. Suthep Pongpitak**..... Age.....72..... Years with address at 111/165  
 Baansuan Sukhothai, Sukhothai Road, Dusit, Bangkok 10300 or

..... **Mrs. Kanokjit Lertprasopsuk**..... Age....65..... Years with address at 23  
 Navathani Village Soi 9, Serithai Road, Ramintra Subdistrict, Kannayao District, Bangkok 10230

As only one of my / our proxy to attend and vote on my / our behalf at the 2026 Annual General Meeting of  
 Shareholders on April 28, 2026 at 10:00 a.m. At the meeting room of B-52 Capital Public Company Limited, or  
 at any adjournment thereof.

Any acts or performance caused by the proxy at the above meeting shall be deemed as my/our acts and performance in all respects.

Signed ..... Grantor  
(.....)

Signed ..... Proxy  
(.....)

Signed ..... Proxy  
(.....)

Signed ..... Proxy  
(.....)

**Remarks :** A Shareholder may grant a proxy to only on person. The number of shares held by a shareholder may not be divided into several portions and granted to more than one proxy in order to divide the votes.

PROXY FORM B. (Form prescribed various items that will proxy clearly and fixed)

Written at.....

Date ..... Month ..... Year.....

(1) I / We..... Nationality.....  
 with address at.....Soi..... Road..... Sub-District.....  
 District..... Province..... Postal Code.....

(2) Being a shareholder of B-52 Capital Public Company Limited  
 holding the total amount of .....shares with the voting rights of.....votes  
 ordinary share.....shares with the voting rights of.....votes

(3) do hereby appoint either one of the following persons:

..... Age..... Years  
 with address at.....Soi..... Road..... Sub-District.....  
 District..... Province..... Postal Code..... or

..... Mr. Suthep Pongpitak..... Age.....72.....Years with address at 111/165 Baansuan Sukhothai,  
 Sukhothai Road, Dusit, Bangkok 10300 or

..... Mrs. Kanokjit Lertprasopsuk..... Age.....65..... Years with address at 23 Navathani Village Soi 9,  
 Serithai Road, Ramintra Subdistrict, Kannayao District, Bangkok 10230

As only one of my / our proxy to attend and vote on my / our behalf at the 2026 Annual General Meeting of Shareholders on April 28, 2026 at 10:00 a.m. At the meeting room of B-52 Capital Public Company Limited, or at any adjournment thereof.

(4) I / We authorize my / our Proxy to cast the votes according to my / our intention as follows:

Agenda 1: Consider approving the minutes of the Annual General Meeting of Shareholders for the year 2025, held on April 23, 2025.

(a) To grant my/our Proxy to consider and vote on my/our behalf as appropriate in all respects.

(b) To grant my/our Proxy to vote as my/our desire as follow:

Approve       Disapprove       Abstain

Agenda 2.Consider and acknowledge the Company's operating results report for the past 2025.

This agenda does not require a resolution. because it is an agenda for acknowledgment

Agenda 3.Consider and approve the Company's financial statements For the year ended December 31, 2025 which has been audited by a certified public accountant

(a) To grant my/our Proxy to consider and vote on my/our behalf as appropriate in all respects.

(b) To grant my/our Proxy to vote as my/our desire as follow:

Approve       Disapprove       Abstain

Agenda 4. Consider and approve the refrain from appropriating profits as legal reserves, and to refrain from paying annual dividends For the operating results from January 1, 2025 to December 31, 2025 because the Company still has accumulated losses at the end of 2024

(a) To grant my/our Proxy to consider and vote on my/our behalf as appropriate in all respects.

(b) To grant my/our Proxy to vote as my/our desire as follow:

Approve       Disapprove       Abstain

Agenda 5. Consider and approve the remuneration of the Company's Directors and Sub-Committees for the year 2026

(a) To grant my/our Proxy to consider and vote on my/our behalf as appropriate in all respects.

(b) To grant my/our Proxy to vote as my/our desire as follow:

Approve       Disapprove       Abstain

Agenda 6. To consider and approve the election of company directors to replace those who retire by rotation

(a) To grant my/our Proxy to consider and vote on my/our behalf as appropriate in all respects.

(b) To grant my/our Proxy to vote as my/our desire as follow:

Appointment of whole directors

Approve       Disapprove       Abstain

Appointment of a director individually

(6.1) Mrs. Napat Sihanatkathakul

Approve       Disapprove       Abstain

(6.2) Ms. Araya Putthipongthorn

Approve       Disapprove       Abstain

(6.3) Mr. Nimit Wongjariyakul

Approve       Disapprove       Abstain

Agenda 7 Consider and approve the appointment of auditors and determine the auditor's remuneration for the year 2026.

(a) To grant my/our Proxy to consider and vote on my/our behalf as appropriate in all respects.

(b) To grant my/our Proxy to vote as my/our desire as follow:

Approve       Disapprove       Abstain

Agenda 8. Consider other matters (if any)

(a) To grant my/our Proxy to consider and vote on my/our behalf as appropriate in all respects.

(b) To grant my/our Proxy to vote as my/our desire as follow:

Approve       Disapprove       Abstain

- (5) The vote of the Proxy in any agenda items which is not comply with this Proxy Form, shall be deemed that such vote is incorrect and is not my / our vote as the shareholders.
- (6) In the case the I/we do not specify or unclearly specify the vote in any agenda items or in the case that the meeting considers or resolves additional matters, or in the case that the meeting considers or resolves other matters which are not included in the Agenda above, including any change or increase of any information, the proxy holder shall have the right to consider and give resolution on my / our behalf as he/she deems appropriate.

Any action of the proxy holder performed at the meeting, shall be deemed as my / our act.

Signed ..... Grantor

(.....)

Signed ..... Proxy

(.....)

Signed ..... Proxy

(.....)

Signed ..... Proxy

(.....)

**Remarks**

- 1. A shareholder shall designate a proxy to only one proxy holder to attend and vote at the meeting. He/She cannot split his/her shares and assign to several proxies in order to obtain several proxy holders to vote for him/her in a meeting.
- 2. As for the appointment of directors, the shareholder is entitled to appoint all directors or the individual director.
- 3. In case that there are any agenda items additional to the abovementioned agenda, please specify such in the Attachment of the Proxy Form B.

The Attachment of the Proxy Form B.

The proxy as a shareholder of B-52 Capital Public Company Limited in the 2026 Annual General Meeting of Shareholders on April 28, 2026 at 10:00 a.m. At the meeting room of B-52 Capital Public Company Limited at 55 Rama 9 Road, Huai Khwang, Huai Khwang, Bangkok, 10310, or at any adjournment thereof.

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Agenda .....

Subject.....

(a) To grant my/our Proxy to consider and vote on my/our behalf as appropriate in all respects.

(b) To grant my/our Proxy to vote as my/our desire as follow:

Approve       Disapprove       Abstain

Agenda .....

Subject.....

(a) To grant my/our Proxy to consider and vote on my/our behalf as appropriate in all respects.

(b) To grant my/our Proxy to vote as my/our desire as follow:

Approve       Disapprove       Abstain

Agenda .....

Subject.....

(a) To grant my/our Proxy to consider and vote on my/our behalf as appropriate in all respects.

(b) To grant my/our Proxy to vote as my/our desire as follow:

Approve       Disapprove       Abstain

Agenda no:... Appointment of Directors (Continued)

Director's Name.....

Approve       Disapprove       Abstain

Director's Name.....

Approve       Disapprove       Abstain

Director's Name.....

Approve       Disapprove       Abstain

Agenda .....

Subject.....

(a) To grant my/our Proxy to consider and vote on my/our behalf as appropriate in all respects.

(b) To grant my/our Proxy to vote as my/our desire as follow:

Approve       Disapprove       Abstain

PROXY FORM C. (Form prescribed various items that will proxy clearly and fixed)

Written at.....

Date ..... Month ..... Year.....

(1) I / We..... Nationality.....

with address at.....Soi..... Road..... Sub-District.....

District..... Province..... Postal Code.....

Being a shareholder of B-52 Capital Public Company Limited

holding the total amount of .....shares with the voting rights of..... votes

ordinary share.....shares with the voting rights of..... votes

(2) do hereby appoint either one of the following persons:

..... Age.....Years

with address at.....Soi..... Road..... Sub-District.....

District..... Province..... Postal Code..... or

..... **Mr. Suthep Pongpitak**..... Age.....72.....Years with address at 111/165 Baansuan Sukhothai, Sukhothai Road, Dusit, Bangkok 10300 or

.....**Mrs. Kanokjit Lertprasopsuk**..... Age.....65..... Years with address at 23 Navathani Village Soi 9, Serithai Road, Ramintra Subdistrict, Kannayao District, Bangkok 10230

As only one of my / our proxy to attend and vote on my / our behalf at the 2025 Annual General Meeting of Shareholders on April 28, 2026 at 10:00 a.m. At the meeting room of B-52 Capital Public Company Limited at 55 Rama 9 Road, Huai Khwang, Huai Khwang, Bangkok, 10310, or at any adjournment thereof.

(3) We authorize our proxy to attend the meeting and cast the votes on our behalf in the following manner:

The voting right in all voting shares held by us is granted to the proxy.

The voting right in part of the voting shares held by us is granted to the proxy as follows:

Ordinary shares:.....shares in total, which are entitled to cast.....votes; and

Preferred shares.....shares in total, which are entitled to cast.....votes,

Total.....votes

(4) I / We authorize my / our Proxy to cast the votes according to my / our intention as follows:

Agenda 1: Consider approving the minutes of the Annual General Meeting of Shareholders for the year 2025, held on April 23, 2025.

(a) To grant my/our Proxy to consider and vote on my/our behalf as appropriate in all respects.

(b) To grant my/our Proxy to vote as my/our desire as follow:

Approve with.....votes  Disapprove with.....votes  Abstain with..... votes

Agenda 2.Consider and acknowledge the Company's operating results report for the past 2025.

This agenda does not require a resolution. because it is an agenda for acknowledgment

Agenda 3.Consider and approve the Company's financial statements For the year ended December 31, 2025 which has been audited by a certified public accountant

(a) To grant my/our Proxy to consider and vote on my/our behalf as appropriate in all respects.

(b) To grant my/our Proxy to vote as my/our desire as follow:

Approve with.....votes  Disapprove with.....votes  Abstain with..... votes

Agenda 4.Consider and approve the refrain from appropriating profits as legal reserves. and to refrain from paying annual dividends For the operating results from January 1, 2025 to December 31, 2025 because the Company still has accumulated losses at the end of 2025

(a) To grant my/our Proxy to consider and vote on my/our behalf as appropriate in all respects.

(b) To grant my/our Proxy to vote as my/our desire as follow:

Approve with.....votes  Disapprove with.....votes  Abstain with..... votes

Agenda 5.Consider and approve the remuneration of the Company's Directors and Sub-Committees for the year 2025

(a) To grant my/our Proxy to consider and vote on my/our behalf as appropriate in all respects.

(b) To grant my/our Proxy to vote as my/our desire as follow:

Approve with.....votes  Disapprove with.....votes  Abstain with..... votes

Agenda 6.To consider and approve the election of company directors to replace those who retire by rotation

(a) To grant my/our Proxy to consider and vote on my/our behalf as appropriate in all respects.

(b) To grant my/our Proxy to vote as my/our desire as follow:

Appointment of whole directors

Approve with.....votes  Disapprove with.....votes  Abstain with..... votes

Appointment of a director individually

(6.1) Mrs. Naparat Sihanatkathakul

Approve with.....votes  Disapprove with.....votes  Abstain with..... votes

(6.2) Ms. Araya Putthipongthon

Approve with.....votes  Disapprove with.....votes  Abstain with..... votes

(6.3) Mr. Nimit Wongjariyakul

Approve with.....votes  Disapprove with.....votes  Abstain with..... votes

Agenda 7 Consider and approve the appointment of auditors and determine the auditor's remuneration for the year 2026.

(a) To grant my/our Proxy to consider and vote on my/our behalf as appropriate in all respects.

(b) To grant my/our Proxy to vote as my/our desire as follow:

Approve with.....votes  Disapprove with.....votes  Abstain with..... votes  
th.....votes  Abstain with..... votes

Agenda 8. Consider other matters (if any)

(a) To grant my/our Proxy to consider and vote on my/our behalf as appropriate in all respects.

(b) To grant my/our Proxy to vote as my/our desire as follow:

Approve with.....votes  Disapprove with.....votes  Abstain with..... votes

(5) The vote of the Proxy in any agenda items which is not comply with this Proxy Form, shall be deemed that such vote is incorrect and is not my / our vote as the shareholders.

(6) In the case the I/we do not specify or unclearly specify the vote in any agenda items or in the case that the meeting considers or resolves additional matters, or in the case that the meeting considers or resolves other matters which are not included in the Agenda above, including any change or increase of any information, the proxy holder shall have the right to consider and give resolution on my/our behalf as he/she deems appropriate.

Any action of the proxy holder performed at the meeting, shall be deemed as my / our act.

Signed ..... Grantor

(.....)

Signed ..... Proxy

(.....)

(.....)

Signed ..... Proxy

(.....)

**Remark**

1. This Form C. is used only if the shareholder whose name is in the shareholder's register is an offshore investor who appoints a local custodian in Thailand to keep his/her shares in the custody
2. The necessary evidence to be enclosed with this proxy form is:
  - (1) the power-of-attorney granted by the shareholder to the custodian by which the custodian is appointed to sign the proxy form on the shareholder's behalf; and
  - (2) a certification that the authorized signatory of the proxy form is licensed to operate the custodial Business.
3. A shareholder may grant a proxy to only person. The number of shares held by a shareholder may not be divided into Several portions and granted to more than one proxy in order to divide the votes.
4. As regards the agenda to appoint directors, the meeting may consider appointing the entire board or any director(s).
5. In case there is other business to be discussed in addition to those specified above, the grantor may make additional authorization in the Attachment to Proxy Form C.

Attachment to Proxy Form C.

A Proxy is granted by a shareholder of B-52 Capital Public Company Limited for the 2026 Annual General Meeting of Shareholders on April 28, 2026 at 10:00 a.m. At the meeting room of B-52 Capital Public Company Limited at 55 Rama 9 Road, Huai Khwang, Huai Khwang, Bangkok, 10310, or at any adjournment thereof.

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- Agenda no:... Re:.....
  - (a) To grant my/our Proxy to consider and vote on my/our behalf as appropriate in all respects.
  - (b) To grant my/our Proxy to vote as my/our desire as follow:
    - Approve with.....votes     Disapprove with.....votes     Abstain with.....votes
  
- Agenda no:... Re:.....
  - (a) To grant my/our Proxy to consider and vote on my/our behalf as appropriate in all respects.
  - (b) To grant my/our Proxy to vote as my/our desire as follow:
    - Approve with.....votes     Disapprove with.....votes     Abstain with.....votes
  
- Agenda no:... Re:.....
  - (a) To grant my/our Proxy to consider and vote on my/our behalf as appropriate in all respects.
  - (b) To grant my/our Proxy to vote as my/our desire as follow:
    - Approve with.....votes     Disapprove with.....votes     Abstain with.....votes
  
- Agenda no:... Re:.....
  - (a) To grant my/our Proxy to consider and vote on my/our behalf as appropriate in all respects.
  - (b) To grant my/our Proxy to vote as my/our desire as follow:
    - Approve with.....votes     Disapprove with.....votes     Abstain with.....votes
  
- Agenda no:... Appointment of Directors (Continued)
  - Director's Name.....
    - Approve with .....votes     Disapprove with.....votes     Abstain with.....votes
  - Director's Name.....
    - Approve with .....votes     Disapprove with.....votes     Abstain with.....votes
  - Director's Name.....
    - Approve with .....votes     Disapprove with.....votes     Abstain with.....votes
  - Director's Name.....
    - Approve with .....votes     Disapprove with.....votes     Abstain with.....votes
  
- Agenda no:... Re:.....
  - (a) To grant my/our Proxy to consider and vote on my/our behalf as appropriate in all respects.
  - (b) To grant my/our Proxy to vote as my/our desire as follow:
    - Approve with.....votes     Disapprove with.....votes     Abstain with.....votes

### QR Code Downloading Procedures for the 2025 Annual Report

The aforementioned documents could be downloaded from the QR Code 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, Facebook or Line.

#### For Android System

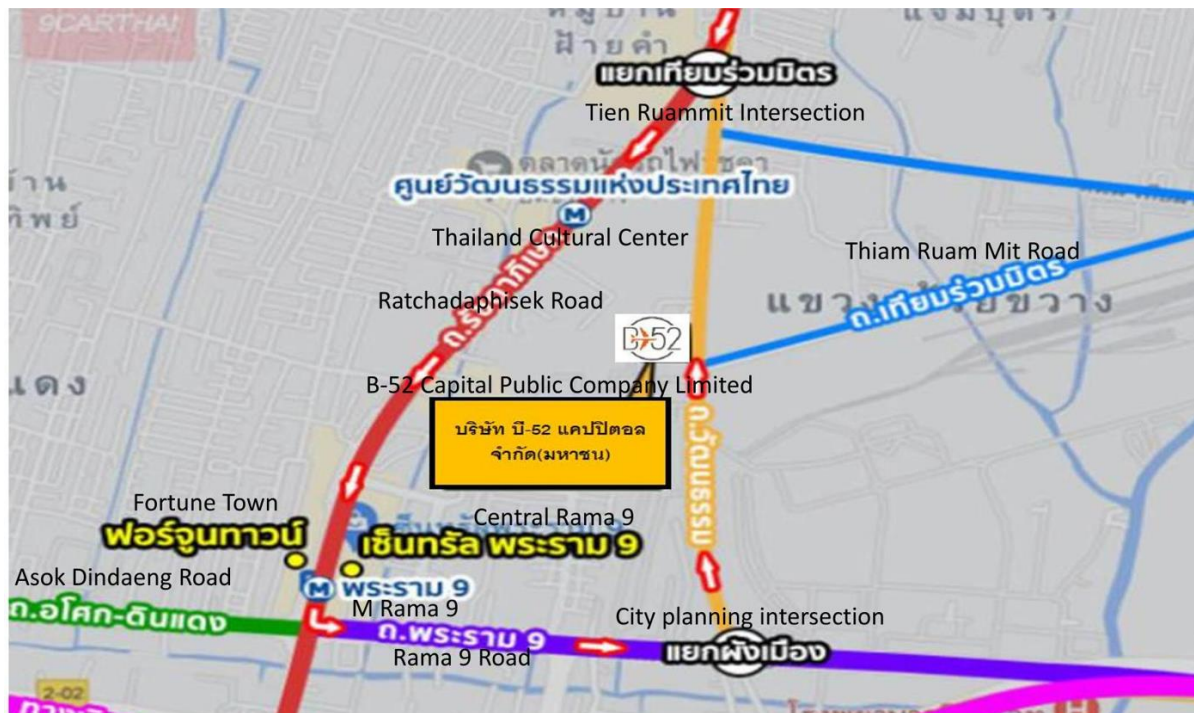
1. Open applications such as QR CODE READER, Facebook or Line.

##### 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.

### Meeting location map



Main Meeting Room, B-52 Capital Public Company Limited

55 Rama 9 Road, Huai Khwang Subdistrict, Huai Khwang District, Bangkok 10310

The Annual General Meeting of Shareholders 2026 of B-52 Capital Public Company Limited.

The meeting is scheduled for April 28, 2026, in the company's meeting room.

Registration begins at 9:00 AM.

The meeting will commence at 10:00 AM.

Procedures for attending the 2026 Annual General Meeting of Shareholders.

B-52 Capital Public Company Limited

April 28, 2026

