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Ref. TIPCO 002/2026

20 February 2026

Subject: Resolutions of the Board of Directors Meeting No. 2/2026 regarding the dividend payment, the amendments to the Company's Articles of Association and Affidavit, including the schedule and agenda of the 2026 AGM (Revised)

Attention: President & Director
The Stock Exchange of Thailand

The Board of Directors' Meeting No. 2/2026, held on 20 February 2026 approved the following resolutions:

1. The Board of Directors resolved to propose to the Annual General Meeting of Shareholders for consideration and approval that no allocation be made from the net profit as a legal reserve, as the Company has already fully appropriated the required legal reserve. The Board also approved the payment of dividends at the rate of Baht 0.10 per share derived from the Company's net profit and retained earnings for the financial statements ending 31 December 2025, totaling a dividend payment of Baht 48,257,964, representing 8.5% of the net profit based on the Company's separate financial statements. The dividend payment date is scheduled for Friday, 8 May 2026.

Individual shareholders are entitled to claim a dividend tax credit at the rate of 20/80, in accordance with the criteria set forth in Section 47 bis of the Revenue Code.

The dividend shall be paid only to shareholders who are entitled to receive dividends in accordance with the Company's Articles of Association, whose names appear on the Record Date, Monday, 9 March 2026. The above resolution of the Board of Directors will be proposed for approval at the 2026 Annual General Meeting of Shareholders.

2. Resolved to propose the amendments to Articles 13 and 15 of the Company's Articles of Association to the 2026 Annual General Meeting of Shareholders for consideration and approval.

Company's Current Articles of Association	Proposed change
Clause 13. The number of the directors on the board of directors of the company shall be determined by the meeting of shareholders but not less than five people. There shall be not less than three independent	Clause 13. The number of the directors on the board of directors of the company shall be determined by the meeting of shareholders but not less than five people. There shall be not less than three independent

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โรงงานเชียงใหม่ : เลขที่ 205/1 หมู่ 2 ตำบลโป่งแยง อำเภอแมริม จังหวัดเชียงใหม่ 50180 ประเทศไทย

โรงงานเพชรบูรณ์ : เลขที่ 999 หมู่ที่ 7 ตำบลพุดาม อำเภอวิเชียรบุรี จังหวัดเพชรบูรณ์ 67180 ประเทศไทย

Company's Current Articles of Association	Proposed change
<p>directors who are not executive directors and do not have relations with regular administrative work and they are not major shareholders of the company. Directors of not less than one half of all directors must have residence in the kingdom.</p> <p>Every director must perform their duty with honesty and carefulness and must use discretion with free will and in necessary cases, for the benefit of the company; there shall be objection to the action of other directors or the management.</p> <p>The directors of the company are eligible to receive remuneration for the duty performed and the remuneration is salary, meeting allowance, allowance, and bonus.</p> <p>Director of the position in Chief Executive Officer, refrain from paying remuneration from being a director.</p>	<p>directors who are not executive directors and do not have relations with regular administrative work and they are not major shareholders of the company. Directors of not less than one half of all directors must have residence in the kingdom.</p> <p>Every director must perform their duty with honesty and carefulness and must use discretion with free will and in necessary cases, for the benefit of the company; there shall be objection to the action of other directors or the management.</p> <p>The directors of the company are eligible to receive remuneration for the duty performed and the remuneration is salary, meeting allowance, allowance, and bonus.</p>
<p>Clause 15. The election of directors by the shareholders' meeting shall be governed by the following criteria and procedures:</p> <p>(1) The shareholders' meeting shall vote to elect directors on an individual basis (one position at a time).</p> <p>(2) In voting for each director position, each shareholder shall have a number of votes equal to the number of shares held, whereby one share shall equal one vote.</p> <p>(3) For each director position, the person receiving the highest number of votes shall be elected as a director. In the event of a tie among candidates for a particular position, the Chairperson of the</p>	<p>Clause 15. Directors shall be elected by the shareholders' meeting <u>by a majority vote</u>, in accordance with the following rules and procedures:</p> <p>(1) The shareholders' meeting shall vote to elect directors on an individual basis (one position at a time).</p> <p>(2) In voting for each director position, each shareholder shall have a number of votes equal to the number of shares held, whereby one share shall equal one vote.</p> <p>(3) <u>Persons receiving the highest number of votes in descending order shall be elected as directors, up to the number of director positions available or to be elected at that time.</u> In the event of a tie among candidates <u>in the next</u></p>

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Company's Current Articles of Association	Proposed change
meeting shall have a casting vote to determine the election.	<u>descending order which exceeds the number of available positions</u> , the Chairperson of the meeting shall have a casting vote to determine the election.

3. Resolved to propose the amendments to the Company's Memorandum of Association be proposed to the 2026 Annual General Meeting of Shareholders for consideration and approval by cancelling Objectives (14) and (15), amending Objectives (22) and (23), and adding one new objective.

Company's Current objectives	Proposed change
Clause (14) To engage in fishery business and the sale of fishing equipment.	Repealed
Clause (15) To engage in livestock farming and breeding of pigs, beef cattle, and dairy cattle, including the production of fresh milk for sale.	Repealed
Clause (22) To engage in the trading of rice and rice products; cassava and cassava products; maize, sesame, beans, pepper, jute, kapok, cotton, lac, castor beans, timber, rubber, vegetables, vegetables, fruits, forest products, herbs, slaughtered meat , sugar, animal feed, and all types of agricultural crops.	Clause (22) To engage in the trading of rice and rice products; cassava and cassava products; maize, sesame, beans, pepper, jute, kapok, cotton, lac, castor beans, timber, rubber, vegetables, vegetables, fruits, forest products, herbs, slaughtered meat, sugar, animal feed, and all types of agricultural crops.
Clause (23) To engage in the business of fresh food, dried food, instant food, canned goods, food seasonings, beverages, liquor, beer, cigarettes , and other consumable goods.	Clause (23) To engage in the business of fresh food, dried food, instant food, canned goods, food seasonings, beverages, liquor, beer, cigarettes, and other consumable goods.
	New objective: <u>Direct & Online Sales: Selling products and services via direct sales, direct marketing, and E-commerce platforms (subject to regulatory approval).</u>

4. Resolved to propose the appointment of the Company's auditors for the year 2026 from EY Office Limited be proposed to the 2026 Annual General Meeting of Shareholders for consideration and approval, with the details as follows:

1. Mr. Chatchai Kasemsrithanawat C.P.A no. 5813 and/or
2. Ms. Isaraporn Wisutthiyan C.P.A no. 7480 and/or
3. Mr. Pornanan Kitjanawanchai C.P.A no. 7792

The proposed audit fee for the year 2026 for the Company is Baht 1,250,000, which is equal to the audit fee for the year 2025.

5. Resolved to propose to the 2026 Annual General Meeting of Shareholders for consideration and election of three directors to replace those retiring by rotation, as follows:

1. Mr. Jacques Louis Yves Marie Marchal – Director
2. Mr. Pichawat Chomchuen – Independent Director
3. Mr. Pichitpol Panyapol – Independent Director

In 2026, three directors retired by rotation, namely:

1. Mr. Jacques Louis Yves Marie Marchal – Director
2. Mr. Nontigorn Kanchanachitra – Independent Director/ Member of the Audit Committee
3. Mr. Somchai Supattarakul – Independent Director/ Member of the Audit Committee

Mr. Jacques Louis Yves Marie Marchal has expressed his willingness to be re-elected for another term. Mr. Nontikorn Kanchanajitra and Mr. Somchai Supatrakul have informed the Company of their intention not to seek re-election.

The Company provided shareholders with the opportunity to nominate qualified persons for election as directors in advance during the period from 29 October 2025 to 9 December 2025. As a result, two qualified persons were nominated by shareholders, namely Mr. Pichawat Chomchuen and Mr. Pichitpol Panyapol.

The Nomination and Remuneration Committee carefully considered and screened the qualifications of both nominees and was of the opinion that they possess the knowledge, capabilities, and experience beneficial to the Company's business operations. The Committee therefore proposed to the Board of Directors to consider appointing them as Independent Directors to replace the directors who do not wish to continue their terms.

After due consideration, the Board of Directors deemed it appropriate to propose to the 2026 Annual General Meeting of Shareholders for approval the appointment of Mr. Pichawat Chomchuen and Mr. Pichitpol Panyapol as Independent Directors, and the re-election of Mr. Jacques Louis Yves Marie Marchal as Director for another

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term, as all three individuals possess qualifications in accordance with applicable laws and relevant regulations and are able to perform their duties independently and in the best interests of the Company.

6. Resolved to propose to the remuneration of the Board of Directors and sub-committees for the year 2026, comprising fixed remuneration and variable remuneration, be proposed to the 2026 Annual General Meeting of Shareholders for consideration and approval.

1. Fixed remuneration for the year 2026 in an amount not exceeding Baht 4,200,000. The remuneration for each position has been revised from that of 2025.

Position	Fixed Remuneration per Member	
	2026	2025
Chairman of the Board	40,000 Baht per month	50,000 Baht per month
Director	30,000 Baht per month	40,000 Baht per month
Chairman of the Audit Committee	24,000 Baht per month	70,000 Baht per meeting (4 meetings per year)
Audit Committee Member	17,000 Baht per month	50,000 Baht per meeting (4 meetings per year)
Chairman of the Nomination and Remuneration Committee	5,000 Baht per month	30,000 Baht per meeting (4 meetings per year)
Nomination and Remuneration Committee Member	3,500 Baht per month	20,000 Baht per meeting (4 meetings per year)

2. Annual Variable Remuneration for the Year 2026: Not exceeding 3,600,000 Baht

In the event that the Company records a net profit (based on the consolidated financial statements) after deducting dividend income from associate companies, and provided that the Company has already received such dividends from the associate companies, the Board of Directors shall consider the payment of variable remuneration to the entire Board. The total amount shall not exceed one time (1.0x) the total remuneration received by the Board throughout the year. The final decision regarding such payment shall be at the sole discretion of the Board of Directors.

Conditions for Variable Remuneration Payment

- Payment shall be made only to directors holding office at the time the remuneration is considered for payment.

- Directors who have served for less than one full year shall receive the variable remuneration on a pro-rata basis according to their tenure.

3. Other Special Benefits and Other Benefits: **-None-**

7. Resolved to propose to the 2026 Annual General Meeting of Shareholders regarding the schedule of the 2026 Annual General Meeting of Shareholders, to be held on Friday, April 10, 2026, at 10.00 a.m. at the Head Office, Meeting Room, 5th Floor, Tipco Building, No. 118/1 Rama 6 Road, Phayathai Subdistrict, Phayathai District, Bangkok 10400.

The Record Date for determining the names of shareholders entitled to attend the 2026 Annual General Meeting of Shareholders, as well as those entitled to receive the annual dividend, shall be March 9, 2026. The entitlement to receive dividends shall be subject to approval by the 2026 Annual General Meeting of Shareholders.

The agenda of the 2026 Annual General Meeting of Shareholders is as follows:

1. To consider and approve the Minutes of the 2025 Annual General Meeting of Shareholders, held on 9 April 2025
2. To acknowledge the Company's performance for the year 2025
3. To consider and approve the audited financial statements for the year ended 31 December 2025
4. To consider and approve the allocation of net profit as the legal reserve and the payment of dividends for the year 2025
5. To consider the appointment of directors in place of those retiring by rotation
6. To consider and approve the remuneration of the Company's directors and sub-committees for the year 2026
7. To consider and approve the appointment of auditors and the audit fee for the year 2026
8. To consider and approve the amendment of the Company's Articles of Association article No. (13) and (15)
9. To consider and approve the amendments to the Company's Affidavit
10. To consider other matters (if any)

The Company provided shareholders with the opportunity to propose agenda items for the 2026 Annual General Meeting of Shareholders during the period from October 29, 2025, to December 9, 2025. No agenda items were proposed by any shareholder.

8. Resolved to propose to the Chief Executive Officer be authorized to take any actions relating to the convening of the 2026 Annual General Meeting of Shareholders, including the determination or amendment of the date, time, and venue of the meeting, as well as any necessary and appropriate actions in connection therewith.

Please be informed accordingly.

Sincerely yours,

- Signed -

Mr. Viwat Limsakdakul
Chief Executive Officer