



Ref. MEB CS 04/2026

Subject: Invitation to the 2026 Annual General Meeting of Shareholders

9 March 2026

**To: Shareholders,
Meb Corporation Public Company Limited**

- Attachments: 1) Annual Report for the year 2025 (Form 56-1 One Report) in QR Code format which included the audited statement of financial position and statement of comprehensive income
- 2) Profiles of the nominated candidates for directors
 - 3) Profiles of the proposed auditors for the year 2026
 - 4) Guidance on electronic meeting (E-AGM) and articles of association of the Company related to shareholders' meetings
 - 5) Privacy policy regarding the general meeting of shareholders of Meb Corporation Public Company Limited
 - 6) Proxy Form A, Form B, and Form C
(Proxy Form B is recommended.)

The Board of Directors meeting of Meb Corporation Public Company Limited (the “**Company**”) resolved to convene the 2026 Annual General Meeting of Shareholders (the “**Meeting**”) on Tuesday 7 April 2026 at 14:30 hours **only through electronic media (“E-AGM”)** according to the Emergency Decree on Electronic Meetings B.E. 2563 (2020) and other related laws and regulations, to consider the following agenda:

Agenda 1: Acknowledgement of the Company’s 2025 performance

Facts and Rationales: The Company has summarized the Company’s performance in 2025 as provided in the 2025 Annual Report (Form 56-1 One Report) - Business and Performance (Details as shown in Attachment 1)

Board of Directors’ opinion: The Board proposed the Company’s performance of 2025 to the Meeting for consideration and acknowledgement.

Vote required: Voting is not required as this agenda is for shareholders’ acknowledgement.

Agenda 2: Approval of the audited financial statements for the year ended 31 December 2025

Facts and Rationales: To be in compliance with the Company’s Articles of Association and the Public Limited Companies Act, B.E. 2535 (as amended) (the “**PLC Act**”), the Company shall prepare a statement of financial position at the end of fiscal year ended 31 December 2025 which has been audited by an external auditor as provided in 2025 Annual Report (Form 56-1 One Report) (Details as shown in Attachment 1) which summarized as follows:

Statement of Financial Position and Profit and Loss for the year ended 31 December 2025

Unit : THB

Lists	Consolidated	The Company
Assets	1,983,627,153	1,861,458,861
Liabilities	407,173,097	342,403,407
Revenue from sale	2,121,689,979	1,961,643,206
Total revenue	2,160,564,530	2,013,036,015
Profit for the year ¹	403,664,501	418,739,197
Profit per share (THB/share) ²	1.35	1.40

Notes: ¹ Profit for the year attributable to owners of the parent

² Profit per share calculated from profit for the year attributable to owners of the parent

Board of Directors' opinion:

The Board recommends that the Meeting consider and approve the financial statements for the fiscal year ended 31 December 2025 which were reviewed by the Audit Committee and the Board of Directors and audited by the external auditor who expressed unqualified opinions as provided in the 2025 Financial Statements.

Vote required:

Simple majority of the shareholders present at the meeting and casting their votes.

Agenda 3: Approval of the profit allocation of funds as legal reserves and dividend payment for 2025 performance

Facts and Rationales:

According to the Section 116 of the PLC Act and the Company's Articles of Association no. 53, the Company shall allocate not less than five (5) percent of its annual net profits less the accumulated losses brought forward (if any) to a legal reserve until the legal reserve is not less than ten (10) percent of the registered capital. In addition, the Company has a policy to pay dividends to shareholders at least once a year, at a total rate of not less than 40% of the net profit from the Company's consolidated financial statements after deduction of corporate income tax and allocation of reserve funds as required by laws and regulations of the Company. The dividend payment must not exceed the retained earnings from the separate financial statements of the Company. However, the dividend payment may be less than the above rates depending on factors such as economic conditions, operating results and financial status, cash flow, working capital, investment plans and business expansion, liabilities, conditions and restrictions as stipulated in the Company's loan agreement and other appropriateness which the Board of Directors will carefully consider. The annual dividend payment must be approved by the shareholders' meeting, except for the interim dividend payment, in which the Board of Directors may approve from time to time when deemed appropriate, particularly when the Company has sufficient profit to do so. Whereby the Company will report the dividend payment at the next shareholders' meeting, given that such dividend must not contradict or be inconsistent with the law.

Comparison of the rate of dividends from the results of operations in the year 2025 to the preceding year is as follows:

Details of dividend payment	Year 2025	Year 2024
Consolidated net profit (THB) ¹	403,664,501	440,076,644
Paid-up share capital (shares)	300,000,000	300,000,000
Annual dividend (including special dividend) (THB/share)	1.10	1.10
Annual dividend amount (THB)	330,000,000	330,000,000
Dividend payout ratio ¹ (%)	81.8	75.0

Note : 1 Profit for the year attributable to owners of the parent

Board of Directors' opinion:

The Board recommends the Meeting to consider as follows:

1. Acknowledge that as of 31 December 2025, the Company has already set aside legal reserve at the amount required by law of THB 15,000,000.
2. Approval of the dividend payment for 2025 performance at THB 1.10 per share, totaling to THB 330,000,000 (including special dividend) which is higher than the Company's dividend policy. The Record Date for the right to receive dividend would fall on 17 April 2026, and the dividend would be paid on 5 May 2026. However, the right to receive dividend is not confirmed until being approved by the 2026 Annual General Meeting of Shareholders.

Vote required:

Simple majority of the shareholders present at the meeting and casting their votes.

Agenda 4: Approval of the appointment of directors in place of those retired by rotation in 2026

Facts and Rationales:

According to the Company's Articles of Association, at every annual general meeting of shareholders, one-third of the directors shall retire. If the number of directors cannot be divided into three parts, the number of directors closest to one-third shall retire. The directors retiring from office in the first and second year after registration of the Company shall be determined by drawing lots. For subsequent years, the directors who have held office longest shall retire and the directors retiring may be re-elected. In 2026, there are 4 directors to be retired by rotation in this meeting as follows:

- | | | |
|------------------------|--------------|----------------------|
| 1. Dr. Ton | Chirathivat | Director |
| 2. Mrs. Monthira | Huayhongtong | Director |
| 3. Ms. Somsri | Ruchdaponkul | Independent Director |
| 4. Asst. Prof. Dr. Arm | Tungnirun | Independent Director |

In this regard, the Company has invited the shareholders to nominate directors in advance via the Company's website from 1 December 2025 to 15 January 2026 which none of shareholders nominate directors to the Company.

The Nomination and Remuneration Committee had undertaken the nomination process by considering persons who have qualifications as stipulated in the Charter of the Company's Directors in accordance with the law, relevant law, and suitable for the business of the Company. In case of nominating independent directors, the nominating directors must have the qualifications stipulated

by law and for the case of nominating same independent directors back to terms, the nominating directors must not hold an independent director position for more than 9 years. Ms. Somsri Ruchdaponkul and Asst. Prof. Dr. Arm Tungnirun are independent directors, having qualifications which meet all the requirements of Company's independent director definition and the qualifications under the relevant law. They are able to give opinion independently.

The Nomination and Remuneration Committee (excluding director who was retired by rotation) had undertaken the nomination process thoroughly as mentioned, thus, had nominated the extension of 4 directors for another term. (Details as shown in Attachment 2)

Board of Directors' opinion:

The Board (excluding those retired by rotation) considered the qualifications of each aforementioned director thoroughly, it was found that all 4 retiring directors have qualifications as stipulated in the Charter of the Company's Directors in accordance with the law, relevant law, and suitable for the business of the Company and the person who will be nominated as an independent directors have the qualifications under the relevant law. The Board agreed with the proposal made by the Nomination and Remuneration Committee to recommend that the Meeting re-appoint all 4 retiring directors to retain office for another term as follows:

- | | | | |
|----|---------------------|--------------|----------------------|
| 1. | Dr. Ton | Chirathivat | Director |
| 2. | Mrs. Monthira | Huayhongtong | Director |
| 3. | Ms. Somsri | Ruchdaponkul | Independent Director |
| 4. | Asst. Prof. Dr. Arm | Tungnirun | Independent Director |

Vote required:

Simple majority of the shareholders present at the meeting and casting their votes. The directors will be considered and appointed individually.

Agenda 5: Approval of the remuneration for the Board of Directors for 2026

Facts and Rationales:

According to the Company's Articles of Association, directors are eligible to receive remuneration in the forms of monetary, meeting allowance, gratuity, bonus, or any other forms of remuneration as the shareholders' meeting considers to be appropriate for the duty of the Board of Directors.

In this regard, the Nomination and Remuneration Committee had considered and determined the remuneration for the Board of Directors based on the suitability in various respects and compared with the remuneration of other companies within the same industry. The Nomination and Remuneration Committee deemed it appropriate to recommend the Board to propose the shareholders to consider and approve the remuneration for the Board of Directors and sub-committees for 2026 at the same rate as last year in an amount not exceeding THB 4 million.

Board of Directors' opinion:

The Board considered and agreed with the proposal made by the Nomination and Remuneration Committee to recommend the Meeting to approve 2026 remunerations for the Board and sub-committees at the same rate as last year in an amount not exceeding THB 4 million. The remunerations include quarterly remuneration, meeting allowances and bonus (if any) as follow:

	Year 2026 (proposed)	Year 2025	Increase/ (Decrease)
Remuneration (THB/Year)	4,000,000	4,000,000	-
Quarterly Remuneration (THB/Quarter)			
Chairman of the Board	52,000	52,000	-
Chairman of the Audit Committee	52,000	52,000	-
Director	32,000	32,000	-
Meeting allowance (THB/Meeting/ Person)			
<u>Board of Directors</u>			
Chairman of the Board	30,000	30,000	-
Non-Executive Director	20,000	20,000	-
<u>Audit Committee</u>			
Chairman of the Audit Committee	35,000	35,000	-
Member of the Audit Committee	30,000	30,000	-
<u>Executive Committee</u>			
Chairman of the Executive Committee	20,000	20,000	-
Member of the Executive Committee (excluding executive director)	16,000	16,000	-
<u>Nomination and Remuneration Committee</u>			
Chairman of the Nomination and Remuneration Committee	20,000	20,000	-
Member of the Nomination and Remuneration Committee (excluding executive director)	16,000	16,000	-
<u>Risk Management Committee</u>			
Chairman of the Risk Management Committee	20,000	20,000	-
Member of the Risk Management Committee (excluding executive director)	16,000	16,000	-

Note : Director who holds the position of executive shall not receive meeting allowance.

In this regard, the Company may consider the other compensation, such as bonuses or other benefits, to the directors by requiring the Board of Directors to determine the details and conditions. Thus, the total remuneration payment must not exceed the remuneration budget that requested for approval.

Other benefits : None of other benefits for year 2026 (proposed year) and year 2025

Vote required:

Not less than two-thirds of the total number of votes of the shareholders present at the meeting.

Agenda 6: Approval of the appointment of the external auditors and determination of the audit fees for the year 2026

Facts and Rationales:

The PLC Act prescribes that the annual general meeting of shareholders shall consider and approve an appointment of an auditor and determine the remuneration of the auditor of the company every year. In this regard, the Audit Committee had considered and agreed to appoint the auditor, determined the audit fee which it deemed to be appropriate. Also, the proposed auditors have no relationship or conflict of interest with the Company, subsidiaries, executives, major shareholders or person related to the said parties which independent in auditing and recommending the Company's

financial statements. Thus, it was recommended that the Board of Directors to propose the appointment of the auditor and approve the audit fee of the Company for year 2026 to the Shareholders Meeting and acknowledge the audit fee for the 2026 financial statements of subsidiaries, which will be audited by PricewaterhouseCoopers ABAS Limited.

Board of Directors' opinion:

The Board considered and agreed with the proposal made by the Audit Committee and recommended the Meeting to consider,

- To consider and appoint PricewaterhouseCoopers ABAS Limited as the external auditor and appoint

1. Ms. Wanvimol Preechawat Certified Public Accountant No. 9548 and/or
2. Ms. Amornrat Pearmpoonvatanasuk Certified Public Accountant No. 4599 and/or
3. Ms. Tithinun Vankeo Certified Public Accountant No. 9432

any of the above officers from PricewaterhouseCoopers ABAS Limited be the external auditor to the Company and express opinions on the financial statements of the Company and its subsidiaries for the year 2026. In the event that the auditors mentioned above are unable to perform their duties, PricewaterhouseCoopers ABAS Limited shall assign other auditors of PricewaterhouseCoopers ABAS Limited and certified by SEC to audit the Company's account and express opinion on the Company's financial statement in place of them (Profiles of the proposed auditors as shown in Attachment 3).

- To consider and approve the audit fee for the audit of the 2026 financial statements and the review of the quarterly financial statements and the consolidated financial statements totaling THB 1,200,000, excluding non-audit fee

	Year 2026 (proposed)	Year 2025	Increase / (Decrease)
1. Audit fee for the audit of the 2026 financial statements and the review of the quarterly financial statements and the consolidated financial statements of the Company (THB)	1,200,000	1,200,000	-
2. Non-audit fee	Paid as incurred	-	-
Total	1,200,000	1,200,000	-

- To acknowledge the audit fee for the 2026 financial statements of subsidiaries totaling THB 443,900

	Year 2026 (proposed)	Year 2025*	Increase / (Decrease)
Audit fee for the 2026 financial statements of subsidiaries (THB)	443,900	460,000	(16,100)

Note: In 2025, the Company had a new subsidiary, namely Incognito Lab Co., Ltd.

Vote required:

Simple majority of the shareholders present at the meeting and casting their votes.

Agenda 7: Other matters (if any)

In this regard, the Company has invited the shareholders to propose agenda and nominate directors in advance via the Company's website from 1 December 2025 to 15 January 2026 which none of shareholders proposed agenda or nominate directors to the Company.

It is recommended that the shareholders shall study the guidance of E-AGM and Articles of Association regarding the Shareholders' Meeting (details as shown in Attachment 4). If shareholders have any queries, please submit the questions regarding the Meeting agenda prior to the Meeting via email: comsec@meb.co.th

Therefore, the Company hereby invites all shareholders to attend the 2026 Annual General Meeting of Shareholders per the above date and time **which is convened through electronic only**. Registration for E-AGM will be opened in advance via the Inventech Connect (e-Registration) system from 24 April 2026 at 9:00 hours onwards.

Please be informed accordingly,

Yours sincerely,

- *Piya Nguiakaramahawongse* -

(Mr. Piya Nguiakaramahawongse)

Chairman

Meb Corporation Public Company Limited