

25th March 2026

Subject: Invitation to the Annual General Shareholders' Meeting 2026 via Hybrid Meeting
(Physical and E-AGM)

Attention: Shareholders

Attachment:

- 1) Guidelines and document as a proof for attending the Annual General Shareholders' Meeting by Electronic Means (E-AGM)
- 2) Guidelines and document as a proof for attending the Annual General Shareholders' Meeting by Physical Meeting
- 3) QR Code to download the documents
 - For Agenda 1: Minutes of the Annual General Meeting of Shareholders 2025
 - For Agenda 2 and 3: Form 56-1 One Report 2025 including financial statement of the Company and its subsidiaries for the year ended 31st December 2025
- 4) Profile of nominees who are proposed as directors replacing retired directors
- 5) The Company's articles of association relating to the shareholders' meeting and voting
- 6) Definition of independent director and profile of independent directors
- 7) Proxy Form A, Form B and Voting Procedure for via E-Proxy Voting
- 8) Privacy Notice for the Shareholder's Meeting (HTC)
- 9) Advanced Question Form
- 10) Annual Report 2024 (51-1 One Report) in form of QR code
- 11) Map for meeting place

NOTICE IS HEREBY GIVEN that, by virtue of the resolution of the Board of Directors of HaadThip Public Company Limited ("the Company"), the Annual General Shareholders' Meeting 2026 shall take place on Thursday 23rd April 2026 at 14:00 hours **by Hybrid Meeting. Shareholders and proxies can attend via either electronic means (E-AGM) or physical meeting** at Fuji 1 Room, 4th floor, Hotel Nikko Bangkok, 27 Soi Sukhumvit 55 (Thonglor), Sukhumvit Road, Klongtan Nua, Wattana, Bangkok 10110 to consider and approve the following agenda:

Agenda No. 1 To adopt the Minutes of the Annual General Shareholders' Meeting 2025.

Supporting Information: The Annual General Shareholders' Meeting 2025 was held on Wednesday 23rd April 2025. The copy of the said minutes has been sent to the shareholders in form of QR code for downloading together with the notice of this meeting as per Attachment 3.

Opinion of the Board: The Board has recommended that the minutes of the Annual General Shareholders' Meeting 2025 are to be adopted because they were accurately recorded as shown in Attachment 3 in form of QR code for downloading.

Vote required: Simple majority of total number of votes of the shareholders who attend the meeting and cast their votes.

Agenda No. 2 To acknowledge the Board of Directors' report on the 2025 operation results.

Supporting information: The summary of the 2025 Company's business operations shown in the form 56-1 One Report / the 2025 Annual Report. Shareholders can download the form 56-1 One Report / the 2025 Annual Report via QR Code available in the Notification of Meeting, as shown in Attachment 3.

Opinion of the Board: The Board has deemed appropriate to propose the 2025 Company's business operations to present to the Annual General Shareholders' Meeting for acknowledgement.

Vote required: This agenda is for shareholders' acknowledgment; therefore, voting is not required.

Agenda No. 3 To consider and approve the audited financial statements for the year ended 31st December 2025.

Supporting information: To be in compliance with relevant law stipulating that a company shall prepare its financial statements at the end of the fiscal year of the Company and arrange for them to be audited and certified by the auditor prior to proposing for shareholders' approval.

Opinion of the Board: The Board has deemed it appropriate to propose to the Meeting to consider and approve the financial statements for the year ended 31st December 2025, as audited and certified by the auditor from KPMG Phoomchai Audit Ltd. and reviewed by the Audit Committee. The summary of the Company's financial status and performance during the year 2025 is as follows:

The statements of financial position and income statements

Unit: Million Baht

Details	The Company and its Subsidiaries	The Company
Total Assets	7,837.53	7,692.45
Total Liabilities	3,595.63	3,759.42
Revenue from sales	8,258.38	8,224.20
Total Revenue	8,376.40	8,467.03
Profit for the year: Owners of the parent	568.24	524.17
Earnings per share (Baht/share)	1.41	1.30

Details are as shown in the financial statements section in the Company's the form 56-1 One Report / the Annual Report for the year 2025, to be downloaded via the QR Code available. In the Notification of Meeting, delivered to the shareholders together with this Notice in Attachment 3.

Vote required: Simple majority of total number of votes of the shareholders who attend the meeting and cast their votes.

Agenda No. 4 To consider and approve the dividend payment for 2025 operating results.

Supporting Information: The Company has a policy to pay out dividend at the rate of no less than 50% to 80% of the remaining net profits after deduction of all types of reserves required by the law and set forth by the Company. Dividend shall be paid according to the appropriation of net profits from the Company's consolidated financial statement. However, dividend payments shall be based upon the Company's cash flow, investment plan, other necessities and circumstances deemed appropriate in the future.

Based on the Company's business operation results of 2025, the Company had a total net profit of 568,255,198 Baht as shown on the consolidated financial statements. The Company thereby, deems it appropriate to propose to the Annual General Shareholders' Meeting to approve a dividend payment from the Company's operating results of the year 2025 at Baht 0.99 (ninety-nine satang) per share for a total amount of 397,901,790 Baht or 70.0% of the profit of the year on the consolidate financial statements.

The Company has already paid interim dividends for the first six-month operating results, of which 0.45 Baht (forty-five satang) per share for a total of 180,864,450 Baht, was paid as an interim dividend on 20th September 2025. There is additional dividend payment for the second six-month operating results, another share at 0.54 baht

(fifty-four satang) each, totaling 217,037,340 Baht, to be determined. Such dividend payment is in compliance with the Company's policy and details of the dividend payment in comparison with the previous year are as follows:

Details of Dividend Payment	Year 2025	Year 2024
Profit for the year on consolidated financial statements (million Baht)	568.26	601.71
Dividend as % of profit for the year (%)	70.00	70.00
Total dividend paid (Baht/share)	0.99 Comprising 1) Interim dividend for the first six-month operating results 0.45 Baht/share (A total of 180.86 million Baht) 2) Dividend for the second six-month operating results 0.54 Baht/share (A total of 217.04 million Baht)	1.05 Comprising 1) Interim dividend for the first six-month operating results 0.48 Baht/share (A total of 192.92 million Baht) 2) Dividend for the second six-month operating results 0.57 Baht/share (A total of 229.09 million Baht)
Total amount of dividends paid (million Baht)	397.90	422.00

Opinion of the Board: The Board has deemed it appropriate to propose to the shareholders' meeting to approve the dividend payment from the Company's operating results of the year 2025 at Baht 0.99 (ninety-nine satang) per share. The Company already paid the interim dividends for the first six-month operating results at 0.45 Baht per share on 24th September 2025 with the remaining dividend payment from the operation results of 2025 to be approved at the rate of Baht 0.54 (fifty-four satang) per share

The Company has fixed the Record Date on which shareholders have the right to receive the dividend on 5th May 2026 and the dividend shall be paid on 20th May 2026. However, the dividend payment is still uncertain until the shareholder's meeting to approve.

Vote required: Simple majority of total number of votes of the shareholders who attend the meeting and cast their votes.

Agenda No. 5 To consider and approve the election of directors in replacement of those who will retire by rotation.

Supporting information: According to the Article 21 of the Company's Articles of Association, one-third (1/3) of the directors must retire from office by rotation at the Annual General Shareholders' Meeting. If the number of the retiring directors is not at the one-third ratio, then the nearest shall be applied. The following 5 directors shall be retired by rotation.

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|------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1. Mr. Philipp Hugo Gutsche | Director / Member of the Nomination and Remuneration Committee |
| 2. Mrs. Pariya Chirabandhu | Authorized Director / Member of the Nomination and Remuneration Committee |
| 3. Mr. Yanyong Maethapanich | Independent Director / Chairman of the Nomination and Remuneration Committee / Member of the Audit Committee / Member of Corporate Governance and Risk Management Committee |
| 4. M.L. Dhisana Sritavaj | Director |
| 5. Pol. Gen. Jaruvat Vaisaya | Director |

The Company had welcomed an opportunity to its shareholders to propose a list of qualified candidate(s) for directorship from 1st November 2025 to 31st December 2025. However, there were no any proposals of agenda nor list of candidates for consideration.

The Nomination and Remuneration (without the interested directors) has extensively discussed, thoroughly considered and agreed that the aforementioned 5 retired directors are knowledgeable, competent, qualified and have performed their duties effectively, provided useful opinions and advices to the Board and the Company throughout. As for Mr. Yanyong Maethapanich qualifies as an independent director and has held the position for more than nine years since his initial appointment. However, he possesses extensive experience and expertise in accounting and finance and the Company's core business. Throughout his tenure, he has consistently provided independent opinions in accordance with relevant regulations. As a result, the Nomination and Remuneration Committee would like the Board of Directors to propose to the Annual General Shareholders' Meeting for consideration and reelection of the 5 directors due to retire by rotation to hold the director position for one more term. Preliminary background of each director due to retire by rotation and to be reelected for one more term had been distributed to the shareholders with the Letter of Invitation, as per the Attachment 4.

The aforementioned 5 retired directors have never been penalized or terminated as a result of any malfeasance, sentenced to imprisonment for corruption or been a partner or a shareholder of similar legal entities that compete with the Company's business.

Opinion of the Board: The board without any interested directors has thoroughly considered 5 directors and independent directors' qualifications. The board concluded that the nominees have met the company's established procedures, possess the required qualifications and are appropriate for the company's business, and successfully passed the nomination and remuneration committee's screening process. Furthermore, the board found that Mr. Yanyong Methapanich, nominated as an independent director, meets all relevant laws governing independent directors. Therefore, the board approved the recommendation of the Nomination and Remuneration Committee and recommended that the shareholders' meeting the reelection of the 5 directors due to retire by rotation, namely Mr. Philipp Hugo Gutsche, Mrs. Pariya Chirabandhu, Mr. Yanyong Maethapanich, M.L. Dhisana Sritavaj, and Pol. Gen. Jaruvat Vaisaya to be re-appointed as directors.

Vote required: Simple majority of total number of votes of the shareholders who attend the meeting and cast their votes.

Agenda No. 6 To consider and approve the directors' remuneration and sub-committee members' remuneration for the year 2026

Supporting information: In compliance with the Article 28 of the Company's Articles of Association, the directors are entitled to receive remuneration benefits from the Company. The shareholders must approve the amount of remuneration by a vote of no less than two-thirds (2/3) of the shareholders' presence during the shareholders' meeting. The amount of remuneration may be fixed, determined periodically, or remain in effect until change through a resolution of the shareholders' meeting.

The Board of Directors, through the process of the Nomination and Remuneration Committee, considered and determined the directors' remuneration in accordance with the operating results of the Company as well as duties and responsibilities of the directors. The rate of remuneration shall be set at a level appropriately in line with other companies in the same industry and at a sufficient rate to attract and maintain highly qualified directors. The Board would like to propose to the shareholders to consider and approve the 2026 remuneration for the Board of directors and sub-committees, comparing it with the rate of 2025 as follows:

1. Monetary Remuneration:

1.1 Directors' remuneration and Sub-Committee Members' remuneration

Detail	Positions	Year 2026		Year 2025	
		Remuneration (Baht/person/ year)	Meeting Allowance (Baht/person/ time)	Remuneration (Baht/person/ year)	Meeting Allowance (Baht/person/ time)
Board of Directors	Chairman	279,000	22,000	279,000	22,000
	Member	201,000	22,000	201,000	22,000
Audit Committee	Chairman	279,000	5,500	279,000	5,500
	Member	201,000	5,500	201,000	5,500
Nomination and Remuneration Committee	Chairman	44,000	5,500	44,000	5,500
	Member	22,000	5,500	22,000	5,500

The auditors named above are the same who audit the Company's subsidiaries and do not have a personal relationship and/or a vested interest in the Company, its subsidiaries, management, major shareholders or other related.

Thus, it is deemed appropriate for the Board to approve audit fee for the financial statements as of 31st December 2026 in the amount of Baht 1,930,000.00 (One million nine hundred and thirty thousand Baht only), an increase of Baht 45,000.00 or 2.39% from 2025 as follows.

Unit: Baht

Type of Fee	Year 2026	Year 2025	Increase	%
1. Audit Fee				
- Annual audit fee	1,600,000.00	1,555,000.00	45,000.00	2.89%
- Quarterly review fee (Total 3 quarters)	330,000.00	330,000.00	-	-
Total audit fee	1,930,000.00	1,885,000.00	45,000.00	2.39%
2. None-audit Fee	- None -	- None -	-	-

Opinion of the Board: The Board has agreed with the Audit Committee and proposed that the Meeting approves the appointment of either Miss. Chanarat Chanwa, registration no. 9052, or Miss Chanlika Panya, registration no. 11872, or Miss Marisa Tharathornbunpakul, registration no. 5752 of KPMG Phoomchai Audit Ltd. as the Company's auditor for the fiscal period ended 31st December 2026. In addition, the Board has also agreed to the 2026 Auditor's Fee for the auditing services of the Company's annual and quarterly financial statements in the amount of 1,930,000.00 Baht (One million nine hundred and thirty thousand Baht only) with no other audit fee.

Vote required: Simple majority of total number of votes of the shareholders who attend the meeting and cast their votes.

Agenda No. 8 Other matters, (if any)

Information for Shareholders

- 1) The Record Date for specifying the list of shareholders who are entitled to attend the Annual General Shareholders' Meeting 2026 by Hybrid Meeting (Shareholders and proxies can attend the Annual General Shareholders' Meeting either via electronic means (E-AGM) or Physical Meeting) shall be on Wednesday, 18th March 2026. The Annual General Shareholders' Meeting 2026 will be held on Thursday, 23rd April 2026 at 14.00 hours.
- 2) Shareholders and proxies choose to attend via electronic means (E-AGM) can register since Thursday, 16th April 2026 at 8.30 hrs. The registration will be closed at the end of the meeting on Thursday, 23rd April 2026. And the electronic meeting system will open on Thursday, 23rd April 2026 at 12.00 hrs.

Shareholders and proxies choose to attend physical meeting at Fuji 1 Room, 4th floor, Hotel Nikko Bangkok, 27 Soi Sukhumvit 55 (Thonglor), Sukhumvit Road, Klongtan Nua, Wattana, Bangkok 10110. The registration will open on Thursday, 23rd April 2026 at 12.00 hrs until the meeting ends.

The Annual General Shareholders' Meeting 2026 will be conducted by Hybrid meeting (Physical and E-AGM), as well as the registration and voting. The Company shall also invite the legal consultant of the Company to examine the voting process and the Meeting to be transparent and in accordance with the laws and regulations in relation to the Meeting via Hybrid meeting (Physical and E-AGM).

For shareholders and proxy holders having rights to attend the meeting, please study guidelines for registration, proxy granting, voting and vote counting from [Attachment 1](#) and [Attachment 2](#). In addition, Shareholders can also authorize one of the Company's Independent Directors to attend and vote on his or her behalf. Profiles of Independent Directors acting as Shareholders' proxies can be found in [Attachment 6](#) by completing either Proxy Form, which can be found in [Attachment 7](#). The Company must receive the shareholder's power of attorney within **22nd April 2026 at 17.00 hrs** by post, using the envelope enclosed with this letter and send to Company Secretary, HaadThip Public Company Limited 36/6 Soi Ramkhamhaeng 21 (Navasri), Yaek 5, Phlabphla, Wang Thonglang, Bangkok, Thailand 10310.

The company offers electronic proxy voting (e-Proxy Voting) **until 22nd April 2026 at 17.00 hrs. only**

- 3) The Company will record the Annual General Shareholders' Meeting 2026 in form of video and may post on the website of the Company under "Investors".

Please be invited to attend and be informed accordingly.

Yours Sincerely,



(Miss Marisa Sangvoranit)
Company Secretary
As assigned by the Board of Directors

Any shareholder can access the Invitation Letter of the Annual General Shareholders' Meeting 2026 and all related documents at the Company's website at www.haadthip.com under the section "INVESTORS" >>"Shareholder" >>"Shareholder Meeting 2026", starting from **25th March 2026**.