



Thais Foods Group Public Company Limited

No.1010, Shinawatra Tower 3, 12th Fl., Vibhavadi–Rangsit Road, Chatuchak Subdistrict, Chatuchak District, Bangkok 10900, Tel: (02) 513-8989 Fax: (02) 513-9060 Registration Number: 0107557000292

Minutes of the 2026 Annual General Meeting of Shareholders

Through Electronic Media (E-AGM)

of

Thais Foods Group Public Company Limited

Time and venue of the Meeting

The Meeting was held on April 8, 2026 at 10.00 a.m. through electronic media (E-AGM) in accordance with Emergency Decree on Electronic Meetings, B.E. 2563 (2020), Notification of the Ministry of Digital Economy and Society, re: Standards for Maintaining Security of Meetings via Electronic Means, B.E. 2563 (2020) and other related laws and regulations, broadcasting from the head office of the Thais Foods Group Public Company Limited (the “**Company**”) at No. 1010, Shinawatra Tower 3 Building, Vibhavadi Rangsit Road, Chatuchak Sub-district, Chatuchak District, Bangkok 10900.

The Meeting commencing

Mr. Weeresak Ungkajornkul, Chairman of the Board of Directors of the Company, acted as the Chairperson of the Meeting (the “**Chairperson**”), assigned Ms. Siriluck Tangwiboonpanich, the Company Secretary, to be the secretary for the Meeting (the “**Secretary**”), and Ms. Chormard Luengcomchat, the senior manager of investment management and budget department, and Ms. Viparat Timprathuang, the legal advisor of the Company (the “**Legal Advisor**”), to host the Meeting and provide detailed information to the Meeting.

The 2026 Annual General Meeting of Shareholders was held through electronic media by the system of the QuidLab Company Limited which is in compliance with the Notification of Ministry of Digital Economy and Society regarding Standards for Maintaining Security of Meetings via Electronic Means B.E. 2563 (2020). The number of shareholders attending the Meeting in person was 13 shareholders, holding 1,048,818,230 shares, and 165 proxies holding 3,871,983,526 shares. Therefore, the total number of shareholders attending in person and by proxy was 178 shareholders, representing 4,920,801,756 shares or 84.4964 percent of the total sold shares of the Company. As there were more than 25 shareholders attending the Meeting, and the number of shares represented was more than one-third of the total sold shares of the Company, a quorum was thus formed as prescribed by law and the Articles of Association of the Company.

In this regard, the Company introduced the Directors, Management, Auditors, Legal Advisor and independent agent who would count the votes, attending the Meeting as follows:

Directors in Attendance

- 1) Mr. Weeresak Ungkajornkul Chairman of the Board of Directors, Independent Director, Chairman of the Nomination and Remuneration Committee, and Chairman of Risk Management Committee
- 2) Mr. Vanchai Srinerunrusmee Chairman of the Audit Committee, Independent Director, Chairman of the Corporate Governance and Sustainable Development Committee, and Nomination and Remuneration Committee



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- 3) Mr. Sanya Theimsiri Audit Committee, Independent Director, and Corporate Governance and Sustainability Development Committee
- 4) Mr.Vathana Singhpuck Audit Committee and Independent Director
- 5) Mr. Anudech Chiewcharnvlijki Director, Nomination and Remuneration Committee, Risk Management Committee
- 6) Mr. Phet Nantavisai Director, Risk Management Committee, and Chairman of the Executive Committee
- 7) Ms. Siriluck Tangwiboonpanich Director, Corporate Governance and Sustainability Development Committee, and Executive Committee
- 8) Mr. Sugun Thampon Director

There are directors totally 8 persons and attend the meeting 8 persons equivalent to 100 percent of total directors.

Auditors from KPMG Phoomchai Audit Limited

- 1) Ms. Chaowanee Chaisanga
- 2) Ms. Hathaithip Apichaipaisan

Legal advisors from Kudun and Partners Limited

- 1) Ms. Thitawan Thanasombatpaisarn
- 2) Ms. Viparat Timprathuang

And an independent agent from Quidlab Co., Ltd. to count the votes of the Meeting.

In this regard, the Company invited the representatives from external legal office to act as inspectors to ensure that voting was conducted with transparency and in compliance with the laws.

In the interests of good corporate governance and in order to treat all shareholders equitably, the shareholders of the Company were invited to propose agenda items, nominate persons to be appointed as Directors of the Company and submit questions regarding the 2026 Annual General Meeting of Shareholders between December 15, 2025 and February 14, 2026. However, no further agenda items, nominations for persons to be appointed as Directors of the Company or questions were submitted by the shareholders. However, in addition to the period mentioned, certain shareholders submitted questions in advance in relation to Agenda Item 3 (To consider and approve the Statement of Financial



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Position and the Profit and Loss Statement for the year 2025 for fiscal year ended December 31, 2025) and other matters. The Company has duly addressed such questions and recorded them in these minutes.

In this regard, the Company has delivered the user manual for the shareholders' meeting system via email to the registered shareholders, and prior to the consideration of all agenda items, the Company informed the Meeting of the procedure for casting of votes and counting votes pursuant to the Corporate Governance Policy in respect of the casting of votes in the Meeting as follows:

1. Regarding the casting of votes in the Meeting, all shareholders shall have their votes equal to the numbers of shares held by them in the ratio of one share equal to one vote. The shareholders shall cast their votes by pressing the check mark in the first menu on menu bar on the left side. When agendas which enable to cast the vote appears, the shareholders shall cast their votes in each agenda by pressing approval, disapproval or abstention buttons and pressing "submit" button for confirming their own votes.

In this regard, the shareholders can cast, change, and amend their votes in each agenda until the Meeting announces to end of casting votes in such agenda.

2. If the shareholders do not cast their votes in the voting program or do not submit their votes, it shall be deemed that the shareholders approve or agree with the proposed resolution.
3. In the case that the shareholders using Form B wish to appoint any person to attend the Meeting on their behalf, or appoint a director or independent director of the Company to attend the Meeting and vote on their behalf as per their instructions or as it deems appropriate, the proxy shall cast their votes as per the wishes of its grantor.
4. In the case that the shareholders using Form C, the votes of foreign shareholders who appoint a custodian in Thailand to be their depository and trustee on each can be divided into approval or disapproval or abstention, by dividing their votes accordingly
5. The number of votes and the shareholders voting on each agenda item may not be equal, due to the varied attendance of the shareholders and proxies in the Meeting, reflecting the unequal numbers of attendees in each agenda.
6. Regarding the voting on Agenda item 5, to consider and approve the appointment of directors in replacement of those due to retire by rotation, the Company informed the Meeting of the procedure for the casting of votes as follows:



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- In case a shareholder has appointed any person to attend the Meeting or appointed a director to vote on their behalf as per their wishes, the Company shall count the votes as per the wishes of the shareholders or the grantors.
- The Company will propose the appointment of one director at a time by reading out the name of such director for the shareholders, the shareholders shall cast their approval, disapproval or abstention votes by pressing check mark button in the first menu on menu bar on the left side.

Regarding the counting of votes, the Company shall deduct the votes of disapproval or abstinence from the total votes and the balance should be considered as approved votes. In this regard, the votes which grantors have casted their voted in the proxy forms shall be recorded such votes since registration to attend the Meeting.

In this regard, the shareholders are able to find the result of casting vote in each agenda by pressing the sign button on the second menu. Only completed agendas will be shown in such menu.

Expression of opinions or raising questions

In the case that any shareholder wishes to raise questions or express opinions regarding the issues related to that agenda item, such shareholder can submit questions or express opinions through “message box” from the time that the Chairperson announces to commence to consider such agenda item.

If any shareholder wishes to raise a question by turning on their camera and microphone, please click the “raise hand” icon and wait for the Company’s approval. Once approved, the shareholder may turn on the camera and microphone to ask the question.

In the case that any shareholder has a question or opinion that is not related to the current agenda item, such a shareholder shall ask their question or express their opinion after the Meeting was adjourned, for the purpose of the smooth conduct of the Meeting.

In this regard, in the case that any shareholder wishes to raise questions or express opinions, such shareholder is able to type such questions or opinion in the chat window by pressing sign button in the fourth menu and pressing “submit” for confirming such message to the Company.

Afterwards, staff will read such messages according to timesheet in the Company’s back-end system. The Company shall reserve right to raise only questions related to that agenda item. For other questions, they will be raised after the Meeting is adjourned as mentioned above. In this regard, prior to asking questions or expressing opinions through the “message box”, such shareholders shall inform their name, surname, status such as shareholder in person or proxy for the purpose that they will be recorded in the minutes accurately and completely.

Furthermore, the shareholders can download documents provided by the Company which are the Form 56-1 One Report, the Notice of the Annual of the 2026 Annual General Meeting of Shareholders and the Company’s presentation through the system by pressing the sign button in the third menu.

The Company shall reserve right to perform any act as appropriate, for the purpose of the management of the Meeting timeframe as scheduled and efficiency.


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In the case that any shareholder has questions or opinions other than considering agenda item, such shareholder shall ask questions or express opinions in the Other Matters and should keep their questions and/or opinions brief, and not ask questions or express opinions on issues that have already been covered, for the purpose of the smooth conduct of the Meeting as well as the management of the Meeting timeframe as scheduled.

The importance of shareholders' personal information and proxies is recognized by the Company. The Company has prepared a privacy notice in accordance with the Personal Data Protection Act B.E. 2562, to inform details about the storage process and use of information. Details were included in the letter inviting all shareholders to the meeting.

In addition, during the Meeting, the Company recorded the proceedings in the form of audio-visual media to distribute this recording on the Company's website so that the shareholders and stakeholders can view it afterward.

The Chairperson proceeded with the Meeting agenda as follows:

Agenda 1: To consider and certify the Minutes of the 2025 Annual General Meeting of Shareholders

The Legal Advisor reported that this agenda was for consider and certify the Minutes of 2025 Annual General Meeting of Shareholders. In this regard, the Company had prepared the Minutes of the 2025 Annual General Meeting of Shareholders which was held on April 10, 2025. The details as appeared in a copy of the Minutes of the 2025 Annual General Meeting of Shareholders, which had been delivered to the shareholders together with the invitation.

The Legal Advisor provided the shareholders with an opportunity to express opinions or ask questions but there is no any questions or opinions from the shareholders. The Legal Advisor, therefore, proposed the Meeting consider and certify such minutes.

Resolution The Meeting resolved to certify the Minutes of the 2025 Annual General Meeting of Shareholders which was held on April 10, 2025, with the following votes:

Result	No. of Votes (1 share = 1 vote)	Percentage of shareholders attending the Meeting and casting their votes
Approve	4,861,615,368	100.0000
Disapprove	0	0.0000
Abstained	50,273,203	-
Total	4,911,888,571	100.0000

Remark: The resolution on this agenda item shall be passed by a majority vote of the shareholders attending the meeting and casting their votes.



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Agenda 2: To consider and acknowledge the operational results for the year 2025

The Legal Advisor informed the Meeting that the Company had prepared the annual operational results of the Company for the year 2025, detailed in the Form 56-1 One Report (in QR Code), which was distributed to the shareholders along with the invitation.

In this regard, Ms. Siriluck Tangwiboonpanich, the Secretary, provided the details of this agenda item to the Meeting.

The Secretary informed the meeting that the proportion of total revenue in 2025 consists of revenue as follows;

1. Revenue from retail business operation 37 percent;
2. Revenue from poultry operation 27 percent;
3. Revenue from swine operation 19 percent;
4. Revenue from animal feed business 15 percent;
5. Revenue from other businesses 1 percent; and
6. Other revenue 1 percent.

Total revenue in 2025 amounted to THB 73,359 million, an increase of 11.01 percent from THB 66,082 million in the same period last year. The increase was primarily from increased retail store sales revenue and the increased in swine business revenue in Vietnam. Breaking down by business type:

- Retail business revenue: In 2025, it was THB 27,395 million, increasing by 14.27 percent from THB 23,974 million in the same period of the previous year. The number of branches at the end of 2025 was 615 branches, compared to the number of branches as at the end of 2024 totaling 401 branches. Of these, 69 branches were located in Bangkok and its vicinity, while the remaining 546 branches were located in other provinces. In 2025, the average daily revenue per branch was THB 157,457, increasing from THB 155,795 in 2024.
- Poultry business revenue: In 2025, it was THB 19,972 million, an increase of 11.24 percent from THB 17,954 million in the same period of the previous year. The average chicken price in 2025 was THB 57.88 per kilogram, increasing by 0.73 percent from THB 57.46 per kilogram in 2024. The sales volume of poultry products in 2025 was 256,475 tons, increasing by 6.18 percent from 241,544 tons in 2024. The main reason for the increase in poultry business revenue was the increase in chicken sales volume. Including intra-group sales of chicken parts (sold to the retail business and cooked chicken processing plants), the total sales volume in 2025 was 397,609 tons, increasing by 0.45 percent from 395,836 tons in 2024.



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In 2025, chicken parts had the following distribution channels:

- revenue from export sales accounted for 50 percent (with exports to Europe accounting for 46 percent, Japan 32 percent, China and Hong Kong 17 percent, the United Arab Emirates (UAE) 2 percent, Malaysia 2 percent, and South Korea 1 percent, among others); and
 - revenue from domestic sales accounted for 50 percent.
- Swine business revenue: In 2025, it was THB 14,139 million, increasing by 4.71 percent from THB 13,503 million in the same period of the previous year. The main reason for the increase in swine business revenue was from increased pig sales volume in Thailand and Vietnam.

For the swine business in Thailand, the average price in 2025 was THB 61.59 per kilogram, decreasing by 1.30 percent from THB 62.40 per kilogram in 2024. The pig sales volume in 2025 was 79,061 tons, decreasing by 2.00 percent from 80,678 tons in 2024. The decrease in volume was due to selling parts to retail stores. If including sales volume of pork parts within the Group (sold to the retail business), it totaled 198,713 tons in 2025, increasing by 4.62 percent from 189,938 tons in 2024.

For the swine business in Vietnam, the average price in 2025 was THB 73.67 per kilogram, decreasing by 9.54 percent from THB 81.44 per kilogram in 2024 (the price in VND in 2024 and 2025 was VND 58,000, and the decrease in THB was due to exchange rate impact). The pig sales volume in 2025 was 111,106 tons, increasing by 18.48 percent from 93,779 tons in 2024.

- Animal feed business revenue: In 2025, the animal feed factories produced animal feed for external sales amounting to THB 10,896 million, increasing by 11.71 percent from THB 9,754 million in the same period of the previous year. The sales volume of animal feed to external customers in 2025 was 790,681 tons, increasing by 23.43 percent from 640,610 tons in the same period of the previous year.

The Company and its subsidiaries recorded net profit attributable to the parent company in 2025 of THB 7,441 million, increasing by 136.68 percent compared to THB 3,144 million in 2024. The net profit margin in 2024 and 2025 was 4.72 percent and 10.15 percent, respectively.

The Company places great importance on anti-corruption and has declared its intention to join the Private Sector Collective Action Coalition Against Corruption (CAC).

Moreover, the Company has an operating result of sustainability. Both in terms of good corporate governance and social and environmental responsibility. The operating results are as follows:

1. The Company participated in the Corporate Governance Survey of Thai Listed Companies for the year 2025, which was assessed by the Thai Institute



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of Directors. The overall average score of the Company was “Excellent,” or a 5 star rating, for the third year.

2. The Company has continuously participated in the Collective Action Coalition Against Corruption (CAC) for 10 years, having declared its intention since 2016 to the present. The main objective of the CAC is to encourage private sector organizations to establish concrete anti-corruption policies. In 2025, the Company passed the third renewal certification, which is effective from March 31, 2026 to March 31, 2029.
3. The Company was selected by the Stock Exchange of Thailand for inclusion in the SET100/SET100FF indices for the first half of 2026 (January 1 – June 30, 2026).

In this regard, in order to comply with the principles of good corporate governance, the Company would like to clarify the matter concerning the civil sanctions imposed by the Securities and Exchange Commission (SEC) against a director of the Company in relation to the use of inside information for trading the Company’s shares, as disclosed on the SEC’s website on December 29, 2025.

The Company would like to inform that, upon becoming aware of the matter, it made a disclosure through the Stock Exchange of Thailand within the morning of the following day. The director in question immediately ceased his/her roles as director and executive, and has resigned, with a replacement director duly appointed. Such action is considered a personal matter and does not have any impact on the Company’s business operations.

The Legal Advisor provided the shareholders with an opportunity to express opinions or ask questions but there is no any questions or opinions from the shareholders.

Remark: This agenda item is only for acknowledgement; therefore, no voting is required.

Agenda 3: To consider and approve the Statement of Financial Position and the Profit and Loss Statement for the year 2025 for fiscal year ended December 31, 2025

The Legal Advisor informed the Meeting that according to Section 112 of the Public Limited Act B.E. 2535 (1992) (including any amendment thereto) (“**Public Company Limited Act**”) and Article 39 of the Company’s Articles of Association provide that the Board of Directors shall prepare the statements of financial position and the comprehensive income statements on yearly basis and propose the said documents to the shareholders’ meeting of the Company for their approval. Therefore, the Company has prepared the statements of financial position and the comprehensive income statements for the fiscal year ended December 31, 2025 as detailed in Enclosure 2 (the Form 56-1 One Report and the Financial Statement for the fiscal year ended December 31, 2025 (in QR Code)) which has been delivered to the shareholders together with the invitation letter. In this regard, such Statements of Financial Position and the Comprehensive Income Statements have been audited by the licensed auditors from KPMG Phoomchai Audit Ltd. (“**KPMG**”), considered by the Audit Committee, and approved by the Board of Directors.



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In this regard, Ms. Siriluck Tangwiboonpanich, the Secretary, provided the details of this agenda item to the Meeting.

As of December 31, 2025, the Company and its subsidiaries had the following details of financial position statement and profit and loss account for the fiscal year ending December 31, 2025, summarized as follows:

Total assets amounted to THB 47,848 million, increasing by THB 1,699 million or 3.68 percent from THB 46,149 million compared to 2024. The main reason was the increase in current assets by THB 713 million or 3.37 percent compared to 2024. Most of the increase in current assets came from inventories amounting to THB 473 million.

Non-current assets increased by THB 986 million or 3.95 percent compared to 2024. Most of the increase in non-current assets came from property, plant and equipment amounting to THB 930 million.

Total liabilities amounted to THB 27,765 million, decreasing by THB 1,885 million or 6.36 percent from THB 29,650 million compared to 2024. The decrease in liabilities was mainly due to a decrease in short-term loans from financial institutions.

Total shareholders' equity amounted to THB 20,083 million, increasing by THB 3,584 million or 21.72 percent from THB 16,499 million compared to 2024, in line with the Company's operating results.

Total revenue amounted to THB 73,358 million, increasing by THB 7,277 million or 11.01 percent from 2024. The main reason was the swine business in Vietnam which had good operational results, together with the farm expansion that had been done, resulting in a continuous increase in pig volume, and revenue from the retail business, as well as the management of distribution channels. Combined with raw material management, this resulted in a gross profit margin in 2025 of 20.60 percent, an increase from 13.40 percent in the same period of the previous year.

Cost of goods sold and cost of services in 2025 amounted to THB 57,809.18 million, increasing by THB 1,102.79 million or 1.94 percent compared to 2024, which was THB 56,706.39 million, due to increased sales volume.

Net profit was THB 7,441 million, increasing by 136.68 percent compared to 2024, which had a net loss of THB 3,144 million. The net profit (loss) margin in 2024 and 2025 was 4.72 percent and 10.15 percent, respectively.

The Legal Advisor provided the shareholders with an opportunity to express opinions or ask questions. The following queries were raised:

Ms. Warunee Rodsan, a shareholders' rights protection volunteer and proxy from the Thai Investors Association, inquired that, based on the separate financial statements as at the end of 2025, the Company had cash of only THB 426 million, while debentures amounting to THB 4,437 million are due for redemption within this year. However, the Company still has loans to related parties totaling THB 7,782 million. She asked whether the subsidiaries that borrowed such funds have plans to secure funding to repay the parent company in time for the debenture redemption, without requiring additional borrowings.


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Ms. Siriluck Tangwiboonpanich, Company Secretary, clarified that the question raised relates to the separate financial statements. The Company would like to request shareholders to consider the financial position based on the consolidated financial statements. However, the question raised specifically referred to the separate financial statements. As the Thais Foods Group and its subsidiaries operate integrated businesses across the value chain. Accordingly, the provision of loans to subsidiaries to support businesses related to the Company is considered to be for the overall benefit of the group.

The Company would like to assure shareholders that the Company maintains a strong financial position and sufficient liquidity. Based on the consolidated financial statements as at the end of 2025, the Company had cash of THB 4,818 million and continuously generated positive operating cash flows, with operating cash flow amounting to THB 13,315 million in 2025. In addition, the Company has unutilized short-term credit facilities from financial institutions totaling THB 16,868 million, which are sufficient to ensure the repayment of the debentures.

As there were no further questions from the shareholders, the matter was proposed to the Meeting for consideration and approval of the minutes.

Resolution

The Meeting resolved to approve the statements of financial position and the comprehensive income statements of the year 2025 for the fiscal year ended December 31, 2025, as proposed in all respects, with the following votes:

Result	No. of Votes (1 share = 1 vote)	Percentage of shareholders attending the Meeting and casting their votes
Approve	4,911,888,571	100.0000
Disapprove	0	0.0000
Abstained	0	-
Total	4,911,888,571	100.0000

Remark: The resolution on this agenda item shall be passed by a majority vote of the shareholders attending the meeting and casting their votes.

Agenda 4:

To consider and approve the appropriate of profit as legal reserve as prescribed by the laws and the payment of dividend from the Company's operation for the year 2025 and acknowledge the interim dividend payment

The Legal Advisor informed the Meeting that according to Sections 115 and 116 of the Public Company Limited Act and Articles 44 and 45 of the Company's Articles of Association provide that, in the case where the company still incurs an accumulated loss, no dividends shall be paid, and in the case where the Company incurs profit, it shall allocate no less than 5 percent of its annual net profit less the accumulated losses brought forward (if any) to a reserve fund until this fund attains


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an amount of no less than 10 percent of the registered capital. The Company will allocate net profit of THB 45,697,816 as legal reserve.

For the dividend payment from the Company business operating result of the year 2025, the Company will pay the dividend in cash at the rate of THB 0.30 per share resulting from its business operation in the year 2025 and retained earnings in the total dividend amount of THB 1,747,104,758. The dividend payment will be paid to the Company's shareholders who are entitled to receive such dividend having their names appear on March 5, 2026 (Record Date), and has been scheduled to be paid on April 24, 2026.

In this regard, for the operating results of 2025, the Company paid interim dividends on three occasions as follows:

1. Dividend payment from the operating results for the period from January 1, 2025 to March 31, 2025 and retained earnings at the rate of THB 0.075 per share, totaling THB 435,811,398, paid on June 11, 2025.
2. Dividend payment from the operating results for the period from January 1, 2025 to June 30, 2025 and retained earnings at the rate of THB 0.225 per share, totaling THB 1,310,225,327, paid on September 5, 2025.
3. Dividend payment from the operating results for the period from January 1, 2025 to September 30, 2025 and retained earnings at the rate of THB 0.10 per share, totaling THB 582,322,367, paid on December 11, 2025.

Thus, the payment of dividend from the Company's business operating result of the year 2025 is totally at the rate of THB 0.70 per share, totaling to the dividend payment of THB 4,075,463,849 or equaling 94.90 percent of the Company's net profit after deduction of tax from the separate financial statements and after deduction of other reserves.

The aforementioned dividend payment ratio is in line with the Company's dividend payment policy, which specifies that the Company shall pay dividends to shareholders at a rate of no less than 50 percent of the net profit after tax deductions from the separate financial statements and after deducting other reserves.

The comparison of dividend payments for 2025 and 2024 is as follows:

Details of dividend payment	Year 2025	Year 2024
Amount of dividend paid (THB per share)	0.70	0.30
Interim dividend	0.40	0.075
Annual dividend	0.30	0.225
Total amount of dividends paid (THB)	4,075,463,849	1,743,245,591
Total amount of interim dividend	2,328,359,092	435,811,398


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Details of dividend payment	Year 2025	Year 2024
Total amount of Annual dividend	1,747,104,758	1,307,434,193
Net profit from the Company's separate financial statements (THB)	4,294,387,000	1,335,126,000
Percentage of the dividend payment (Percent)	94.90 %	130.57%

The Legal Advisor provided the shareholders with an opportunity to express opinions or ask questions but there is no any questions or opinions from the shareholders. Therefore, the Legal Advisor proposed the Meeting consider and approve such matter.

Resolution

The Meeting resolved to approve the appropriate of profit as legal reserve as prescribed by the laws and the payment of dividend from the Company's operation for the year 2025 and acknowledge the interim dividend payment, as proposed in all respects, with the following votes:

Result	No. of Votes (1 share = 1 vote)	Percentage of shareholders attending the Meeting and casting their votes
Approve	4,911,908,971	100.0000
Disapprove	0	0.0000
Abstained	0	-
Total	4,911,908,971	100.0000

Remark: The resolution on this agenda item shall be passed by a majority vote of the shareholders attending the meeting and casting their votes.

Agenda 5:

To consider and approve the appointment of directors in replacement of the retiring directors by rotation and appoint the new director to replace the position of the director whose did not wish to renew the term

In accordance with the principles of Good Corporate Governance, the legal counsel would like to invite Ms. Siriluck Tangwiboonpanich, the director retiring by rotation this year, to temporarily leave the meeting room during this agenda item.

The Legal Advisor informed the Meeting that Section 71 of the Public Company Limited Act and Article 17 of the Company's Articles of Association provide that, at every annual general meeting, one-third of the directors shall vacate in proportion, if the number of directors is not a multiple of three, the number of directors closest to one-third shall vacate, provided however that, the director who vacates office under this section may be reelected.



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At this 2026 Annual General Meeting of Shareholders, the following three directors are due to retire by rotation as follows:

1.	Mr. Weerasak Ungkajornkul	Position	Chairman of the Board/ Chairman of the Risk Management Committee/ Chairman of the Nomination and Remuneration Committee
2.	Mr. Sanya Theimsiri	Position	Audit Committee Member /Independent Director/ Corporate Governance and Sustainability Development Committee
3.	Ms. Siriluck Tangwiboonpanich	Position	Director/ Corporate Governance and Sustainability Development Committee

The Nomination and Remuneration Committee has considered that Ms. Siriluck Tangwiboonpanich, who is due to retire by rotation, is a knowledgeable and capable person with experience and expertise beneficial to the Company's operations, and possesses all required qualifications and has no prohibited characteristics under the Public Limited Companies Act and the Securities and Exchange Act B.E. 2535 (1992) (the "**Securities and Exchange Act**"), as well as relevant notifications.

However, Mr. Weerasak Ungkajornkul and Mr. Sanya Theimsiri, who retired by rotation, have expressed their intention not to continue their directorships.

Therefore, the Board of Directors deemed it appropriate to propose to the 2026 Annual General Meeting of Shareholders the re-election of Ms. Siriluck Tangwiboonpanich as a director for another term.

In this regard, Mr. Puchong Prommachat is proposed for appointment as a director in place of Mr. Weerasak Ungkajornkul, and Ms. Nattaya Huadsunthorn is proposed for appointment as an independent director and audit committee member in place of Mr. Sanya Theimsiri. The Nomination and Remuneration Committee has considered and is of the opinion that both nominated persons are knowledgeable, capable, and experienced, with good professional records, and are suitable for the Company's business. They also possess all required qualifications and have no prohibited characteristics under the Public Limited Companies Act, the Securities and Exchange Act, and relevant notifications. In addition, they meet the qualifications of independent directors as prescribed by the Securities and Exchange Commission and are able to express their opinions independently in accordance with the relevant criteria.

Details of their educational background and work experience are set out in Enclosure 4 (Profiles of the Persons Nominated for Appointment as Directors of the Company), which has been delivered to the shareholders together with the notice of the meeting.

The Legal Advisor provided the shareholders with an opportunity to express opinions or ask questions but there is no any questions or opinions from the shareholders.


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Therefore, the Legal Advisor proposed the Meeting to consider and approve such minutes.

Resolution

The Meeting resolved to approve the reappointment of director who was due to retire by rotation and the appointment of new directors to replace the position of the director whose did not wish to renew the term, totaling three persons, namely; (1) Ms. Siriluck Tangwiboonpanich (2) Mr. Puchong Prommachart and (3) Ms. Nattaya Huatsoontorn, as proposed in all respects, with the voting results as follows:

5.1 Ms. Siriluck Tangwiboonpanich

Result	No. of Votes (1 share = 1 vote)	Percentage of shareholders attending the Meeting and casting their votes
Approve	4,701,496,030	95.7163
Disapprove	210,412,941	4.2837
Abstained	0	-
Total	4,911,908,971	100.0000

5.2 Mr. Puchong Prommachart

Result	No. of Votes (1 share = 1 vote)	Percentage of shareholders attending the Meeting and casting their votes
Approve	4,701,496,030	95.7163
Disapprove	210,412,941	4.2837
Abstained	0	-
Total	4,911,908,971	100.0000

5.3 Ms. Nattaya Huatsoontorn

Result	No. of Votes (1 share = 1 vote)	Percentage of shareholders attending the Meeting and casting their votes
Approve	4,701,496,030	95.7163
Disapprove	210,412,941	4.2837
Abstained	0	-
Total	4,911,908,971	100.0000


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Remark: Resolution on this agenda item shall be passed by a majority vote of shareholders attending the Meeting and casting their votes.

Agenda 6: To consider and approve the 2026 remuneration of Board of Directors and Subcommittee of the Company

The Legal Advisor informed the Meeting that Section 90 of the Public Company Limited Act and Article 22 of the Articles of Association of the Company, the directors of the Company are eligible to receive the remuneration from the Company in a form of reward, meeting allowance, per diem, bonus or and in other forms as decided by the shareholders' meeting.

The Board of Directors deemed appropriate to propose to the shareholders' meeting to consider and determine the remuneration of the Board of Directors and the Subcommittee of the Company for year 2026 as per following details:

Remuneration for the Board of Directors

Position	Monthly Remuneration
Chairman of the Board of Directors	THB 70,000 /month
Director	THB 60,000 /month

Meeting Allowance for the Board of Directors

Position	Meeting Allowance for board of directors /attendance
Chairman of the Board of Directors	THB 35,000 per person/ attendance
Director	THB 25,000 per person/ attendance

Meeting allowances for the Audit Committee

Position	Meeting Allowance of the Audit Committee/attendance
Chairman of the Audit Committee	THB 35,000 per person/ attendance
Audit Committee	THB 25,000 per person/ attendance


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Meeting Allowance of the Nomination and Remuneration Committee

Position	Meeting Allowance of the Nomination and Remuneration Committee/attendance
Chairman of the Nomination and Remuneration Committee	THB 35,000 per person/ attendance
Nomination and Remuneration Committee	THB 25,000 per person/ attendance

Meeting allowances for the Corporate Governance and Sustainability Development Committee

Position	Meeting allowances for the Corporate Governance and Sustainable Development Committee/ attendance
Chairman of the Corporate Governance and Sustainability Development Committee	THB 35,000 per person/ attendance
Corporate Governance and Sustainability Development Committee	THB 25,000 per person/ attendance

Meeting allowances for the Risk Management Committee

Position	Meeting allowances for the Risk Management Committee/attendance
Chairman of the Risk Management Committee	THB 35,000 per person/ attendance
Risk Management Committee	THB 25,000 per person/ attendance

Directors' Bonus

Position	Yearly Directors' Bonus
Chairman of the Board of Directors	Not exceeding 0.15 percent of dividend paid to shareholders
Director	

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In addition, the comparison of the remuneration of directors and sub-committees of the Company for the year 2026 compared to the year 2025 are detailed as follows:

Remuneration	2026 (proposed)	2025
Allowance of the Board of Directors (per month)		
Chairman of the Board of Directors	THB 70,000 /month	THB 70,000 /month
Director	THB 60,000 /month	THB 60,000 /month
Meeting Allowance of the Board of Directors		
Chairman of the Board of Directors	THB 35,000 per person/ attendance	THB 35,000 per person/ attendance
Director	THB 25,000 per person/ attendance	THB 25,000 per person/ attendance
Meeting Allowance of the Audit Committee		
Chairman of the Audit Committee	THB 35,000 per person/ attendance	THB 35,000 per person/ attendance
Audit Committee	THB 25,000 per person/ attendance	THB 25,000 per person/ attendance
Meeting Allowance of the Nomination and Remuneration Committee		
Chairman of the Nomination and Remuneration Committee	THB 35,000 per person/ attendance	THB 35,000 per person/ attendance
Nomination and Remuneration Committee	THB 25,000 per person/ attendance	THB 25,000 per person/ attendance
Meeting allowances for the Corporate Governance and Sustainability Development Committee		
Chairman of the Corporate Governance and Sustainability Development Committee	THB 35,000 per person/ attendance	THB 35,000 per person/ attendance
Corporate Governance and Sustainability Development Committee	THB 25,000 per person/ attendance	THB 25,000 per person/ attendance


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Remuneration	2026 (proposed)	2025
Meeting allowances for the Risk Management Committee		
Chairman of the Risk Management Committee	THB 35,000 per person/ attendance	THB 35,000 per person/ attendance
Risk Management Committee	THB 25,000 per person/ attendance	THB 25,000 per person/ attendance
Director's Bonus		
Chairman of the Board of Directors	Not exceeding 0.15 percent of dividend paid to shareholders	Not exceeding 0.15 percent of dividend paid to shareholders
The Board of Directors		
Other Remuneration and Benefits		
Other Remuneration and Benefits	None	None

In this regard, apart from the abovementioned remuneration, there is no other remuneration to be paid to the directors and the sub-committees by the Company.

Moreover, the Board of Directors deemed it appropriate to propose that the shareholders' meeting consider and authorize the Nomination and Remuneration Committee to allocate such amount of money to each director and sub-committees within the budget approved by the shareholders' meeting.

The Legal Advisor provided the shareholders with an opportunity to express opinions or ask questions but there is no any questions or opinions from the shareholders. Therefore, the Legal Advisor proposed the Meeting to consider and approve such matter.

Resolution

The Meeting resolved to approve the 2026 remuneration of Board of Directors and Sub-committee of the Company, as proposed in all respects, with the following votes:

Result	No. of Votes (1 share = 1 vote)	Percentage of shareholders attending the Meeting
Approve	4,911,240,721	99.9864
Disapprove	668,250	0.0136
Abstained	0	0.0000
Total	4,911,908,971	100.0000



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Remark: The resolution on this agenda item shall be passed by votes of no less than two-thirds of the total votes cast by the shareholders attending the meeting.

Agenda 7: To consider and approve the appointment of the auditors and the 2026 auditor fee

The Legal Advisor informed the Meeting that Section 120 of the Public Company Limited Act and Article 36 of the Articles of Association provide that the Annual General Meeting of shareholders must appoint the auditors and determines the remuneration of the auditors of the Company in every fiscal year. In this regard, the Board of Directors deems it appropriate to propose to the shareholders' meeting to consider and approve the appointment of auditors from KPMG to be auditors of the Company for the fiscal year ended December 31, 2026 in which any of the following auditors are being authorized to review and give opinion on the Company's financial statement, namely:

1. Miss Chaowanee Chaisanga Certified Public Accountant (Thailand) No. 12663
(The auditor who has been appointed since 2023); and/or
2. Ms. Nareewan Chaibantad Certified Public Accountant (Thailand) No. 9219
(The auditor who has been appointed and signed the financial statement of the Company for 6 years, since 2018); and/or
3. Ms. Aree Gorpinpaitoon Certified Public Accountant (Thailand) No. 10882
(The auditor who has been appointed since 2023);

In this regard, the method for selecting the auditors of the Company for the year 2026, the Audit Committee has considered the proposal for the audit fee and the scope of work that were delivered to the Company. As a result, the Audit Committee of the Company has considered the qualification and the experience of the auditors and was of the opinion that KPMG is independent, skillful in auditing and the audit fee is propriety. Furthermore, such 3 auditors do not have any relation or any interest in the Company, subsidiaries of the Company, directors, executives, major shareholders or his/her related persons. The auditors as above list also be the auditors of the Company's subsidiary.

In the case where the aforementioned auditors are unable to perform their duties, KPMG shall be authorized to appoint any of its auditors to be the auditor of the Company instead.

Moreover, the Board of Directors deemed appropriate to propose that the shareholders consider and approve the determination of the audit fee for the fiscal year ended December 31, 2026 in the amount of not exceeding THB 2,690,000.


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The comparison of the remuneration of the auditors of the Company for the year 2025 and 2024 are detailed as follows:

Remuneration of the auditors	2026 (proposed)	2025
Company's audit fee	Not exceeding THB 2,690,000	Not exceeding THB 2,550,000

For other services related to the audit (Non-Audit Fee) of the Company in 2026, the amount will not exceed THB 245,000 and in the previous fiscal year, the total amount of Non-Audit Fee of the Company was not exceeding THB 245,000.

Furthermore, the Board of Directors deems it appropriate to propose the shareholders' meeting for consideration and approval the delegation of power to the Board of Directors to consider the additional audit fee in the case of any additional audit work in the Company and its subsidiaries, in order to comply with the Accounting Standard of the Company and its subsidiaries.

The Legal Advisor provided the shareholders with an opportunity to express opinions or ask questions but there is no any questions or opinions from the shareholders. Therefore, the Legal Advisor proposed the Meeting consider and approve such matter.

Resolution

The Meeting resolved to approve the appointment of the auditors and the 2026 auditor fee, as proposed in all respects, with the following votes:

Result	No. of Votes (1 share = 1 vote)	Percentage of shareholders attending the Meeting and casting their votes
Approve	4,911,908,971	100.0000
Disapprove	0	0.0000
Abstained	0	-
Total	4,911,908,971	100.0000

Remark: Resolution on this agenda item shall be passed by a majority vote of shareholders attending the Meeting and casting their votes.

Agenda 8: To consider other matters (If any)

The Legal Advisor informed the Meeting that this agenda item provided the shareholders an opportunity to propose other matters apart from the agenda specified in the meeting invitation letter. The proposition must comply with the laws.

According to the proposing the other agendas other than those specified in the meeting invitation letter, under Section 105 paragraph 2 of the Public Company



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Limited Act provides that, when the meeting considers the agenda item and agenda order in the meeting invitation letter, shareholders holding shares represented not less than one-third of the total sold shares of the Company may request the meeting to consider other matters apart from the meeting invitation letter.

Remark: This agenda does not consider other matters.

Ms. Chormard Luengcomchat provided the shareholders an opportunity to express opinions or ask questions.

Ms. Warunee Rodsan, a shareholders' rights protection volunteer and proxy from the Thai Investors Association, inquired that, following the case where a senior executive was subject to civil sanctions by the Securities and Exchange Commission (SEC) in December 2025 in relation to insider trading in 2016, she asked the Chairman of the Audit Committee what proactive measures have been implemented to prevent the use of inside information for share trading in the future.

Mr. Wanchai Srihiranrasmi, the Chairman of the Audit Committee, clarified to the Meeting that the Company has implemented proactive measures to prevent the use of inside information for share trading in the future, as follows:

- 1 Strengthening communication and publicizing the blackout period policy, including the prohibition on trading shares 30 days prior to and 24 hours after the release of the financial statements. In addition, if directors, executives, or employees who are in possession of undisclosed inside information continue to hold such information, they will be notified not to trade.
- 2 Managing inside information by limiting access strictly on a need-to-know basis. Information is classified into levels of confidentiality, and relevant persons and departments are required to maintain the confidentiality of such information and not disclose it to others or use it for their own benefit or that of others.
- 3 Establishing procedures for maintaining a list of persons who have access to inside information, particularly in relation to financial statements and projects that may affect the share price. Employees are required to acknowledge and comply with confidentiality obligations.
- 4 Providing training to employees on the use of inside information and imposing clear disciplinary measures.
- 5 Maintaining a register of interested persons, including directors, executives, and employees who have access to inside information.

After the Meeting adjourned, if any shareholders have further questions or concerns, they can send them to the Investor Relations department.

(Translation)



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When there are no shareholders asking questions or presenting any other matters for consideration, the Chairperson thanked all shareholders and proxies for taking the time to attend this meeting. The Meeting was adjourned at 11.15 a.m.

Sincerely yours,

Thais Foods Group Public Company Limited

(Mr. Weerasak Ungkajornkul)
Chairman of the Meeting