



INVITATION LETTER ANNUAL GENERAL MEETING OF SHAREHOLDERS (AGM) 2025

Siam Global House Public Company Limited


GLOBAL




Tuesday, April 8, 2025, at 2:30 p.m.

Meeting Room on the 5th floor of Siam Global House Public Company Limited (Head Office), located at No. 232, Moo 19, Rob Mueang Sub-district, Mueang District, Roi Et.

 **Call Center**
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February 28, 2025

Subject : Invitation Letter to the 2025 Annual General Meeting of Shareholders (AGM)

To : Shareholders of Siam Global House Public Company Limited

Attachments:

1. Copy of the Annual General Meeting (AGM) Minutes for 2024
2. 56-1 One Report for 2024 in QR Code Format
3. Capital Increase Report (Form F 53-4)
4. Personal profile of the nominated directorial candidates
5. The Company's Articles of Association regarding Shareholders' Meeting
6. Definition of Independent Directors (for consideration of Agenda 9)
7. Procedures for Meeting Registration and Proxy Granting
8. Information on Independent Directors for Consideration as Proxies
9. Proxy Forms A, B and C
10. Privacy Notice for the Annual General Meeting of Shareholders for 2025
11. Map of the Meeting Venue

The Board of Directors' meeting of Siam Global House Public Company Limited (the "Company") has resolved to determine the date of the Annual General Meeting of Shareholders for 2025. The meeting will be held on Tuesday, April 8, 2025, at 2:30 p.m. in the Meeting Room on the 5th floor of Siam Global House Public Company Limited's Head Office, located at No. 232, Moo 19, Rob Mueang Sub-district, Mueang, Roi Et. The meeting will consider matters under the following agenda items:

Remark : The Company invites shareholders to propose an agenda in advance for the board of directors to consider and include in the meeting agenda from October 1, 2024, to January 15, 2025, but there was no agenda proposed by the shareholders.

Agenda 1 To certify the Minutes of the Annual General Meeting of Shareholders for the year 2024

Detail : The Annual General Meeting of Shareholders for 2024 was scheduled to be held on Wednesday, April 10, 2024, in the Meeting Room on the 5th floor of Siam Global House Public Company Limited's Head Office, located at No. 232, Moo 19, Rob Mueang Sub-district, Mueang, Roi Et. The copy of minutes of the meeting was disclosed in this letter as required by law. (Please see Attachment No.1 for details.)

Board of Directors' Opinion : After due consideration, it was deemed appropriate to propose to the Annual General Meeting of Shareholders to certify the minutes of the Annual General Meeting of Shareholders for the year 2024, held on Wednesday, April 10, 2024.

Voting : This agenda must be approved by a majority vote of the shareholders who attended the meeting and cast their votes.

Agenda 2 To acknowledge the Company's operating results for the year 2024

Detail : The Company has summarized the Company's operating results for the year 2024 ended on December 31, 2024, presented as follows :

Transaction	As at December 31, 2024	
	Consolidated Financial Statements	Separate Financial Statements
Total Assets	39,503.45	37,834.70
Total Liabilities	14,545.53	13,771.65
Total Equity	24,957.92	24,063.05
Total Revenue	33,014.97	32,484.44
Net Profit for the year	2,366.86	2,114.69
Profit (loss) attributable to Equity holders of the parent	2,377.00	2,114.69
Profit (loss) attributable to non-controlling interests	(10.14)	-
Total comprehensive income attributable to Equity holders of the parent	2,296.22	2,105.04
Total comprehensive income attributable to Non-controlling interests	(13.01)	-
Earnings per share attributable to equity holders of the parent (Baht / Share)	0.4570	0.4065

The Company's operating results for the year 2024 presented in the Annual Report 2024/Form 56-1 One Report 2024 which has been sent to the Shareholders with an invitation letter to the Annual General Meeting, and Attachment No.2

Board of Directors' Opinion: Agreed to propose the Company's operating results for the year 2024 ended December 31, 2024, to the Annual General Meeting of Shareholders for acknowledgement. As for the Company's future business direction, it will be presented in the meeting accordingly.

Voting: This agenda item is for acknowledgement and there will be no casting of votes.

Agenda 3 To approve the Financial Statements of the Company for the year ended December 31,2024

Detail : According to the Public Limited Companies Act. B.E. 2535, section 112, the Board of Directors shall assign the Company to prepare a statement of financial position and a statement of comprehensive income at the end of the fiscal year and have them audited by an external auditor before submitting them to the Annual General Meeting of Shareholders for approval.

The Board of Directors had the financial statements for the year ended on December 31, 2024, audited and certified by a certified public accountant, which were respectively reviewed by the Audit and Risk Management Committee, and the Board of Directors, as presented in the Annual Report 2024 / Form 56-1 One Report 2024. The financial statements for the year ended on December 31, 2024, was sent to the Shareholders with the invitation letter for the meeting. (Please see Attachment No.2 for details.)

Board of Directors' Opinion : Agreed to propose to the Annual General Meeting to consider the financial statements for the year ended on December 31, 2024, which were audited and reviewed by a certified public accountant, the Audit and Risk Management Committee, and the Board of Directors respectively.

Voting : This agenda must be approved by a majority vote of the shareholders who attended the meeting and cast their votes.

Agenda 4 To consider and approve regarding the allocation of net profit for the year 2024 as legal reserves and the dividend payment

Detail : By law, the Company must allocate at least 5% of its annual net profit to a legal reserve until it reaches 10% of the registered capital. As of December 31, 2024, the Company’s legal reserve amounts to Baht 526,182,750.53 or 10.12% of the registered capital, which meets the legal requirement. Therefore, the 2024 net profit will not be made to the additional legal reserve. According to the Company’s dividend policy, at least 30% of the net profit for the year will be distributed as dividends to shareholders after deducting all reserves stipulated by law and the Company’s Articles of Association. After due consideration by the Board of Directors, it was deemed appropriate to propose the Company pay the dividends to the shareholders for 2024 in form of :

- Dividend payment in the form of ordinary shares, not exceeding 200,071,562 shares, with the par value of Baht 1 per share to the Company’s shareholders at the rate of 26 (Twenty-six) existing shares per 1 (One) dividend shares, totaling a value not exceeding Baht 200,071,562 or a dividend payment of Baht 0.0384615384 per share. In case any shareholder holds the indivisible share remaining after such allocation, the dividend shall be paid by cash instead of dividend at the rate of Baht 0.0384615384 per share.
- Paying in cash dividend at the rate of Baht 0.1842735043 (10 decimal places) or not exceeding in total of Baht 958,565,085.70

The total payment of the stock dividend and the cash dividend in a whole year shall be equivalent to the rate of Baht 0.2227350427 (10 decimal places) per share which can be calculated as in the total amount of approximately Baht 1,158,636,647.70 or 54.79% of net profit in 2024 (after paid off by legal reserves). This dividend payment aligns with the company’s dividend policy. All dividends shall be deducted for the withholding tax at the rate stipulated by law.

By specifying the list of shareholders who are entitled to receive the dividends in forms of stock and cash dividends on Friday, February 28, 2025, the date of dividend payment will be Wednesday, May 7, 2025. However, the granting of such rights of the Company is not yet definite, because approval by the Annual General Meeting of Shareholders is still required.

Details of dividend payment for operating result of 2021 – 2023

Year	2021	2022	2023
Earnings per share (Baht / Share)	0.7052	0.7075	0.7012
Dividend per share (Baht / Share)	0.2548	0.2546	0.2144
Proportion of dividends payment of net profit (%)	42.30	42.48	43.11

Remark : The earning per share above is basic earnings per share which are based on the financial statements for each year that did not adjust the number of shares of previous years due to the increase in capital for stocks dividend payment.

Board of Directors’ Opinion : After due consideration, the Board found it appropriate to propose to the Annual General Meeting of Shareholders to approve the dividend payment by share and cash from the net profit for 2024 and acknowledged the matter of no allocation of legal reserves as proposed by the Board.

Voting : This agenda must be approved by a majority vote of the shareholders who attended the meeting and cast their votes.

Agenda 5 To approve the reduction of the Company’s registered capital by cancelling unissued registered shares remaining from the stock dividend allocation according to the resolution of the Annual General Meeting of shareholders for the year 2024 in total of 14,355 shares with the par value of Baht 1, and to amend Clause 4 of the Company’s Memorandum of Association and relevant document to be in line with the decrease of the registered capital.

Detail : The Public Limited Companies Act, B.E.2535, section 136, has determined that the Company may increase the amount of its registered capital by issuing new shares after all the shares have been completely sold and paid-up in full amount, or if the shares have not been completely sold, the remaining shares shall be the shares issued for the exercise of rights under convertible debentures or share warrant.

For the reasons mentioned above, the Meeting is proposed to consider and approve the reduction of the Company’s registered capital from Baht 5,201,874,978.00 to Baht 5,201,860,623.00 by canceling 14,355 unissued registered ordinary shares with the par value of Bath 1 each, totaling Baht 14,355.00 which is the registered ordinary shares to support dividend payment according to the resolution of the Annual General Meeting of Shareholders for 2024 held on April 10, 2024 which remained unissued in the total amount of 14,355 shares. This includes the amendment in Clause 4 of the Company’s Memorandum of Association and related documents to be in line with the decrease in the registered capital as follows;

Clause 4	Registered Capital amount	5,201,860,623.00	Baht
	Divided to	5,201,860,623	Shares
	Par Value	1.00	Baht
	By separating to		
	Ordinary Shares	5,201,860,623	Shares
	Preference Shares	-	Shares

Board of Directors’ Opinion : The Annual General Meeting of Shareholders shall approve the reduction of the Company’s registered capital from Baht 5,201,874,978.00 to Baht 5,201,860,623.00 by canceling 14,355 unissued ordinary shares with a par value of Baht 1 per share, totaling Baht 14,355.00. It is also proposed to amend Clause 4 of the Company’s Memorandum of Association and other related documents to be in line with the decrease in the registered capital.

Voting : This agenda must be approved majority of not less than three-fourth of the total votes of shareholders attending the meeting and eligible to cast the votes.

Agenda 6 To approve the increase of the Company’s registered capital of 200,071,562 shares with the par value of Baht 1 to support the dividend payment, and to amend Clause 4 of the Company’s Memorandum of Association to be in line with the increase of the registered capital.

Detail : To support the stock dividend payment totaling 200,071,562 shares, approval has been granted for an increase in the registered capital of ordinary shares by 200,071,562 shares with the par value of Baht 1 each Baht. The Company’s registered capital will increase from Bath 5,201,860,623.00 to be Baht 5,401,932,185.00. Additionally, Clause 4 of the Company’s Memorandum of Association, along with related documents, will be amended to reflect the increase in registered capital as follows :

Clause 4	Registered Capital amount	5,401,932,185.00	Baht
	Divided to	5,401,932,185	Shares
	Par Value	1.00	Baht
	By separating to		
	Ordinary Shares	5,401,932,185	Shares
	Preference Shares	-	Shares

Board of Directors' Opinion : The Annual General Meeting of Shareholders should approve the increase the registered capital from Baht 5,201,860,623.00 to Baht 5,401,932,185.00 by issuing 200,071,562 new shares with the par value of Baht 1 each and to amend Clause 4 of the Company's Memorandum of Association to be in line with the increase of the registered capital.

Voting : This agenda must be approved majority of not less than three - fourth of the total votes of shareholders attending the meeting and eligible to cast the votes.

Agenda 7 To approve the allocation of additional ordinary shares 200,071,562 shares to support the stock dividend payment

Detail : As the Company adopted a resolution regarding the dividend payment as described in Agenda 3, the Company shall allocate ordinary shares to support the stock dividend payment for 200,071,562 shares with the par value of Baht 1 each to the company's shareholders in 26 existing shares per 1 stock dividend. The Company also enclosed The Capital Increase Report Form (F 53-4) in this document. (Please see Attachment No.3 for details)

Board of Directors' Opinion : The Annual General Meeting of Shareholders should approve the allocation of additional ordinary share 200,071,562 shares with the par value of Baht 1 each to support the stock dividend payment as proposed.

Voting : This agenda must be approved by a majority vote of the shareholders who attended the meeting and cast their votes.

Agenda 8 To consider and approve the appointment of auditors and determination of the audit fee for the year 2025.

Details : According to the Public Limited Companies Act, B.E.2535, and Clause 40 (5) of the Memorandum of association, has determined that the business where the Annual General Meeting of shareholders shall convene the meeting with follow; (5) considers appointing the Auditors and Audit Fee.

The Audit & Risk Management Committee's opinions : The Audit & Risk Management Committee has considered auditors for auditing the financial statements for the year 2025 by considering independence of the auditor, qualifications, skills and knowledge, experience in business and the financial statement auditing in the past year including the performance of auditors from M.R. & ASSOCIATES CO., LTD. The Audit & Risk Management Committee has opinions for the Board of Directors to propose to the Annual General Meeting of Shareholders to approve and appoint the auditors and determine the audit fee for 2025, with details as follows:

Names and audit firm proposed for the appointment of auditors from M.R. & ASSOCIATES CO., LTD. as the Company's auditors for the year 2025, with one individual designated to conduct the audit and express an opinion on the Company's financial statements, are as follows :

1. Miss Muntana Supanuruk CPA No. 4151 (has never signed the Company's financial statements) and / or
2. Mr. Akadet Pliensakul CPA No.5389 (has never signed the Company's financial statements) and / or
3. Miss. Kornthip Wanichwisedkul CPA No.6947 (has never signed the Company's financial statements)

The audit fee for the year 2025 is proposed to determine at an amount of Baht 4,400,000.00, which is appropriate rate compared to the scope of work and the audit fees of other listed companies in the same level.

Audit Fee (Excluding other expenses)	2025 (Proposed)	2024	2023
Annual audit fee and quarterly review fee (Baht)*	4,400,000.00	4,250,000.00	4,050,000.00
Non-Audit Fee	None	None	None

Remark : The Audit fee as mentioned above excludes other expenses such as photocopy expenses, traveling expenses, office supplies expenses, etc. which the auditors shall charge the company as much as actually incurred.

Board of Directors' Opinion : After considering the matter, the Board of Directors agrees with the proposal of the Audit and Risk Management Committee. Therefore, the Board of Directors proposes to the Annual General Meeting of Shareholders to consider and approve the appointment of auditors and determination of the audit fee for 2025 in the amount of Baht 4,400,000.00 as recommended by the Audit and Risk Management Committee. The list of auditors is as follows :

1. Miss Muntana Supanuruk Certified Public Accountant No. 4151 and / or
2. Mr. Akadet Pliensakul Certified Public Accountant No.5389 and / or
3. Miss. Kornthip Wanichwisedkul Certified Public Accountant No.6947

In case where the appointed auditor is unable to perform the duties, M.R. & Associates Co., Ltd. shall appoint another certified public accountant from the same firm to take over the responsibility of auditing and providing an opinion on the Company's financial statements. The nominated auditors have no relationship or interest, whether direct or indirect, with the Company, its subsidiaries, management, major shareholders, or any related persons. Therefore, they maintain independence in auditing and providing opinions on the Company's financial statements. The auditors of the Company and its subsidiaries registered in Cambodia are not affiliated with the same firm. However, the Board of Directors will ensure that financial statements are made within the required timeframe and verified by the Company's auditors before preparing the consolidated financial statements.

Voting : This agenda must be approved by a majority vote of the shareholders who attended the meeting and cast their votes.

Agenda 9 To consider and appoint directors replacing those who would retire by rotation.

Detail : According to the Public Limited Companies Act, B.E. 2535 and the Company's Articles of Associations, clause 19, one-third of the Directors shall retire by rotation at the Annual General Meeting, or a number closest to one-third of them shall vacate office. The Directors shall retire in the first and second year after registration of a public company limited, which is decided by drawing lots. In subsequent years, the longest-serving Directors shall retire first but may be eligible for re-election.

In the Annual General Meeting of Shareholders 2025, there are 3 Directors who must retire by rotation as follows ;

1. Mr. Mr. Pairoj Juarprathoom Position Director / Independent Director / Chairman of Audit & Risk Management Committee
2. Dr. Boonchai Pitugdamrongkija Position Director / Independent Director / Chairman of the Sustainability and Corporate Governance Committee / Audit & Risk Management Committee
3. Pol.Gen.Kawee Supanun Position Director / Independent Director / Chairman of the Nomination and Remuneration Committee / Sustainability and Corporate Governance Committee

The Company has announced the invitation for Shareholders to nominate qualified candidates for the Company’s Directors from October 1, 2024, to January 15, 2025, through news channel of the Stock Exchange of Thailand and the Company’s website. However, no proposals for qualified candidates were proposed

Opinions of the Nomination and Remuneration Committee: The Nomination and Remuneration Committee undertook nomination procedures by considering the Board composition (Skill Matrix) which includes qualifications, knowledge, skills, experience, and expertise, as appropriate, to be of the utmost benefit to the Company’s operations. The Nomination and Remuneration Committee (excluding the director having conflict of interest) has proposed to approve the re-appointment of 3 retired Directors to be the Company’s Directors for another term. The profiles of proposed candidates: Mr. Pairoj Juarprathoom, Dr. Boonchai Pitugdamrongkija, and Pol. Gen. Kawee Supanun, are detailed in the attachment no.4, on page 27 to 32 of the invitation letter.

Furthermore, the 3 candidates are proposed to be Independent Directors in compliance with law and requirements relating to Independent Directors and in alignment with the definition of independent directors by the Securities and Exchange Commission and the Stock Exchange of Thailand. The definition of “Independent Directors” are set out in Attachment No. 6.

Board of Directors’ Opinion: The Board of Directors, excluding directors with potential conflicts of interest, agreed to approve the re-appointment of 3 retired Directors to be the Company’s Directors for another term as follows.

1.	Mr. Pairoj Juarprathoom	Nominated Position	Director / Independent Director / Chairman of Audit & Risk Management Committee
2.	Dr. Boonchai Pitugdamrongkija	Nominated Position	Director / Independent Director / Chairman of the Sustainability and Corporate Governance Committee / Audit & Risk Management Committee
3.	Pol. Gen. Kawee Supanun	Nominated Position	Director / Independent Director / Chairman of the Nomination and Remuneration Committee / Sustainability and Corporate Governance Committee

These proposed candidates have been selected with due regard through the nomination procedures of the Nomination and Remuneration Committee and the Board in accordance with a process determined by the Company as their qualifications align with the relevant rules and are suitable for its business operations.

In addition, the candidates have been proposed to be Independent Directors since the Board of Directors considered that their qualifications follow the relevant law relating to requirements of independent directors and align with the Securities and Exchange Commission and the Stock Exchange of Thailand’s definition of “Independent Directors” who are able to independently raise their opinions and in compliance with the relevant rules and regulations.

Voting : This agenda must be approved by a majority vote of the shareholders who attended the meeting and cast their votes.

Agenda 10 To consider and approve remuneration and bonus of the directors for 2025

Detail : According to Clause 24 of the Company’s Articles of Association specifies that “the Directors are entitled to receive the remuneration from the Company by consideration of the Shareholders’ Meeting. The remuneration may be specified in a certain amount of money or specific criteria. This must be set from time to time, or remain effective until such has been changed. In addition, the directors will be entitled to receive allowance and welfares according to the Company’s rules”.

The contents in the first paragraph will not affect the right of the director, who is elected by staff or employees of the Company, to receive the remuneration and benefits as the staff or employee of the Company.

Opinions of the Nomination and Remuneration Committee : The Nomination and Remuneration Committee has carefully considered the remuneration and bonuses for directors for the year 2025, considering appropriateness to the principles of good corporate governance; including the company's performance, the responsibilities and duties of the directors, comparisons with companies in the same industry, and the overall business circumstances. The committee recommends proposing remuneration and bonuses for directors for the year 2025 within a limit of not exceeding 24,000,000.00 Baht (Twenty-four million Baht), which is the same amount as the previous year, in return for directors who have dedicated their abilities to contribute to the company's development with consistently good performance. Additionally, the number of branches has increased each year, with a total of 90 branches by the end of 2024.

The directors' remuneration consists of the monthly remuneration only for directors who are not employees of the Company, remuneration per meeting attendance (including a group of sub-committees) and bonus at the rate not exceeding 0.70% of dividend paid to shareholders which the Chairman will consider and appropriately allocate to each director and other benefits for annual health check-up and medical treatment.

The Comparison of detail of the remuneration for the Company's Directors in the previous years

Year	Approval amount (Baht)	Actual amount paid (Baht)			
		Monthly remuneration & Meeting remuneration	Bonus	Other benefits	Total
2022	15,000,000.00	6,695,000.00	8,305,000.00	-	15,000,000.00
2023	24,000,000.00	6,615,000.00	8,304,000.00	-	14,919,000.00
2024	24,000,000.00	6,775,000.00	7,000,000.00	-	13,775,000.00

Board of Directors' Opinion : The Board of Directors has considered and agreed with the proposal of the Nomination and Remuneration Committee. Therefore, it was deemed appropriate to propose to the Annual

General Meeting of Shareholders for consideration on the approval of the directors' remuneration for the year 2025 not exceeding Baht 24,000,000.00 which is the same number as past year. The Nomination and Remuneration Committee proposed, with details of remuneration as follows :

Details of Remuneration	Chairman	Director
1. Monthly remuneration	70,000 Baht / Person / Month	35,000 Baht / Person / Month
2. Attendance fee of the Board of director	40,000 Baht / Person / Time	35,000 Baht / Person / Time
3. Attendance fee of Sub-Committee (Audit & Risk Management Committee, Nomination & Remuneration Committee, Sustainability & Corporate Governance Committee)	30,000 Baht / Person / Time	25,000 Baht / Person / Time
4. Bonus	Not exceeding of 0.70% of dividend paid to shareholders which the Chairman will consider and appropriately allocate to each director accordingly.	
5. Other Benefit	The Annual Health Check-up and Medical treatment not exceeding of 100,000 Baht / Person / Year.	

Voting : This agenda must be approved by a majority vote of the shareholders who attended the meeting and cast their votes.

Agenda 11 Others (if any)

Therefore, the Board of Directors' meeting of Siam Global House Public Company Limited ("the Company") has resolved to determine the date of the Annual General Meeting of Shareholders for the year 2025 which will be held on Tuesday, April 8, 2025 at 2.30 p.m. at Meeting Room 5th floor, Siam Global House Public Company Limited, Head Office, No. 232, Moo 19, Rob Mueang Sub-district, Mueang, Roi Et, and specify the list of shareholders who are entitled to attend at the Meeting shall be recorded on Friday, February 28, 2025.

We hereby invite all shareholders of the Company to attend the Annual General Meeting of Shareholders on the date, and at the time and place mentioned above. The meeting will proceed according to the company's Articles of Association, Appointment of Proxy, Counting and Announcement on the Meeting which could be seen in the Attachment below.

Yours sincerely,

A handwritten signature in blue ink, appearing to be "Ol" followed by a long horizontal flourish.

Mr. Apisit Rujikeatkamjorn
Chairman

Siam Global House Public Company Limited

Notice :

- If you have any inquiries, please contact the Investor Relations Department, Tel 1160 or 081-9757773
- The Company has published the Invitation letter and the 56-1 One Report 2024 in Thai and English version on the Company's website which the shareholders can be downloaded on (www.globalhouse.co.th)
- If shareholders wish to receive the 56-1 One Report for the year 2024 in printed form, please send the reply form attached along with this invitation letter to the Investor Relation Department, Siam Global House Public Company Limited. No. 232 Moo 19, Rob Mueang Sub-district, Mueang, Roi Et. 45000 or email: ir@globalhouse.co.th

Siam Global House Public Company Limited
Minutes of the Annual General Meeting of Shareholders 2024

Date, Time and Place:

The meeting was held on Wednesday, 10 April 2024, 13:30 p.m. hours at Meeting Room 5th Floor, Siam Global House Public Company Limited Head Office, 232 Moo 19 T.Robmuang, A.Muang Roi Et, Roi Et.

Directors attend the meeting.

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|-----|-----------------|------------------|---|
| 1. | Mr. Apisit | Rujikeatkamjorn | Chairman |
| 2. | Mr. Pairoj | Juarprathoom | Director / Chairman of Audit & Risk Management Committee / Independent Director |
| 3. | Dr. Boonchai | Pitugdamrongkija | Director / Chairman of Sustainability and Corporate Governance Committee / Audit & Risk Management Committee / Independent Director |
| 4. | Dr. Vongsak | Swasdipanich | Director/ Audit & Risk Management Committee / Nomination & Remuneration Committee / Independent Director |
| 5. | Mr. Witoon | Suriyawanakul | Director / Chairman of Executive Committee / Nomination & Remuneration Committee / Chief Executive Officer |
| 6. | Mr. Kriangkai | Suriyawanakul | Director / Executive Director / Sustainability & Corporate Governance Committee / Vice CEO |
| 7. | Pol. Gen. Kawee | Supanun | Director / Chairman of Nomination & Remuneration Committee / Independent Director / Sustainability and Corporate Governance Committee |
| 8. | Mr. Nithi | Patarachoke | Director (Attended the meeting via electronic media) |
| 9. | Mr. Paramate | Nisagornsen | Director (Attended the meeting via electronic media) |
| 10. | Mr. Wiroat | Rattanachaisit | Director / Executive Director (Attended the meeting via electronic media) |

List of the director being absent

There are 10 directors, all directors attended the meeting with the proportion of 100%, and none is absent.

Executives attend the Meeting

- | | | | |
|----|--------------|------------------|--|
| 1. | Mrs. Warunee | Suriyawanakul | Executive Director / Vice CEO - Human Resource |
| 2. | Mr. Anawat | Suriyawanakul | Executive Director / Vice CEO - Product Management and Marketing |
| 3. | Mr. Yuthana | Suriyawanakul | Executive Director / Vice CEO - Investor Relations |
| 4. | Ms. Chutikan | Srisaengchan | Executive Director / Vice CEO - Accounting & Finance |
| 5. | Mr. Piphop | Vasanaarchasakul | Vice CEO- Business Development |
| 6. | Mr. Isara | Rujikeatkamjorn | Vice CEO |
| 7. | Mr. Khemchat | Sungkakam | Vice CEO - Innovation & System Development |

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|-----|---------------|-------------------|---|
| 8. | Mr. Thapanat | Asawachulamanee | Assistant CEO - Innovation & System Development |
| 9. | Mr. Pongpol | Tiapairatchkulkit | Assistant CEO |
| 10. | Miss Wiphawee | Hongsamsipjed | Assistant Vice CEO |
| 11. | Ms. Supat | Sutthi | Director of Accounting & Finance |

Independent Auditor from M&R Associates Co., Ltd

1. Mr. Methee Ratanasrimetha Certified Public Accountant No.3425

The Company invited the shareholders to propose meeting agenda for the Annual General Meeting of Shareholders 2024 in advance via the website of the Stock Exchange of Thailand and the Company's website from 2 October 2023 to 15 January 2024. After the due date, there was no agenda proposed by the shareholders.

The number of shareholders attend the Meeting.

Mr. Apisit Rujikeatkamjorn, the Chairman of the meeting ("Chairman"), assigned Miss Chutiya Apinantasri as the spokesman, welcomed the shareholders and proxies for their attendance to the meeting, and declared the number of shareholders present in person and by proxy to the meeting with details as follow;

Shareholders	34	persons representing	830,335,882	shares
Proxies	1,778	persons representing	3,393,297,893	shares
Total	1,812	persons representing	4,223,633,775	shares

Equal to 84.44% of total shares issued and paid-up in 5,001,802,864 shares, which constituted a quorum according to Article 37 of the Company's Article of Association.

The Meeting Proceed

- (1) The voting shall be made on a basis of one share per one vote. The Company had prepared voting cards of each agenda item for the shareholders. A total of 12 voting cards for 10 agenda items shall be distributed to each shareholder.
- (2) After the presentation of each agenda item had completed, the meeting would be asked to vote, whereby for sake of convenience and promptness, shareholders who wish to abstain from voting or vote against the item will be asked to show hands so that the staff would pick up their voting cards. Any shareholder not showing their hand shall be considered to vote in favor of the item.
- (3) Votes shall be counted by barcode scanning. After the votes had been processed, the result shall be announced comprising a number of votes 'approved', 'disapproved' and 'abstained'. And for "approve" voting card that not collected during the meeting, please return all after the meeting.
- (4) In each agenda item, the shareholders may ask questions or make comments by raising their hand. After being permitted by the chairman of the meeting, the shareholder shall give his name to the meeting before making queries or comments directly related to the relevant agenda item. Any queries or comments not related to the agenda items should be made at the end of all agenda items.
- (5) Any queries or comments made should be concise and direct to the point to ensure the meeting proceed smoothly and promptly. In this regard, the Company reserves the right to proceed as it deems appropriate.
- (6) Please be informed that the meeting today, the Company has recorded the meeting in the form of video media and will be publicized via the company website after ending the meeting.

For transparency in vote counting, the Company had invited a shareholder or proxy to send a representative to verify the vote counting. Subsequently, Miss Arporn Sornsakda as a shareholder, has been invited to witness the vote counting. Then, the meeting was proceeded according to the agenda as set out in the invitation letters to the shareholders as follows:

Agenda 1 : To Certify the Minutes of the Annual General Meeting of Shareholders for the year 2023

The Chairman informed the meeting that the Company had prepared minutes of the Annual General Meeting of Shareholders for the year 2023 and already sent copies thereof to the shareholders, a copy of which had been enclosed as Enclosure No.1 to the invitation letter for the Annual General Meeting of Shareholders 2023. The Board of Directors of the Company had reviewed the minutes and viewed that it is appropriate to propose the Minutes of the Annual General Meeting of Shareholders for the year 2023 to the meeting for adoption.

Then the shareholders were invited for questions or suggestions regarding this agenda. As there were no questions or suggestions, shareholders were asked to vote for this agenda, resulting in the following resolution.

Resolution : Approved the minutes of the Annual General Meeting of Shareholders for the year 2023 held on 11 April 2023, with the majority vote of the shareholders who attend the meeting and cast their votes as follows :

Vote for	Number of Votes	Percentage
Approve	4,277,676,071	99.97%
Disapprove		
Abstain	1,224,481	0.03%
Invalid Voting Cards	-	-

Agenda 2 : To Acknowledge the Company’s 2023 Operating Results and to Approve the Audited Financial Statements for the year ended 31 December 2023

The Chairman had assigned Ms. Chutikan Srisaengchan, Vice-CEO in Accounting and Finance, informed the meeting to acknowledge the Company’s operating of the year 2023 and Management Discussion and Analysis regarding the change of financial statements for the year ended 31 December 2023 as below :

Store Expansion

Domestic Store Expansion, the Company has expanded more 6 stores, namely Pichit, Ranong, Phonthong (Roi-Et), Loeng Nok Tha (Yasothon), Kranuan (Khonkaen), and Chumphon. Therefore, the end of year 2023, the Company has operated total 83 stores.

Summary of Financial Result

1. Total revenues for the year 2023 were Baht 33,013.75 million that increase of Baht 2,964.65 million or 8.24% from the year 2022, according to the economic slowdown, consumer spending caution led to a decrease in overall revenue. Revenue from sales was Baht 32,300.55 million, a decrease of Baht 2,969.78 million or 8.42%, primarily due to a decrease in sales volume of same stores by approximately 10.82%.
2. Gross profit for the year 2023 was Baht 8,260.56 million or representing 25.57% of Sale revenues, which decrease by 0.24% compared with the year 2022. This is due to the decline of sales revenue.
3. Selling, General and Administrative expenses (SG&A) for the year 2023 was Baht 5,523.81 million which increase of Baht 114.12 million or 2.11% from the year 2022. It was mainly driven by the increase of expenses of 6 new stores for salary expenses, utilities expenses-electricity charges that have been adjusted upwards.

4. Net profit for the year 2023 was Baht 2,678.14 million that decrease by Baht 827.75 million or 23.61% from the year 2022. The net profit per sales was equal to 8.29% of sales amount and Earnings per share was equal to Baht 0.5341 per share.
5. EBITDA for the year 2023 was Baht 4,803.05 million which decrease from the year 2022 by Baht 965.87 million or 16.74%, when compare with the sales amount is equal to 14.87%.
6. Consolidated financial position as at 31 December 2023 are as follow;
 - Total assets were Baht 39,057.89 million, decreased by Baht 90.32 million or 0.23%. Mainly due to a decrease in inventory of Baht 1,708.53 million, in accordance with the Company's Inventory Management Policy.
 - Total liabilities were Baht 15,510.68 million which decrease by Baht 1,546.44 million or 9.07%, This was mainly a decrease in loans from financial institutions, both short-term and long-term totaling Baht 2,211.35 million, with a D/E ratio at 0.66 times.
 - Total shareholders' equity was Baht 23,547.21 million increase by Baht 1,456.11 million or 6.59%, mainly due to an increase in retained earnings during the past 12 months.
7. Important Financial Ratio have details as below;
 - The net debt to EBITDA ratio for the year 2023 stands is at 2.05 times. This ratio tends to decrease from expanding new stores and maintaining sales levels of same stores to be at an appropriate level. Additionally, pushing the gross margin of House Brand products to meet the target, EBITDA is likely to increase continuously, resulted in a continuous increase in EBITDA.
 - The Debt-to-Equity Ratio stands at 0.66 times, showing a decreasing trend. This indicates financial liquidity and the borrowing capacity for store expansion in line with continuous planning.
 - The company's Free Cash Flow amounts to Baht 3,675 million, with a net cash flow from operations of Baht 5,813.32 million. The primary reasons are operational activities and inventory management, resulting the company received cash flows back of approximately Baht 1,547 million. This aligns with the inventory management policy aimed at enhancing efficiency.
 - Overall inventories in 2023 were Baht 14,038.37 million. It has a decrease of 10.85% and has 226 Inventory Days.

Sustainability performance (ESG)

In the past year, the Company has achieved sustainability performance that has been recognized by both national and international agencies as follows ;

- The Company has been selected and listed to be sustainability stocks or SET ESG Ratings for the year 2023 as its third consecutive year and has received SET Awards 2023 in Sustainability Excellence group for the second consecutive year from the Stock Exchange of Thailand (SET)
- The Company has received "Excellent" CG Scoring from the program Corporate Governance Report of Thailand Listed Companies or CGR as its third consecutive year, organized by Thai Institute of Directors (IOD).
- The Company has received 100 marks (full marks) assessment as its fifth consecutive year for the Annual General Meeting Checklist 2023 (AGM Checklist), assessed by Thai Investors Association.
- The Company has been selected as a member of the S&P Global Sustainability Yearbook 2024 in the Retailing industry group for the first year. Which is one of 16 companies globally within this industry group out of 306 companies participated the assessment worldwide. Moreover, also the one of 47 Thai listed companies selected for membership in 2024.

In terms of Anti-corruption performance, the company has consistently promoted and fostered understanding among employees. Currently, the company is on process of register certification from CAC (Thailand's Private Sector Collective Action Coalition Against Corruption). And last year, there have been no incidents of corruption found.

After that, Mr. Witoon Suriyawanakul, Director and Chief Executive Officer, has informed to the meeting regarding the operating results in the past year and direction of the business operations in 2024 as below;

- (1) Operational Strategy: For the organizational level, the Company continues to implement the Growth Strategy with the continuous store expansion. The business level, the Cost Leadership strategy is employed, focusing on developing and enhancing operational processes to minimize costs. And the operational level, the Company utilize digital systems to drive all aspects of our operations (Lead by Digital).
- (2) Store expansion and investment
 - 2.1 Expansion of foreign investment: the Company operates in form of joint ventures and subsidiaries as follows;
 - In form of joint venture through Global House International Co., Ltd or "GHI" in proportion of 50% by investing in retail business for construction and home decoration in ASEAN with local partners, that is;
 - Laos, jointly invested with Souvanny Home Center, in a 34% share. There are currently 7 stores, which are listed on the Lao Stock Exchange.
 - Myanmar, jointly invested with Pro1 Global Co., Ltd., in a 30.33% share, there are currently 12 stores.
 - Indonesia, jointly invested with Caturkarda Depo Bangunan Tbk, in a 22% share, Currently, there are total 13 stores which are listed on the Indonesian Stock Exchange.
 - In form of Subsidiaries which the Company manage its business directly, that is: Global House Cambodia Co., Ltd for distribution of construction materials and home decoration in Cambodia. There are currently 2 stores; that is Phnom Penh and Battambang. And Guangxi Global House International Trade Co., Ltd, which was established in China to support the operations of the Company by sourcing products from China.
 - 2.2 Domestic Stores Expansion and Development: In 2024, the company has store expansion and development plan as follows;
 - Stores Expansion more 8 stores, namely The Nine Center Tiwanon, which commenced operations on March 30, 2024, Pimai (Nakhon Ratchasima), Pattani, Chana (Songkhla), Sawang Daen Din (Sakon Nakhon), Lam Plai Mat (Buriram), Sawankhalok (Sukhothai) and Ban Dung (Udon Thani). By the end of 2024, the company will have a total of 91 stores.
 - Same Stores Development and Renovation for 10 stores, namely Kamphaeng Phet, Nong Khai, Chanthaburi, Chiang Rai, Phrae, Loei, Chonburi, Buriram, Trat, and Nakhon Ratchasima. This aims to adapt the interior atmosphere of the stores to meet the needs of customer base.
- (3) Operational Guidelines in 2024
 - Overview of the past year, the company has been impacted by external factors, including interest rate hikes, currency fluctuations, government economic policies and declining consumer purchasing power of the public sector. In this year, the company will pursue operations in three areas: 1. store development; focusing on expanding and renovating stores to meet the company's goal. 2. internal system development; enhancing the Ecosystem Platform, and 3. internal management, maintaining gross profit margins, while managing inventory and cash flow.

- Utilizing the 2P3S strategy to create differentiation:
 - Best Price: Offering the best-price products
 - Best Personal: Developing employees to become the best staff
 - Best Selection: Selecting the best products
 - Best Service: Providing the best service at the store
 - Best Store: Creating the best in-store atmosphere

After that, the Chairman invited shareholders to questions and suggestions regarding this agenda, the following individuals raising questions;

Ms. Siriporn Jangtrakul (Proxy from Thai Investors Association) enquired as follow :

What are the risk issues that may affect the company’s operations in the next 2-3 years?

Mr. Witoon Suriyawanakul, Director and Chief Executive Officer answered as follow :

As the company conduct its business on sustainability, it has led to also conduct the risk assessment across various aspects. The risk issues that may impact operations including economic fluctuations, financial risks from adjustments in interest rates by financial institutions, political risks arising from changes in government during the budget year, and risks from climate change that lead to global warming and natural disasters, all of which affect overall business operations.

Regarding financial risks, the company currently does not have an obligation to issue debentures. However, it still remains an available balance to issue debentures as approved by the shareholders’ meeting in an amount of Baht 8,000 million. Additionally, there are still funds available for borrowing from financial institutions, especially the credit line of the promissory note (P/N), which account for more than 50% of the credit line that the company used for purchasing goods. Furthermore, the company has a policy of cash purchases for goods in cases that the discount exceeds the interest rate. This enables the company to provide discounts to customers while still maintaining its gross profit margin.

The Chairman invited shareholders to questions and suggestions regarding this agenda. As there were no questions or suggestions, then proposed the meeting to consider this resolution.

Resolution : The meeting acknowledged the Company’s operating result report of the year 2023 and approved the financial statements for the year ended 31 December 2023 with the majority vote of the shareholders who attended the meeting and cast their votes as follows ;

Vote for	Number of Votes	Percentage
Approve	4,282,697,334	99.97%
Disapprove		
Abstain	1,213,681	0.03%
Invalid Voting Cards		

Agenda 3 : To Consider and Approve regarding the Allocation of Net Profit for the year 2023 as Legal Reserve and the Dividend Payment

The Chairman delegated Miss Chutikan Srisaengchan, Vice-CEO in Accounting and Financial, to inform the details of this agenda to the meeting as follows: As required by the law, the Company shall allocate the net profit as legal reserves not less than 5 percentages of net profit until it reaches 10 percentages of registered capital. So, the board of directors considered to give Baht 42.00 million or 1.66% of net profit in 2023. As a result, the Company's legal reserve has total amount 526,182,750.53 Baht or 10.52% of the current registered capital of the Company. In addition, according to the Company's dividend policy, dividends must be paid out to shareholders at least 30% of the net profit for the year after deduction of all types of reserves stipulated by law and the Company's Articles of Association. After due consideration by the Board of directors, it was deemed appropriate to propose the Company to pay the dividends to the shareholders for the year 2023 in forms of:

- (1) Paying in common stock dividend in an amount which not exceeding 200,072,114 shares at the par value of Baht 1 per share to the Company's shareholders at the rate of 25 (Twenty-five) existing shares per 1 (One) stock dividend with the total amount of shares not exceeding Baht 200,072,114.00 or shall be converted for dividend payment at Baht 0.0399999999 per share. In case that any shareholder holds the indivisible share remaining after such allocation, the dividend shall be paid by cash instead of stock dividend at the rate of Baht 0.0399999999 per share.
- (2) Paying in cash dividend at the rate of Baht 0.1744444444 (10decimal), or not exceeding in total of Baht 872,536,721.77

The total of the stock dividend and the cash dividend payment in a whole year shall be equivalent to the rate of Baht 0.2144444443 (10 decimal) per share which can be calculated as in the total amount of approximately Baht 1,072,608,835.77 or 43.11% of net profit in 2023 (after paid off by legal reserves). The dividend payment rate is in accordance with the dividend payment policy of the Company and all dividends shall be deducted for the withholding tax at the rate stipulated by law.

The list of shareholders who are entitled to receive the dividends in forms of stock and cash dividends were specified on Tuesday 27 February 2024 and fixing the date of dividend payment is on 10 May 2024.

After that, the Chairman invited shareholders to questions and suggestions regarding this agenda, the following individuals raising questions;

Ms. Siriporn Jangtrakul (Proxy from Thai Investors Association) enquired as follow :

How about the management's opinion on paying dividends in form of cash and ordinary shares. Due to some shareholders may prefer to receive cash, and increasing the number of ordinary shares may affect earnings per share (EPS).

Mr. Apisit Rujikeatkamjorn, the Chairman answered as follow :

The company has been paying dividends in form of cash and ordinary shares since the second year after being listed on the Stock Exchange of Thailand. This dividend payment approach benefits both shareholders and the company. If calculate the value of shares, it exceeds cash value and the increased number of shares can create shareholder satisfaction. Moreover, this strategy allows the company to maintain financial liquidity and increases its borrowing capacity from financial institutions.

Mr. Witoon Suriyawanakul, Director and Chief Executive Officer answered further as follow :

As encountered with various institutional investors, they are satisfied with this dividend payment format and it does not diminish the company's value. If consider the DE ratio from the day the company registered on the stock exchange of Thailand to the present, the ratio has decreased by more than 1.2 times. Currently, the DE Ratio stands at 0.66 times, which indicates the capability in operations, stores expansion, dividends payment, and reduction of debt-to-equity ratio simultaneously. However, if the situation changes in the future, the company is ready to propose to the board of directors and shareholders to adjust the dividend payout format.

The Chairman invited shareholders to questions and suggestions regarding this agenda. As there were no questions or suggestions, then proposed the meeting to consider this resolution.

Resolution : The meeting approved the dividend payment from net profit for the year 2023 and acknowledged no allocation of net profit for the year 2023 to legal reserve as proposed by the Board of Directors with the majority vote of the shareholders who attended the meeting and cast their votes as follows :

Vote for	Number of Votes	Percentage
Approve	4,282,697,334	99.97%
Disapprove	-	-
Abstain	1,213,681	0.03%
Invalid Voting Cards	-	-

Agenda 4 : To Approve the Reduction of the Company's Registered Capital by Cancelling Unissued Registered Shares Remaining from the Stock Dividend Allocation according to the Resolution of the Annual General Meeting of Shareholders for the year 2023 in total of 6,232 Shares with the Par Value of Baht 1, and to Amend Clause 4 of the Company's Memorandum of Association to be in line with the Decrease of the Registered Capital.

The Chairman informed the meeting that referring the Public Limited Companies Act B.E. 2535 section 136, stipulated that the company may increase its registered capital by issuing new shares. The issuance of new shares under paragraph one may be made when all shares have been sold and fully paid-up or, in the case where shares have not fully been sold, the remaining shares must be ones issued in accommodation of convertible debentures or share warrants. Which the Board of directors have considered and proposed to the meeting to consider and approve the reduction of the Company's registered capital from Baht 5,001,809,096.00 to be Baht 5,001,802,864.00 by cancelling 6,232 unissued ordinary shares with the par value of Baht 1 each, totaling Baht 6,232, which is the remaining shares from allocation for dividend according to the resolution of the Annual General Meeting of the year 2023 which held on April 11, 2023. Also, to amend Clause 4 of the Company's Memorandum of Association to be in line with the decrease of the registered capital with the following details;

“Clause 4	Registered Capital amount	5,001,802,864.00	Baht
	Divided to	5,001,802,864	Shares
	Par Value	1.00	Baht
	By separating to		
	Ordinary Shares	5,001,802,864	Shares
	Preference Shares	-	Share”

Then the shareholders were invited for questions or suggestions regarding this agenda. As there were no questions or suggestions, shareholders were asked to vote for this agenda, resulting in the following resolution.

Resolution : The meeting approved the reduction of the Company’s registered capital from Baht 5,001,809,096.00 to be Baht 5,001,802,864.00 by cancelling 6,232 unissued ordinary shares with the par value of Baht 1 each totaling Baht 6,232.00 and to amend Clause 4 of the Company’s Memorandum of Association to be in line with the reduction of the registered capital of the Company by majority of not less than three-fourth of the total votes of shareholders attending the meeting and eligible to cast the votes as follows:

Vote for	Number of Votes	Percentage
Approve	4,282,697,334	99.97%
Disapprove	-	-
Abstain	1,213,681	0.03%
Invalid Voting Cards	-	-

Agenda 5 : To Approve the Increase of the Company’s Registered Capital of 200,072,114 Shares with the Par Value of Baht 1 to Support the Dividend Payment and to Amend Clause 4 of the Company’s Memorandum of Association to be in line with the Increase of the Registered Capital

The Chairman informed the shareholders to consider the approve of the increase the Company’s registered capital from Baht 5,001,802,864.00 to be Baht 5,201,874,978.00 by issuing 200,072,114 new shares with the par value of Baht 1 each, in order to provide for the stock dividend payment and to amend Clause 4 of the Company’s Memorandum of Association to be in line with the increase of the registered capital with details as below;

“ Clause 4	Registered Capital amount	5,201,874,978.00	Baht
	Divided to	5,201,874,978	Shares
	Par Value	1	Baht
	By separating to		
	Ordinary Shares	5,201,874,978	Shares
	Preference Shares	-	Shares”

Then the shareholders were invited for questions or suggestions regarding this agenda. As there were no questions or suggestions, shareholders were asked to vote for this agenda, resulting in the following resolution.

Resolution : The meeting approved the increase of the Company’s registered capital from Baht 5,001,802,864.00 to be Baht 5,201,874,978.00 by issuing 200,072,114 ordinary shares with the par value of Baht 1 each and to amend Clause 4 of the Company’s Memorandum of Association to be in line with the increase of the registered capital of the Company with majority of not less than three-fourth of the total votes of shareholders attending the meeting and eligible to cast their votes as follows :

Vote for	Number of Votes	Percentage
Approve	4,282,697,334	99.97%
Disapprove	-	-
Abstain	1,213,681	0.03%
Invalid Voting Cards	-	-

Agenda 6 : To Approve the Allocation of Additional Ordinary Shares 200,072,114 Shares to Support the Stock Dividend Payment

The Chairman stated to the meeting as the Company adopted a resolution regarding the dividend payment as described in Agenda 3, which the Board of directors have considered and proposed to the shareholders to approve the allocation of additional ordinary shares amount of 200,072,114 shares with par value Baht 1 each, to support the stock dividend payment to the company’s shareholders in 25 existing shares per 1 stock dividend. The Company also enclosed The Capital Increase Report Form as Attachment No.3 in the invitation letter for Annual General Meeting 2024.

Then the shareholders were invited for questions or suggestions regarding this agenda. As there were no questions or suggestions, shareholders were asked to vote for this agenda, resulting in the following resolution.

Resolution : The meeting approved the allocation of additional ordinary share 200,072,114 shares with par value Baht 1 each to support the stock dividend payment with the majority vote of the shareholders who attended the meeting and cast their votes as follows :

Vote for	Number of Votes	Percentage
Approve	4,282,697,334	99.97%
Disapprove	-	-
Abstain	1,213,681	0.03%
Invalid Voting Cards	-	-

Agenda 7 : To Consider and Approve the Appointment of Auditors and Determination the Audit Fee for the year 2024

The Chairman delegated Miss Chutikan Srisaengchan, Vice-CEO in Accounting and Finance, to inform the meeting on this agenda. The auditors who have been proposed to the meeting to consider and appoint were approved from the Audit Committee and the Board of Directors due to their good standard in performance and they are specialized in audit and they have independence. Therefore, she proposed to the meeting to approve and appoint the auditors from M.R.& Associates Co., Ltd. as the auditors of the company for the financial year 2024 as per the following names :

1. Mr. Methee Ratanasrimetha CPA No.3425 and / or
2. Miss. Varaporn Vareesawedsuvan CPA No.5087 and / or
3. Mr. Akadet Pliensakul CPA No.5389 and / or
4. Miss. Kornthip Wanichwisedkul CPA No.6947

By determining the audit fee in amount of Baht 4,250,000.00, which the Audit and Risk Management Committee have considered and have given an opinion that this is a reasonable rate compared to the quantity of work and audit fees of other listed companies.

Then, the Chairman invited the shareholders to questions or suggestions regarding this agenda. As there were no questions or suggestions, shareholders were called for the voting of this agenda, resulting in the following resolution.

Resolution : The meeting approved the appointment of auditors and the audit fee of the year 2024 with the majority vote of the shareholders who attended the meeting and cast their votes as follows:

Vote for	Number of Votes	Percentage
Approve	4,282,697,334	99.97%
Disapprove	-	-
Abstain	1,213,681	0.03%
Invalid Voting Cards	-	-

Agenda 8 : To Consider and Appoint Directors Replacing those who would Retire by Rotation.

The Chairman informed the meeting that according to the Public Limited Companies Act B.E 2535 and Article 19 of Company's Articles of Associations, "one-third of the total number of the directors shall retire by rotation at the annual general meeting of shareholders. If the number of the directors cannot be equally divided into one-third, the number of directors closest to one-third shall retire. The director who retired may also be re-elected."

In this Annual General Meeting of Shareholders, there were 3 longest directors in the Board to retire as follows :

- | | | | |
|----|----------------------------|----------|------------------------------|
| 1. | Mr. Apisit Rujikeatkamjorn | Position | Chairman |
| 2. | Mr. Nithi Patarachoke | Position | Director |
| 3. | Mr. Wiroat Rattanachaisit | Position | Director, Executive Director |

In this regard, the Company invited the shareholders to nominate any qualified persons for election as the Company's directors at the 2024 Annual General Meeting of Shareholders in advance via the website of the Stock Exchange of Thailand and the Company's website from 2 October 2023 to 15 January 2024. However, there were no shareholders nominated any persons for election as the Company's directors at the meeting.

The Nomination and Remuneration Committee has considered according to the criteria and opined that those 3 directors are fully met with qualification as specified in the Public Company Act B.E. 2535, and have knowledge, capability, experience that would be useful for business relating to the Company's operation.

The Board of Director has considered and agreed to the proposal by the Nomination and Remuneration Committee, therefore, the Board deemed it appropriate to propose to the Annual General Meeting of Shareholders to approve the reappointment of 3 directors who shall retire as the Company's directors for another term.

For the meeting to proceed and vote independently in accordance with the good governance principles, those 3 interested directors were requested to temporarily leave the meeting. After that, the shareholders were invited for any questions or suggestions regarding this agenda. As there were no questions or suggestions, shareholders were called for the voting of this agenda, resulting in the following resolution.

Resolution : The meeting approved and re-appointed 3 directors for another term with the majority vote of the shareholders who attended the meeting and cast their votes as follows :

1. Mr. Apisit Rujikeatkamjorn, Position : Chairman

Vote for	Number of Votes	Percentage
Approve	4,248,241,858	99.17%
Disapprove	34,455,476	0.80%
Abstain	1,213,681	0.03%
Invalid Voting Cards	-	-

2. Mr. Nithi Patarachoke, Position: Director

Vote for	Number of Votes	Percentage
Approve	4,205,173,177	98.16%
Disapprove	77,524,157	1.81%
Abstain	1,213,681	0.03%
Invalid Voting Cards	-	-

3. Mr. Wiroat Rattanachaisit, Position: Director / Executive Director

Vote for	Number of Votes	Percentage
Approve	4,281,168,111	99.94%
Disapprove	1,529,223	0.03%
Abstain	1,213,681	0.03%
Invalid Voting Cards	-	-

Agenda 9 : To Consider and Approve the Remuneration and Bonus of Directors for the year 2024

The Chairman informed to the meeting that the director's remuneration means the remuneration that paid to non-employee directors, including the meeting remuneration for every committee and bonus at the rate not exceeding of 0.70% of dividend paid out to shareholders and other benefits for the Annual Health Check-up and Medical treatment. In recent years, the remuneration that were actually paid did not exceed the limit of approval, the details are shown as follows:

Year	Approval amount (Baht)	Actual amount paid (Baht)		
		Monthly remuneration & Meeting remuneration	Bonus	Total
2021	15,000,000	6,650,000.00	7,000,000.00	13,650,000.00
2022	15,000,000	6,695,000.00	8,305,000.00	15,000,000.00
2023	24,000,000	6,615,000.00	8,304,000.00	14,919,000.00

The Nomination and Remuneration Committee has considered the remuneration and bonus of directors at an appropriate level in accordance with the duties and responsibilities of directors and the operating results of the Company, comparing companies in the same business or industry and overall business circumstances.

And have an opinion that the remuneration of directors for the year 2024 should be proposed by not exceeding Baht 24,000,000.00, which is the same number as a past year, in return to directors who have dedicated their abilities to contribute to the company's development with always good performance. As well as the increase of stores every year, by the end of 2023, there are a total of 83 stores.

The Board of directors has considered and agreed with the Nomination and Remuneration Committee to propose to the Annual General Meeting of Shareholders for consideration to approve the remuneration and bonus of directors for the year 2024 in the amount not exceeding 24,000,000 Baht, as the Nomination and Remuneration Committee proposed, with details of remuneration as follows;

Details of Remuneration	Chairman	Directors
1. Monthly remuneration	70,000 Baht / Person / Month	35,000 Baht / Person / Month
2. Attendance fee for the Board of Directors' Meeting	40,000 Baht / Person / Time	35,000 Baht / Person / Time
3. Attendance fee of Sub-committee (Audit & Risk Management Committee, Nomination & Remuneration Committee, Sustainability & Corporate Governance Committee)	30,000 Baht / Person / Time	25,000 Baht / Person / Time
4. Bonus	Not exceeding of 0.70% of dividend paid to shareholders which the Chairman will consider and appropriately allocate to each director accordingly	
5. Other Benefit	The Annual Health Check-up and Medical treatment not exceeding of 100,000 Baht / Person / Year	

After that, the shareholders were invited for any questions or suggestions regarding this agenda. As there were no questions or suggestions, shareholders were called for the voting of this agenda, resulting in the following resolution.

Resolution : The meeting approved the director's remuneration for the year 2024 in the amount not exceeded 24,000,000 Baht, which consist of monthly remuneration, meeting allowances, bonus, and other benefits for annual health check-up and medical treatment, as proposed. The resolution was passed with the majority vote of shareholders attending the meeting and were eligible to cast the votes as follows :

Vote for	Number of Votes	Percentage
Approve	4,282,648,716	99.97%
Disapprove	48,618	0.00%
Abstain	1,213,681	0.03%
Invalid Voting Cards	-	-

Agenda 10 : Others

- None -

Then the meeting has been completed for all agendas, the Chairman invited the shareholders to questions or suggestions, the following individuals raising questions;

Ms. Siriporn Jangtrakul (Proxy from Thai Investors Association) enquired and suggested as follows :

1. Since the company has been continuously growing for 15 years since the company has listed in the stock exchange of Thailand, how the company has prepared its succession plan?
2. With totaling 10,875 shareholders, I propose that the company organize a Hybrid meeting with an online component to provide an opportunity for shareholders who are unable to attend in person to participate in the meeting online. Additionally, I suggest conducting the meeting in two languages to enhance international accessibility.

Mr. Witoon Suriyawanakul, Director and Chief Executive Officer answered as follows :

1. The company realizes to the importance of this issue and has prepared a succession plan for the second generation. Currently, it is in the process of developing personnel for preparation in the third generation.
2. Online meetings can be conducted, and the company will consider them to find the next steps forward.

However, there were no questions or suggestions from the attendees. The Chairman, therefore, thanked all shareholders and proxies for attending the 2024 Annual General Meeting of Shareholders and declared the meeting adjourned.

Before closing meeting, the number of shareholders present in person and by proxy as follows ;

Shareholders	35 persons	representing	830,356,787 shares
Proxies	1,799 persons	representing	3,453,554,228 shares
Total	1,834 persons	representing	4,283,911,015 shares

Equal to 85.65% of issued and paid-up shares of the Company.

The Chairman declared the meeting adjourned at 3.30 p.m.

Yours sincerely,



Mr. Apisit Rujikeatkamjorn
Chairman of the Board of Directors
Siam Global Chairman of the Meeting

(F 53-4)

Capital Increase Report
Siam Global House Public Company Limited
11 February 2025

Siam Global House Public Company Limited (“the Company”) would like to report the resolution of the Board of Directors’ meeting No. 1 / 2025 held on February 11, 2025, regarding the capital increase/share allotment. The details of the capital increase are as follows :

1. Capital decrease / increase:

The Board of Directors Meeting had the resolution to approve the decrease and increase in a registered capital of the Company as follows:

- To decrease the registered capital of the Company from Baht 5,201,874,978.00 to Baht 5,201,860,623.00 by cancelling the 14,355 unissued registered shares with the par value of Baht 1, which remains from the allocation of stock dividend according to the Annual General Meeting of shareholders for the year 2024 and
- To increase the registered capital of the Company from Baht 5,201,860,623.00 to Baht 5,401,932,185.00 by means of the issuance of 200,071,562 ordinary shares with a par value of Baht 1 each, totaling Baht 200,071,562.00

2. Allotment of new shares:

The Board of Directors Meeting had the resolution to approve of the 200,071,562 new ordinary shares, with a par value of Baht 1 each, totaling Baht 200,071,562.00. The details are as follows:

2.1 The detail of the share allotment:

Allotted to	Number (shares)	Ratio (old : new)	Sale price per share (Baht)	Subscription and payment period	Note
Existing Shareholders	200,071,562	26:1	-	The Company pay stock dividends by 26 existing ordinary shares per 1 new ordinary share.	To reserve for stock dividend payment

Remark : The Company specified the list of shareholders who are entitled to receive the dividend on February 28, 2025 and fixed the date of dividend payment on May 7, 2025. However, the granting of such rights of the Company is not yet definite, because approval by the Annual General Meeting of Shareholders is still required.

2.2 The Company’s plan in case where there is a fraction of shares remaining

In case ordinary shares resulting from the payment of stock dividends are calculated as fractions of shares, the dividend shall be paid by cash instead of stock dividend at the rate of Baht 0.0384615384 per share.

2.3 The number of shares remaining from the allotment

- None -

3. Schedule for shareholders meeting to approve the capital increase/allotment

The Annual General Shareholders’ Meeting of the year 2025 will be held on April 8, 2025 at 2.30 p.m. at Meeting Room 5th floor, Siam Global House Public Company Limited, Head Office, 232 Moo 19 Rob Mueang, Mueang, Roi Et. The name of the shareholders entitling to attend the Meeting shall be recorded on Friday, February 28, 2025.

4. Approval of the capital increase/share allotment by relevant governmental agency and conditions thereto (if any)

- 4.1 The approval by the Annual General Shareholders' Meeting of the year 2025
- 4.2 The registration of the capital increase with the Ministry of Commerce and update Memorandum of Association and all important documents which according to capital increasing.
- 4.3 The approval from the Stock Exchange of Thailand to list the new ordinary shares in the Stock Exchange of Thailand.

5. Objectives of capital increase and utilizing the increased capital

- 5.1 To provide shareholders return in the form of share dividend by issuing stock dividend instead of paying cash dividend.

6. Benefits which the Company will receive from the capital increase / share allotment:

- 6.1 To increase the Company's stock liquidity.
- 6.2 To retain the working capital for company's operation.

7. Benefits which the shareholders will receive from the capital increase / share allotment:

7.1 Dividend Policy

The company has a policy to pay an annual dividend at a rate of not less than 30% of the net profit remaining after deducting all types of reserves as required by the company's regulations and the law. There are no other necessary reasons and the dividend payment does not significantly affect the company's operations.

7.2 Rights of shareholders

The shareholders who will be allocated the stock dividend are entitled to receive dividends in the future.

8. Other details which are necessary for shareholders to approve the capital increase / share allotment :

- None -

9. Schedule of action where the board of directors of the Company passes a resolution approving the capital increase or allotment of new shares :

1. The Board of Directors' Meeting No. 1 / 2025	11 February 2025
2. Specifying the name list of shareholders who are eligible to attend the shareholders' meeting.	28 February 2025
3. Specifying the date for the Shareholders' Annual General Meeting of the year 2025	8 April 2025
4. Specifying the name list of Shareholders who are eligible to receive dividend.	28 February 2025
5. The date of dividend payment	7 May 2025

The Company hereby certifies that the information contained in this report form is true and complete in all respects.



(Mr. Witoon Suriyawanakul)

Chief Executive Officer

Siam Global House Public Company Limited

Personal profile of nominated directorial candidates in replacement of those to be retired by rotation

Profile of Director



Mr. Pairoj Juarprathoom Age : 67 Years Nationality : Thai

Nominated Position :

- Director (appointed on 23 April 2019)
- Chairman of Audit and Risk Management Committee (appointed on 23 April 2019)
- Independent Director (appointed on 23 April 2019)

Education :

- Master’s degree Graduate School of Public Administration, National Institute of Development Administration (NIDA)
- Bachelor’s degree Faculty of Commerce and Accountancy, Chulalongkorn University
- Bachelor’s degree School of Law, Sukhothai Thammathirat University

Training / Seminar :

- Director Accreditation Program 161/2019 by the Thai Institute of Directors Association (IOD)
- Advance Executive Program 6, Office of the Civil Service Commission (OCSC)
- Advance Certificate Course of Good Governance for Medical Executive 6, The Medical Council of Thailand and King Prajadhipok’s Institute

No. of shareholding at : -None-

Shareholding by spouse and minor child : -None-

Family relationship with directors, executives and major shareholders : -None-

Position of Director / Executive in other Companies :

	Company name	Position
Other listed companies	-None-	-None-
Other non-listed companies	-None-	-None-

Other Business Position of director which may cause a conflict of interest against the Company : -None-

Conflict of interest in agendas proposed to the general meeting of shareholders as follows;

- Agenda 1 - 8 No conflict of interest
- Agenda 9 Have conflict of interest (To Consider and Appoint Directors Replacing those who would Retire by Rotation)
- Agenda 10 Have conflict of interest (Consider and approve remuneration and bonus of the directors for the year 2025)
- Agenda 11 No conflict of interest

The following interests in the Company, parent company, subsidiaries, affiliates or any legal entities that have conflicts, at present or in the past 2 years as follows:

- Not participated in management, not the employee, staff or consultant who receive regular salary in the Company.
- Not provided any professional service (as Auditor or Legal Counsel).
- Not has business relationship with the Company that affect the duty performing independently in giving an opinion.

Number of Terms and Service Year as Directorship: 2 Term from 6 years below.

1st Term From 23 April 2019 To 8 April 2022

2nd Term From 8 April 2022 To 8 April 2025

Meeting Attendance in 2024 :

	Meeting	Number of Times	Percentage
1	Board of Directors Meeting	6 / 6	100
2	Audit and Risk Management Committee Meeting	5 / 5	100
3	Non-Executive Director Meeting	1 / 1	100
4	Annual General Meeting of Shareholders	1 / 1	100

Personal profile of nominated directorial candidates in replacement of those to be retired by rotation

Profile of Director



Dr. Boonchai Pitugdamrongkija Age: 70 Years Nationality : Thai

Nominated Position :

- Director (appointed on 23 April 2019)
- Audit and Risk Management Committee (appointed on 23 April 2019)
- Independent Director (appointed on 23 April 2019)
- Chairman of Sustainability and Corporate Governance Committee (appointed on 29 April 2022)

Education :

- Doctor of Manage Degree Graduate School (Business Management), Suan Dusit University
- Master’s degree Faculty of Economics, Thammasat University
- Bachelor’s degree Faculty of Economics and Business Administration, Kasetsart University

Training / Seminar :

- Director Certification Program 155 / 2012 by the Thai Institute of Directors Association (IOD)
- Capital Market Academy (CMA.16), Stock Exchange of Thailand
- Towards High Potential Leaders Project, Office of the Civil Service Commission
- Leading Change for Executive of Excise Department 2nd Generation, NIDA
- GSB Middle Management Leadership Program2007, Nanyang Technological University
- Advance Executive Program 45, Office of the Civil Service Commission (OCSC)
- Strategy for Improving Directors Effectiveness, Kellogg School of Management
- Middle Management Professional Development, Revenue Canada
- Program Tax Analysis and Revenue Forecasting, Harvard University

No. of shareholding at : -None-

Shareholding by spouse and minor child : -None-

Family relationship with directors, executives and major shareholders : -None-

Position of Director / Executive in other Companies :

	Company Name	Position
Other listed companies	Precise Corporation Public Company Limited	Independent Director / Audit Director
	-None-	-None-

Other Business Position of director which may cause a conflict of interest against the Company : -None-

Conflict of interest in agendas proposed to the general meeting of shareholders as follows;

- Agenda 1 - 8 No conflict of interest
- Agenda 9 Have conflict of interest (To Consider and Appoint Directors Replacing those who would Retire by Rotation)
- Agenda 10 Have conflict of interest (Consider and approve remuneration and bonus of the directors for the year 2025)
- Agenda 11 No conflict of interest

The following interests in the Company, parent company, subsidiaries, affiliates or any legal entities that have conflicts, at present or in the past 2 years as follows :

- Not participated in management, not the employee, staff or consultant who receive regular salary in the Company.
- Not provided any professional service (as Auditor or Legal Counsel).
- Not has business relationship with the Company that affect the duty performing independently in giving an opinion.

Number of Terms and Service Year as Directorship: 2 Term from 6 years as below;

1 st Term	From	23 April 2019	To	8 April 2022
2 nd Term	From	8 April 2023	To	8 April 2025

Meeting Attendance in 2024 :

	Meeting	Number of Times	Percentage
1	Board of Directors Meeting	6 / 6	100
2	Audit and Risk Management Committee Meeting	5 / 5	100
3	Sustainability and Corporate Governance Committee Meeting	2 / 2	100
4	Non-Executive Director Meeting	1 / 1	100
5	Annual General Meeting of Shareholders	1 / 1	100

Personal profile of nominated directorial candidates in replacement of those to be retired by rotation

Profile of Director



Pol.Gen. Kawee Supanun Age: 66 Years Nationality : Thai

Nominated Position:

- Director (appointed on 23 April 2019)
- Chairman of Nomination and Remuneration Committee (appointed on 23 April 2019)
- Independent Director (appointed on 23 April 2019)
- Sustainability and Corporate Governance Committee (appointed on 24 November 2023)

Education:

- Master’s Degree (Environment) Faculty of Social Sciences, Mahidol University
- Bachelor’s Degree of Public Administration, Royal Police Cadet Academy, class 33

Training / Seminar :

- Director Accreditation Program Class 129 / 2016 by the Thai Institute of Directors Association (IOD)
- Air Command and Staff College Course 37
- Critical Incident Management, USA
- Advanced Police Management Course 18
- Thailand National Defense College Course 51

No. of shareholding at : -None-

Shareholding by spouse and minor child : -None-

Family relationship with directors, executives and major shareholders : -None-

Position of Director / Executive in other Companies :

	Company name	Position
Other listed companies	-None-	-None-
Other non-listed companies	-None-	-None-

Other Business Position of director which may cause a conflict of interest against the Company : -None-

Conflict of interest in agendas proposed to the general meeting of shareholders as follows;

- Agenda 1 - 8 No conflict of interest
- Agenda 9 Have conflict of interest (To Consider and Appoint Directors Replacing those who would Retire by Rotation)
- Agenda 10 Have conflict of interest (Consider and approve remuneration and bonus of the directors for the year 2025)
- Agenda 11 No conflict of interest

The following interests in the Company, parent company, subsidiaries, affiliates or any legal entities that have conflicts, at present or in the past 2 years as follows :

- Not participated in management, not the employee, staff or consultant who receive regular salary in the Company.
- Not provided any professional service (as Auditor or Legal Counsel).
- Not has business relationship with the Company that affect the duty performing independently in giving an opinion.

Number of Terms and Service Year as Directorship: 2 Terms from 6 years as below ;

1 st Term	From	23 April 2019	To	8 April 2022
2 nd Term	From	8 April 2023	To	8 April 2025

Meeting Attendance in 2024 :

	Meeting	Number of Times	Percentage
1	Board of Directors Meeting	6 / 6	100
2	Nomination and Remuneration Committee Meeting	5 / 5	100
3	Sustainability and Corporate Governance Committee Meeting	2 / 2	100
4	Non-Executive Director Meeting	1 / 1	100
5	Annual General Meeting of Shareholders	1 / 1	100

Company's Articles of Association Regarding the Shareholders Meeting and Voting Casting

The Shareholders Meeting

Article 35

The Board of Directors shall arrange for an Annual General Meeting of Shareholders within 4 months from the last day of the fiscal year of the Company.

The Meeting of Shareholders other than that in the first paragraph shall be called the Extraordinary Meetings. The Board of Directors may summon an Extraordinary Meeting of Shareholders whenever the Board thinks appropriate.

One or more shareholders holding shares altogether at not less than ten (10) percent of the total number of shares sold may submit their names in a letter requesting the Board of Directors to summon an Extraordinary Meeting of Shareholders but they shall give express subjects and reasons for such request in the said letter. In such case, the Board of Directors shall arrange for the Meeting of Shareholders to be held within forty-five (45) days from the date of receipt of such request from the shareholders.

In case the Board of Directors fails to arrange for the meeting within such period under third paragraph, the shareholders who have subscribed their names or other shareholders holding the required aggregate number of shares may themselves call the meeting within forty-five (45) days as from the date of expiration of the period under third paragraph. In such case, the meeting is deemed to be shareholders' meeting called by the Board of Directors and the Company shall be responsible for necessary expenses as may be incurred in the course of convening such meeting and the Company shall reasonably provide facilitation.

In the case where, at the meeting called by the shareholders under fourth paragraph, the number of the shareholders presented does not constitute quorum as prescribed by Article 37, the shareholders under fourth paragraph shall jointly compensate the Company for the expenses incurred in arrangements for holding that meeting.

Article 36

In calling a shareholders' meeting, the board of directors shall proceed to prepare a notice stating the place, date, time, agenda of the meeting and matters to be proposed to the meeting together with reasonable details by indicating clearly whether it is the matter proposed for acknowledgement, for approval or for consideration, including the opinions of the board of directors for such matters. The board of directors shall delivery the above notice to the shareholders at least seven (7) days prior to the date of the meeting and publish the above notice in a newspaper for three (3) consecutive days and at least three (3) days prior to the date of the meeting.

The place of the meeting shall be in the province in which the head office of the Company is situated or at any other place where the board of directors prescribed.

Article 37

At a shareholders' meeting there shall be not less than twenty-five (25) shareholders and proxies (if any) attending the meeting or not less than one-half (1 / 2) of the total number of shareholders and in either case such shareholders shall hold shares amounting to not less than one-third (1 / 3) of the total number of shares sold of the Company, whereby a quorum would then be constituted.

At any shareholders' meeting, if one (1) hour has passed from the time specified for the meeting and the number of shareholders attending the meeting is still inadequate for a quorum as prescribed in the first paragraph, and if such shareholders' meeting was called as a result of a request of the shareholders, such meeting shall be cancelled. If such meeting was not called as a result of a request of the shareholders, a new meeting shall be called for and the notice calling for such meeting shall be dispatched to shareholders not less than seven (7) days prior to the date of the meeting. In the subsequent meeting, a quorum is not required.

Article 38

The chairman of the board shall be the chairman of shareholders' meetings. If the chairman of the board is not present at a meeting or cannot perform his duty, and if there is a vice-chairman, the vice-chairman present at the meeting shall be chairman of the meeting. If there is no vice-chairman or there is a vice-chairman but he cannot perform his duty, the shareholders present at the meeting shall elect one shareholder to be the chairman of the meeting.

Article 39

A resolution of a shareholders' meeting, the shareholders shall be entitled to one (1) vote per one (1) share. Any shareholder who has a special interest in any matters shall not be entitled to vote, except for voting on the election of directors. A resolution of the Shareholders' Meeting shall require:

- (1) In an ordinary event, the majority votes of the shareholders who attend the meeting and cast their votes. In case of a tie vote, the chairman of the meeting shall have a casting vote.
- (2) In the following events, a vote of not less than three-fourths (3 / 4) of the total number of votes of shareholders who attend the meeting and have the right to vote:
 - The sale or transfer of the whole or the substantial part of the Company's business to any other person;
 - The purchase or acceptance of transfer of the business of private companies or public companies by the Company;
 - The making, amending or terminating of any agreement with respect to the granting of a lease of the whole or substantial parts of the Company's business, the assignment of the management of the Company's business to any person, or the amalgamation of the business with other persons for the purpose of profit and loss sharing;
 - The amendment of the Memorandum of Associations or Articles of Association of the Company;
 - The increasing or reducing the Company's capital;
 - The dissolution of the Company;
 - The issuance and offering of debentures of the Company;
 - The amalgamation of business of the Company with other companies;

Article 40

The matters which should be conducted by the annual general meeting of shareholders are as follows:

- To consider the report of the board of directors concerning the Company's business in the past year period
- To consider and approve the balance sheet, the statement of profit and loss for the past year period.
- To consider and approve of profit allocation and dividend payment.
- To consider and elect new directors in place of those who retire by rotation and fix the remuneration of directors.
- To consider and appoint auditor and fix the remuneration of the auditor.
- Other business.

Definition of Independent Directors

In according to the corporate governance of the Company's policy and comply with the rules of the Stock Exchange of Thailand. The Company has defined of independent director as follow :

Independent Director means the director, who is independent in expressing his opinion to the operation of the Company, must be a person who has no involvement or interest to the result of operation either directly or indirectly.

The Company has determined the qualification of Independent Director as follow;

- (1) Holds no more than 1% of all shares with voting rights of the Company, its affiliates, its associated companies, or its juristic persons. This is inclusive of shares held by anyone who is affiliated with them.
- (2) Does not have management participation in the Company, employees, staff, consultant with monthly salary, or Entities with Controlling Authority over the Company within 2 years prior to be appointed as an Independent Director, unless in case of termination of government official or an advisor to a government agency which is a Major Shareholder or an Entity with Controlling Authority less than 2 years.
- (3) Not a person having blood relationship or legal registration of directors or executive directors.
- (4) Has no business relationship with the Company or being significant shareholders, controlling persons of juristic persons who have a trading transaction with the company with the amount over or equal to 20 million Baht or 3% of Net Tangible Asset (NTA) of the Company, whichever is lower during previous 2 years.
- (5) Not a person who is an auditor of the Company, the Parent Company, a Subsidiary, a Joint / Associated Company, a Major Shareholder or an Entity with Controlling Authority, and, not a Significant Shareholder within 2 years prior to be appointed as an Independent Director.
- (6) Not a person rendering any professional service or a Significant Shareholder, an Entity with Controlling Authority over the Company or a partner to such professional service provider who is paid more than Two Million Baht in service fee within two years prior to his/her appointment as an Independent Director. *However, a person being unqualified from No.4 and No. 6, can be an independent director if only the board of directors shows that the board has considered the issue in accordance with the Section 89/7 under Securities & Exchange Act B.E. 2535 regulation and found that there is no interference in the independent opinion, and the following information shall be disclosed in the notice of shareholders meeting under the agenda considering the appointment of independent director.
- (7) Not a person who is nominated to be the representative of directors, major shareholders, or any other related person to major shareholders.
- (8) Do not operate the same and competitive business with the company's business, or its subsidiaries, or holds shares for more than 1% of the total shares, or is not an executive director, employee, staff, advisor who receives salary, an Entity with Controlling Authority over the mentioned business.
- (9) Is not any otherwise which is unable to have the independent opinion regarding the business operation of the company.
- (10) An independent director can be an independent director for affiliates of the company but the audit director has been prohibited to be a director for the parent company, a Subsidiary, or a subsidiary listed company.

(11) After being appointed as the independent director, such independent director may be assigned by the Board of Directors to make decision in respect of collective decisions involving the business of the Company, the Parent Company, a Subsidiary, a Joint venture / Associated Company, a Subsidiary of Equal Level, a Major Shareholder or an Entity with Controlling Authority, where it will not be deemed that such Independent Directors are Directors involved with the administration.

All the definition about has complied with the rules and regulations stipulated by Securities and Exchange Commission and the Stock Exchange of Thailand.

- For a foreign juristic person, if an original of any document is not in the English language, the English translation thereof must be prepared and attached. Such translation must also be certified true and correct by a person authorized to sign to bind the juristic person.
 - The proxy must present his/her original identification card, government official identification card or passport (in case of foreign proxy) for the purpose of registration.
- (3) In case grantor is custodian that the Company's shares are deposited with and such custodian is taking care of the Company's shares for the foreign investor whose name appears in the register book, and custodian appoints the proxy to attend the meeting with Proxy Form C.

The grantor must submit and the proxy must present the following documents:

- Power of Attorney from the shareholder who is a foreign investor authorizes the custodian to execute the proxy on his/her behalf.
- Confirmation letter showing that signatory of the Proxy is authorized to operate custodian business.
- If any of the aforementioned documents is not in the English language, the English translation thereof must be prepared and attached. The translation must also be certified true and correct by a person referring to such document or a person authorized to act on behalf of such person.
- The proxy must present his/her original identification card, government official identification card or passport (in case of foreign proxy) for the purpose of registration.

4. Counting and Announcement on the Meeting

4.1 Counting and Announcement of the Vote

Prior to the Meeting, the Chairman shall inform that the counting of vote for each agenda shall be made from the voting card which marked by the Shareholder or Proxy, as the case may be. The vote result of all Agenda shall be informed to the Meeting before the Meeting is adjourned.

4.2 Voting Procedures

- (1) The Chairman shall inform the Meeting details of the voting procedures. The Chairman will propose the Meeting to have the vote in each Agenda by asking time by time whether there is any shareholder approve, disapprove or abstain. When the Chairman asks as above, a voting by show of hand will be made and the shareholder or proxy shall confirm such intention by filling the vote either for approval, disapproval or abstention for counting by the officers in a voting card provided to the Shareholder or the Proxy when registration. The Shareholder shall indicate its intention by checking in in the voting card.
- (2) For the vote of Custodian which the allocation of the vote is allowed as specified in the Proxy Form to have the vote in each Agenda. This vote is the authority to act on behalf of the Shareholder.

Profile of Independent Directors for proxy granting of the Company

Profile of Director



Mr.Pairoj Juarprathoom Age : 67 Years Nationality : Thai

Address: 855 / 3 Moo 1 Ban Ko, Muang, Nakhon Ratchasima 30000.

- Director (has been appointed on 23 April 2019)
- Chairman of Audit & Risk Management Committee (has been appointed on 23 April 2019)
- Independent Director (has been appointed on 23 April 2019)

Education :

- Master Degree, Graduate School of Public Administration, National Institute of Development Administration (NIDA)
- Bachelor Degree, Faculty of Commerce and Accountancy, Chulalongkorn University
- Bachelor Degree, School of Law, Sukhothai Thammathirat Open University

Training / Seminar :

- Director Accreditation Program 161/2019 Thai Institute of Directors (IOD)
- Advance Executive Program6, Office of the Civil Service Commission (OCSC)
- Advanced Certificate Course of Good Governance for Medical Executives 6, The Medical Council of Thailand and King Prajadhipok's Institute

No. of shareholding at : -None-

Shareholding by spouse and minor child : -None-

Family relationship with directors, executives and major shareholders : -None-

Brief Experience in 5 years :

Period	Position	Company
Apr.2019 - Present	Chairman of Audit & Risk Management Committee / Independent Director / Director	Siam Global House PCL.
Aug.2019 - Aug.2023	Director/Independent Director / Chairman of Audit Committee	KTB General Services and security Co., Ltd
Feb. - Sep.2018	Plan and Policy Analyst, Advisory Level	The Revenue Department
2017	Deputy Director-General	The Revenue Department
2016 - 2017	Director Regional Revenue Office 5	The Revenue Department
2015 - 2016	Director Regional Revenue Office 9	The Revenue Department

Position of Director / Executive in Other Listed Company : -None-.

Position of Director / Executive in Other Non-Listed Company : -None-.

Other Business Position of director which may cause a conflict of interest against the Company : -None-

The special interests that different from any others in the Committee proposed to the general meeting of shareholders this time : -None-

Conflict of interest in agendas proposed to the general meeting of shareholders as follow ;

- Agenda 1 - 8 No conflict of interest
- Agenda 9 - 10 Have conflict of interest (Agenda to consider appointing directors to replace those who must retire and agenda to consider remuneration and bonuses for directors for the year 2025)
- Agenda 11 No conflict of interest

The following interests in the Company, parent company, subsidiaries, affiliates or any legal entities that have conflicts, at present or in the past 2 years as follows :

- Not participated in management, not the employee, staff or consultant who receive regular salary in the Company.
- Not provided any professional service (as Auditor or Legal Counsel).
- Not has business relationship with the Company that affects the duty performing independently in giving an opinion.

Number of Terms and Service Year as Directorship : 2 Terms as follows ;

1 st Term	From	23 April 2019	to	8 April 2022
2 nd Term	From	8 April 2022	to	present

Meeting Attendance in 2024 :

	Meeting	Number of Times	Percentage
1	Board of Directors Meeting	6 / 6	100
2	Audit and Risk Management Committee Meeting	5 / 5	100
3	Non-Executive Director Meeting	1 / 1	100
4	Annual General Meeting of Shareholders	1 / 1	100

Profile of Independent Directors for proxy granting of the Company

Profile of Director



Dr. Boonchai Pitugdamrongkija Age : 70 Years Nationality : Thai

Address : 35 / 114 Parinyada(Samakkee) Village Soi Samakkee 58 / 10, Samakkee Road, Tha-Sai, Muang, Nonthaburi 11000

Position :

- Director (has been appointed on 23 April 2019)
- Independent Director (has been appointed on 23 April 2019)
- Audit and Risk Management Committee (has been appointed on 23 April 2019)
- The Chairman of the Sustainability and Corporate Governance Committee (has been appointed on 29 April 2022)

Education :

- Doctor of Management Degree Graduate School (Business Management), Suan Dusit Rajabhat University.
- Master’s degree Faculty of Economics, Thammasat University
- Bachelor’s degree Faculty of Economics and Business Administration, Kasetsart University

Training / Seminar :

- Director Certification Program 155/2012 of Thai Institute of Directors (IOD)
- Capital Market Academy (CMA.16), the Stock Exchange of Thailand
- Towards High Potential Leaders Project, Office of the Civil Service Commission
- Leading Change for Executive of Excise Department 2nd Generation, NIDA
- GSB Middle management Leadership Program 2007, Nanyang Technological University
- Advance Executive Program 45, Office of the Civil Service Commission (OCSC)
- Strategy for Improving Directors Effectiveness, Kellogg School of Management
- Middle Management Professional Development, Revenue Canada
- Program Tax Analysis and Revenue Forecasting, Harvard University

No. of shareholding at : -None-

Shareholding by spouse and minor child : -None-

Family relationship with directors, executives and major shareholders : -None-

Brief Experience in 5 years :

Period	Position	Company
29 Apr. 2022 - Present	Chairman of Sustainability and Corporate Governance Committee	Siam Global House, PCL.
Apr.2019 - Present	Director / Independent Director / Audit and Risk Management committee	Siam Global House, PCL.
Apr. 2020 - Present	Independent Director / Audit Committee	Precise Corporation PCL.
2011 – 2014	Principal Advisor of Excise Tax Strategic Plan (Advisory Level)	The Excise Department Ministry of Finance
2009 – 2010	Deputy Director General of the Excise Department (Director Higher Level)	The Excise Department Ministry of Finance

Position of Director / Executive in Other Listed Company : 1 Company; Precise Corporation PCL

Position of Director / Executive in Other Non-Listed Company : -None-

Other Business Position of director which may cause a conflict of interest against the Company : -None-

The special interests that different from any others in the Committee proposed to the general meeting of shareholders this time : -None-

Conflict of interest in agendas proposed to the general meeting of shareholders as follow;

- Agenda 1 - 8 No conflict of interest
- Agenda 9 - 10 Have conflict of interest (Agenda to consider appointing directors to replace those who must retire and agenda to consider remuneration and bonuses for directors for the year 2025)
- Agenda 11 No conflict of interest

The following interests in the Company, parent company, subsidiaries, affiliates or any legal entities that have conflicts, at present or in the past 2 years as follows :

- Not participated in management, not the employee, staff or consultant who receive regular salary in the Company.
- Not provided any professional service (as Auditor or Legal Counsel).
- Not has business relationship with the Company that affect the duty performing independently in giving an opinion.

Number of Terms and Service Year as Directorship : 2 Terms as follows ;

1st Term From 23 April 2019 to 8 April 2022

2nd Term From 8 April 2022 to Present

Meeting Attendance in 2024 :

	Meeting	Number of Times	Percentage
1	Board of Directors Meeting	6 / 6	100
2	Audit and Risk Management Committee Meeting	5 / 5	100
3	Sustainability and Corporate Governance Committee Meeting	2 / 2	100
4	Non-Executive Director Meeting	1 / 1	100
5	Annual General Meeting of Shareholders	1 / 1	100

Profile of Independent Directors for proxy granting of the Company

Profile of Director



Dr. Vongsak Swasdipanich Age: 73 Years Nationality: Thai

Address : 20/372 Moo 9 Bang Talad, Pak Kret, Nonthaburi 11120

Position :

- Director (has been appointed on 11 May 2016)
- Member of Audit & Risk Management Committee (has been appointed on 11 May 2016)
- Independent Director (has been appointed on 11 May 2016)
- Member of Nomination & Remuneration Committee (has been appointed on 11 May 2016)

Education :

- D.Litt.PA, St. Clements University, UK
- MPA. Public Affairs, Kentucky State University, USA
- Bachelor of Art (Political Science), Chiang Mai University.

Training / Seminar :

- Certificate of Director Accreditation Program (DAP 134/2017), Thai Institute of Directors (IOD)
- Thailand National Defense College (NDC 44)
- Executives Planned High Level of NIDA
- Executives of Interior level 8, Dumrongrathanupharp Institute, Ministry of the Interior.
- Executives of Interior level 9, Dumrongrathanupharp Institute, Ministry of the Interior

No. of shareholding at : -None-

Shareholding by spouse and minor child : -None-

Family relationship with directors, executives and major shareholders : -None-

Brief Experience in 5 years :

Period	Position	Company
2016 - Present	Director /Independent Director / Member of Audit & Risk Management Committee/ Member of Nomination & Remuneration Committee	Siam Global House, PCL.
2020 – Present	Chairman of the Advisory Committee, Chairman of the House of Representatives Governing Committee	Department of Provincial Administration
2022 – Present	Chairman of the Corporate Promotion Committee for Roi Et Rajabhat University, the Council Committee for Roi Et Rajabhat University.	Ministry of Education

Position of Director / Executive in Other Listed Company : -None-

Position of Director / Executive in Other Non-Listed Company : -None-

Other Business Position of director which may cause a conflict of interest against the Company : -None-

The special interests that different from any others in the Committee proposed to the general meeting of shareholders this time : -None-

Conflict of interest in agendas proposed to the general meeting of shareholders as follow;

- Agenda 1-9 No conflict of interest
- Agenda 10 Have conflict of interest (Consider and approve remuneration and bonus of the directors for the year 2025)
- Agenda 11 No conflict of interest

The following interests in the Company, parent company, subsidiaries, affiliates or any legal entities that have conflicts, at present or in the past 2 years as follows:

- Not participated in management, not the employee, staff or consultant who receive regular salary in the Company.
- Not provided any professional service (as Auditor or Legal Counsel).
- Not has business relationship with the Company that affects the duty performing independently in giving an opinion.

Number of Terms and Service Year as Directorship : 4 Terms as follow ;

1 st Term	From	11 May 2016	to	23 April 2017
2 nd Term	From	23 April 2017	to	24 April 2020
3 rd Term	From	24 April 2020	to	11 April 2023
4 th Term	From	11 April 2023	to	Present

Meeting Attendance in 2024 :

	Meeting	Number of Times	Percentage
1	Board of Directors Meeting	6 / 6	100
2	Audit and Risk Management Committee Meeting	5 / 5	100
3	Nomination and Remuneration Committee Meeting	2 / 2	100
4	Non-Executive Director Meeting	1 / 1	100
5	Annual General Meeting of Shareholders	1 / 1	100



Proxy Form (Form A)

Duty Stamp
฿20

Written at

Date Month Year

1. I / We Nationality
Address.....Road.....Sub-District.....
District ProvincePostal Code

2. Being a shareholder of **Siam Global House Public Company Limited**, holding the total amount of
..... common shares with the voting rights ofvotes

3. Hereby appoint

(1) Age Years
Address..... Road Sub-District
District Province Postal Code or

(2) Age Years
Address..... Road Sub-District
District Province Postal Code or

(3) Age Years
Address..... Road Sub-District
District Province Postal Code

Only one of them as my / our proxy to attend and vote in tthe Annual General Meeting 2025 on Tuesday, April 8, 2025, at 02:30 p.m. at Meeting Room 5th floor, Siam Global House Public Company Limited, Head Office, 232 Moo 19 Rob Mueang, Mueang, Roi Et or at any adjournment thereof to any other date, time, and venue.

For any act performed by the Proxy at the Meeting, it shall be deemed as such act had been done by me/ us in all respects.

Signature Shareholder
(.....)

Signature Proxy
(.....)

Remark : A shareholder shall appoint only one proxy to attend and vote at the meeting. The number of shares held by a shareholder cannot divide into several portions to more than one proxy in order to divide the votes.



PROXY Form B.

Duty Stamp
฿20

Written at
Date Month Year

1. I / We Nationality
Address Road Sub-District
District Province Postal Code
2. Being a shareholder of Siam Global House Public Company Limited, holding a total number of
Shares and having the right to vote equal to.....votes as follows :
 - Ordinary share shares / having the right to vote equal to votes
 - Preferred share shares / having the right to vote equal to votes
3. Hereby appoint
 - (1) Age Years
Address..... Road Sub-District
District Province Postal Code or
 - (2) Age Years
Address..... Road Sub-District
District Province Postal Code or
 - (3) Age Years
Address..... Road Sub-District
District Province Postal Code

Only one of them as my/our proxy to attend and vote in the Annual General Meeting 2025 on Tuesday, 8 April 2025 at 02.30 p.m. at Meeting Room 5th floor, Siam Global House Public Company Limited, Head Office, 232 Moo 19 Rob Mueang, Mueang, Roi Et or at any adjournment thereof to any other date, time, and venue.

(4) I / We authorize the Proxy to vote on my/our behalf at the Meeting as follows:

Agenda 1 To certify the Minutes of the Annual General Meeting of Shareholders for the year 2024

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes:
 - Approve
 - Disapprove
 - Abstain

Agenda 2 To acknowledge the Company's operating results for the year 2024

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes:
 - Approve
 - Disapprove
 - Abstain

Agenda 3 To approve the Financial Statements of the Company for the year ended December 31,2024

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes:
 - Approve
 - Disapprove
 - Abstain



Agenda 4 To consider and approve regarding the allocation of net profit for the year 2024 as legal reserve and the dividend payment

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes:
 - Approve
 - Disapprove
 - Abstain

Agenda 5 To approve the reduction of the Company's registered capital by cancelling unissued registered shares remaining from the stock dividend allocation according to the resolution of the Annual General Meeting of shareholders for the year 2024 in total of 14,335 shares with the par value of Baht 1, and to amend Clause 4 of the Company's Memorandum of Association to be in line with the decrease of the registered capital

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes:
 - Approve
 - Disapprove
 - Abstain

Agenda 6 To approve the increasing of the Company's registered capital of 200,071,562 shares with the par value of Baht 1 each, to support the dividend payment and to amend Clause 4 of the Company's Memorandum of Association to be in line with the increase of the registered capital.

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes:
 - Approve
 - Disapprove
 - Abstain

Agenda 7 To approve the allocation of additional ordinary shares 200,071,562 shares to support the stock dividend payment.

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes:
 - Approve
 - Disapprove
 - Abstain

Agenda 8 To consider and approve the appointment of auditors and determination the auditing fee for the year 2025.

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes:
 - Approve
 - Disapprove
 - Abstain



Agenda 9 To consider and appoint directors replacing those who would retire by rotation.

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes :
 - Appointment of the entire board of directors**
 - Approve Disapprove Abstain
 - Appointment of an individual director**
 - (1) **Name of Director : Mr. Pairoj Juarprathoom**
 - Approve Disapprove Abstain
 - (2) **Name of Director : Dr. Boonchai Pitugdamrongkija**
 - Approve Disapprove Abstain
 - (3) **Name of Director : Pol. Gen. Kawee Supanun**
 - Approve Disapprove Abstain

Agenda 10 To consider and approve remuneration and bonus of the directors for the year 2025

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes:
 - Approve Disapprove Abstain

Agenda 11 Other matters (if any)

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes:
 - Approve Disapprove Abstain

(5) Voting of proxy in any agenda that is not as specified in this proxy shall be considered as invalid and not my/our voting as a shareholder.

(6) If I / We do not specify my / our purpose to vote for any agenda or specify unclearly or in case the meeting considers or approves any other than agenda set off, including correcting or adding any fact, a proxy can consider and vote on my/our behalf as he/she may deem appropriate in all respects.

For any act performed by the Proxy at the Meeting except the Proxy did not vote as I / We had specified in the proxy form, it shall be deemed as such act had been done by me/us in all respects.

Signature Shareholder
(.....)

Signature Proxy
(.....)

Remark

1. A shareholder shall appoint only one proxy to attend and vote at the meeting. The number of shares held by a shareholder cannot divide into several portions to more than one proxy in order to divide the votes.
2. In agenda of directors' election, a proxy can vote all directors or each director.
3. In case there are any other than agenda set off, it is applicable to add in the Attachment to Proxy Form B.



Attachment to Proxy Form B.

Authorization on behalf of a shareholder of Siam Global House Public Company Limited

At the Annual General Meeting 2025 on Tuesday, 8 April 2025 at 02.30 p.m. at Meeting Room 5th floor, Siam Global House Public Company Limited, Head Office, 232 Moo 19 Rob Mueang, Mueang, Roi Et or at any adjournment thereof to any other date, time and venue.

Agenda Subject

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes :
 - Approve Disapprove Abstain

Agenda Subject

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes:
 - Approve Disapprove Abstain

Agenda Subject

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes:
 - Approve Disapprove Abstain

Agenda SubjectTo appoint the directors

- Name of Director :
 - Approve Disapprove Abstain
- Name of Director :
 - Approve Disapprove Abstain
- Name of Director :
 - Approve Disapprove Abstain
- Name of Director :
 - Approve Disapprove Abstain

I / We certify that the details in this Attachment to Proxy Form B. are completely correct and totally true

Signature Shareholder
(.....)

Signature Proxy
(.....)



PROXY Form C.
(For foreign shareholders who have custodians in Thailand only)

Duty Stamp
฿20

Written at
Date Month Year

1. I / We Nationality
Address.....Road.....Sub-District.....
District ProvincePostal Code
who is a shareholder of **Siam Global House Public Company Limited**, holding the total amount of
..... common shares with the voting rights ofvotes

2. Hereby appoint
(1) Age Years
Address..... Road Sub-District
District Province Postal Code or
(2) Age Years
Address..... Road Sub-District
District Province Postal Code or
(3) Age Years
Address..... Road Sub-District
District Province Postal Code

Only one of them as my / our proxy to attend and vote in the Annual General Meeting 2025 On Tuesday, 8 April 2025 at 02.30 p.m. at Meeting Room 5th floor, Siam Global House Public Company Limited, Head Office, 232 Moo 19 Rob Mueang, Mueang, Roi-Et or at any adjournment thereof to any other date, time and venue.

3. I / We authorize the Proxy to vote on my / our behalf at the Meeting as follows:
 Grant proxy the total amount of shares holding and entitled to vote
 Grant only common shares
with the voting rights of votes

4. I / We authorize the Proxy to vote on my / our behalf at the Meeting as follows :

Agenda 1 To certify the Minutes of the Annual General Meeting of Shareholders for the year 2024

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes:
 - Approve..... Share Disapprove..... Share Abstain..... Share

Agenda 2 To acknowledge the Company's operating results for the year 2024

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes:
 - Approve..... Share Disapprove..... Share Abstain..... Share

Agenda 3 To approve the Financial Statements of the Company for the year ended December 31, 2024

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes:
 - Approve..... Share Disapprove..... Share Abstain..... Share



Agenda 4 To consider and approve regarding the allocation of net profit for the year 2024 as legal reserve and the dividend payment

- (a) A proxy has the right to consider and vote on my / our behalf
(b) A proxy votes on my / our following purposes:
Approve..... Share Disapprove..... Share Abstain..... Share

Agenda 5 To approve the reduction of the Company's registered capital by canceling unissued registered shares remaining from the stock dividend allocation according to the resolution of the Annual General Meeting of shareholders for the year 2024 in total of 14,335 shares with the par value of Baht 1, and to amend Clause 4 of the Company's Memorandum of Association to be in line with the decrease of the registered capital

- (a) A proxy has the right to consider and vote on my / our behalf
(b) A proxy votes on my / our following purposes:
Approve..... Share Disapprove..... Share Abstain..... Share

Agenda 6 To approve the increasing of the Company's registered capital 200,071,562 shares with the par value of Baht 1 each, to support the dividend payment and to amend Clause 4 of the Company's Memorandum of Association to be in line with the increase of the registered capital

- (a) A proxy has the right to consider and vote on my / our behalf
(b) A proxy votes on my / our following purposes:
Approve..... Share Disapprove..... Share Abstain..... Share

Agenda 7 To approve the allocation of additional ordinary shares 200,071,562 shares to support the stock dividend payment

- (a) A proxy has the right to consider and vote on my / our behalf
(b) A proxy votes on my / our following purposes:
Approve..... Share Disapprove..... Share Abstain..... Share

Agenda 8 To consider and approve the appointment of auditors and determination the auditing fee for the year 2025

- (a) A proxy has the right to consider and vote on my / our behalf
(b) A proxy votes on my / our following purposes:
Approve..... Share Disapprove..... Share Abstain..... Share

Agenda 9 To consider and appoint directors replacing those who would retire by rotation

- (a) A proxy has the right to consider and vote on my / our behalf
(b) A proxy votes on my / our following purposes:
Appointment of the entire board of directors
Approve..... Share Disapprove..... Share Abstain..... Share
Appointment of an individual director
(1) Name of Director : Mr. Pairoj Juarprathoom
Approve..... Share Disapprove..... Share Abstain..... Share
(2) Name of Director : Dr. Boonchai Pitugdamrongkija
Approve..... Share Disapprove..... Share Abstain..... Share
(3) Name of Director : Pol. Gen. Kawee Supanun
Approve..... Share Disapprove..... Share Abstain..... Share



Agenda 10 To consider and approve remuneration and bonus of the directors for the year 2025

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes:
 - Approve..... Share Disapprove..... Share Abstain..... Share

Agenda 11 Other matters (if any)

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes:
 - Approve..... Share Disapprove..... Share Abstain..... Share

5. Voting of proxy in any agenda that is not as specified in this proxy shall be considered as invalid and not my / our voting as a shareholder.
6. If I / We do not specify my / our purpose to vote for any agenda or specify unclearly or in case the meeting considers or approves any other than agenda set off, including correcting or adding any fact, a proxy can consider and vote on my / our behalf as he / she may deem appropriate in all respects.

For any act performed by the Proxy at the Meeting except the Proxy did not vote as I / We had specified in the proxy form, it shall be deemed as such act had been done by me/us in all respects.

Signature Shareholder
(.....)

Signature Proxy
(.....)

Remark

1. Only foreign shareholders as registered in the registration book who have custodian in Thailand can use the Proxy Form C
2. Evidences to be enclosed with the Proxy Form are:
 - (1) Power of Attorney from shareholder authorizes a custodian to sign the Proxy Form on behalf of the shareholder.
 - (2) Letter of certification to certify that the signer in the Proxy Form have a permit to act as a Custodian
3. A shareholder appointing a proxy must authorize only to attend the meeting and cast the votes on his / her behalf. All shares shall not be split into more than one proxy to separately vote.
4. In agenda of directors' election, a proxy can vote all directors or each director.
5. In case there are any other than agenda set off, it is applicable to add in the Attachment to Proxy Form C.



Attachment to Proxy Form C.

Authorization on behalf of a shareholder of Siam Global House Public Company Limited

At the Annual General Meeting 2025 on Tuesday, 8 April 2025 at 02.30 p.m. at Meeting Room 5th floor, Siam Global House Public Company Limited, Head Office, 232 Moo 19 Rob Mueang, Mueang, Roi-Et or at any adjournment thereof to any other date, time and venue.

Agenda.....Subject.....

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes:
 - Approve..... Share Disapprove..... Share Abstain..... Share

Agenda.....Subject.....

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes:
 - Approve..... Share Disapprove..... Share Abstain..... Share

Agenda.....Subject.....

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes:
 - Approve..... Share Disapprove..... Share Abstain..... Share

Agenda.....Subject.....To appoint the directors

- 1) Name of Director :
 - Approve..... Share Disapprove..... Share Abstain..... Share
- 2) Name of Director :
 - Approve..... Share Disapprove..... Share Abstain..... Share
- 3) Name of Director :
 - Approve..... Share Disapprove..... Share Abstain..... Share

I / We certify that the details in this Attachment to Proxy Form C. are completely correct and totally true.

Signature Shareholder
(.....)

Signature Proxy
(.....)

Privacy Notice for the Annual General Meeting of Shareholders 2025

Siam Global House Public Company Limited (“the Company”) greatly aware of the personal data protection in accordance to the Privacy Data Protection Act B.E. 2562.

1. The Collection of Personal Data

It is necessary for the Company to collect your personal data that submit to the Company i. e. name, surname, address, telephone number, photo, identification number, shareholders’ registration and information related to electronic systems access and usage such as Email.

The Company will record images and sounds of the meeting for its legitimate interests and the interests of shareholders. In the case of granting a proxy, it is necessary for the Company to collect the copy of shareholder’s personal identification card which may contain religion information that is considered as Sensitive Data. The Company has no intention to collect such Sensitive Data. Accordingly, you can redact such data.

2. The Collection of Personal Data

In the direct collection of your Personal Data, the Company shall use the Personal Data only as necessary and only in accordance with the specified purposes. However, the Company may collect your Personal Data from any other sources, which mean securities registrar or Thailand Securities Depository Co., Ltd. (TSD), but only in necessity and in accordance with measures required by law.

3. Purposes for the collection, use and disclosure of Personal Data

The Company collects, uses, and discloses your Personal Data for the purposes to call the Annual General Meeting of Shareholders 2025 and to the Annual General Meeting of Shareholders 2025 as required by law. Therefore, the Company will collect, use, and disclose your Personal Data and the referred person without your consent as authorized by the Personal Data Protection Act, B.E. 2562 (2019): for legitimate interests of the Company or any other persons or juristic persons or for compliance with law to which the Company is subjected.

4. The Personal Data retention period

The Company will retain your Personal Data only for the necessary duration, and will collect, use and disclose your Personal Data, as defined in this Privacy Notice If it is not possible to specify the Personal Data retention period, the Company will retain the Personal Data as may be expected per data retention standards (such as the longest legal prescription of 10 years).

5. Your Rights as a Data Subject As the owner of Personal Data (“Data Subject”)

You have the rights as stipulated in the Privacy Protection Act B.E 2562, which include the right to withdraw the consent, the right to access and obtain a copy of your Personal Data, the right to correct, delete or destroy your Personal Data, the right to request suspension of the processing of your Personal Data, the right to transfer your Personal Data according to the measures stipulated by law, the right of complaint and the right to dissent to the processing or disclosing of your Personal Data.

6. The Disclosure of Personal Data to a Third Party

The Company may be required to disclose Personal Data to other persons or juristic persons or regulatory authorities, who works in cooperation with the Company for the compliance of the purposes as mentioned in this notice such as technology’s service provider, regulators or government agencies or by the order of regulatory officials

7. Contact channels

Enquires or questions on the Personal Data Protection can be addressed to the following channels:

Address: 232 Moo 19 Rob Mueang Sub-district, Mueang District, Roi Et 45000

Tel. 043-519-777

E-mail : dpo@globalhouse.co.th

Map of the Meeting Venue

The 2025 Annual General Meeting of Shareholders is scheduled for Tuesday, April 8, 2025 at 02:30 p.m. at the 5th floor meeting room of Siam Global House Public Company Limited, Head Office, No. 232, Village No. 19, Rob Mueang Sub-district, Mueang District, Roi Et Province.

Siam Global House Public Company, Head Office Map.



Shuttle service 2 places on the meeting day

from 08.00 a.m. - 12.00 p.m.

1. Roi Et Province Bus
2. Terminal





Request form for the printed Annual Report
Siam Global House Public Company Limited

I / We.....

Shareholder's Registration No.....

Being a shareholder of **Siam Global House Public Company Limited** ("the Company")

Holding the total amount of shares on the date of closing the registration book for the Annual General Meeting of Shareholders for the Year 2025 Totalshares wish to receive the 56-1 One Report 2024 by

Receive the 56-1 One Report 2024 at the Annual General Meeting of Shareholders 2025 on April 8, 2025

Request the Company to deliver the documents specified as follows.

Drop Up



Signed.....Shareholder

(.....)

Name.....			
Reside at	Street.....	Sub-District	
District.....	Province.....	Country.....	
Postal Code.....			

Remark : Please reply the Request form for the Annual Report 2024 within 31 March 2025

Drop Down



Postage Stamp

Investor Relations Department
Siam Global House Public Company Limited , Head Office
232 Moo 19, Rob Mueang Sub-district, Mueang District, Roi Et 45000