

89 AIA Capital Center Building, 9th Floor, Room 901, Ratchadapisek Road,  
Din Daeng District, Din Daeng Subdistrict, Bangkok 10400

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2 March 2026

**Subject** Notification of the resolutions of the Board of Directors' Meeting No. 4/2026, approving the change of directors; the postponement of the effective date of the resignation of the Chairman of the Board and the Chief Executive Officer; the change of the Company's authorized signatory directors; the appointment of an Acting Chief Financial Officer and an Acting Company Secretary; the acquisition of all shares in Fusion C Co., Ltd. by Twenty-Four Con & Supply Plus Co., Ltd. (a subsidiary of the Company, currently in the process of changing its name to Empire Infinity Co., Ltd.), and the issuance and allocation of 145,500,000 newly issued ordinary shares under a General Mandate, including the determination of the offering price and other related details, as well as the Record Date. (Amended No. 4)

**Attention:** Director and Manager  
The Stock Exchange of Thailand

**Enclosure** Report on the Issuance and Allocation of Newly Issued Shares under General Mandate (General Mandate) (F53-4-1)

Origin Global Empire Public Company Limited (the "**Company**") hereby informs that at the resolutions of the Board of Directors' Meeting No. 4/2026 held on 27 February 2026, the meeting resolved the following significant matters:

1. Acknowledgement of the postponement of the effective date of the Chairman of the Board's resignation

As previously notified, General Suchart Wongmak resigned from his positions as Independent Director, Chairman of the Board, Audit Committee Member, and Risk Management Committee Member, with effect from 1 March 2026. However, as the Company is in the process of coordinating with the auditor for the preparation of the financial statements, which has not yet been completed and is expected to be completed and approved by 1 March 2026, in order to ensure that the consideration and approval of the Company's financial statements can be completed within the prescribed timeframe, General Suchart Wongmak has therefore postponed the effective date of his resignation from 1 March 2026 to 5 March 2026.

2. Acknowledgement of the postponement of the effective date of the Chief Executive Officer's resignation

As Mr. Pannawit Chottechathammanee, Director, Nomination and Remuneration Committee Member, Chairman of the Risk Management Committee, Chairman of the Executive Committee, and Chief

Executive Officer, has resigned from the positions of Nomination and Remuneration Committee Member, Risk Management Committee Member, Chairman of the Executive Committee, and Chief Executive Officer, with effect from 1 March 2026, due to the fact that the Company is in the process of coordinating with the auditor for the preparation of the financial statements, which has not yet been completed and is expected to be completed and considered for approval within 1 March 2026, therefore, for the benefit of completing the consideration and approval of the Company's financial statements within the prescribed period, Mr. Pannawit Chottechathammanee has notified the postponement of the effective date of his resignation from 1 March 2026 to 5 March 2026.

3. Acknowledgement of the resignation of a Director of the Company

Mr. Pannawit Chottechathammanee, holding the positions of Director and Executive Director, has resigned from the Company from the positions of Director and Executive Director due to increased other business missions and responsibilities in a significant manner, with effect from 5 March 2026 onwards.

4. Acknowledgement of the resignation of the Acting Chief Financial Officer and the Acting Company Secretary

Mr. Samuch Ueajirakan has resigned from the positions of Acting Chief Financial Officer and Acting Company Secretary in order to move to work at another company, with effect from 5 March 2026 onwards.

5. Approval of the postponement of the effective date of the appointment of a new director to replace the resigning director

As the Board of Directors, at its Meeting No. 2/2026, resolved to appoint Mr. Chawalit Prommart to hold the positions of Independent Director, Audit Committee Member, and Chairman of the Risk Management Committee in place of General Suchart Wongmak, with effect from 1 March 2026 onwards, however, since General Suchart Wongmak has postponed the effective date of his resignation to 5 March 2026 onwards, the Board of Directors therefore resolved to approve the postponement of the effective date of the appointment of Mr. Chawalit Prommart to hold the positions of Independent Director, Audit Committee Member, and Chairman of the Risk Management Committee in place of General Suchart Wongmak to 5 March 2026 onwards.

6. Approval of the postponement of the effective date of the appointment of the Chief Executive Officer

As the Board of Directors, at its Meeting No. 2/2026, resolved to appoint Ms. Watcharaporn Suwinchai to hold the positions of Chief Executive Officer and Chairman of the Executive Committee in place of Mr. Pannawit Chottechathammanee, with effect from 1 March 2026 onwards, however, since Mr. Pannawit Chottechathammanee, Director, Nomination and Remuneration Committee Member, Chairman of the Risk Management Committee, Chairman of the Executive Committee, and Chief Executive

Officer, has notified the postponement of his resignation from the positions of Nomination and Remuneration Committee Member, Risk Management Committee Member, Chairman of the Executive Committee, and Chief Executive Officer to 5 March 2026 onwards, the Board of Directors therefore resolved to approve the postponement of the effective date of the appointment of Ms. Watcharaporn Suwinchai to such positions to 5 March 2026 onwards.

7. Approval of the appointment of a new director in place of the resigning director

As Mr. Pannawit Chottechathammanee, holding the positions of Director and Executive Director, has resigned from the Company from the positions of Director and Executive Director due to increased other business missions and responsibilities in a significant manner, with effect from 5 March 2026 onwards, the Board of Directors has resolved to appoint Mr. Benjapol Nakprasert as a new director in replacement of the resigning director. Mr. Benjapol Nakprasert has been appointed as an Independent Director and a Member of the Audit Committee, effective from 5 March 2026 onwards.

In addition, the Board of Directors has resolved to acknowledge and approve the appointment of Mr. Kritsada Pruittipat as a Director of the Company only, by changing his status from Independent Director and Member of the Audit Committee to Director.

Accordingly, the list of the Company’s Board of Directors as of 5 March 2026 is as follows:

Director	Position
(1) Mr. Chawalit Prommart (Replace General Suchart Wongmak)	Independent Director and Audit Committee
(2) Mr. Benjapol Nakprasert (Replace Mr. Pannawit Chottechathammanee)	Independent Director and Audit Committee
(3) Mr. Kritsada Pruittipat	Director
(4) Mr. Watcharin Phongkua	Director
(5) Ms. Watcharaporn Suwinchai (Replace Mr. Thawatchai Jirawataungkana)	Director and Chief Executive Officer
(6) Mr. Julapas Kruesopon	Independent Director and Chairman of the Audit Committee

8. Approved the change of authorized signatories binding the Company

As Mr. Pannawit Chottechathammanee, as a Director and Executive Director of the Company, has notified his resignation from the positions of Director and Executive Director, the Company is therefore required to approve the change of authorized signatories binding the Company pursuant to

Article 34 of the Company’s Articles of Association. The Board of Directors has approved the change of authorized signatories binding the Company as follows:

*“Ms. Watcharaporn Suwinchai shall jointly sign with Mr. Watcharin Phongkua , and the Company’s seal shall be affixed.”*

Effective from 5 March 2026 onwards.

9. Approved the appointment of Acting Chief Financial Officer and Acting Company Secretary Mr. Samuch Ueajirakan has tendered his resignation from the positions of Acting Chief Financial Officer and Acting Company Secretary in order to assume a position with another company, effective from 5 March 2026.

During the period in which the Company is recruiting and appointing a suitable person to replace him, the Board of Directors approves the appointment of Ms. Watcharaporn Suwinchai, who will serve as Director, Chief Executive Officer, and Chairman of the Executive Committee effective 5 March 2026, to act as Acting Chief Financial Officer and Acting Company Secretary, with effect from 5 March 2026.

10. Approved Twenty-Four Con and Supply Plus Co., Ltd., a subsidiary of the Company (currently in the process of changing its name to “Empire Infinity Co., Ltd.”), to acquire ordinary shares of Fusion C Co., Ltd. (“Fusion C”) representing 100 percent of the total shares, which will result in Fusion C becoming a subsidiary of the Company upon completion of the share purchase transaction. The purpose of investment is to enhance the Company’s sources of income.

Details of the Company’s investment in Fusion C are as follows:

<b>Company Name:</b>	Fusion C Co., Ltd. (“Fusion C”)
<b>Nature of Business</b>	<p>Fusion C was established on July 11, 2022, primarily engaged in software development, as it is a company with expertise and strengths in developing systems related to software quality assurance processes using automated tools and scripts. Unlike manual testing where humans perform manual testing, also known as "Automated Software Quality Assurance" (Automated QA), Fusion C will develop and program specifically for testing such systems.</p> <p>In 2025, Fusion C's main source of revenue came from providing technical support and project management services to a customer, which covered the monitoring and bug fixing of the Hospital Information System (HIS). Fusion C's target customers are corporate customers who need a professional testing program to control the quality of the</p>

	<p>system, which can be divided into two main customer groups: 1) Software House and 2) Large-Scale Information Systems.</p> <p>In 2025, Fusion C plans to develop software systems with strategic partners. The company focuses on building on its existing expertise in automated QA to expand its service scope to related systems. This will be done gradually according to the actual needs of customers in order to maintain an appropriate level of risk and aim to create a stable recurring income base in the long term rather than accelerating rapid expansion.</p>
<b>Registered Capital:</b>	THB 1,000,000
<b>Total Number of Shares:</b>	10,000 shares
<b>By Value:</b>	Shares at TB 100
<b>Shareholding Structure:</b>	<p>1. Prior to the Transaction</p> <p>1.1 Mr. Phachorn Watcharapreecha holds 99.99% of the shares.</p> <p>1.2 Mr. Phanit Phiwslid holds 0.01% of the shares.</p> <p>Both shareholders are not connected persons of the Company.</p> <p>2. After the Transaction</p> <p>The Company will indirectly hold 100% of the shares (through Empire Infinity Co., Ltd.).</p>
<b>Nature of Business:</b>	Provision of customized computer software development services (excluding webpage and network programs).
<b>Expected Commencement of Commercial Revenue:</b>	Fusion C is currently operating and generating revenue.
<b>Board of Directors:</b>	The board will comprise up to two (2) representatives appointed by the Company.
<b>Source of Funds:</b>	Proceeds from the issuance and offering of newly issued ordinary shares under a General Mandate to existing shareholders on a pro rata basis, pursuant to the resolution

	of the Board of Directors Meeting No. 4/2026 held on 27 February 2026.
<b>Total Purchase Price:</b>	Not exceeding THB 10,000,000.
<b>Expected Completion Date:</b>	Within 17 April 2026

### Financial Information

#### Statement of Financial Position

List	Year 2024 (Baht)	Year 2023 (Baht)	Year 2022 (Baht)
<b>Assets</b>			
Cash and cash equivalents	285,785.01	238,830.00	250,000.00
Other current assets	4,981.13	-	-
<b>Total Assets</b>	<b>290,766.14</b>	<b>238,830.00</b>	<b>250,000.00</b>
<b>Liabilities and Shareholders' Equity</b>			
Accrued expenses	21,900.00	9,000.00	9,000.00
Other current liabilities	119,417.01	330.00	-
<b>Consolidated liabilities</b>	<b>141,317.01</b>	<b>9,330.00</b>	<b>9,000.00</b>
Share capital (fully paid-up)	250,000.00	250,000.00	250,000.00
Cumulative Profit (Loss)	(100,550.87)	(20,500.00)	(9,000.00)
<b>Total Shareholders' Equity</b>	<b>149,449.13</b>	<b>229,500.00</b>	<b>241,000.00</b>
<b>Total liabilities and shareholders' equity</b>	<b>290,766.14</b>	<b>238,830.00</b>	<b>250,000.00</b>

#### Income Statement

List	Year 2024 (Baht)	Year 2023 (Baht)	Year 2022 (Baht)
<b>Revenue</b>			
Other income	-	-	-
<b>Total Revenue</b>	<b>-</b>	<b>-</b>	<b>-</b>

Cost			
Administrative expenses	80,050.87	11,500.00	9,000.00
<b>Total Cost</b>	<b>80,050.87</b>	<b>11,500.00</b>	<b>9,000.00</b>
Net Profit (Loss)	(80,050.87)	(11,500.00)	(9,000.00)

The Company has set the investment value in Fusion C at not more than **10 million baht**, based on the book value and net asset value criteria as follows:

Period Time	Net Book Value	Net Asset Value
As of December 31 , 2025	<b>7,395,698.56</b>	<b>7,395,698.56</b>
As of February 28, 2026	<b>9,937,226.45</b>	<b>9,937,226.45</b>

In addition, Fusion C is a small and medium-sized business (SME) that is in the early stages of expansion. However, the Company foresees the potential of Fusion C to be able to benefit the Group in the future, as Fusion C currently has a backlog of revenue which is a clear contract and is expected to realize revenue in 2026 of approximately 20 million baht.

This is in accordance with the Conservative Basis and prudence to protect the best interests of shareholders. Therefore, the Board of Directors has considered the appropriateness of the price based on the book value as of the date of the transaction, and the Company is of the opinion that the determination of the investment value is an appropriate and reasonable price that the two parties have negotiated and agreed upon.

In this regard, the transaction is not a connected transaction pursuant to the Notification of the Capital Market Supervisory Board No. TorJor. 21/2008 Re: Rules on Connected Transactions and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning Connected Transactions B.E. 2546 (2003) (as amended). In addition, when calculating the transaction size based on the total value of the consideration criterion, which is the highest applicable criterion, the transaction size is equal to 1.73 percent, based on the Company's latest consolidated financial statements for the accounting period ended 30 September 2025. The Company has not entered into any transaction of the same type during the six-month period prior to the date on which the Board of Directors approved this transaction. Therefore, the transaction does not fall within the scope requiring disclosure of information pursuant to the Notification of the Capital Market Supervisory Board No. TorJor. 20/2008 Re: Rules on Significant Transactions Constituting an Acquisition or Disposal of Assets and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of

Information and Other Acts of Listed Companies Concerning the Acquisition or Disposal of Assets B.E. 2547 (2004) (as amended).

11. Approved the issuance and allocation of newly issued ordinary shares under a general mandate to existing shareholders in proportion to their shareholding (Rights Offering)

According to the Extraordinary General Meeting of Shareholders No. 1/2026 of the Company, which was held on 26 February 2026, the Company approved the allocation of 145,500,000 newly issued ordinary shares under a general mandate, with a par value of THB 0.50 per share, the Board of Directors was authorized to determine the allocation and subscription period, whether on a single occasion or in several occasions, including but not limited to determining the record date for determining the list of shareholders entitled to the allocation of shares (XR), the objectives of the issuance and offering of newly issued ordinary shares, the offering price, the offering period, the allocation ratio, the method of allocation and payment for shares, provided that such determination does not conflict with any applicable notifications, regulations, or laws, including having the authority to determine other relevant details in connection with such allocation of newly issued ordinary shares. The Board of Directors' Meeting No. 4/2026 held on 27 February 2026, resolved to approve the details of the issuance and allocation of newly issued ordinary shares under the general mandate as follows:

11.1 Approved the issuance and allocation of newly issued ordinary shares under general mandate (General Mandate) Quantity 145,500,000 Shares with a par value of THB 0.50 per share (equivalent to 30 percent of the Company's paid-up capital as of the date on which the Board of Directors resolved to increase the capital under the general mandate) to be offered for sale to the existing shareholders of the Company whose names appear in the shareholders' register as of the date of 16 March 2026 (Record Date) According to the proportion of shareholding (Rights Offering) The details are as follows:

- (1) The subscription and payment period for the newly issued ordinary shares shall be fixed at 5 business days, being from 3 April 2026 – 10 April 2026.
- (2) The number of newly issued ordinary shares to be issued and allocated is 145,500,000 shares (equivalent to 30 percent of the Company's paid-up capital as of the date on which the Board of Directors resolved to increase the capital under the general mandate).
- (3) The subscription ratio for the newly issued ordinary shares is 3.3334 existing shares to 1 newly issued ordinary share. Any fraction of shares shall be discarded.
- (4) The subscription price shall be THB 0.50 per share.
- (5) Allocation methods

1) In the case where a shareholder subscribes for newly issued ordinary shares equal to or less than his/her entitlement, such shareholder shall be allocated the full number of shares subscribed.

2) In the case where a shareholder subscribes for newly issued ordinary shares in excess of his/her entitlement (Oversubscription), such shareholder must indicate the intention to subscribe in excess of his/her entitlement in the subscription form at the same time as subscribing according to his/her entitlement and must pay the full amount for the shares subscribed in excess of such entitlement.

In the event that there are remaining newly issued ordinary shares due to calculation and/or subscription by the existing shareholders, the Board of Directors and/or the Chief Executive Officer and/or the person(s) authorized by the Board of Directors or the Chief Executive Officer shall be authorized to allocate such remaining shares under the general mandate to the existing shareholders who have expressed their intention to subscribe for shares in excess of their entitlement, in proportion to their shareholding, at the same offering price.

3) The criteria for oversubscription shall be as follows:

In the case there are more than the shares subscribed for in excess of the rights.

The Company will allocate the remaining newly issued ordinary shares to the existing shareholders of the Company who have expressed their intention to subscribe for shares in excess of their rights and pay the subscription fee for all such newly issued ordinary shares according to the amount expressed of their intention to subscribe in excess of their rights (in case there is a fraction of the newly issued ordinary shares resulting from the calculation of the rounding of such shares).

In case the remaining newly issued ordinary shares are less than the subscribed shares in excess of the rights.

(a) Each existing shareholder who subscribes for shares in excess of his or her rights will be allocated in proportion to the original shareholding of the shareholders who subscribe for shares in excess of their rights (in case there is a fraction of the newly issued ordinary shares resulting from the calculation, the number of such shares shall be rounded off). The number of shares entitled to be allocated shall not

exceed the number of newly issued ordinary shares that have been subscribed by each existing shareholder and paid for subscription.

(b) In the event that there are still remaining shares after the allocation under (a), the Company shall allocate such remaining shares to each existing shareholder who subscribed in excess of entitlement and has not been fully allocated in proportion to his/her existing shareholding (any fractions resulting from the calculation shall be rounded down), provided that the number of shares allocated shall not exceed the number of newly issued ordinary shares for which each shareholder has subscribed and fully paid.

The allocation of oversubscribed shares shall continue until there are no remaining shares or allocation cannot be made due to fractional shares, or until there is no shareholder wishing to subscribe for such shares. In the event that subscription for newly issued ordinary shares in excess of entitlement results in any shareholder holding shares of the Company in an amount reaching or crossing the threshold requiring a mandatory tender offer, such shareholder shall comply with the Notification of the Capital Market Supervisory Board No. TorJor. 12/2011 Re: Rules, Conditions and Procedures for the Acquisition of Securities for Business Takeovers (as amended), including other relevant regulations.

In case there are any newly issued ordinary shares of the Company left over from the allotment and offering of this time. The committee will consider and determine the guidelines as it deems appropriate.

11.2 Approved the authorization of the Chief Executive Officer and/or the person designated by the Chief Executive Officer to be the authority to allocate the newly issued ordinary shares by general mandate (General Mandate) Within the framework of relevant laws and to have the authority to take all necessary and appropriate actions in connection with the issuance and offering of newly issued ordinary shares mentioned above. Such powers include, but are not limited to negotiating, entering into agreements, and signing any relevant documents, and performing any necessary and appropriate acts in connection with the allocation and offering of newly issued ordinary shares, including but not limited to contacting, providing information, signing, filing applications for approval to offer newly issued ordinary shares to existing shareholders together with any supporting documents with the Office of the Securities and Exchange Commission, the Stock Exchange of Thailand, Thailand Securities Depository Co., Ltd., the Ministry of Commerce, and other relevant authorities, as well as listing the newly issued ordinary shares of the Company on the Stock Exchange of Thailand.

The details of the allocation of newly issued ordinary shares are set out in the Report on the Issuance and Allocation of Newly Issued Shares under the General Mandate (General Mandate) (F53-4) (Enclosure).

Please be informed accordingly.

Sincerely yours,

*-Mr. Pannawit Chottechathammanee-*

(Mr. Pannawit Chottechathammanee)

Chief Executive Officer

(F53-4-1)

**Report on the Issuance and Allocation of Newly Issued Shares under General Mandate**  
**Origin Global Empire Public Company Limited**

WeOrigin Global Empire Public Company Limited , ( the “**Company**” ), hereby report the resolution of the Board of Directors’ meeting No. 4/2026 held on 27 February 2026 regarding the allocation of newly issued shares under the General Mandate with the details of the allocation as follows:

**1. Number of newly issued shares under the General Mandate prior to this allocation**

Pursuant to the resolution of the Extraordinary General Meeting of Shareholders No. 1/ 2026 held on 26 February 2026, the shareholders approved the capital increase in advance and authorized the Board of Directors to consider the issuance and allocation of newly issued shares under a General Mandate. The summary details are as follows:

Allocated to	Types of securities	Number of Shares	Remarks
Existing Shareholders(Right Offering)	Ordinary shares	145,500,000	Representing 30 percent of the Company’s paid-up capital as of the date on which the Board of Directors resolved to increase the capital under the General Mandate.

**2. Issuance and Allocation of Newly Issued Shares under the General Mandate**

2.1 Details of the Allocation

Allocated to	Types of securities	Number of Shares	Ratio ( Old: (New	Selling Price ( Share on (Thug	Date, Time, Subscription and Payment for Shares	Remarks
Existing Shareholders (Right Offering)	Ordinary shares	145,500,000	3.3334 : 1	0.50	3 April – 10 April 2026	-

**Remarks**

The Board of Directors’ Meeting No. 4/2026, held on 27 February 2026, resolved to approve the allocation of newly issued ordinary shares under the General Mandate for offering to the existing shareholders in proportion to their shareholding (Rights Offering) in the amount of not exceeding 145,500,000 shares, with a par value of THB 0.50 per share, as follows:

- a) To approve the issuance and allocation of newly issued ordinary shares under the General Mandate in the amount of not exceeding 145,500,000 shares, with a par value of THB 0.50 per share, to be offered to the existing shareholders of the Company whose names appear in the share register book as of 16 March 2026 (Record Date), in proportion to their shareholding (Rights Offering) at the allocation ratio of 3.3334 existing

ordinary shares to 1 newly issued ordinary share, at the offering price of THB 0.50 per share, totaling 145,500,000 shares.

- b) In the case where there is a fraction of shares resulting from the calculation, such fraction shall be disregarded. In this regard, the existing shareholders may subscribe for the newly issued ordinary shares in excess of their respective rights (Oversubscription). The existing shareholders who subscribe in excess of their rights shall be allocated the shares subscribed in excess of their rights only when there are remaining shares after the allocation to the existing shareholders who have fully subscribed according to their respective rights.

## 2.2 The Company's Action in Case of Fractional Shares

Fractions of shares, if any, shall be disregarded. In the event that there are newly issued ordinary shares remaining from the allocation to the existing shareholders in proportion to their shareholding, the Company shall allocate such remaining shares to the shareholders who have expressed their intention to subscribe for shares in excess of their rights until there are no shares remaining for allocation, or until allocation cannot be made due to fractions of shares, or until there is no shareholder who wishes to subscribe for such shares any longer.

## 3. Number of Newly Issued Shares under the General Mandate Remaining for Future Allocation

Allocated to	Types of securities	Number of Shares	Remarks
Existing shareholders	Ordinary shares	-	-

The deadline for the allocation of newly issued shares under the General Mandate shall be the date of the Company's next Annual General Meeting of Shareholders or within the date required by law for convening the next Annual General Meeting of Shareholders, whichever occurs first.

## 4. Determination of the Record Date for the Right to Subscribe for Newly Issued Shares

The Record Date for determining the list of shareholders entitled to subscribe for such newly issued shares shall be 16 March 2026.

## 5. Progress in Obtaining Approval from Relevant Governmental Authorities and Conditions for Approval (if any)

-None-

## 6. Objectives of the Capital Increase and Utilization of the Proceeds

6.1 To be used as consideration for the purchase of ordinary shares of Fusion C Company Limited ("Fusion C"), which engages in custom computer programming activities (excluding web page and network programs). The Company will invest in 10,000 ordinary shares of Fusion C with a par value of THB 100 per share, representing 100 percent of the total issued shares, from the seller who is not a connected person of the Company, at the total purchase price of not exceeding THB 10,000,000. The share purchase transaction is expected to be completed within 17 April 2026; and

6.2 The remaining amount, if any, shall be used as working capital of the Company.

## 7. Benefits Expected to Be Received by the Company from the Capital Increase / Allocation of Newly Issued Shares

This capital increase will provide the Company with additional sources of revenue and funds for its business operations, thereby strengthening the Company's capital structure and financial position, enhancing the efficiency of its existing businesses, as well as enabling investments in businesses that can be further developed from the Company's existing businesses in a flexible manner, which will help improve the Company's operating results in the future.

**8. Benefits Expected to Be Received by Shareholders from the Capital Increase / Allocation of Newly Issued Shares**

**8.1. Dividend Policy**

The Company has a policy to pay dividends of not less than 40 percent of the net profit after corporate income tax based on the separate financial statements and after allocation of all types of reserves as required by law and by the Company (subject to additional conditions).

**8.2. Rights of the Purchaser of the Newly Issued Shares**

Subscribers of the newly issued ordinary shares offered to the existing shareholders in proportion to their shareholding (Rights Offering) shall be entitled to receive dividends from the Company's operating results in accordance with the Company's dividend policy from the date on which their names are recorded in the Company's share register book as registered with the Ministry of Commerce.

**8.3. Other**

–None

**9. Any other details necessary for shareholders to make a decision on the approval of the capital increase/allocation of new shares**

**9.1. Price Dilution**

After the issuance, offering and allocation of the newly issued ordinary shares to the existing shareholders in proportion to their shareholding (Rights Offering), the impact on the Company's share price will depend on the extent to which each existing shareholder exercises his/her right to subscribe for the newly issued shares. If all existing shareholders do not exercise their rights to subscribe for the newly issued shares at all, there will be no impact on the Company's share price. In the event that a shareholder chooses not to exercise his/her subscription rights at all, and other shareholders exercise their rights to subscribe for the newly issued ordinary shares according to their respective rights and/or subscribe for the newly issued ordinary shares in excess of their rights (Oversubscription) until all newly issued ordinary shares are fully subscribed, the price dilution will be approximately 7.51 percent, which can be calculated as follows:

$$\begin{aligned} &= \frac{\text{Pre-Offering Market Price} - \text{Post-Offering Market Price}}{\text{Pre-Offering Market Price}} \\ &= \frac{0.7408 - 0.6852}{0.7408} \\ &= 7.51 \text{ percent} \end{aligned}$$

Pre-Offer Market Price:

The weighted average market price of the Company’s ordinary shares on the Stock Exchange for 15 consecutive business days prior to the date of the Board of Directors’ Meeting, from 6 February 2026 to 26 February 2026, was THB 0.7408 per share.

Post-IPO Market Price:

$$\begin{aligned}
&= \frac{\text{(Pre-IPO market price} \times \text{(number of shares paid + ( Offering price} \times \text{number of shares offered))}}{\text{Number of Shares Outstanding+ Number of Shares Offered}} \\
&= \frac{(0.7408 \times 485,000,000) + (0.50 \times 145,500,000)}{485,000,000 + 145,500,000} \\
&= \text{Thab 0. Share at}6852
\end{aligned}$$

9.2. Impact on Earnper Share Dilution (Earn per Share Dilution หรือ EPS Dilution)

.As the Company has recorded a net loss for the latest 12-month period, the impact on earnings per share cannot be calculated.

9.3. ) Impact on Voting RightsControl Dilution)

After the issuance of the offering and the allocation of the Company's newly issued ordinary shares to existing ) shareholders in proportion to their shareholdingRights Offering), in the event that all existing shareholders exercise their rights to subscribe for the new shares according to their existing rights, there will be no impact on the voting rights of the Company's shareholders. In the event that all existing shareholders do not exercise their rights to purchase the new shares at all. The Company may offer the remaining shares at the same time or at different times to the existing shareholders of the Company in proportion to their shareholding. And/or the Company will proceed to reduce the Company's registered capital by writing off the remaining newly issued ordinary shares from the offering, leaving the number of paid-up shares unchanged and not ) affecting the voting rights of the Company's shareholdersControl Dilution).

However, in the event that the shareholders choose not to exercise their rights to subscribe for the newly issued ordinary shares according to their existing rights and other shareholders exercise their rights to subscribe for the newly issued ordinary shares according to their existing rights and/or to subscribe for the newly issued ordinary shares in excess of .their rightsThe existing shareholders will have a decrease of voting rights of approximately ,23.08% which can be calculated as follows:

$$\begin{aligned}
&= \frac{\text{Number of voting rights of new shareholders}}{\text{Number of Shares Outstanding+ Number of Voting Rights of New Shareholders}} \\
&= \frac{145,500,000}{485,000,000 + 145,500,000} \\
&= 23.08\text{percent}
\end{aligned}$$

## **10. Worthiness to Shareholders Compared with the Impact on Voting Rights**

In comparing the benefits that shareholders will receive from the issuance, offering and allocation of the newly issued ordinary shares to the existing shareholders in proportion to their shareholding (Rights Offering) in this instance, the Board of Directors is of the view that such offering of newly issued ordinary shares may result in a control dilution effect of 23.08 percent, while the impact on earnings per share (EPS Dilution) remains unclear due to the Company's net loss for the latest 12-month period.

However, the Board of Directors has considered that the offering of such newly issued ordinary shares will provide greater benefits to shareholders than the impact arising from the reduction of voting rights, as the Company will have sufficient funding sources to support its business operations in accordance with its objectives and necessities in a timely manner. This will enable the Company to continue its operations and improve its operating performance in the future, contributing to revenue and profit growth in both the short and long term. In addition, it will strengthen and stabilize the Company's financial position by increasing an appropriate capital base to support current business expansion and future investments, thereby enhancing the Company's competitive advantage and growth potential, as well as promoting sustainable growth.

## **11. Opinion of the Board of Directors**

### **11.1 Reasons, Necessity of the Capital Increase, and Reasonableness Thereof**

The Board of Directors is of the opinion that the issuance, offering and allocation of the newly issued ordinary shares to the existing shareholders in proportion to their shareholding (Rights Offering) in this instance is reasonable and necessary in accordance with the objectives and the utilization plan as specified in Clause 6. The issuance and offering of newly issued ordinary shares will enable the Company to avoid increasing its debt burden from borrowings from financial institutions or other sources of funding, which would incur costs and expenses. It will also enable the Company to acquire a new business to enhance its operating performance, increase opportunities to generate revenue, returns, asset growth, profits, and cash flows for the Company and its shareholders on a continuous long-term basis.

However, if the Company does not receive proceeds from this capital increase, it will lack funding sources to create revenue-generating opportunities from future business expansion, as well as for use as working capital. For such reasons, the Board of Directors is of the opinion that the Company has the necessity to proceed with this capital increase in order to utilize the proceeds in accordance with the stated objectives

### **11.2 Feasibility of the Proceeds Utilization Plan and Sufficiency of Funding Sources**

The Board of Directors is of the opinion that the Company's proceeds utilization plan as specified in Clause 6 is clearly feasible, reasonable, and will be beneficial to the Company and its shareholders in the future. With the funds to be received from the capital increase, together with the Company's experience, the Company will have sufficient potential and funding as working capital to support business growth. Therefore, the aforementioned utilization plan is reasonable and sufficient to enhance competitiveness, generate growth, and provide continuous long-term returns.

### **11.3 Expected Impact on the Company's Business Operations, Financial Position and Overall Operating Results as a Result of the Capital Increase**

The Board of Directors has considered and is of the opinion that entering into such transaction will increase the Company's opportunities to generate revenue and enhance its liquidity for current business operations. It will also strengthen the Company's financial structure and its debt-to-equity ratio in the long term, as having sufficient funding from the capital increase will enable the Company to continue its operations and increase opportunities to generate stable revenue and cash flows in the future. Therefore, such capital increase will not have any adverse impact on the Company's business operations, financial position, or overall operating results.

**12. Implementation Timeline in the Event that the Board of Directors Resolves to Increase Capital / Allocate Newly Issued Shares**

Sequence	Procedure	Day/ Month/ Year
1	Board of Directors' Meeting No. 4/2026 to consider and approve the allocation of newly issued ordinary shares under the General Mandate to the existing shareholders in proportion to their shareholding (Rights Offering)	27 February 2026
2	Record Date for determining the list of shareholders entitled to subscribe for the newly issued ordinary shares allocated to the existing shareholders in proportion to their shareholding (Rights Offering)	16 March 2026
3	Subscription Date and Payment of Subscription Fee for Newly Issued Ordinary Shares Offered to Shareholders in Proportion to Shareholding	3 April – 10 April 2026
4	Registered the change of paid-up capital with the Department of Business Development, Ministry of Commerce. The newly issued ordinary shares are offered to shareholders in proportion to their shareholding	Within 14 days from the date the Company receives the payment for the newly issued ordinary shares

The Company certifies that the information in this report is accurate and complete in all respects

Sincerely yours,

-Mr. Pannawit Chottechathammanee-

(Mr. Pannawit Chottechathammanee)

Chief Executive Officer